



## **Constitution and By-Laws of the Sea Kayak Guides Alliance of British Columbia**

The name of the society is the **Sea Kayak Guides Alliance of British Columbia**.

**The purpose of the society is to serve its membership of professional sea kayak guides, instructors, operators and companies by:**

- A. Setting and promoting operating safety standards and professional requirements.
- B. Setting and promoting minimum impact standards.
- C. Representing the interests of Alliance members to private and commercial groups, government agencies and media.
- D. Encouraging on-going professional development through training, sharing of experience, continual self-assessment to ensure safe practices, and access to Alliance programs.
- E. Affiliating with other organizations whose purposes are to develop and promote safety among those who have direct or indirect responsibility for the safety of others.
- F. Creating and maintaining a fund or funds and disbursing from time to time all or part of the capital thereof, or the income there from, in furtherance of the purposes of the Alliance.
- G. Facilitating sustainable employment patterns and relationships within the industry.
- H. Sustaining and improving access to paddling destinations, launch sites, and camping sites for Alliance members, to the benefit of the entire paddling community.

And for such purposes and to facilitate the establishment, operation, maintenance and enhancement of the Alliance, the Alliance may develop resources, may accept grants and other remittances of money and other property, may accept, hold, administer and deal with endowments and may do all other such lawful things as may be necessary or desirable to fulfil the purpose of the Alliance.

## **By-Laws of the Sea Kayak Guides Alliance of British Columbia**

### **Membership**

- A) Individual memberships shall be open to anyone desiring of supporting the objectives (written above) of the SKGABC and may be granted on submission of an application and payment of prescribed fees.
  - Individual Guides Membership \$45
  - Company/Institution Membership \$100
  - Associate Membership \$25
- B) Associate non-voting memberships may be extended to interested individuals or corporations wishing to support the society program, but may not exceed the number of voting members.
- C) All members are in good standing except a member who has failed to pay his/her current annual membership fee or any other subscription or debit due and owing by him/her to the society and he/she is not in good standing so long as the debt remains unpaid.
- D) Membership is open to anyone who is responsible directly or indirectly for the leadership of commercially or institutionally lead groups on the marine waters of British Columbia.
- E) Every member shall uphold the constitution of the SKGABC and comply with the code of conduct and the SKGABC by-laws.
- F) A person may apply to the directors for membership in the society and on acceptance by the directors shall be a member.
- G) Individual memberships can be reviewed at any time by the membership committee consisting of one appointed board member.
- H) Cessation of membership applies as per the Societies Act.

### **Annual General Meeting**

The first Annual General Meeting of the members shall be held on the first convenient Saturday of the month of April (15 months after the date of incorporation being February 08, 1996).

A notice of the AGM shall be sent by mail/fax/email to the address of the previous years paid up members not less than three weeks prior to the date of the meeting.

It will be the function of these meetings to determine policy, review and amend the program or the Alliance, receive written reports from committee/agencies, conduct elections of officers, and make decisions with respect to affiliation and accept or reject applications for affiliation, and deal with such other business as may arise.

The Order of Business at the AGM shall be (as per the Societies Act):

- 1) The Adoption of Rules of Order.
- 2) The Adoption of the minutes of the previous AGM and executive meetings.
- 3) President's Report
- 4) Reading of correspondence at the discretion of the executive (correspondence addressed to the AGM).
- 5) The consideration of the financial statements.
- 6) The reports of the executive (on matters voted on by the membership).
- 7) Report of the Treasurer.
- 8) Reports of the Committees.
- 9) Motions for amendments to the by-laws.
- 10) Election of Officers (as per the Societies Act).
- 11) Appointment of an auditor.
- 12) Other business.

### **Voting Privileges**

- 1) An individual must have paid the required membership fee in full before the commencement of the AGM in order to have the privilege of one vote.
- 2) Each member elected to the eight member executive shall be entitled to one vote.
- 3) Proxy votes will be sent out to members who indicate by correspondence or phone that they cannot attend the Annual General Meeting.
- 4) Proxy votes shall be restricted to issues of special resolution.

### **Executive Officers**

- 1) The SKGABC shall have an executive consisting of:
- 2) Eight positions of the executive consisting of a President, Vice President (of policy), Vice President (of correspondence), Treasurer/Secretary, additionally three Members at Large and a Coordinating Director shall be elected at the AGM to assist the Executive during the course of their term of two years.

- 3) If the slate of elected members to the executive falls short of the required eight officers a mail vote will be activated.
- 4) Election voting is a privilege attained by being a paid up member in good standing for one year previous to the election year.
- 5) Executive meetings can be conducted by a quorum of three with the President Elect in attendance.
- 6) Proxy voting will be allowed on executive elections.

### **Executive Officers' Duties and Responsibilities**

- 1) The Executive shall manage the affairs of the Alliance except where these by-laws require specific authorization from the membership at the AGM.
- 2) The President shall preside at all meetings of the Society and the Executive.
- 3) The Vice President of Policy shall deal directly with all policy matters that directly affect the Alliance and its membership. This person shall also sit on one to the major committees to represent the executive.
- 4) The Vice President of Correspondence shall deal directly with all correspondence matters that directly affect the Alliance and its membership. This person shall also sit on one of the major committees to represent the executive.
- 5) The Treasurer/Secretary shall maintain the financial records, including books of accounts, as are necessary to comply with the Society Act, and render financial statements to the executive. This person shall act as the Reporting Secretary as explained word for word in Subsection 42 of the Societies Act and this will apply to the SKGABC. In his/her absence it is the President's responsibility to see that these tasks get done.
- 6) Members at Large and the Coordinating Director shall function in assisting capacities with the four officers mentioned above and will be expected to conduct business or represent the Alliance at meetings with other affiliated government and non-government agencies.
- 7) The Executive shall meet not less than quarterly or at the discretion of the President.

### **Committees and Sub-Committees**

- 1) The Executive may establish committees as may be necessary for the operation of the Alliance and shall have the power to make temporary regulations where such committees are not governed by the by-laws.  
Examples of subcommittees are:  
Instructor/Exchange Subcommittees
- 2) The major committees of the Alliance shall be titled as: Education, Safety, Membership, Liaison, Certification Approval, and Nomination.

- 3) Participation on these committees is open to paid up members in good standing of one year who support the mandate of each committee or subcommittee.

### **Membership and Certification Fees**

- 1) The base fee for a membership in the Alliance is \$45 (ratified by the AGM November 9, 2011) and must be renewed annually.
- 2) The company/institution fee for a membership in the Alliance is \$100 (ratified by the AGM April 13, 1996) and must be renewed annually.
- 3) Any member who is invoiced and fails to submit payment of fees within three months of the AGM shall lose her/his active membership in the SKGABC.

### **Banking Practices**

- 1) The Executive shall arrange for the opening of a bank account in a chartered bank, credit union, or trust company in which funds of the Alliance shall be deposited and withdrawals made by resolution of the executive and any such cheques shall have authorized signatures.
- 2) The Executive shall have authority to pay all accounts of the society and shall make such regulations as it deems necessary to deal with the payment of regular current accounts.

### **Borrowing Powers**

- 1) The Alliance shall not borrow or incur any liability in excess of any cash moneys on hand or in the bank without the approval of a special resolution by the members of the SKGABC.

### **Auditor**

- 1) The Auditor of the Alliance shall be appointed at the AGM for the ensuing year and he/she shall certify the accounts of the Treasurer of the AGM. Such auditors shall not be a member of the executive.

### **Amendments to the By-Laws**

These By-Laws may be amended by a Special Resolution of the Alliance.

### **Special Resolution**

For the purpose of these By-Laws, a Special Resolution means a resolution passed by three quarters of the members attending an Annual General Meeting or a Special Meeting of which notice in writing has been given, specifying the intention to propose a Special Resolution. Notice shall be given not less than 14 days prior to the date of the meeting.

## Code of Ethics

The purpose of the Code of Ethics is to state general principles of conduct to be observed by each member in order that they may best serve the interest of the public, industry, and the membership.

The safety of our clients must be our prime concern at all times. All personal objectives and the objectives of our clients must be subordinated to this concern.

Our clients have the right to expect all guides to be up to date on methods and techniques and to always use appropriate and well functioning equipment.

SKGABC guides must be aware at all time of their physical, technical, and experiential limitations and only take on routes that are completely within their capabilities.

Members are at all times representatives of the SKGABC and should conduct themselves in a manner that reflects well on the SKGABC and its members. This applies equally whether at SKGABC events (exchanges), on water with clients, or transacting business with clients or government agencies.

If a member displays unethical, illegal, or unfair practice, he/she must present their case to a jury of appeal appointed by the Executive consisting of three members in good standing.

The Safety Committee has established professional operating standards and qualifications for Day Guide, Assistant Guide and Full Guide status. Observance of these standards and qualifications is the fundamental obligation of all members and failure of this obligation will result in suspension or expulsion.

A member of the SKGABC will not issue statements, criticisms, or arguments on sea kayaking matters that are inspired or paid for by private interest, unless he indicates on whose behalf he is making such statements.

A member will not attempt, directly or indirectly, to injure the professional reputation, prospects, or practice of another member.

A member will not openly express his/her opinion that reflects on the ability or integrity of another member or organization.

While reviewing the work of a colleague, a member will not openly issue unfavourable comments. Confidential correspondence should be used in this situation.

Members will refrain from expressing publicly an opinion on sea kayak safety matters unless the said member is informed as to the facts relating thereto.

A member of the SKGABC will cooperate in extending the effectiveness of the profession by exchanging information and experience with fellow members.