

Durham Outdoors Club

Bylaws

June 14, 2023

ARTICLE I—Name and type of organization

1. This organization shall be known as the Durham Outdoors Club (referred to as “DOC,” “Club” or “this Club”). DOC is a non-profit, unincorporated entity.

ARTICLE II—Objectives

1. The Club will plan, promote and deliver outdoor activities such as hiking, cycling, canoeing, kayaking, camping and cross-country skiing events for Club members.

ARTICLE III—Membership

1. The following shall be classes of membership in DOC:
 - a. Adult membership;
 - b. Family membership (parents/guardians and their children/minors under the age of 18 who reside at the same physical address); and
 - c. Post-secondary student membership (aged 18 or older; proof of enrolment required).
2. Any person may become a member of DOC by applying to and being accepted by the Club, and by remitting annual dues;
3. All members shall be entitled to vote at the annual general meeting, general club meetings or a special members meeting; and
4. The DOC Executive may, by resolution, and for just cause, suspend or terminate the membership of any DOC member.

ARTICLE IV—Membership Year and Dues

1. The Club’s membership year begins April 1 and ends March 31 of the following year;
2. The annual dues for any or all classes of membership shall be determined by vote of the DOC Executive; and
3. Dues shall be payable annually, by March 31. At the discretion of the DOC Membership Co-ordinator, dues for the coming year may be waived for a member who remits payment in February or March.

ARTICLE V—Executive

1. Club business shall be managed by the Executive, who may exercise all such powers and do all such acts and things as may be exercised or done by the Club and are not, expressly directed or required to be done by the Club at a general meeting of members, or a meeting of the Executive, as determined by the Executive.
2. To be eligible for election as a member of the Executive, a person must be:
 - a. an adult or student member in good standing; and
 - b. be present at the meeting when elections are held, and consent to being nominated.

3. All Executive members shall hold office from May 1 through to April 30, and may stand for re-election as long as they are qualified;
4. Vacancies on the Executive, however caused, shall be communicated to the Club membership with a call for nominations to current members to serve as an Interim Executive member until the next club election. At least one month prior to Club elections, Executive members shall declare if they intend to stand for re-election;
5. A quorum for the transaction of business of the Executive shall be 50% of the number of Executive members, plus one;
6. Members of the Executive shall receive no remuneration for acting as such; however, they shall be reimbursed from Club funds, by the Treasurer for expenses such as postage, photocopying, etc., incurred expressly to carry out their duties as a member of the Executive. Proof of expenses must accompany all requests for reimbursement;
7. An Executive member who has, or is perceived to have, a conflict of interest regarding any question or matter under consideration, shall openly declare that conflict of interest and abstain from voting; and
8. An Executive member may be removed by a two-thirds (2/3) vote of the Executive, for which notice of intention to remove the Executive member has been provided to all Executive members in writing a least 10 days in advance of the meeting.

ARTICLE VI—Executive Members

1. The Executive shall comprise of the President, Past President, Vice-President, Treasurer, Secretary, Membership Co-ordinator, Newsletter Editor, Communications Co-ordinator, Canoeing, Kayaking and Camping Co-ordinator, Cycling Co-ordinator, Hiking Co-ordinator, Neighbourhood Walk Co-ordinator, Cross-Country Skiing Co-ordinator and Urban Events Co-ordinator. The position of Past President shall be held by the person who held the expired position of President. All Executive members attend Executive meetings and, whenever possible, members meetings;
2. The Vice-President shall
 - a. exercise the powers and duties of the President in his or her absence and shall have specific responsibilities as set out from time to time and approved by the Executive;
3. The President shall
 - a. have direction of the affairs of the Club, subject to its regulation. The President shall preside at all meetings of members and all Executive meetings;
 - b. request that another Executive member chair the meeting if the President is unable to do so;
 - c. prepare a draft agenda for each Executive meeting and circulate to Executive members;
 - d. review the annual insurance proposal (general liability, officers and directors) received from Hike Ontario and complete the application survey and submit all required documentation. In addition, the President shall

- inform all Executive members of all new insurance requirements, as well as activities deemed unsanctioned by the insurer;
 - e. write and submit to the Newsletter Editor a short President's message for the quarterly Newsletter; and monitor and respond to club email account;
 - f. store the club's audiovisual equipment; and
 - g. review all communication messages before sent to members.
4. The Past President shall
- a. mentor the incoming President and provide counsel to the incumbent.
5. The Secretary shall
- a. receive and reply to all general club correspondence, as well as correspondence forwarded by the President;
 - b. be responsible for the custody of all hard and electronic copies of Club documents and historic Club material;
 - c. take minutes at Executive meetings and, following approval by the President, email the minutes to all Executive members;
 - d. review issues from previous Executive meetings;
 - e. liaise with Hike Ontario, as appropriate, and inform Hike Ontario in May of the new Club Executive;
 - f. inform the meeting venue by letter of the dates of the meetings and, if applicable, Executive meetings;
 - g. Prepare and submit an annual report to Hike Ontario; and
 - h. purchase and send a card (i.e., get well, sympathy, etc.) when advised by the Executive or a Club member.
6. The Treasurer shall
- a. secure and maintain with the President joint signing authority for the Club's bank account,
 - b. maintain the Club's bank and PayPal accounts and monitor each at least twice a week;
 - c. deposit membership dues received in cash or by cheque;
 - d. remit payment for club expenditures;
 - e. report on Club finances at Executive meetings and members meetings; and
 - f. prepare an annual statement and an annual budget, to be presented at the members meeting in May.

7. The Membership Co-ordinator shall
 - a. receive membership dues remitted in cash or by cheque and deposit to the Club's bank account and inform the Treasurer of all such deposits;
 - b. maintain the Club's electronic membership list and forward periodically or as requested to the President;
 - c. report on membership at Executive and members meetings; and
 - d. send a welcome email to each new member.
8. The Newsletter Editor shall
 - a. receive activities approved and submitted by Event Co-ordinators, as well as items of interest, and prepare the draft newsletter;
 - b. circulate the draft newsletter to the Executive for review and incorporate comments, as appropriate;
 - c. email the completed newsletter to the Communications Co-ordinator to inform members; and
 - d. upload the newsletter, and all other key club documents, to the Club's website and Google Drive.
9. The Website Co-ordinator shall
 - a. post appropriate/relevant events and news and photos submitted by an Executive or Club member;
 - b. update the membership form at least one month prior to a new Club year; and
 - c. maintain the website on a continuing basis.
10. The Communications Co-ordinator shall
 - a. maintain the Club's electronic mailing list by adding each new member who consents to receiving electronic communications, and update changes (i.e., new email address) to the profiles of renewing members;
 - b. write and send a weekly email of upcoming events and items of interest, as well as information requested by the President/Executive; and
 - c. report periodically at Executive meetings on the success rate of emails and the growth of the electronic mailing list.
11. The Social Media Co-ordinator shall
 - a. maintain the Club's social media accounts, posting appropriate and relevant photos and/or descriptions of events submitted by event leaders and/or members and/or as requested by the Executive;
 - b. share relevant, non-commercial posts by organizations such as Parks Ontario and the Central Lake Ontario Conservation Authority; and
 - c. monitor the growth of social media accounts and report periodically at Executive meetings.

12. Event Co-ordinators shall

- a. encourage Club members to propose and submit events;
- b. inform event leaders of the Club's Events Policy;
- c. post events on the Club's Events Schedule;
- d. submit to the Newsletter Editor every quarter a list of activities for the next three months, in the requested format; and
- e. ensure the completed waiver/emergency contact forms are sent to the Secretary following an event.

ARTICLE VII—Execution of Documents

1. Contracts and engagements on behalf of the Club shall be reviewed and signed by the President and a hard copy provided to the Secretary, to be kept with Club records.

ARTICLE VIII—Executive Meetings

1. Executive meetings shall be held a minimum of four times a year, in person whenever possible, and where suitable facilities exist;
2. Additional Executive meetings may be called by the President, in consultation with the Executive;
3. The President shall create an agenda and circulate it to the Executive ahead of the meeting. Any Executive member may request one or more items to be added to the agenda. In the case of a full agenda, the additional item(s) will be deferred to the next Executive meeting;
4. Each Executive member shall be entitled to one vote;
5. A quorum for a vote at an Executive meeting shall be 50% of the Executive plus one; and
6. The result of the vote shall be recorded in the minutes.

ARTICLE IX —Membership Meetings

1. The annual general membership meeting or general member meetings shall be held in-person within the Durham Region. A meeting may be cancelled by the Executive, due to inclement weather or other unusual circumstances;
2. A vote may be held at a members meeting, on a motion put forth by the Executive, provided at least 20% of the membership is in attendance. To be carried, a motion must receive 50% plus one of the number of members in attendance;
3. Voting will occur electronically when quorum is not reached at in-person meetings;
4. Each Club member shall be entitled to one vote; and
5. Results of a vote taken at a general meeting of members shall be communicated via email.

ARTICLE X—Fiscal Year

1. The fiscal year of the Club shall begin on April 1 and conclude March 31 of the following year.

ARTICLE XI—Protection of Officers and Directors

1. No Club Executive shall be liable for the acts, receipts, neglects or defaults of any other Executive or Club member, or for the joining in any receipts or other act of conformity, or for any loss or expense happening to the Club through the insufficiency or deficiency of title to any property acquired by order of the Executive for or on behalf of the Club, or for any loss or damage arising from bankruptcy, insolvency or tortious act of any person with whom any of the monies or effects of the Club shall be deposited, or for any loss, damage, or misfortune whatever which shall happen in the execution of the duties of an Executive member or in relation thereto unless the same shall happen through that person's own dishonesty.
2. Every executive member and his or her heirs, executors and administrators and estate and effects, respectively, shall, from time to time and at all times, be indemnified and saved harmless out of the Club's funds, from and against:
 - a. All costs, charges and expenses whatsoever which such Executive member sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him or her, for in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his or her position on the Executive.
 - b. All other costs, charges and expenses, as authorized by the Executive which he or she sustains or incurs in or about or in relation to the affairs of office, except such costs, charges or expenses as are caused by wilful neglect or default.
3. The Club shall secure and maintain insurance coverage of \$5 million in general liability, and \$2 million in officers and directors, and shall offer only activities that are sanctioned according to the Club's insurance policy.

ARTICLE XII—Amendments

1. Any Executive or Club member may propose an amendment to these bylaws.
 2. A successful motion shall be tabled at a general meeting of members or special members meeting.
 3. Any proposed amendment shall require a two-thirds (2/3) vote of the members present at the meeting, provided there is a quorum, as set out in Article IX, Section 2.
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