

# Bylaws of K-W and Area Bug Club

Last updated April 25, 2022

**Last Comprehensive Review  
April 25, 2022**

The organization herein known as the **K-W and Area Bug Club** is an incorporated not-for-profit interest and Volkswagen enthusiasts' club that is located in Ontario, Canada.

The purpose of this Club shall be as follows:

- To promote the culture and enjoyment of the Volkswagen brand, to promote learning, comradery, and activities, and to conduct Club business related to membership in a car club where members share a common interest,
- To enjoy, respect, and protect natural resources,
- To work collaboratively through volunteerism for the betterment of the Club and its events,
- To promote, organize, and safely attend outings, meetings, cruises/excursions, and car events with special attention given to the traditional annual Bug Out event hosted by the Club and its volunteer members.

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## Section 1 – The Board: Directors and Officers

### Electing and Appointing Directors and Officers

#### 1.1 **Who elects the Directors and Officers?**

The Members elect the Directors and Officers. The Board is comprised of elected volunteers such that there is at least one Director and a maximum of two Directors, a President, a Secretary/Treasurer, a Membership Officer, a Communications Officer, and three Executive Officers. A member of the Board may hold more than one position if elected to do so, and any Officer may also hold the position of Director.

#### 1.2 **How long do Board members serve?**

Subject to the articles, each Board member's term of office will be from the date of the meeting at which they are elected or appointed for a period of two years or until their successors are elected or appointed.

### Empty Seats

#### 1.3 **In what situations does a Board member cease holding office before the end of their term?**

A Board member will stop holding office immediately, if he/she:

- dies
- becomes bankrupt, or
- is found to be incapable of managing property by a court or under Ontario law.

A Board member may resign by written notice to the Corporation. A Board member who resigns will stop holding office when the Corporation receives the written notice or at the time specified in the notice, whichever is later.

#### 1.4 **Can the Members remove a Board member from office?**

Members may remove a Board member before the end of their term of office. Members may do this by passing a resolution at a Members' Meeting with at least a majority (51%) of the votes cast by the Members. If a vacancy occurs as a result of the Members removing a Board member, the Members may fill the vacancy by a majority vote.

#### 1.5 **How are Board seats filled when they've been vacated mid-term?**

Only a vote of the Members will fill a vacancy on the Board. Until which time as an election to fill a vacancy can be held, the Board will appoint a Board member to hold that position temporarily to ensure continuity of the purpose of the Club.

### Committees

#### 1.6 **Can the Board delegate its powers to a Managing Director or Executive Committee?**

The Board may appoint Directors to be a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors except those

powers set out in the Act that are not permitted to be delegated.

## Paying Directors and Board Members

### **1.7 Can we pay Board members for their work as Board members?**

The Board members will fulfil their roles as Board members without remuneration. Board members will not directly or indirectly receive any profit from occupying their positions.

## Section 2 – Board Meetings

### **2.1 Who can call Board Meetings?**

Any Director (who may also be an elected Officer) may call meetings of Director(s) and Officers at any time and any place on notice as required by the Notices Section of this Bylaw.

## Board Meeting Notices

### **2.2 Do we have to give advanced notice for Board Meetings?**

Notice of the time and place for the holding of a meeting of the Board will be given to every Director and Officer (Board member) of the Corporation in the manner provided in the Notices Section of this Bylaw.

### **2.3 How long in advance does the notice have to be given?**

Notice of the time and place of the meeting must be given not less than 14 days before the date that the meeting is to be held.

### **2.4 How should notice be given?**

Notice must be given according to requirements set out in the Notices Section of this Bylaw.

### **2.5 When can we have a Board Meeting without advanced notice?**

Notice of a meeting is not necessary if:

- a. all of the Board members are present, and none objects to the holding of the meeting,
- b. those absent have waived notice or have otherwise signified their consent to the holding of such meeting, or
- c. a quorum (defined as presence of 67%) of Board members is present and it would be the first meeting of a newly elected or appointed Board immediately following the annual meeting of the Corporation. It is possible that there may be an abstention and that person only counts towards quorum, and not towards a vote (either affirmatively or negatively).

## Conducting Board Meetings

### **2.6 Who will chair Board Meetings? What if they are absent?**

If a Director and/or Director who is a chair is not available to chair a meeting, then the President may chair the meeting. Robert's Rules of Order or similar process may prevail for debate and voting.

### **2.7 How will voting be conducted at the Board Meeting?**

Each Board member has one vote regardless of the number of positions that the Board member holds. Questions arising at any Board Meeting will be decided by a two-thirds (67%) majority of votes unless otherwise required by the Act.

## Phone and e-Meetings

### **2.8 Can Board members join Board Meetings online or by phone?**

If all of the Board members of the Corporation consent, a Board member may participate in a meeting of the Board or of a committee by telephone or electronic means as an exception. The telephone or electronic means must allow all participants to communicate adequately with each other during the meeting. A Board member participating in the above ways is deemed to be present at that meeting. For greater certainty, Board meetings may be held entirely by phone or electronic means. Best efforts will be made to ensure participation with consideration given to facility/technology resources and issues.

## **Section 3 – Officers**

### Appointments and Removals

#### **3.1 What Officers can the Board appoint?**

The Board will appoint from among the Directors a Chair. The Board may appoint other Officers and agents as it deems necessary or may call another election if Officers and agents are not able to fulfill their duties as elected. These Officers and agents will have such authority and duties as the Board may assign from time to time in addition to specified roles outlined herein.

#### **3.2 Can one person hold more than one office?**

The Secretary/Treasurer will be considered one position. An elected Officer may also hold a position of Director. A member of the Board may hold more than one position if elected to do so.

#### **3.3 Who can remove an Officer?**

The Director in consultation with the President may remove any Officer at their discretion.

### 3.4 **For what reasons may an Officer be removed?**

An Officer may be removed for any of the following reasons: theft, mismanagement, perjury, conflict of interest, lack of fulfillment of duties, not upholding the values and vision of the Club, discrimination, harassment, vandalism, and/or aggression.

## Duties

### 3.5 **What duties does the Chair have?**

The Chair will perform the duties described in the Bylaws and such other duties as may be required by law or as the Board may determine from time to time, including: calling and chairing meetings of the Board, setting meeting agendas, and chairing executive committees.

### 3.6 **What duties do other Officers have?**

Each Officer will perform the duties specified in the Appendix of this Bylaw required by law and as the Board may determine from time to time.

### 3.7 **Can Officers delegate their powers?**

Officers shall be responsible for the duties assigned to them and may not delegate to others the performance of any or all of such duties.

## Section 4 – Legally Protecting Directors, Officers and Others

### 4.1 **Will Directors and Officers be protected against liability?**

The Board members and members of K-W and Area Bug Club will be protected by liability insurance and Directors and Officers insurance. No Director, Officer or committee member of the Corporation will be liable for:

- a. the acts, neglects or defaults of any other Director, Officer, member or volunteer of the Corporation
- b. joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation
- c. the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested
- d. any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or
- e. any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust.

**4.2 Are there any preconditions Directors and Officers must meet to be protected from the liabilities mentioned above?**

No Director, Officer or committee members of the Corporation will be liable for the above-mentioned actions as long as they:

- a. complied with the Act and the Corporation's articles and Bylaws, and
- b. exercised their powers and discharged their duties in accordance with the Act.

## Section 5 – Conflicts of Interest

**5.1 Are Board members required to disclose any conflict of interest?**

A Board member who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation or is a director or officer of, or has a material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation shall make the disclosure required by the Act.

**5.2 Are members who have a conflict of interest allowed to vote?**

No such member shall attend any part of a meeting or vote on any resolution to approve any such contract or transaction, except as provided by the Act.

## Section 6 – Members

**6.1 How many classes of Membership are there?**

Membership in the Corporation shall consist of one class of Members.

Membership in the Corporation will include the incorporators named in the articles until such time as their membership ends.

**6.2 How does someone become a Member?**

Membership will consist of individuals and families who have applied and been accepted for K-W and Area Bug Club membership in the Corporation, and who are in good standing with respect to their annual dues, and who are at least eighteen years of age (exceptions may be made by decision of the Board). Members who participate in Club events where they are in operation of a motor vehicle must hold a valid G driver's license (exceptions may be made by decision of the Board), and must hold full insurance on the cars that they will bring to activities and events.



**6.3 What rights do Members have?**

As set out in the articles, each Member of the K-W and Area Bug Club is entitled to receive notice of, to attend, and to vote at all Members' Meetings, and each Member, whether as an individual or as a family member, of the K-W and Area Bug Club who is of the age of 18, will be entitled to one (1) vote at such meetings. The Membership Manager must have record of any family member who meets the criteria for voting.

**6.4 How does membership end?**

Membership in K-W and Area Bug Club automatically terminates if the Member resigns, if membership dues are in arrears, or such membership is otherwise ended according to the Act. Membership may be terminated by the Board if the member evidences theft, mismanagement, perjury, conflict of interest, lack of fulfillment of responsibilities towards other members, not upholding the values and vision of the Club, harassment, discrimination, vandalism and/or aggression.

**6.5 How long does membership last?**

The term of membership will be 1 year, subject to renewal in accordance with the policies of the Corporation.

**Transferral of Membership****6.6 Can Members transfer their Membership to others?**

Membership in the Corporation is not transferable.

**Discipline of Members****6.7 Who can terminate membership?**

The Board may pass a resolution authorizing the termination of Membership for unsafe or illegal operation of vehicles during Club events, or violating our bylaws including but not limited to evidence of theft, mismanagement, perjury, conflict of interest, lack of fulfillment of duties, not upholding the values and vision of the Club, discrimination, harassment, vandalism, and/or aggression.

**6.8 How much advanced notice must the Board give the Member?**

The Board must provide 7 days' written notice to a Member before passing the above-mentioned resolution.

**6.9 What information should the notice include?**

The notice will set out the reasons for termination of membership.

**6.10 Does the Member have a right to respond?**

The Member receiving the notice is entitled to give the Board an oral and/or a written

submission addressing the termination not less than 5 days before the end of the 15-day period. The Board shall consider the submission of the Member before making a final decision regarding termination of membership.

## Section 7 – Members’ Meetings

### Annual Members’ Meeting

#### **7.1 When and where will the Annual Members’ Meeting (AGM) be held?**

The Board will decide the date and place of the Annual Members’ Meeting. The place of the Annual Members’ Meeting must be within Ontario.

#### **7.2 What will the agenda of the Annual Members’ Meeting (AGM) be?**

The business at the annual meeting will utilize Robert’s Rules of Order or similar process as appropriate for debate and voting, and will include the following:

- a. Approve the agenda for the AGM
- b. Approve the minutes of the previous AGM and any special meetings
- c. Approve the financial statements for the previous year
- d. a report from the treasurer-secretary and/or auditor or the person appointed to review the non-profit’s finances and the proposed Annual Return
- e. re-appoint the auditor or appoint a new public accountant to do an audit or review engagement as required for an Annual Return
- f. elect Directors and Officers every two years, and
- g. any new or special business that was included in the notice of the meeting

#### **7.3 Can anything be added to the agenda? If so, how?**

Voting Members have a right to submit proposals to be added to the agenda. They must give the proposal to the Board prior to the giving of notice of the Annual Members’ Meeting in accordance with the Act, so that such item of new business can be included in the notice of Annual Members’ Meeting. No other item of business shall be included on the agenda for the Annual Members’ Meeting.

#### **7.4 Do Members have a right to access financial documents ahead of the meeting?**

Any Member, upon request, shall be provided, not less than 21 days or other number of days prescribed in regulations before the annual meeting, with a copy of the approved financial statements, auditor’s report or review engagement report/Annual Return and other financial information required by the Bylaws or articles.

### Special Members’ Meetings

#### **7.5 Who can call a Special Members’ Meeting?**

The Directors and Officers may call a Special Members’ Meeting.

**7.6 Can the Members make the Directors and Officers call a Special Members' Meeting? If so, how?**

The Board will convene a Special Members' Meeting on written request of not less than 10% of the Members for any purpose connected with the affairs of the Corporation that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the request.

### Notice

**7.7 Do we have to give advanced notice of Members' Meetings? If so, what criteria must it meet?**

Subject to the Act, not less than 14 and not more than 50 days prior to the Meeting written notice of any annual or Special Members' Meeting must be given in the manner specified in the Act and the Notices Section of this Bylaw to each Member and to the auditor or person appointed to conduct a review engagement.

**7.8 How much detail must the notice contain?**

Notice of any meeting where special business will be transacted must contain enough information to permit the Members to form a reasoned judgement on the decision to be taken.

### Phone and e-Meetings

**7.9 Can Members join Members' Meetings online or by phone?**

As an exception only, best efforts will be made to ensure participation of a Member in a Members' Meeting by telephone or electronic means based on facility/technology resources and issues and to ensure accommodations as needed. The telephone or electronic means must:

- allow all participants to communicate adequately with each other during the meeting
- allow verification of the identity of anyone casting a vote
- prevent others from knowing how other Members voted.

A Member participating in the above ways is deemed to be present at that meeting. Members' Meetings may be held entirely by phone or electronic means as facility/technology resources and issues allow.

### Quorum

**7.10 What happens if you lose quorum part way through the meeting?**

If a quorum (defined as 51% of Members) is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting. It is possible that there may be an abstention, and the abstainer counts only towards quorum, not towards a vote (either affirmatively or negatively).

## Chair of the Meeting

### **7.11 Who will chair Members' Meetings?**

The chair of the Members' meeting will be the Director or Director/Chair or President.

### **7.12 Who will chair Members' Meetings if the Chair is absent?**

In the Chair's absence, the Members present at any Members' meeting will choose another Director as chair. If no Director is present, or if all of the Directors and Officers present decline to act as chair, the Members present will choose a Member present to chair the meeting. A Director and/or the President may assign the role of Chair to another Officer as their discretion.

## Voting

### **7.13 How many votes will be necessary to pass a resolution?**

Business arising at any Members' Meeting will be decided by 51% of votes unless otherwise required by the Act or the Bylaws.

### **7.14 How many votes will each Member have?**

Each Member who is of the age of 18 will be entitled to one vote at any Members' Meeting. In the case of a family membership, each family member who is of the age of 18 and whose name is recorded with the Membership Manager may vote.

### **7.15 Can Members vote by proxy?**

If a Member is unavailable to attend or participate in a Members' Meeting, they may appoint another Member, in writing, to vote for them by proxy.

### **7.16 How will votes be taken?**

Votes will be taken by a show of hands among all voting Members present unless otherwise required by the Act.

### **7.17 Can anyone demand a written ballot?**

Before or after a show of hands has been taken on any question, any Member may demand, a written ballot. A written ballot so required or demanded will be taken in such manner as the chair of the meeting directs.

### **7.18 Will the chair of the meeting have a vote?**

The chair of the meeting, if a voting Member, will have a vote.

### **7.19 What if there's a tie vote?**

If there is a tie vote, the chair of the meeting has to call for a written ballot. The chair cannot vote in a written ballot to break a tie. If the written ballot results in a tie, the motion doesn't pass.

**7.20 How will a vote by show of hands be recorded?**

Whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes will be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

**7.21 Will abstentions be counted as votes?**

An abstention will not be considered as either a vote for or against a motion.

## Adjournments

**7.22 Does the Chair need to provide Members with advanced notice before a follow-up meeting?**

The chair may, by resolution of a majority of votes cast at any Members' Meeting, adjourn the Members' Meeting. The Members must be provided with notice of the adjourned meeting. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

## Attendance

**7.23 Who has a right to attend Members' Meetings?**

The only persons entitled to attend a Members' Meeting are:

- the Members
- the Directors and Officers
- the auditors of the Corporation (or the person who has been appointed to conduct a review engagement/Annual Return, if any) and
- others who are entitled or required under any provision of the Act or the articles to be present at the meeting.

Any other person may be admitted only if the Chair of the meeting invites them or the majority (51%) of the Members present at the meeting consent to their being there.

## Section 8 – Notices

**8.1 What are valid ways of sending advanced notice of meetings?**

Any notice required to be sent to any Member, or Director or Officer, or to the auditor or person who has been appointed to conduct a review engagement/Annual Return shall be delivered:

- By e-mail on record with the Club
- By exception only, in writing to the latest mailing address on file with the Club.

**8.2 Where should notices be sent?**

Notices mentioned above will be sent to any such Member or Director or Officer or auditor/person appointed to conduct a review engagement/Annual Return at their latest e-mail address as shown in the records of the Corporation, or, by exception only, in writing to the latest mailing address on file with the Club.

**8.3 Can the right to notice be waived?**

Notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled to the notice.

**8.4 Can we count the day notice is sent as part of the total number of days required for advanced notice?**

Where a given number of days' notice or notice extending over any period is required to be given, the day of service or posting of the notice will, unless it is otherwise provided, be counted in such number of days or other period.

**8.5 What effect does an error or omission have on the validity of the notice?**

No error or accidental omission in giving notice of any Board Meeting or any Members' Meeting will invalidate the meeting or make void anything that happens at the meeting.

## Section 9 – Finances & Signing Authority

**9.1 When does our financial year end?**

The financial year of the Corporation ends on December 31 in each year or on such other date as the Board may from time to time by resolution determine.

**9.2 Does K-W and Area Bug Club have a corporate seal?**

The seal, an impression of which is stamped below, will be the seal of the Corporation. If appointed, the Secretary/Treasurer of the Corporation will oversee the corporate seal and its use. Otherwise, the Chair will oversee the corporate seal and its use.

**9.3 Who has authority to sign legal documents on behalf of the K-W and Area Bug Club?**

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may from time to time decide who will execute a particular document or type of document and how it will be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, Bylaw or other document of the Corporation to be a true copy thereof. Cheques and banking documents require the signature of the Secretary/Treasurer or President.

## Section 10 – Adoption and Amendment of Bylaws

### 10.1 What percentage of Member support does it take to change these Bylaws?

The Members may from time to time amend this Bylaw with 51% of the votes cast at a Members' Meeting.

### 10.2 Can the Board change the Bylaws between Members' Meetings?

Only the voting Members may pass or amend this Bylaw.

## Section 11 – Definitions & Interpretation

### 11.1 Definitions

In this Bylaw, unless the context otherwise requires:

- a. "Act" means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
- b. "Board" means the board of Directors and Officers of the Corporation;
- c. "Bylaws" means this Bylaw (including the schedules to this bylaw) and all other bylaws of the Corporation as amended and which are, from time to time, in force;
- d. "Chair" means the chair of the Board;
- e. "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;
- f. "Director" means an individual occupying the position of Director of the Corporation by whatever name he or she is called;
- g. "Member" means a member of the Corporation;
- h. "Members" means the collective membership of the Corporation; and
- i. "Officer" means an Officer of the Corporation.

### 11.2 What if something isn't defined above?

Other than as specified in the Definitions section, all terms contained in this Bylaw that are defined in the Act will have the meanings given to them in the Act. Words in the singular include the plural and vice versa, and words in one gender include all genders.

### 11.3 What if part of the Bylaw is invalid?

The invalidity or unenforceability of any provision of this Bylaw shall not affect the validity or enforceability of the remaining provisions of this Bylaw.

### 11.4 What if parts of the Bylaw are inconsistent with the Articles or Act?

If any of the provisions contained in the Bylaws are inconsistent with those contained in the articles or the Act, the provisions contained in the articles or the Act will prevail.

## Section 12 – Dissolution

### **12.1 How will dissolution be decided?**

At least two thirds (2/3) of the total membership must vote in favor of dissolution, in which case proper notification will be given by the Board to the Province of Ontario.

### **12.2 How will assets be distributed?**

Under the direction of the Board, material assets will be sold, outstanding debts will be paid, and the remaining cash assets will be donated to local registered charities agreed upon by the current membership through a vote.



## Appendix 1: Roles/Responsibilities of Directors and Officers

### President:

#### Responsibilities

- 1) Maintain order and respect for all involved with the Club,
- 2) Provide suggestions and input on major topics to finalize decisions on club issues,
- 3) Maintain continuity between executives and members,
- 4) Ensure that all Club operations and functions follow the Club's bylaws,
- 5) Attend all Board and Members' meetings and Club events,
- 6) Consult with other Board members to maintain a financial budget,
- 7) Participate in coordination of Club functions with the assistance of Board members, Club members, and other volunteers,
- 8) Assist with planning meetings and agendas,
- 9) Agree to uphold these responsibilities for a period of two years after election to this position.

#### Requirements

- 1) Is an active Club member in good standing for four consecutive years, has served on the Board/executive for two years to the date of his/her election to the position, and is dedicated to the K-W and Area Bug Club purpose,
- 2) Has a genuine interest in upholding the bylaws of K-W and Area Bug Club,
- 3) Is able to attend and participate in Board and Members' meetings regularly,
- 4) Has the ability to correspond effectively and respectfully,

- 5) Will actively engage in planning and executing Club functions,
- 6) Will transfer all relevant records and documents to the incoming President as required, and will assist with the transition of the new incumbent to the role of President.

### Director(s):

#### Responsibilities

- 1) Maintain order and respect for all involved with the Club,
- 2) Provide suggestions and input on major topics to finalize decisions on club issues,
- 3) Maintain continuity between executives and members,
- 4) Ensure that all Club operations and functions follow the Club's bylaws,
- 5) Attend and chair all Board and Members' meetings and Club events,
- 6) Consult with other Board members to maintain a financial budget,
- 7) Participate in coordination of Club functions with the assistance of Board members, Club members, and other volunteers,
- 8) Assist with planning meetings and agendas,
- 9) Agree to uphold these responsibilities for a period of two years after election to this position.

#### Requirements

- 1) Is an active Club member in good standing for two consecutive years, and is dedicated to the K-W and Area Bug Club purpose,
- 2) Has a genuine interest in upholding the bylaws of K-W and Area Bug Club,
- 3) Is able to attend and participate in Board and Members' meetings regularly,
- 4) Has the ability to correspond effectively and respectfully,

- 5) Will actively engage in planning and executing Club functions,
- 6) Will transfer all relevant records and documents to the incoming Director as required, and will assist with the transition of the new incumbent to the role of Director.

### Secretary/Treasurer:

#### Responsibilities

- 1) Maintain bank accounts and cheque book for Club finances,
- 2) Provide Treasury Report for Club meetings, as required,
- 3) Reimburse Club members for approved expenditures,
- 4) Pay bills submitted for approved expenditures,
- 5) Maintain all Club financial records,
- 6) Attend Board and Members' meetings,
- 7) Work with an accountant and/or auditor to complete Annual Returns related to the Corporation,
- 8) Record minutes at all meetings,
- 9) At each meeting, read an outline of minutes from the previous meeting,
- 10) Provide a copy of previous meeting minutes for the Board's reference,
- 11) Maintain copies of all secretarial records, Club correspondence, and meeting minutes,
- 12) Maintain attendance records,
- 13) Agree to uphold these responsibilities for a period of two years after election to this position.

#### Requirements

- 1) Is an active Club member in good standing for at least four consecutive years, and is dedicated to the K-W and Area Bug Club purpose,
- 2) Is available by most current means of communication,
- 3) Is able to attend and participate in Board and Members' meetings regularly, or is able to provide a report to a substitute who will present/take minutes,

- 4) Is confident in and proficient at maintaining all Club finances and financial records, and all Club documentation,
- 5) Has a genuine interest in upholding the bylaws of K-W and Area Bug Club,
- 6) Has the ability to correspond effectively and respectfully,
- 7) Will actively engage in planning and executing Club functions,
- 9) Will transfer all relevant records and documents, including information about passwords and accounts, to the incoming Secretary/Treasurer as required, and will assist with the transition of the new incumbent to the role of Secretary/Treasurer.

### Communications Manager:

#### Responsibilities

- 1) Publish informational e-mails to all members using the most current directory,
- 2) Provide all information to the membership as necessary to ensure attendance at scheduled meetings, including location, date and time, and details of the activities,
- 3) Provide "current events" listing of club and local VW events and activities from various sources,
- 4) Maintain and monitor the K-W and Area Bug Club website and contemporary social media sites related to the Club,
- 5) Attend Board and Members' meetings,
- 6) Agree to uphold these responsibilities for a period of two years after election to this position.

#### Requirements

- 1) Is a Club member in good standing for at least one year, and is dedicated to the K-W and Area Bug Club purpose,
- 2) Has the means and ability to send and receive e-mails and manage social media,
- 3) Is competent with written and oral communication, and has the ability to correspond effectively and respectfully,

- 4) Is available by most current means of communication,
- 5) Is able to attend and participate in Board and Members' meetings regularly, or is able to provide a report to a substitute who will present relevant information,
- 6) Has a genuine interest in upholding the bylaws of K-W and Area Bug Club,
- 7) Will actively engage in planning and executing Club functions,
- 8) Will transfer all relevant records and documents, including information about passwords, accounts, and vendors, to the incoming Communications Manager as required, and will assist with the transition of the new incumbent to the role of Communications Manager.

### Membership Manager:

#### Responsibilities

- 1) Provide membership applications and information to prospective members,
- 2) Collect membership fees and transfer to Secretary/Treasurer on a monthly basis,
- 3) Maintain current/up-to-date list of members, past and present,
- 4) Provide an updated e-mail list for Communications Manager regularly,
- 5) Attend Board and Members' meetings,
- 6) Agree to uphold these responsibilities for a period of two years after election to this position.

#### Requirements

- 1) Is an active Club member in good standing for at least one year, and is dedicated to the K-W and Area Bug Club purpose,
- 2) Is available by most current means of communication,
- 3) Is able to correspond and communicate effectively with members,

4) Is able to attend and participate in Board and Members' meetings regularly, or is able to provide a report to a substitute who will present relevant information,

5) Has a genuine interest in upholding the bylaws of K-W and Area Bug Club,

6) Will actively engage in planning and executing Club functions,

7) Will transfer all relevant records and documents to the incoming Membership Manager as required, and will assist with the transition of the new incumbent to the role of Membership Manager.

### Officers (x 3):

#### Responsibilities

1) Attend all Board and Membership meetings and Club events,

2) Agree to uphold these responsibilities for a period of two years after election to this position.

#### Requirements

1) Is an active Club member in good standing for two consecutive years, and is dedicated to the K-W and Area Bug Club purpose,

2) Has a genuine interest in upholding the bylaws of K-W and Area Bug Club,

3) Is able to attend and participate in Board and Members' meetings regularly,

4) Has the ability to correspond effectively and respectfully,

5) Will actively engage in planning and executing Club functions,

6) Will transfer all relevant records and documents to the incoming Executive Member as required, and will assist with the transition of the new incumbent to the role of Executive Member.

## Appendix 2: Identifying Information of Board Members

### ***Present Board Members to date (as of April 25, 2022):***

Stephen Hill, President/Director

Jennifer Holmes-Dziuba, Director

Melissa Brown, Secretary/Treasurer

Mark Brown, Communications/Membership Manager

Adam Powers, Officer

Michelle Powers, Officer

Mike Vanderliek, Officer

## Appendix 3: Rules of Conduct During Club Events

1. All touring and car show/Club events shall be subject to approval of the Board. All cruises will be under the direction of a Trip Master appointed by the Board. All car show/Club events will be under the direction of appointed organizers/volunteer committees.
2. All members are responsible to the direction of the appointed Trip Master and his/her appointed assistants from the set time of the beginning of cruise to the termination of the cruise, and to the direction of organizers/volunteer committees at car show/Club events.
3. All events must be conducted in any orderly manner and with safety as the prime consideration. Any event held on private property will be subject to liability releases and waivers.
4. No member or guest under the age of sixteen years will be permitted to be a passenger in any event unless accompanied by or with written permission of parent or guardian and proof of liability insurance.
5. All competitive events shall be under the direct authority, supervision, and control of the Board. The Officers shall determine entrance classifications and regulations for various events and shall approve trophies and awards to be presented, unless a Committee has been established for this sole purpose. Vehicles participating in or entering Club activities and events will do so at the risk of the owner(s) and must be roadworthy, licensed, and meet safety standards of the province of Ontario. All members and guests participating in an event shall abide by the Ministry of Transportation Rules, Laws, and Regulations, the Highway Traffic Act, and municipal laws and by-laws.