



Constitution

of the Hungarian Society
of Victoria, BC, Canada.

**Hungarian Society of Victoria
Victoria, BC, Canada.**

Constitution

1 THE CONSTITUTION

- 1.1 The Name of the Society is the “Hungarian Society of Victoria”. Herein after referred to as the Society.
- 1.2 The Name of the Society’s property is the “Hungarian Cultural Centre”.

2. THE PURPOSES OF THE SOCIETY:

- 2.1 To nourish and foster the Hungarian language, culture, historical traditions and to promote friendship and understanding amongst the members.
- 2.2 To participate in community affairs amongst the Canadian public.
- 2.3 To support the United Nations Charter of Human Rights.
- 2.4 To assist new immigrants of Hungarian ethnic origin in adjusting to the Canadian way of life.

**Hungarian Society of Victoria
Victoria, BC, Canada.**

Bylaws

1. TERMS OF ADMISSIONS OF MEMBERS AND THEIR RIGHTS AND OBLIGATIONS

1.1 Any eligible person, eighteen (18) years or older may apply to become and remain a regular member (defined in 1.2.1) of the Society subject to provisions in Sections 1 and 2 below. All applications shall be subject to the approval of the Executive Board.

1.2 There shall be two types of membership, namely: regular membership and honorary membership:

1.2.1 Regular members are defined as registered paying members of the society, and are entitled to one vote per member at all general meetings of the society. Any individual who agrees with the Constitution and Purposes of the Society can become a regular member of the Society. All regular members shall receive a copy of the Constitution and Bylaws upon request.

1.2.2 Honorary members shall have shown outstanding achievements with respect to the aims and objects of the Society. Any member of the society may become an honorary member, by recommendation of the Executive Board or by the majority vote at the Annual General Meeting.

1.3 ANNUAL DUES:

1.3.1 The annual membership dues shall be determined from time to time by members at the Annual General Meeting.

1.3.2 The annual dues shall be paid in advance not later than January 31 for new members and March 31 for registered members.

- 1.3.3 New members joining during the calendar year shall pay proportionately on the basis of the remaining number of months, and shall at no time be less than the minimum amount of \$1.00.
- 1.3.4 Members in arrears of their annual dues shall pay the full amount for the calendar year.
- 1.3.5 Associate members shall pay the full membership fee.
- 1.3.6 Members who were awarded an honorary membership before January 1, 2018 shall not be subject to annual dues and will keep all regular members privileges. After the above mentioned date all members will be subject to annual dues.

2. CONDUCT OF MEMBER AND CONDITIONS UNDER WHICH MEMBERSHIP CEASES AND A MEMBER MAY BE EXPELLED

- 2.1 All correspondence addressed directly or indirectly to the Executive Board in office is deemed to be addressed to all members of the Society. Such correspondence may be circulated among the members at the discretion of the Executive Board.
- 2.2 No member of the Society has the right to speak on behalf of, and represent the Society in public without prior authorization by the Executive Board.
- 2.3 A member may withdraw from the Society by tendering his/her resignation in writing to the Secretary and by paying all indebtedness to the Society at the same time.
- 2.4 The Executive Board may remove a member's name from the list of members:
 - 2.4.1 When the member neglects to pay the annual dues for more than one year, and if the debt is unpaid one month after the final request to pay was issued by the Secretary.

- 2.4.2 For Cause. The Executive Board shall call upon the member for an explanation of the conduct giving rise to the proposed removal of his/her name from the list of members, and give him/her an opportunity to defend him/herself or to resign before removing his/her name from the list of members. The Executive Board may remove his/her name from the list of members by a seventy-five percent (75%) majority vote of the Executive Board.
- 2.4.3 Any member who withdraws, resigns or who ceases to be a member of the Society forthwith forfeits all rights, privileges, claims and interests arising from or associated with membership in the Society.
- 2.5 All members are in good standing except a member who has failed to pay his/her current annual membership fee, or any other subscription or debt due and owing by him/her to the Society, and he/she is not in good standing so long as the debt remains unpaid.

3. MONTH FOR HOLDING ANNUAL GENERAL MEETING, MODE OF, AND NOTICE REQUIRED FOR CALLING GENERAL, SPECIAL MEETINGS OF THE SOCIETY, NUMBER CONSTITUTING A QUORUM AT ANY SUCH MEETING, AND RIGHTS OF VOTING

- 3.1 The Annual General Meeting shall be conducted in Hungarian and/or in English as necessary, and held at least once every calendar year, not more than 15 months after the adjournment of the previous annual meeting, at a place and date determined by the Executive Board. Notice of such meeting shall be mailed or handed to all members by the Secretary at least fourteen (14) days in advance of the meeting. At this meeting, the Executive Board shall submit their report for the year, which shall embody the report of all subcommittees, the report of the President, and the Financial Statement and Balance Sheet.

- 3.2 The Executive Board may at any time, and shall on requisition in writing signed by not less than 10% or more of the voting members of the Society, summon a Special General Meeting giving at least fourteen (14) days notice thereof, and of the purpose for which is called. No other business shall be considered at that meeting, other than that for which the meeting was called. If regular members requested the Executive Board to call the Special General Meeting, they should include with their request any resolution or memorandum of business proposed to be brought before the meeting.
- 3.3 Business shall not be transacted at any Annual General Meeting or Special General Meeting unless a Quorum of not less than one-third (1/3) regular members in good standing are present.
- 3.4 Except as stated in clauses 4.2 and 10, all questions shall be by a show of hands, unless a ballot vote is demanded by a majority of members present. In the case where the number of votes for or against are equal, the President shall cast the deciding vote.
- 3.5 For all purposes of the Society, “special resolution” shall mean a resolution passed by a two-third (2/3) majority of regular members as are present at a general Meeting of which notice specifying the intention to propose the resolution as a special resolution has been duly given. Notice shall be given to all members fourteen (14) days prior to such a meeting.
- 3.6 A member may grant his/her right to vote in writing to another member, but no one may act as proxy for more than four (4) other members. Printed form is to be signed to authorize proxy voting:

Authorization

This is to authorize _____/name
& address/member in good standing to represent me and
exercise my voting rights at the Annual General Meeting

of the Hungarian Society of Victoria held on dd/mm/yy.

Signature & address of member

Dated

4. APPOINTMENT AND REMOVAL OF THE EXECUTIVE BOARD AND OTHER OFFICERS, THEIR POWERS AND REMUNERATIONS

4.1 The affairs of the Society shall be managed on behalf of the members by the Executive Board composed of seven (7) members, namely:

4.1.1 President

4.1.2 First Vice-President

4.1.3 Second Vice-President

4.1.4 Secretary

4.1.5 Treasurer

4.1.6 Program Coordinator

4.1.7 Past President and/or any one of the outgoing Board members

4.2 The Executive Board members shall be of Hungarian origin and shall be elected from among the regular members (as defined in 1.2.1) by a majority of votes at the Annual General Meeting for a term of approximately two (2) years, for the period between three (3) consecutive Annual General Meetings. The election shall be by ballot or by show of hands. The Annual General Meeting shall also elect a member to the Executive Board for each position vacated prematurely by a member of the Executive Board during the preceding term of office.

4.3 The members of the Society, by special resolution may remove any Executive Board member at that meeting and elect new Executive Board members to all vacated positions for the remainder of the term of the removed officers.

4.4 The Executive Board is responsible to the membership and shall implement motions passed at a General Meeting. The Executive Board meetings shall be called by the

President. Decisions of the Executive Board shall be determined by a majority of votes. A quorum for Executive Board meetings shall be four (4). In case of any vacancy, the Executive Board may appoint a member for the balance of the term.

- 4.5 The Executive Board shall generally meet once a month, or shall meet upon the written request of four (4) of the Executive Members.
- 4.6 No member of the Executive Board shall receive remunerations of his/her office.

5. DUTIES OF THE EXECUTIVE

- 5.1 **PRESIDENT:** The President is the presiding officer and the chief executive of the Society. He/she shall preside at all meetings of the Society and the Executive Board; shall represent the Society where necessary; shall be an ex-officio member of all committees except the Nominating Committee, and shall perform such duties he/she may be called upon by the Executive Board.
- 5.2 **FIRST VICE-PRESIDENT:** The First Vice-President shall preside in the absence of the President and assists in the discharge of his/her duties.
- 5.3 **SECOND VICE-PRESIDENT:** The Second Vice-President shall preside in the absence of the President and First Vice-President and assists the President in the discharge of his/her duties.
- 5.4 **SECRETARY:** The Secretary shall have custody of all records and documents of the Society; he/she shall keep an accurate record of all meetings of the Society and of the Executive Board; he/she shall be responsible for all correspondence.
- 5.5 **TREASURER:** According to the Executive Board approval, he/she shall receive and disburse all Society funds and

shall keep accurate account of same. He/she shall prepare and submit written financial reports to the Annual General Meeting and to the Executive Board as required. All accounts and records shall be in good standing for transfer to the new Executive Board.

5.6 PROGRAM COORDINATOR'S responsibilities and assignments shall be determined by the Executive Board from time to time as the need arises.

5.7 Standing and Special Committees

5.7.1 All Standing and Special Committees shall be appointed by the Executive Board.

5.7.2 The Executive Board is responsible for the affairs of the appointed committees.

5.7.3 In recognition of clauses 5.7.1 and 5.7.2, the Cultural Committee is responsible for all the Society's cultural pursuits, including the Inter-Cultural Association (I.C.A.), Hungarian School, Literary Circle, and the Cinema Circle.

5.7.4 In recognition of clauses 5.7.1 and 5.7.2, the Social Committee is responsible for organizing the Society meetings, and social gatherings, including dances, picnics and commemorative gatherings.

5.7.5 The Executive Board may appoint any special committee according to need for programs pertaining to news bulletins, literature enrichment, women's group, etc.

5.7.6 In recognition of clauses 5.7.1, 5.7.2 and 5.7.5 the Website/News Distribution Committee, chaired by the Website Coordinator, will develop, maintain and update the Society's website on the Internet, send out e-mail notices of the upcoming events and provide the required information for regular postal deliveries, if required.

The Website Coordinator is appointed by the Executive Board for an unspecified term.

5.7.7 A committee so formed in the exercise of the powers so delegated shall conform to any rules imposed on it by the Executive Board, and shall report every act or thing done in exercise of those powers to the earliest meeting of the Executive Board to be held next after it has been done.

5.7.8 A committee shall elect a Chairman of its meetings; but if no chairman is elected, or if at the meeting the chairman is not present within 30 minutes after the time appointed for holding the meeting, the members of the committee present shall choose one of their members to be chairman for the meeting.

5.8 Scrutineer: The Executive Board shall propose two (2) scrutineers, subject to the majority approval of the Annual General Meeting, who shall receive and count the ballots cast in person for the election of officers. The scrutineer shall inform the meeting of the election results.

6. ELECTION OF OFFICERS

6.1 The Executive Board shall appoint a Nominating Committee not later than December 1st of each year. The Nominating Committee shall consist of not less than two (2) members of whom a Chairman shall be elected at the first meeting of the Nominating Committee. After giving due consideration to suggestions from the membership, the Nominating Committee shall nominate at least as many, but possibly more candidates than required to fill the vacant positions on the Executive Board. The chairman shall obtain a written consent from each candidate who stands for elections.

6.2 The Nominating Committee shall submit the names

of candidates to the Society membership at the Annual General Meeting each year.

- 6.3 Nominations of candidates may also be made by any regular member, and duly seconded at the Annual General Meeting, provided that prior consent of the nominee has been secured.
- 6.4 A President may not remain in office for more than two (2) consecutive terms, a total of approximately four (4) years unless the Annual General Meeting agrees to an extension.
- 6.5 Upon termination of his/her term(s) in office, the President automatically becomes a member of the Executive Board for one year (1), or on the request of the Executive Board, for a regular term of two (2) years if he/she desires. The same should apply for the Past Board member. In case of any vacancy, the Executive Board may appoint a member for the Balance of the term.
- 6.6 If a member of the Executive Board resigns or if an office becomes vacant for any reason, the Executive Board shall appoint a suitable member to fill such office for the unexpired term.

7. FINANCES: EXERCISE OF BORROWING POWER

- 7.1 The fiscal year shall be from January 1st to December 31st.
- 7.2 The Executive Board shall not enter into deficit financing without the sanction of a special resolution approved by the Society.
- 7.3 The Executive Board shall handle the Society monies according to the majority's interests and in the best financial and orderly manner. Donations in the name of the society shall require a majority vote of the Executive Board. Annual donations to individuals shall not exceed \$500.00 and all donations in a fiscal year shall not exceed 0.5% of the total cash assets of the Society as reported at

the start of that fiscal year.

- 7.4 The Executive Board is responsible financially for the operation of the Hungarian Cultural Centre, and all related expenses.

8. AUDIT OF ACCOUNTS

The Annual General Meeting may, from time to time, elect an auditor or auditors for such period as the Society may determine and specify. No Executive Board member of the Society shall be an auditor.

9. CUSTODY AND USE OF THE SEAL OF SOCIETY

The Secretary or such other member of the Executive Board as may be designated by the Board shall have the custody of the Seal of Society. The Seal shall never be used except when authorized by a resolution of the Executive Board. Every instrument executed under the Seal of Society shall be witnessed by the signatures of at least two members of the Executive Board.

10. AMENDMENT OF BYLAWS

Amendments to Bylaws may only be made by special resolution, in accordance to clause 3.5.

11. PREPARATION AND CUSTODY OF MINUTES OF PROCEEDINGS OF MINUTES OF THE SOCIETY AND OF THE EXECUTIVE BOARD, AND OTHER BOOKS AND RECORDS OF THE SOCIETY

The Executive Board shall see that all necessary books and records of the Society required by the bylaws of the Society or by any applicable statute or law are regularly and properly kept.

12. TIME AND PLACE AT WHICH THE BOOKS AND RECORDS OF THE SOCIETY MAY BE INSPECTED BY MEMBERS

The Executive Board shall from time to time determine times, places and under what conditions the books and records of the Society may be inspected by the members. Furthermore, the books and records

shall be made available to any member in good standing upon receipt of his or her request in writing.

13. The interpretation of these bylaws and of any rules made thereunder shall, in case of a dispute, be decided by the Executive Board, whose decision shall be final.
14. All meetings shall be conducted according to the principles of Robert's Rules of Order latest edition thereof, except where provisions are covered by the bylaws herein.

15. DISPOSAL OF THE CULTURAL CENTRE AND DISSOLUTION OF THE SOCIETY

15.1 Disposal of the Cultural Centre If it becomes necessary to dispose of the Cultural Centre, for any reason, as in the case when accumulated savings, and/or the fundraising activities by the Society or the rental income are inadequate to maintain ownership of the Centre, then the Cultural Centre shall be sold on the open market, listing it with a reputable real estate company at the then current fair market price, as determined by an independent registered appraiser. At that time, the decision to sell will need two-third (2/3) approval of the entire paid-up membership of the Society. The amount of monies received from the sale of the Cultural Centre shall be placed in a secured savings account(s) at the "highest" interest rate at that time with a secure financial institution, and kept for the benefit of the remaining members to cover such expenses as room rental for meetings, and getting together to celebrate Hungarian and/or Canadian national holidays until there is interest in and enough members to operate the Hungarian Society of Victoria. If there is no interest, then the Executive of the Society, at that time, has to initiate the dissolution of the Society, as set out in clause 15.2 below.

15.2 Dissolution of the Society There shall be no dissolution of the Society while it has at least ten (10) paid-up members. Should there be fewer than ten (10), the Society shall suspend functions and all assets shall be transferred into the charge of the remaining members. Should there be no reinstatement of the Society within twelve(12)

months, all assets of the Society shall be distributed among Hungarian charitable organizations, to those that most benefit the majority of Hungarians, with emphasis placed on supporting and promoting Hungarian causes and culture. Assistance can be given to students of Hungarian origin or others, if they want to pursue higher accredited course of studies in Hungary or in accredited Hungarian studies program in Canada. By a majority vote, the remaining members shall designate the charitable Hungarian organization(s), as defined above.

This revision was discussed and accepted as a special resolution at the Annual General Meeting of the Hungarian Society of Victoria, on April 29th, 2018.