

Bylaws

Schedule 1

(section 3)

Bylaws of *Sunriver Community Gardens Society* _____ (the "Society")

Part 1 — Definitions and Interpretation

Definitions

1.1

In these Bylaws:

"Act" means the *Societies Act* of British Columbia as amended from time to time;

"Board" means the directors of the Society;

"Bylaws" means these Bylaws as altered from time to time.

Definitions in Act apply

1.2

The definitions in the Act apply to these Bylaws.

Conflict with Act or regulations

1.3

If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

Part 2 — Members

Application for membership

2.1

A person may apply to the Board for membership in the Society by submitting a signed plot application form, signed plot holder guidelines (Part 8) and membership fee every November, and the person becomes an annual member on the Board's

acceptance of the application and liability insurance is provided by Sunriver Community Gardens Society

Duties of members

2.2

Every member must uphold the constitution of the Society, must uphold the plot holder guidelines (Part 8) and must comply with these Bylaws.

Amount of membership dues

2.3

The amount of the annual membership dues must be determined by the Board and approved by the membership at the AGM.

Member not in good standing

2.4

A member is not in good standing if the member fails to pay the member's annual plot fees by the deadline, and / or fails to uphold the plot holder guidelines. There are no refunds for plot holder fees.

Member not in good standing may not vote

2.5

A voting member who is not in good standing

(a)

may not vote at a general meeting, and

(b)

is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

Termination of membership if member not in good standing

2.6

A person's membership in the Society is terminated if the person fails to pay the plot rental fees by the deadline and / or fails to uphold the plot holder guidelines. There are no refunds for plot holder fees.

Part 3 — Annual General Meetings of Members

Time and place of annual general meeting

3.1

A general meeting must be held at the time and place the Board determines.

Ordinary business at annual general meeting

3.2

At a general meeting, the following business is ordinary business:

- (a)
- adoption of rules of order;
- (b)
- consideration of any financial statements of the Society presented to the meeting;
- (c)
- consideration of the reports, if any, of the directors or auditor;
- (d)
- election or appointment of directors;
- (e)
- appointment of an auditor, if any;
- (f)
- business arising out of a report of the directors not requiring the passing of a special resolution.

Notice of special business

3.3

A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

Chair of annual general meeting

3.4

The following individual is entitled to preside as the chair of a general meeting:

(a)
the individual, if any, appointed by the Board to preside as the chair;

(b)
if the Board has not appointed an individual to preside as the chair or
the individual appointed by the Board is unable to preside as the chair,

(i)
the president,

(ii)
the vice-president, if the president is unable to preside as the
chair, or

(iii)
one of the other directors present at the meeting, if both the
president and vice-president are unable to preside as the chair.

Alternate chair of annual general meeting

3.5

If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

Quorum required

3.6

Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present.

Quorum for annual general meetings

3.7

The quorum for the transaction of business at a general meeting is 3 voting members or 10% of the voting members, whichever is greater.

Lack of quorum at commencement of meeting

3.8

If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present,

(a)

in the case of a meeting convened on the requisition of members, the meeting is terminated, and

(b)

in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

If quorum ceases to be present

3.9

If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

Adjournments by chair

3.10

The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

Notice of continuation of adjourned annual general meeting

3.11

It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

Order of business at annual general meeting

3.12

The order of business at a general meeting is as follows:

- (a) elect an individual to chair the meeting, if necessary;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last general meeting;
- (e) deal with unfinished business from the last general meeting;
- (f) if the meeting is an annual general meeting,
- (i)

receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,

(ii)

receive any other reports of directors' activities and decisions since the previous annual general meeting,

(iii)

elect or appoint directors, and

(iv)

appoint an auditor, if any;

(g)

deal with new business, including any matters about which notice has been given to the members in the notice of meeting;

(h)

terminate the meeting.

Methods of voting

3.13

At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot.

Announcement of result

3.14

The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

Proxy voting not permitted

3.15

Voting by proxy is not permitted.

Matters decided at annual general meeting by ordinary resolution**3.16**

A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.

Part 4 — Directors

Number of directors on Board

4.1

The Society must have no fewer than 3 and no more than 7 directors.

Election or appointment of directors

4.2

At each annual general meeting, the voting members entitled to vote for the election or appointment of directors whose terms are expiring. The terms of office are two years for all directors, the term end date will alternate based on position to ensure board continuity.

Year 1

- Vice president
- Secretary
- Plot Registrar

Year 2

- President
- Treasurer
- Garden Maintenance

Directors may fill casual vacancy on Board

4.3

The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of a director during the director's term of office.

Term of appointment of director filling casual vacancy

4.4

A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.

Termination of a director**4.5**

A director's appointment may be terminated by the Board, if the director fails to attend two consecutive council meetings. If a director is terminated the board can appoint another director for the unexpired term in office.

Pod Representatives**4.6**

Pod representatives are responsible for overseeing their assigned pod(s) and for supporting a friendly welcoming community. Pod representatives are appointed by the Board and have voting privileges at council meetings if they do not miss two consecutive meetings.

Part 5 — Council Meetings**Calling council meeting****5.1**

A council meeting may be called by the president or by any 2 other directors.

Notice of council meeting**5.2**

At least 7 days' notice of a council meeting must be given unless all the directors agree to a shorter notice period.

Proceedings valid despite omission to give notice**5.3**

The accidental omission to give notice of a directors' meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

Conduct of council meetings**5.4**

The directors may regulate the council meeting and proceedings as they think fit.

Quorum of directors

5.5

The quorum for the transaction of business at a council meeting is a majority of the directors.

Voting on motions

5.6

Any director may propose a motion for vote. Directors and pod reps who have not missed two consecutive meetings may vote to pass or reject the motion by a show of hands.

Part 6 — Board Positions

Election or appointment to Board positions

6.1

Directors must be elected or appointed to the following Board positions, and a director, other than the president, may hold more than one position:

- (a)
- president;
- (b)
- vice president;
- (c)
- secretary;
- (d)
- plot registrar;
- (e)
- garden maintenance;
- (f)
- treasurer;

Role of president

6.3

The president is the chair of the Board and is responsible for facilitating the council meetings, liaison with Sooke Region Food Chi Society (Food Chi) and the District of Sooke

Role of vice president**6.4**

The vice-president is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act. The vice president is required to hold a second position on the Board.

Role of plot registrar**6.5**

The plot registrar is responsible for coordinating the collection of membership fees in the form of plot registrations every November. They are responsible for managing the waitlist throughout the season, supporting the pod representatives in upholding the plot holder guidelines.

Role of garden maintenance coordinator**6.6**

The garden maintenance coordinator is responsible for overseeing maintenance items and coordinating volunteers.

Role of secretary**6.7**

The secretary is responsible for doing, or making the necessary arrangements for, the following:

- (a) issuing notices of general meetings and directors' meetings;
- (b) taking minutes of general meetings and council meetings;
- (c)

keeping the records of the Society in accordance with the Act;

(d)

conducting the correspondence of the Board;

(e)

filing the annual report of the Society and making any other filings with the registrar under the Act.

Absence of secretary from meeting

6.8

In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.

Role of treasurer

6.9

The treasurer is responsible for doing, or making the necessary arrangements for, the following:

(a)

receiving and banking monies collected from the members or other sources;

(b)

keeping accounting records in respect of the Society's financial transactions;

(c)

preparing the Society's financial statements;

(d)

making the Society's filings respecting taxes.

Part 7 — Remuneration of Directors and Signing Authority

Remuneration of directors

7.1

These Bylaws do not permit the Society to pay a director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.

Signing authority**7.2**

A contract or other record to be signed by the Society must be signed on behalf of the Society

(a)

by the president, together with one other director,

(b)

if the president is unable to provide a signature, by the vice-president together with one other director,

(c)

if the president and vice-president are both unable to provide signatures, by any 2 other directors, or

(d)

in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society.

Part 8 - Plot Holder Guidelines**4.1 Allotment Garden Plot Users - PODS**

The allotment gardens are made up of 90 plots (including 10 raised beds) which are divided into 6 areas, called 'pods'. There are almost 200 people growing food at the allotment gardens!

Safety and Liability - All SCG members are covered by insurance through the BC Council of Garden Clubs. All plot gardeners and volunteers must have an orientation to SCG on the operation of equipment and tools and the use of public spaces before their plot is assigned to them. A first aid kit is in the tool shed for minor injuries. For serious medical incidents, please call 911 or go to the nearest medical centre.

Garden security – when leaving please check to see the tool shed is secured and tools put away. All gates **must** be closed at all times to keep deer, rabbits, and other animals out. Please check that children have also closed the gates after entering and exiting. Do not assume “somebody else” will do it.

2) ALLOTMENT PLOT AND RAISED BED RENTALS

- Plot and raised bed rentals are open to any resident of the Sooke Region. Raised beds are normally allocated to those with mobility issues.
- Only one plot rental per household address is permissible. When a plot is being shared with someone, one person will be designated the “primary plot holder” who will be responsible for that plot in accordance with these rules and guidelines. **It is the responsibility of the primary plot holder to pass on any information to the ‘secondary gardener’ that is also assigned to the plot.**
- A wait list will determine allocation of garden plots to applicants on a first come, first serve basis. A potential plot holder cannot begin to work their plot until they have attended an orientation session and this user agreement (SCG Rules and Guidelines) has been read and signed.
- No plot holder shall sublet or reassign their plot to another.

Wait Lists – are kept and managed by the SCG Plot Registrar throughout the year.

2a **Rentals and Fees** **– payable to Sunriver Community Gardens’ Society**

1. Plot rentals are for one calendar year, to be renewed each year and are non-refundable.

2. Fees:	Micro	\$60
	Small – up to 250 square feet	\$70

Medium - 250 to 500 sq ft	\$80
Large – 500 to 750 sq ft	\$90
Raised beds 4 x 8 ft	\$35

No plot shall exceed the area that has been assigned.

3. Plot fees for the next calendar year must be paid by November 30th of the previous year.
4. Notice for renewals shall go out each year to all plot holders during October of that year.
5. Wait list names will be contacted in December if plots are available.
6. In order to ensure plots are being fully utilized, plot holders must adhere to the following timeline:
 - o May 1: The plot must be cultivated and weeded. Plots will be reviewed by a council committee. Gardeners whose plots are a concern will be notified by phone and email. Gardeners have until May 31 to bring their plot into compliance.
 - o May 31: The plot must meet all guidelines including 70% food production and no weeds going to seed. If there has been no action on the plot by this date, the plot will be assigned to a wait list participant. There will be no refund of plot fee.
 - o June 30: Plots will be reviewed by a council committee to ensure there is 70% food production, produce is being harvested in a timely manner, and no weeds are going to seed. Gardeners not in compliance will receive a warning by phone and email.
 - o July 31: Gardeners that have received warnings and continue to fail to meet the guidelines will not be allowed to renew their plots the following season.
7. If a plot holder does not adhere to the above timeline or is deemed by council as failing to uphold this agreement, the opportunity to rent or maintain a plot at SRG will be revoked.

ALLOCATION OF PLOT FEES

The funds raised from plot fees are managed and administered by Sunriver Community Gardens Society. The following are examples of uses of plot fee funds:

- 1) Garden maintenance and equipment
- 2) Garden operations
- 3) Future site development and emergency repairs.

Note: As a general principle, funds for extra projects in the gardens may be raised through grants and donations.

2b Use of Plots – growing, maintenance and harvesting

Please be mindful of your plot neighbours. Whatever you do should have **NO** impact on the plots next door or near to you, for example weeds going to seed, or shade from a greenhouse, fruit trees or other tall plants.

1. Each plot should be numbered, and have clear boundaries marked that do not spill over into a pathway or service lane.
2. Small cold frames and growing structures not to exceed 6'3" are allowed. Due to safety and best practices, no glass or tires are permitted. Growing structures must be within your plot boundary and not cast shade on your neighbour's plot.
3. Only organic fertilizers and organic slug baits may be used. The use of chemicals and pesticides is not permitted.
4. Weed Control - Care must be taken to not let weeds go to seed (e.g., thistle, dandelion, etc.) or creep (buttercup, sorrel, morning glory, bindweed, etc.) thereby invading neighbouring plots and pathways.

In order to help with the overall care of the garden, plot holders are responsible for any

weeds around your plots as well. Please use the woodchips supplied in the parking lot to chip paths that surrounds your assigned plot.

Some food plants can also be invasive (e.g., raspberries, strawberries, horseradish). You are required to keep these plants under control and to use a barrier to keep their roots contained.

5. If you are going to be away, make sure someone is tending your plot in your absence. Plot holders cannot utilize a non-member of SCG to manage their plot. In case of an emergency absence, please contact the plot registrar to discuss what can be done to help you while you are away.
6. By November 1 plots should be cleaned up unless one has winter crops. If you are relinquishing the plot, the plot must be cleared of stakes, growing structures, decorative rocks, etc.
7. Growing of Cannabis: After consultation with The District of Sooke, the SRG council has determined that plot holders may not grow cannabis in Sunriver Garden. This complies with the terms of the new B.C. Cannabis Control and Licensing Act which states that cannabis cannot be grown in a public space with public access. Please refer to link:
<https://www2.gov.bc.ca/gov/content/safety/public-safety/cannabis>
8. Any produce grown on the site cannot be sold commercially.
9. All plot holders are welcome to use community composts for plot waste only. **No household compost is allowed at the gardens – either in your plot or in the community compost bins.**

Soil amendments - manure, leaves, grass clippings – will also be available throughout the season. Compost “ready to use” can also be used in moderation by plot holders...be mindful of sharing the soil amendment materials.

Harvesting – any surplus food you have grown that is not consumed by your friends and family, please consider donating. Check the board for instructions, or email sookesrg@gmail.com to make arrangements for donations.

2c Water

SRG is on the CRD (Capital Regional District) water system. We have 11 water stand pipes, and communal hoses. Please be aware that water lines are installed 2 feet under the surface in the allotment garden.

Should there be a concern that something is not working properly, contact the site manager by emailing sookesrg@gmail.com. If you know what is wrong, there are spare parts for hoses, taps, and connectors in the tool shed.

Water conservation is very important. Please follow these rules:

1. no unattended watering or sprinkler use
2. no overnight watering
3. do not water your neighbours' plots without permission

* The water is turned off for the winter months (after November 11). Use the rain barrel at the tool shed if you need some water off season.

2d General Rules – children, pets, fires, cob oven and orchard

1. Children are welcome to visit SRG; however, they must be supervised to ensure their safety. Children must not wander into other plots and pick berries or vegetables. Play areas with sand boxes are on site, with toys. **Children are not allowed to enter the gated north end of the property, where the pond is located, unless under the constant supervision of a responsible adult.**
2. If you, as a plot holder, bring in non-plot registered friends to visit the gardens, you are

responsible for ensuring visitors abide by the same rules as registered plot holders.

3. **No Pets** within the garden gates. If your pet is outside the garden gates and not in your vehicle, they need to be leashed or on a tie up rope so as not to frighten visitors.
4. **Burning** is permitted by designated SCG members ONLY and must adhere to the District of Sooke's burning bylaws.
5. **Small cooking fires** are permitted in the gazebo, provided there is no fire ban in effect. Firewood is available in the woodshed and kindling in the box in the gazebo. A hatchet, paper and matches can be found in the tool shed.
5. **Cob oven** – SRG users are welcome to use the cob oven. Follow posted instructions – use caution and do not let the fire get too hot. Bread and pizza paddles are hanging on the post at the cob oven.
6. There will be NO posting of signs (political or business promotion) at the Sunriver Community Gardens – roadside or within the gardens.

2e Communication

Please email sookesrg@gmail.com for general queries or if you are unsure of whom to contact about a specific issue. You can generally expect a response within 48 hours.

Primary plot holders will receive communication from the SCG council. Email addresses will be kept private. It is the responsibility of the primary plot holder to pass on information to the secondary gardener if one is registered to their plot.

No member of the allotment garden shall solicit business or promote other non-SRG business by using the Sunriver Garden email address.

Other communication will be posted on the Notice Board outside the tool shed. Please see our website at <http://www.sunrivercommunitygardens.ca/> for Council Meeting minutes, newsletters,

and any other pertinent information.

Request for posting communication notices (i.e., non-profit) can be sent to sookesrg@gmail.com.

2f Non compliance to above Rules and Regulations

In the event that a plot holder is not able to comply with any of the above guidelines, at least two representatives from Council shall discuss with the person(s) to resolve the issue.

Should the issue not be resolved, the plot holder's membership will be revoked for non-compliance with the user agreement, and they will forfeit their plot. The plot will be available for reassignment through the wait list. **No refunds will be issued.**

4.10 Amending the Plot Holder Guidelines

The Society may update the plot holder guidelines as the need arises. Revisions to the guidelines will be presented at a council meeting for vote. If the revisions are passed, they will take effect on the date of the vote.

Schedule 2

(section 17)

Reporting Society Provisions

Auditor

1

The Society must have an auditor.

Requirements for changing auditor

2

At an annual general meeting, a resolution appointing an auditor, other than the incumbent auditor, must not be proposed unless

(a)

the incumbent auditor has declined reappointment, or

(b)

at least 14 days' written notice of the proposed resolution has been given to

(i)

all persons entitled to receive notice of the meeting, and

(ii)

the incumbent auditor.

Comparative financial statements**3**

The financial statements of the Society must be prepared as comparative financial statements relating separately to

(a)

the period determined under section 35 (2) of the *Societies Act*, and

(b)

the preceding period, if any, in relation to which financial statements for the Society were prepared.

Exception to requirement for comparative financial statements**4**

Despite Reporting Society Provision 3, the financial statements of the Society may deal with only the period determined under section 35 (2) of the *Societies Act* if the reason for doing so is set out in the financial statements.

Providing financial statements and auditor's report to auditor and members**5**

At least 10 days before the date of each annual general meeting, the Society must send to the auditor and to each member a copy of

(a)

the financial statements that are to be presented at the meeting, and

(b)

the auditor's report, as defined in section 1 of the *Societies Act*, on those financial statements.

Providing financial statements and auditor's report to security holder

6

The Society, on request of a person holding a bond, debenture, note or other evidence of debt obligation, whether secured or unsecured, of the Society, must send to the person a copy of the Society's latest financial statements and a copy of the auditor's report, as defined in section 1 of the *Societies Act*, on those financial statements.