

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

BC SCHOOL SPORTS CONSTITUTION

PREAMBLE

Recognizing the need for a co-operative agency to plan, coordinate and assist the interschool athletic activities of this province, it is recommended that the following principles be used as a guide to the Society for this purpose:

1. The aims and objectives of the Society shall be in complete harmony with the aims of education as set forth by the Ministry of Education.
2. Participation in the activities of this Society shall be encouraged as an integral part of the total education process.
3. All students should have the opportunity to realize the physical, social and emotional values that can be derived from interschool competition.

This preamble is unalterable.

Article I: NAME

The name of this Society shall be BC SCHOOL SPORTS and herein referred to as “the Society”.

Article II: PURPOSE

The purpose of the Society shall be to provide leadership for and service to school sports in the Province of British Columbia by;

- (a) coordinating, advocating, promoting and protecting interschool athletics in and among Member Schools;
- (b) establishing, maintaining, and promoting among the Society’s members, students, and others, an interest in athletics, physical recreation and sports;
- (c) fostering the growth and development of a coordinated athletic program in and between the schools of the province;
- (d) assisting in planning and coordinating interschool, interregional and provincial championship activities of Society members;
- (e) promoting the acquisition of athletic skills in the development of and appreciation of athletics through competition;
- (f) promoting fair play in all activities.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

(g) establishing and enforcing policies, rules and regulations for participants involved in interschool competition among Member Schools.

Article III: DISSOLUTION

On the winding up or dissolution of the Society, the assets of the Society shall not be distributed among the members, or any of them, unless such recipient member or members are charitable institutions in existence solely for charitable purposes. After all debts have been paid, or provisions for their payment have been made, the assets remaining shall be paid, transferred or delivered to one (1) or more charitable institutions in existence solely for charitable purposes, which shall be chosen by resolution of the members of the Society, or failing such resolution, by resolution of the Board of the Society. This provision is unalterable.

Article IV: PROFITS

The Society is to operate without purpose of gain or profit to its members and any profits or other accretions to the Society shall be used in promoting its purposes and this provision shall be unalterable.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

BC SCHOOL SPORTS BYLAWS

Article I: INTERPRETATION

1.1 Definitions:

In these Bylaws, unless the context otherwise requires:

- (a) "Board" means the Board of Directors of the Society for the time being;
- (b) "Director" means an individual member of the Board of Directors;
- (c) "Member School" means a school in British Columbia that is accredited by the Ministry of Education as an Elementary-Junior Secondary, Elementary-Secondary, Middle School, Junior Secondary, Senior Secondary, Secondary School, Distributed Learning School, Alternate School or Independent School in funding group classifications 1, 2, or 3, and includes full-time students in any or all of Grades 7 through 12 and fulfils the requirements of membership in BC School Sports;
- (d) "Honourary Awards Recipient" is an individual who has been named as a recipient of the BC SCHOOL SPORTS Honour Award;
- (e) "School Athletic Association" means an organization existing to coordinate school sport competitions within a specific geographical boundary within the Province of British Columbia;
- (f) "Sport Commission" means a sport-specific organization or committee responsible for the organization of secondary school competition as per the terms of reference contained in the Society's Operating Policies;
- (g) "Designated Zone(s) of the Society" means any grouping of one (1) or more School Athletic Associations that have been combined to facilitate representative structures for the Board of Directors and committees;
- (h) "Board of Reference" means an ad hoc committee, appointed by the Board of Directors to deal with Suspension of Membership;
- (i) "Executive Director" means the Executive Director of BC SCHOOL SPORTS.

1.2 Meaning

Words importing the singular include the plural and vice versa.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article II: MEMBERSHIP

2.1 Categories of Membership

There shall be two (2) categories of membership in the Society, one (1) voting and one (1) non-voting, as follows:

2.1.1 Voting

(a) Member School, as defined herein, and represented by a designated teacher or Administrator as per 2.2 (a).

2.2 Requirements for Inclusion in Membership

To become a:

(a) Member School, that school:

(i) must submit a letter of request to the Board;

(ii) must meet the definition of a Member School as provided in Article I;

(iii) must be a member in good standing of the local School Athletic Association within whose geographical boundary the Member School is located, and,

(iv) Must be a member in good standing of the Regional School Athletic Association within whose boundary the member school is located, if such a Regional School Athletic Association exists;

(v) may submit a request to the Society that {2.2 (a) (iii)} AND {2.2 (a) (iv)} be waived if the geographical location of the school or the Ministry of Education accreditation status of the school or the Bylaws of the School Athletic Association prevents the school from becoming a member of the local School and/or Regional School Athletic Association. The school must meet all other requirements;

(vi) must be represented at general meetings by a teacher or Administrator assigned to that school, and designated as the school representative by the Administrator of the school, or by a proxy vote carried as per 5.6; and

(vii) Must have paid the membership fee as set from time to time by the Legislative Assembly.

2.3 Conditions for Maintenance of Membership

Each and every member shall:

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

- (a)** uphold the Constitution and comply with these Bylaws;
- (b)** Comply with the Society's Competitive Rules and Regulations, Operating Policies and Procedures, and
- (c)** maintain the requirements for membership as listed in 2.2

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article III: SUSPENSION AND TERMINATION OF MEMBERSHIP

3.1 Ceasing to be a Member in Good Standing

Each member is in good standing except:

3.1.1 That which has failed to pay its current annual membership fees as provided herein, or any other subscription or debt due and owing by it to the Society, and the member shall not be in good standing so long as the debt remains unpaid.

3.1.2 that which has failed to uphold the Constitution and Bylaws, or the Competitive Rules and Regulations, or the Operating Policies and Procedures, of the Society, and has had their membership privileges revoked in accordance with 3.2.

3.2 Suspension of Membership

3.2.1 The rights and privileges of membership may be suspended:

(a) when there is deemed to have been conduct which is considered improper, unbecoming, or likely to endanger the interest or reputation of the Society, or where there has been wilful breach of the Constitution, Bylaws, Operating Policies and Procedures, or Competitive Rules and Regulations of the Society;

(b) when there is failure or inability to comply with the conditions of membership; or

(c) when there is failure, neglect, or refusal to pay any dues, debts or other obligations to the Society for thirty (30) days from the date when the same became due and payable, unless the Board, by resolution, shall grant a further extension.

3.2.2 The following procedure shall apply in the event of an occurrence of any event as outlined in Article 3.2.1 herein;

3.2.2.1 charges against a Member School, citing offences outlined in 3.2.1, can be brought by another Member School (signed by the Administrator), Athletic Association President, Sport Commissioner or on behalf of the Council of Association Presidents or the Council of Sport Commissions, and shall be directed, in writing through the Society President, as follows:

(a) In the case of a Member School being charged, or an Administrator, teacher, coaching representative or team representative of that school being charged, a three (3) person committee, appointed by the Board and to include one (1) member of the Council of Association Presidents,

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

as provided herein, to be known as the School Membership Discipline Committee.

(b) In the case of an Honourary Member being charged, a three (3) person committee appointed by the Board, as provided herein, to be known as the Honourary Membership Discipline Committee. The Honourary Award cannot be revoked for any reason, although the on-going services and privileges may be withdrawn by the committee.

3.2.2.2 The member charged shall be notified in each case, together with particulars of the offense alleged.

3.2.2.3 The School Membership Disciplinary Committee hearing shall be held as soon as possible, but within twenty (20) working days of receipt of the initial charge at the latest.

3.2.2.4 The committee designated in 3.2.2.1, after investigating the charges, shall

(a) attempt to settle the matter through discussion and negotiation with all parties concerned, or

(b) rule on the complaint within fifteen (15) working days of a hearing being held, with the following options available to the committee:

(i) no steps taken; complaint not upheld, or

(ii) complaint upheld, but no penalty invoked, or

(iii) a letter of reprimand through the Administrator of the offending member school, requesting that the school modify behaviour within a stated time period, or

(iv) a letter of reprimand through the Administrator of the offending school, with a probationary period of up to three (3) years, citing specific expectations against which any further complaints of conduct filed under 3.2.2.1 can be measured, or

(v) recommendation of suspension of membership to the Board of Reference.

(c) the written report from the committee will be distributed to the complainant, member against which the complaint was filed, president and BCSS office within fifteen (15) working days of the hearing being held.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

3.2.2.5 the Board of Reference shall be an ad hoc committee of three (3) appointed by the Board of Directors. Appointees cannot have been a member of the School Membership Discipline Committee dealing with the same complaint, nor a member of the current Board of Directors of the Society.

3.2.2.5.1 upon receipt of a recommendation of suspension from the school membership discipline committee, the Board of Reference shall:

- (a)** attempt where possible, to obtain voluntary acceptance of conditions of membership and to resolve disputes by negotiation;
- (b)** hold a hearing and rule on the matter; or
- (c)** suspend, following a majority resolution of the Board of Reference, and Member of the Society, and such suspension may be on such terms and upon such conditions as the Board of Reference shall deem fit.

3.2.2.6 Except as otherwise provided herein, a suspension shall remain in force until the terms and conditions set by the Board of Reference are met or successfully appealed. In either case, suspensions shall be discontinued only by a majority resolution of the Board or by a majority resolution of the Legislative Assembly.

3.2.2.7 A member may appeal a suspension ruling by requesting, in writing, a hearing with the Board who shall, upon receipt of an appeal request, hold a hearing and rule on the matter.

3.2.2.8 Where a member has appealed a suspension by the Board of Reference, the Board may, on application by that member, order a stay of any suspension pending outcome of the appeal.

3.2.2.9 The Board shall have the power, by a majority resolution, to reaffirm, modify, or discontinue the suspension of a member.

3.2.2.10 A member who is the subject of a proposed resolution for suspension or who has requested an appeal hearing, shall be given an opportunity for up to three (3) representatives to be heard at the meeting before the resolution to suspend or adjust suspension is voted upon.

3.2.2.11 Notice of a meeting at which a resolution to suspend a member by the Board of Reference or an appeal of a suspension before the Board shall be heard, fixing a time and place for the meeting, shall be sent to such member not

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

less than fourteen (14) days prior to the meeting and shall be conclusively deemed to have been properly given if mailed by double registered mail to the registered address of such member at least fourteen (14) days prior to such meeting.

3.3 Termination and Expulsion of Membership

3.3.1 A member wishing to terminate its membership shall indicate its intent in writing to the Board, such termination to become effective upon ordinary resolution of the Board.

3.3.2 A member who has, on at least one (1) occasion previously, been the subject of suspension in accordance with these Bylaws, may, by resolution of the Board following a finding of the occurrence of a second such offence and following the hearing procedure as required in the case of a suspension, be expelled on special resolution of the Board.

3.3.3 The Board, upon receipt of a recommendation for expulsion in writing from the Board of Reference, shall hold a hearing and shall, in writing, notify all parties of its resolution to the Legislative Assembly, recommending either expulsion or that an exception to the conditions of membership as required herein be granted and that membership be retained under specified conditions.

3.3.4 A member who is the subject of a proposed resolution for expulsion or who has requested, in writing, an appeal hearing, shall be given an opportunity for up to three (3) representatives to be heard at the meeting before the resolution is put to a vote and shall receive notice in the same manner in 3.2.2.10.

3.4 Cessation of Membership

A member shall cease to be a member:

(a) on the acceptance by the Board of the member's written notice of intention to terminate its membership;

(b) when, in the case of a Member School, that school ceases to be accredited by the Ministry of Education, or offer full-time enrolment for the Grade levels designated in Article I; or

(c) when, by a majority resolution of the Legislative Assembly, the membership of a suspended member is terminated by expulsion.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article IV: BC SCHOOL SPORTS HALL OF FAME HONOUR AWARD

Hall of Fame Honour Award Recipients, individuals who have been named as a recipient of the BC SCHOOL SPORTS Honour Award. Recipients must meet the definition of an Honour Award Recipient as provided in Article I.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article V: ORGANIZATION

5.1 The Society shall be comprised of the following decision making bodies;

- (a)** Legislative Assembly;
- (b)** Board of Directors;
- (c)** Management Committee;
- (d)** Committees of the Society;
- (e)** Council of Athletic Association Presidents;
- (f)** Council of Sport Commissioners; and
- (g)** Board of Reference

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article VI: GENERAL MEETINGS OF THE MEMBERSHIP - THE LEGISLATIVE ASSEMBLY

6.1 The representatives of Member Schools of the Society convened in a general meeting, whether by personal representation or through a proxy representation, shall be known as the Legislative Assembly and shall be the governing body of the Society.

6.2 General meetings of the Society as the Legislative Assembly shall be held at such time and place, in accordance with the Societies Act, as the Directors decide.

6.3 Every general meeting, other than an annual general meeting, is an extraordinary general meeting.

6.4 The Board may, whenever it thinks fit, or shall, within twenty-one (21) days of a requisition for such a meeting called by ten (10) percent of the general membership, convene an extraordinary general meeting.

6.5 An annual general meeting of the Legislative Assembly shall be held at least once in every calendar year within eight (8) weeks on such date as the Board shall by resolution determine and, in any event, not more than fifteen (15) months after the holding of the last preceding annual general meeting.

6.6 Voting in General Meetings of the Society:

6.6.1 by personal representation of a designated Member School representative as outlined in 2.2 (a)(vi).

6.6.2 by proxy representation of a Member School: Proxy forms must be signed by both the Athletic Director and the Administrator of the Member School, and assigned only to a designated representative of a Member School in good standing who is a member of the same recognized local School Athletic Association. If a Member School cannot be a member of a local School Athletic Association as per 2.2 (a) (v), the Member School can assign the proxy to the designated representative of any other Member School. The individual designated representative of any other Member School. The individual attending the meeting and Administrator of the Member School receiving the proxy must also sign the proxy form.

6.6.3 for the election of the Board of Directors positions of President, 1st Vice President and 2nd Vice President only , voting shall be by a mailed secret ballot. Secret ballot packages shall be mailed to Member Schools twenty-eight (28) days prior to the Annual General Meeting date. The ballot is completed by the designated representative of the Member School, and signed by the Athletic Director and the Administrator. The completed secret ballot package must be returned to the BCSS office on or before the Monday preceding the BCSS Annual General Meeting.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

6.7 Voting on business at general meetings:

6.7.1 special resolutions to amend or revise the Constitution and Bylaws of the Society, or as required by the Society Act or these Bylaws, must be approved by a 75% majority of the registered votes at a general meeting (see 19.2.5)

6.7.2 resolutions to set membership fees or amend Competitive Rules & Regulations must be approved by a majority of registered votes at a general meeting.

6.7.3 resolutions dealing with any other business of the association must be approved by a majority of votes in the room at the time of the decision, as long as the requirements for a quorum (7.6) are still met.

6.8 Parliamentarian:

BCSS may retain the services of a person who, in the opinion of the Executive Director, is qualified to provide Parliamentarian assistance to the President with the implementation of the BCSS business portion of the agenda and who will preside over the presentation and discussion of resolutions, and the conduct of the Annual General meeting or any other general meeting.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article VII: PROCEEDINGS AT MEETINGS OF THE LEGISLATIVE ASSEMBLY

7.1 Business of the Annual General Meeting of the Legislative Assembly shall include:

- (a)** the adoption of rules of order;
- (b)** the consideration of the financial statements;
- (c)** the receipt of reports;
- (d)** the report of the auditor;
- (e)** announcement of the Board of Directors
- (f)** the appointment of the auditor, if required;
- (g)** the setting of fees and the allocation of any part thereof to special funds operated pursuant to the objectives of the Society;
- (h)** adoption of Policies and Rules and Regulations for the attainment of the purposes and objectives of the Society; and
- (i)** such other business as, under these Bylaws, ought to be transacted at an Annual General Meeting, or business which is brought under consideration by the report of the Board issued with the notice convening the meeting.

7.2 Subject to Bylaw 7.3, the President, 1st Vice-President, 2nd Vice President or, in their absence, one (1) of the other Directors present shall preside as Chairperson of a general meeting.

7.3 If at a general meeting:

- (a)** there is no President, 1st Vice-President, 2nd Vice President, or other Director present within fifteen (15) minutes after the time appointed for holding the meeting; or
- (b)** the President and all other Directors present are unwilling to act as Chairperson; the members present shall choose one (1) of their members to be Chairperson.

7.4 The Chairperson may not move nor second a resolution.

7.5 Each Member School in good standing, and represented at a general meeting by a designated school representative or through proxy representation, is entitled to one (1) vote.

7.5.1 The representative of a Member School must be a teacher or Administrator assigned to that school, and designated as the school representative by the school Administrator.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

7.5.2 The carrier of a proxy must be a teacher or Administrator, employed at a school who is a member in good standing of the Society.

7.6 A quorum for the Legislative Assembly will include representation from at least 20% of the voting membership in good standing or representation from 50 Member Schools in good standing, whichever number is greater. At least one (1) registered vote from each of the designated zones of the Society must be present. Votes counted in the quorum are those fully registered thirty (30) minutes prior to the published start time of the general meeting.

7.7 Minutes of the Legislative Assembly will be recorded by a member of the office staff, who shall act as Secretary of the meeting. A copy of the Minutes shall be sent to every registered Member School. The original set of Minutes shall be housed in the society's office.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article VIII: THE BOARD AND OFFICERS

8.1 Duties and Powers of the Board

8.1.1 There shall be a Board which may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of:

(a) All laws affecting the Society;

(b) these Bylaws; and

(c) the Operating Policies and Procedures and Competitive Rules and Regulations consistent with these Bylaws, which are made from time to time by the Society in general meetings.

8.1.2 The powers of the Board shall include the authority to make such Rules and Regulations as they deem necessary in their absolute discretion to facilitate the functioning of the Society and the promotion of its objectives, subject only to approval by a majority of the membership present at the next subsequent general meeting, and such Rules and Regulations shall be binding on the members and on all participants in the programs of the Society.

8.1.3 No rule, or decision made by the Society, in a general meeting, invalidates a prior act of the Board that would have been valid if that rule or decision had not been made.

8.1.4 No act or proceeding of the Board is invalid only by reason of there being less than the prescribed number of Directors in office.

8.1.5 The Board may authorize expenditures beyond any general item of the budget. The Board may not authorize total expenditures exceeding the liquid assets of the Society.

8.1.6 The Board may authorize the employment of an Executive Director, together with other staff as deemed necessary for conducting the Society's business. All staff members are responsible, through the Executive Director, to the Board.

8.1.7 No Director shall be remunerated for being or acting as a Director but a Director may be reimbursed for all expenses necessarily and reasonably incurred by them while engaged in the affairs of the Society.

8.2 Election of Directors and Officers

8.2.1 The Board of the Society shall consist of seven (7) voting members.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

8.2.1.1 Directors, totalling 7 elected by the whole voting membership. Positions will include:

- (i)** President
- (ii)** 1st Vice President
- (iii)** 2nd Vice President
- (iv)** Four Directors at Large.

8.2.2 The Directors of the Society shall hold office for a two (2) year period, commencing (two) 2 weeks after election at an Annual General Meeting, to two (2) weeks past the second AGM after election.

8.2.3 Properly executed nomination forms for all candidates for 8.2.1.1 positions must be submitted to the Society office by March 25th. Nominations will not be accepted from the floor of the Annual General Meeting. Information on nominated candidates will be pre-circulated to all member schools fifteen (15) days prior to the Annual General Meeting.

8.2.4 Properly executed nomination forms for all candidates for 8.2.1.2 and 8.2.1.3 positions should be submitted to the Chair of the Athletic Association Presidents and the Chair of the Council of Sport Commissioners at least seven (7) days prior to the spring Council of Sport Commissioners meeting.

8.2.5 Separate elections shall be held for each position to be filled, and will be conducted as outlined in these Bylaws, and as follows:

8.2.5.1 elected positions of President, 1st Vice President and 2nd Vice President:

- (i)** every Member School shall mail a secret ballot properly executed to the BCSS office to be received on or before the Monday proceeding the Annual General Meeting

8.2.5.2 three elected positions representing the Athletic Association Presidents as selected by the Council of Association Presidents

8.2.5.3 three elected positions representing the Sport Commissions as selected by the Council of Sport Commissioners.

8.2.6 An election may be by acclamation if only one (1) nomination is received by the March 25th deadline for a position listed in 8.2.1.1.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

8.2.7 All individuals standing for office shall submit their acceptance of the nomination in writing to the BCSS office.

8.3 Eligibility Requirements for Directors

8.3.1 Directors holding office as outlined in 8.2.1.1, 8.2.1.2, or 8.2.1.3 or must meet the following requirements for their complete term of office:

(i) be a teacher or Administrative Officer assigned to a Public Member School, or be a non-instructional teacher or School District Administrator paid by a School District (public school) or be a teacher or Administrator at an Independent Member School;

(ii) not be on a personal leave of absence from a School District or an Independent Member School for more than five (5) months of the term to be served.

8.3.2 An individual nominated for a position as outlined in 8.2.1.2 or 8.2.1.3 may be employed by a School District or Independent Member School in any area of British Columbia, as long as all other eligibility requirements are met.

8.4 Removal of Directors and Officers

8.4.1 A member of the Board represented in 8.2.1.1, 8.2.1.2, or 8.2.1.3 shall cease to hold office in the event that they no longer meet the eligibility requirements of 8.3.

8.4.2 The members may, by special resolution, remove a Director before the expiration of the Director's term of office where there is deemed to have been conduct which is considered improper, unbecoming, or likely to endanger the interest or the reputation of the Society, or where there has been a wilful breach of the Operating Policies and Procedures, or Competitive Rules and Regulations of the Society. The Board of Directors shall appoint a successor to complete the term of office.

8.5 Vacancy on the Board of Directors

8.5.1 The Board may, at any time and from time to time, appoint a person who fulfils the requirements of 8.3 as a Director to fill a vacancy in the Board.

8.5.2 A director so appointed holds office only until the two (2) weeks past the following Annual General Meeting and is eligible for reelection at that meeting.

8.5.3 Succession Planning – In the case of a vacancy in the office of President, the 1st Vice President shall serve as President, in the case of a vacancy in the office of 1st Vice President the 2nd Vice President shall serve as the 1st Vice President. In the case of a

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

vacancy in 2nd Vice President the Board of Directors shall appoint a BCSS member to that office.

8.6 Conflict of Interest

8.6.1 A conflict of interest occurs when a Director participates in discussions or decision-making about a matter which may benefit that Director, regardless of the size of the benefit. The conflict must result in direct or indirect benefit to the Director or someone with whom the Director has a close personal relationship.

8.6.2 Any possible conflict of interest on the part of a Director shall be disclosed to the Board.

8.6.3 When any such interest becomes a matter of Board action, such Director cannot vote or use personal influence on the matter, and shall not be counted in the quorum for these decisions at a meeting at which the Board action shall be taken on the interest.

8.6.4 The minutes of all actions taken on such matter shall clearly reflect that these requirements have been met.

8.7 Confidentiality

8.7.1 Directors have a duty to protect the confidentiality of any information received by the Board, and to ensure that all such confidential information will only be used as authorized by the Board.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article IX: PROCEEDINGS OF THE DIRECTORS

9.1 The Board will meet at least two (2) times per fiscal year but may meet more often and at such places and at such times as deemed appropriate, and adjourn and otherwise regulate their meetings and proceedings as they see fit.

9.2 The President shall be Chairperson of all meetings of the Board; but if at any meeting the President is not present within thirty (30) minutes after the time appointed for holding the meeting, the 1st Vice President shall act as Chairperson and similarly the 2nd Vice President in the absence of the two (2) above named; but if none of the above is present, the Directors shall elect one (1) of their members to be Chairperson at the meeting. (Protem)

9.3 A Director may, at any time, convene a meeting of the Board.

9.4 For a first meeting of the Board held immediately following the appointment or election of a Director or Directors at an Annual or other General Meeting of members, or for a meeting of the Board at which a Director is appointed to fill a vacancy in the Board, it is not necessary to give notice of the meeting to the newly-elected or appointed Director or Directors for the meeting to be duly constituted, if a quorum of the Directors is present.

9.5 Questions arising at any meeting of the Board or Committee of Directors shall be decided by a majority of votes.

9.6 The Chairperson of a meeting may not move nor second a resolution.

9.7 A resolution agreed to in writing by all the Directors and placed with the minutes of the Board is as valid and effective as if regularly passed at a meeting of the Board.

9.8 A quorum of the Board shall be a majority of its members.

9.9 Minutes of the Board of Directors Meetings will be recorded by a member of the office staff, who shall act as Secretary of the meeting. A copy of the Minutes shall be sent to each Director. The original set of Minutes shall be housed in the Society's Office.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article X: DUTIES OF THE OFFICERS

10.1 The President shall preside at all meetings of the Society and of the Board.

10.2 The President is the Chief Executive Officer of the Society and shall supervise the other Officers and the Executive Director in the execution of their duties.

10.3 The 1st Vice President shall perform the duties of the President in the President's absence, and similarly the 2nd Vice President in the absence of the two (2) above named.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XI: ADVISORY COMMITTEE

11.1 The Advisory Committee of the Society shall consist of the following members:

11.1.1 All Board Members of the Society

11.1.2 Two elected positions representing the Athletic Association of Presidents as selected by the Athletic Association Presidents on an annual basis at the May Council meeting.

11.1.3 Two elected positions representing the Sport Commissioner as selected by the Sport Commissioners on an annual basis at the May Council meeting.

11.1.4 A BC School Trustees' Association Appointee

11.1.5 A BC School Superintendents' Association Appointee

11.1.6 A BC Principals' and Vice Principals' Association Appointee

11.1.7 A BC Confederation of Parent Advisory Councils Appointee.

11.2 The Advisory Committee will meet at least two (2) times per fiscal year but may meet more often and at such places and at such times as deemed appropriate, and adjourn and otherwise regulate their meetings and proceedings as they see fit.

11.3 The President shall be Chairperson of all meetings of the Committee; but if at any meeting the President is not present within thirty (30) minutes after the time appointed for holding the meeting, the 1st Vice President shall act as Chairperson and similarly the 2nd Vice President in the absence of the two (2) above named; but if none of the above is present, the Advisory Committee shall elect one (1) of their members to be Chairperson at the meeting.

11.4 The Chairperson at a meeting may not move a resolution.

11.5 The quorum of the Advisory Committee shall be a majority of its members.

11.6 Minutes of the Advisory Committee Meetings shall be recorded by a member of the office staff, who shall act as Secretary of the meeting. A copy of the minutes shall be sent to each member. The original set of minutes shall be housed in the Society's office.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XII: COMMITTEES OF THE SOCIETY

12.1 Standing Committees of the Society

12.1.1 The Legislative Assembly may, by resolution at a general meeting, establish Standing Committees of the Society.

12.1.2 A Standing Committee will be convened to deal with general matters as determined by the appropriate Committee Terms of Reference contained in the Society Operating Policies.

12.1.3 The Standing Committee remains in existence until dissolved by the Legislative Assembly, by resolution at a general meeting.

12.1.4 The Standing Committee is chaired by an individual appointed or elected to the position in accordance with the Committee Terms of Reference contained in the Society Operating Policies. Committee members are appointed or elected to the committee in accordance with the Committee Terms of Reference contained in the Society Operating Policies.

12.1.5 Standing Committees of the Society include:

12.1.5.1 British Columbia Secondary Schools Badminton Association

12.1.5.2 British Columbia High Schools Boys' Basketball Association

12.1.5.3 British Columbia Secondary Schools Girls' Basketball Association

12.1.5.4 British Columbia Secondary Schools Mountain Biking Association

12.1.5.5 British Columbia Secondary Schools Cross Country and Track and Field Association

12.1.5.6 British Columbia Schools Curling Association

12.1.5.7 British Columbia Secondary Schools Girls' Field Hockey Association

12.1.5.8 British Columbia Secondary Schools Football Association

12.1.5.9 British Columbia Secondary Schools Golf Association

12.1.5.10 British Columbia Secondary Schools Gymnastics Association

12.1.5.11 British Columbia Secondary Schools Rugby Union

12.1.5.12 British Columbia Secondary Schools Soccer Association

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

12.1.5.13 British Columbia Secondary Schools Ski Association

12.1.5.14 British Columbia Secondary Schools Swimming Association

12.1.5.15 British Columbia Secondary Schools Tennis Association

12.1.5.16 British Columbia Secondary Schools Boys' Volleyball Association

12.1.5.17 British Columbia Secondary Schools Girls' Volleyball Association

12.1.5.18 British Columbia Secondary Schools Wrestling Association

12.1.5.19 Administrators' Committee

12.1.5.20 Coaching Development Committee

12.1.5.21 Competitive Standards Committee

12.1.5.22 Disciplinary Committee

12.1.5.23 Eligibility Appeal Committee

12.1.5.24 Rules and Regulations Committee

12.2 Ad-Hoc Committees

12.2.1 The Board may delegate any, but not all, of its powers to committees consisting of such Director or Directors as they think fit, with the Chairperson of any such committees to be appointed by the Board.

12.2.2 A Committee so formed in the exercise of the power so delegated shall conform to any rules that may from time to time be imposed on it by the Board, and shall report every act or thing done in exercise of those powers to the earliest meeting of the Board to be held next after it has been done.

12.2.3 If, at any meeting of a committee, the Chairperson is not present within thirty (30) minutes after the time appointed for holding the meeting, the Directors present who are members of the committee shall choose one (1) of their number to be Chairperson of the meeting.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XIII: DESIGNATED ZONES OF THE SOCIETY

13.1 Designated Zones of the Society are groupings of one (1) or more School Athletic Associations that have been combined to facilitate representative structures for the Board of Directors and Standing Committees.

13.2 The Designated Zones of the Society are:

13.2.1 Zone A - The East Kootenay Schools Athletic Association and the West Kootenay Secondary Schools Athletic Association.

13.2.2 Zone B - The North Okanagan Secondary Schools Athletic Association, the Okanagan Central Schools Athletic Association, the South Okanagan-Similkameen Athletic Association and the West Okanagan Valley Secondary Schools Athletic Association.

13.2.3 Zone C - The North Central Districts Schools Athletic Association.

13.2.4 Zone D - The Northwest Zone Athletic Association.

13.2.5 Zone E - The Lower Vancouver Island Senior Secondary Schools Athletic Association, and the North Vancouver Island Senior Secondary Schools Athletic Association.

13.2.6 Zone F - The Burnaby-New Westminster Secondary Schools Athletic Association, the Lower Mainland Independent Secondary Schools Athletic Association, the North Shore Secondary Schools Athletic Association, the Richmond Secondary Schools Athletic Association and the Vancouver Secondary Schools Athletic Association.

13.2.7 Zone G - The Abbotsford/Mission Secondary Schools Athletic Association, the Coquitlam Secondary Schools Athletic Association, the Delta Secondary Schools Athletic Association, the Fraser Valley East Secondary Schools Athletic Association, the Langley District Secondary Schools Athletic Association, the Maple Ridge/Pitt Meadows Secondary Schools Athletic Association and the Surrey Secondary Schools Athletic Association.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XIV: RECOGNIZED SCHOOL ATHLETIC ASSOCIATIONS

14.1 School Athletic Associations are organizations that conduct local and/or league competition within a defined geographical area in the Province.

14.2 To be a recognized School Athletic Association, the Association must

14.2.1 Have stated goals and objectives that are similar to the Society.

14.2.2 Adopt the competitive policies of the Society for sports and age-group levels that are sanctioned by both the Society and the School Athletic Association.

14.2.3 Require membership in the Society for all of the School Athletic Association individual member schools.

14.2.4 Be recognized as the local governing School Athletic Association by the school districts located within the geographical boundaries of the applicable School Athletic Association.

14.2.5 By resolution at a general meeting of the Society, be approved by the member schools as a recognized School Athletic Association.

14.2.6 Have a Disciplinary Committee or group responsible for discipline. This committee may be struck at the regional association level if agreed to by all applicable local associations.

14.2.7 Have a President who is a Teacher or Administrative Officer assigned to a Public Member School, or be a non-instructional Teacher or School District Administrator paid by a School District (public school) or be a teacher or Administrator at an Independent Member School, and who is not on a personal leave of absence from a School District or an Independent Member School for more than five (5) months of the term to be served.

14.3 Recognized School Athletic Associations are:

14.3.1 Abbotsford/Mission Secondary Schools Athletic Association (School Districts 34, 75)

14.3.2 Burnaby-New Westminster Secondary Schools Athletic Association (School Districts 40, 41)

14.3.3 Coquitlam Secondary Schools Athletic Association (School District 43)

14.3.4 Delta Secondary Schools Athletic Association (School District 37)

14.3.5 East Kootenay Schools Athletic Association (School Districts 5, 6, 8)

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

14.3.6 Fraser Valley East Secondary Schools Athletic Association (School Districts 33, 78)

14.3.7 Langley District Secondary Schools Athletic Association (School District 35)

14.3.8 Lower Mainland Independent Secondary Schools Athletic Association

14.3.9 Lower Vancouver Island Senior Secondary Schools Athletic Association (School Districts 61, 62, 63)

14.3.10 Maple Ridge/Pitt Meadows Secondary Schools Athletic Association (School District 42)

14.3.11 North Central Districts Schools Athletic Association (School Districts 27, 28, 57, 59, 60, 81, 91)

14.3.12 North Okanagan Secondary Schools Athletic Association (School Districts 19, 22, 83)

14.3.13 North Shore Secondary Schools Athletic Association (School Districts 44, 45)

14.3.14 North Vancouver Island Senior Secondary Schools Athletic Association (School Districts 47, 64, 68, 69, 70, 71, 72, 79, 84, 85)

14.3.15 Northwest Zone Athletic Association (School Districts 49, 50, 52, 54, 82, 87, 92)

14.3.16 Okanagan Central Schools Athletic Association (School District 23)

14.3.17 Richmond Secondary Schools Athletic Association (School District 38)

14.3.18 South Okanagan-Similkameen Athletic Association (School Districts 53, 58, 67)

14.3.19 Surrey Secondary Schools Athletic Association (School District 36)

14.3.20 Vancouver Secondary Schools Athletic Association (School Districts 39)

14.3.21 West Kootenay Secondary Schools Athletic Association (School Districts 8, 10, 20, 51)

14.3.22 West Okanagan Valley Secondary Schools Athletic Association (School Districts 58, 73, 74)

14.3.23 Fraser Valley Secondary Schools Athletic Association (School Districts 33, 34, 35, 36, 37, 42, 43, 75, 78)

14.3.24 Okanagan Valley Schools Athletic Association (School Districts 19, 22, 23, 53, 58, 67, 73, 74, 83)

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

14.3.25 Vancouver & District Inter-High School Athletic Association (School Districts 38, 40, 41, 44, 45)

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XV: THE COUNCIL OF ASSOCIATION PRESIDENTS

15.1 Membership

15.1.1 Members are Presidents of School Athletic Associations, as defined in 1.1.

15.1.2 If the President is unable to fulfil this role, it is the responsibility of the Athletic Association to appoint another representative to the Council of Association Presidents.

15.2 The Council of Association Presidents shall be chaired by a council member, elected for a one (1) year period by Council members. The Council Chairperson's term may be renewed.

15.3 The Council of Association Presidents shall:

(a) discuss and make recommendations to the Board and the Legislative Assembly on areas of common concern throughout the Province;

(b) provide input on a provincial basis to the Council of Sport Commissioners;

(c) improve communication within the Society;

(d) provide a vehicle for sharing problems and ideas among Associations;

(e) deal with, from time to time, such items and topics which may be assigned to it by the Legislative Assembly and/or the Board; and

(f) deal with, from time to time, such items and topics which may be of concern to School Athletic Associations.

15.4 The Council shall appoint one (1) representative to the School Membership Discipline Committee, as per 3.2.2.1 (a).

15.5 A quorum of the Council of Association President's shall be a majority of its members.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XVI: THE COUNCIL OF SPORT COMMISSIONERS

16.1 Membership

16.1.1 Members are Commissioners who are representatives of the Sport Commissions as defined in 1.1.

16.1.2 If the Commissioner is unable to fulfil this role, it is the responsibility of the Sport Commission to appoint another representative to the Council of Sport Commissioners.

16.2 The Council of Sport Commissioners shall be chaired by a Council member, elected for a one (1) year period by Council members. The Council Chairperson's term may be renewed.

16.3 The Council of Sport Commissioners shall:

(a) discuss and make recommendations to the Board and the Legislative Assembly on areas of common concern throughout the province;

(b) provide input on a provincial basis to the Council of Association Presidents;

(c) improve communication within the Society;

(d) provide a vehicle for sharing problems and ideas among Sport Commissions;

(e) deal with, from time to time, such items and topics which may be assigned to it by the Legislative Assembly and/or the Board; and

(f) deal with, from time to time, such items and topics which may be of concern to Sport Commissions;

16.4 A quorum of the Council of Sport Commissioners shall be a majority of its members.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XVII: NOTICES TO MEMBER SCHOOLS

17.1 Notice of Meeting

17.1.1 Notice of a general meeting shall be given at least fourteen (14) days in advance of that meeting to each Member School of the Society and shall specify the place, the day and the hour of the meeting, and in case of special business, the general nature of that business.

17.1.2 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the representatives entitled to receive notice does not invalidate proceedings at that meeting.

17.2 Method of Notice

17.2.1 A notice may be given to a Member School in care of the designated Member School representative, personally, by email, or by mail, to their registered address.

17.2.2 A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XVIII: FINANCES

18.1 Financial Management

The Executive Director shall, under the direction of the Board of Directors, be responsible for the financial management of the Society.

18.2 Signing Officers

The signing officers for all Society accounts and contracts of amounts in excess of \$10,000 shall be one (1) staff person and one Director or any two (2) Directors which shall be identified each year by the Board. For amounts of \$10,000 or less, two (2) office staff members may sign.

18.3 Borrowing Power

The Management Committee shall be empowered to borrow money on behalf of the Society up to a limit set from time to time by the Board of Directors, subject to the Society Act.

18.4 Audit

18.4.1 The accounts of the Society shall be audited annually in accordance with the Societies Act by such persons as are appointed by the members at the Annual General Meeting and, failing such appointment, by such persons as are appointed by the Board.

18.4.2 The professionally audited statement of the financial operations of the Society must be submitted to the Annual General Meeting of the Legislative Assembly.

18.4.3 The fiscal year for all financial accounts of the Society shall be July 1st to June 30th each year.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XIX: CONSTITUTION AND BYLAWS

19.1 Distribution of Constitution and Bylaws

On being admitted to membership, a member is entitled to, and the Society shall give them, without charge, a copy of the Constitution and Bylaws, Operating Policies and Procedures, and Competitive Rules and Regulations of the Society currently in force.

19.2 Amendment to Constitution and Bylaws

19.2.1 The Constitution and Bylaws shall not be altered or added to, except by special resolution as defined in the Society Act.

19.2.2 Notice of special resolutions to amend the Constitution and/or Bylaws must be sent to the Executive Director before the 25th day of March in the year of the annual general meeting for pre-circulation.

19.2.3 Notice of special resolutions to amend the Constitution and Bylaws must be provided to the Legislative Council members fifteen (15) days prior to the date of the annual general meeting.

19.2.4 Approved amendments shall be effective upon acceptance by the Registrar of Companies for British Columbia.

19.2.5 Amendments to the Constitution or Bylaws can be made only by a 75% majority of the registered votes at a general meeting.

BC SCHOOL SPORTS CONSTITUTION AND BYLAWS

(Changes approved at May 4, 2013 AGM and filed with Registrar of Companies on November 8, 2013)

Article XX: SEAL

20.1 The Board may provide for a common seal for the Society.

20.2 The common seal shall be affixed only when authorized by a resolution of the Board and then only in the presence of the persons prescribed in the resolutions or if no persons are prescribed, in the presence of the President and Executive Director.

Article XXI: INSPECTION OF BOOKS AND RECORDS

21.1 The books and records of the Society may be inspected by any member of the Society upon giving to the Executive Director at least five (5) days notice in writing of the desire for such inspection.

Article XXII: INDEMNIFICATION

22.1 Subject to the Society Act, Board members and committee members shall be indemnified by the Society against all costs, losses and expenses incurred by them in or about the discharge of their respective duties, except where they exceed their realm of duty or where events occur as a result of their own wilful acts, neglects or default.

Article XXIII: PARLIAMENTARY AUTHORITY

23.1 Any matter of order or procedure respecting meetings of the Society for which express provision has not been made in the Bylaws, or for which only partial provision has been made, shall be determined, whenever possible, in accordance with the latest edition of Roberts Rules of Order.