

Vancouver Island Woodworkers' Guild

Constitution and By-Laws

As amended June 10, 2025

Constitution

1. The Vancouver Island Woodworkers' Guild (hereafter "The Guild") is a society as defined under the Societies Act (SBC 2015).
2. The Guild is a non-profit organization of woodworkers, professional and amateur, dedicated to the promotion of woodworking and to the appreciation of fine craftsmanship.

By-laws

ARTICLE I – Interpretation

1. In these by-laws, unless the content otherwise requires,
 - (a) “directors” means the directors of the society for the time being;
 - (b) “Societies Act” means the Societies Act (SBC 2015) and all amendments to it;
 - (c) “registered address” means the member’s address as recorded in the register of the members;
 - (d) “Lifetime Member” means a member who has provided exemplary and long term services to The Guild; and
 - (e) “Executive” means the elected body of Directors who are charged with the duties of running The Guild as outlined below.
2. The definitions in the Societies Act (SBC 2015) on the date these by-laws become effective apply to these by-laws.
3. Words implying the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.
4. The provisions of the Societies Act (SBC 2015) as administered by the Province of British Columbia will apply to The Guild. The following is intended to clarify items as they relate to The Guild specifically rather than just the societies in general.

ARTICLE II – Membership

1. Prospective members must complete an application form (available on the web site) and be accepted by the VP Membership;
2. Prospective members must pay the current membership dues before becoming a member in good standing;
3. A membership card shall be issued upon request to members in good standing ;
4. On being admitted to membership in The Guild, each member upon request shall receive a copy of the Constitution and By-Laws of The Guild;
5. The membership year shall be September 1 to August 31 of the following year.;
6. The annual dues for membership shall be established at an Annual General Meeting and may be reviewed at any Annual or Extraordinary General Meeting thereafter;
7. Membership dues are non-refundable;
8. Failure to pay membership dues by October 31 shall terminate the membership;
9. A member may be expelled by a special resolution for expulsion passed by the Executive:

- (a) the Executive shall prepare a notice of special resolution for expulsion accompanied by a brief statement of the reason or reasons for the proposed expulsion; and
 - (b) the person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at an Executive meeting before the special resolution is put to a vote;
10. Every member is responsible for ensuring their mailing address, email and personal information is kept up to date on The Guild website;
 11. Every member shall uphold the Constitution and comply with the By-Laws;
 12. Students attending a Senior Secondary school or the Camosun College Fine Furniture Program may attend The Guild meetings as a guest of a member in good standing;
 13. Graduates from the Camosun Fine Furniture Program shall receive one year free membership without voting privileges for the year following their graduation. Registration with The Guild is required, and;
 14. Members who have been nominated by the Executive and approved by the membership may become Lifetime Members with neither fees nor voting privileges.

ARTICLE III - Executive

1. The Directors shall:
 - (a) be members in good standing and elected at the Annual General Meeting for the next fiscal year. They shall form the Executive of The Guild.
 - (b) number no fewer than six (6): President, Vice-President Programs, Vice-President Membership, Treasurer, Secretary and one Director at Large as determined at the Annual General Meeting;
 - (c) appoint from the general membership:
 - i. a Librarian who shall manage The Guild library;
 - ii. a Wood Recovery Chair who shall manage the wood recovery program;
 - iii. a Show Committee Chair who shall institute and organize wood shows;
 - iv. a Webmaster to maintain all aspects of the Guild website and centralized record management system as directed by the Executive, and
 - v. a Fundraising coordinator responsible for revenue generating activities.
 - (d) Appointed members are encouraged to attend Executive meetings but shall not have voting rights.
2. The President shall:
 - i. when available, preside at all meetings of The Guild and of the Directors or assign a delegate when not available; and
 - ii. be an ex-officio member of all Committees, except the Nominating committee

3. The Vice-President Programs shall:
 - i. arrange for monthly speakers and or programs;
 - ii. assist with woodworking shows.

4. The Vice-President Membership shall:
 - i. maintain a list of active members;
 - ii. collect the annual membership dues; and
 - iii. provide an annual membership card to members in good standing upon request.

5. The Treasurer shall:
 - i. receive and deposit all monies paid to The Guild in a financial institution approved by the Executive;
 - ii. issue payments and receipts on behalf of The Guild;
 - iii. maintain accounts of The Guild in accordance with generally accepted accounting principles;
 - iv. present an account of receipts and disbursements to the Executive whenever requested;
 - v. prepare for submission to the Annual General meeting an audited financial statement; and
 - vi. recommend to the membership the names of two acceptable persons to be appointed by the membership for the purpose of completing the annual audit.

6. The Secretary shall:
 - i. conduct the correspondence of The Guild as directed by the President and/or the Executive;
 - ii. issue notices of meetings of the Guild and Directors as directed by the President;
 - iii. keep accurate records of all meetings of The Guild and the Directors;
 - iv. in the absence of the Secretary from a meeting, the President shall appoint an Acting Secretary for the meeting; and
 - v. undertake other secretarial duties as assigned.

7. The Director at Large shall:
 - i. be available to help the President;
 - ii. perform special assignments as assigned by the President or Executive. and
 - iii. be responsible for recruitment and succession planning for the Executive.

ARTICLE IV - Directors

1. The Directors shall:
 - (a) manage the affairs of The Guild;
 - (b) hold Executive meetings, called by the President as required;
 - (c) serve without remuneration, but shall be reimbursed for all expenses necessarily incurred while engaged in the affairs of The Guild; and
 - (d) not permit The Guild to go into debt.
2. A quorum at an Executive meeting shall be three Directors.
3. The Directors may hold a special meeting on the instruction of any two directors, provided they inform the President, in writing, to call such a meeting and state the business to be brought before the meeting.
4. Directors shall be elected for a one year term and may be re-elected for an additional three successive terms in one specific position.
5. One-time expenditures in excess of \$5,000 must be pre-approved by the Executive.

ARTICLE V - Committees

1. Committees shall be comprised of Guild members in good standing and/or persons with expert knowledge approved by the Executive. Committees shall be created and disbanded at the discretion of the Executive.
2. A nominating committee shall be appointed by the President each year to present a list of candidates for Directors. This list shall be presented to the membership at the Annual General Meeting.
3. Committee chairs shall submit an annual report to the Annual General Meeting.

ARTICLE VI - Meetings

1. General meetings shall normally be held on the second Tuesday of every month, except for the months of July and August, unless otherwise determined by the Executive.
2. An Annual General Meeting shall be held in each calendar year.
3. A quorum at a general meeting, including the Annual General Meeting, of the Guild shall be three (3) Directors plus ten (10) ordinary members.
4. Robert's Rules of Order shall be used in case of procedural disputes.
5. An Extraordinary General Meeting:
 - (a) shall be called by the President upon receipt of a petition signed by a minimum of one-third (1/3) of all members in good standing of The Guild, setting forth the reasons for calling such a meeting; and;
 - (b) may be called at the discretion of the Executive

ARTICLE VII – Amendments to the Constitution and By-Laws

Any amendments to this Constitution and By-Laws must be presented in writing as notice of motion for amendment at a general meeting or by e-mail, with no fewer than fourteen (14) days prior notice, to be discussed and voted upon at the following Annual General Meeting or Extraordinary General Meeting. Amendments require a two thirds (2/3 or 67%) majority of those present for approval.

ARTICLE VIII - Dissolution

In the event of dissolution of The Guild, any assets remaining after payment of all debts and obligations shall be distributed under the direction of the Executive to a recognized non-profit organization with similar purpose.