

# CFUW KANATA – CONSTITUTION (May 10, 2016)

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Proposed amendments – April 2019

## ARTICLE I - Name

The name of this organization shall be the Canadian Federation of University Women/Kanata, hereinafter referred to as CFUW/Kanata.

## ARTICLE II - Purpose

The purposes of this Club shall be to:

1. Promote lifelong education.
2. Award scholarships.
3. Advocate for the advancement of the status of women, human rights and the common good locally, nationally and internationally.
4. Promote cooperation, networking, support and understanding among women.
5. Encourage and enable women to apply their knowledge and skills in leadership and decision-making in all forms of public affairs to effect change.

## MISSION STATEMENT

CFUW members are committed to support and undertake:

- The pursuit of knowledge
- The promotion of education
- The improvement of the status of women and human rights
- Active participation in public affairs at the local, national and international levels in the spirit of cooperation and friendship.

## BY-LAWS

### By-Law I - Membership

1. A woman is eligible for CFUW membership if she has:
  - a. earned a degree, diploma or equivalent qualification from an institution of higher education;
  - or
  - b. been accepted for a masters or doctoral program at a recognized tertiary institution;
  - or
  - c. earned a professional designation or equivalent qualification that currently requires a degree, diploma or equivalent qualification.
2. A woman is also eligible if she does not meet the above criteria but supports the purposes of CFUW.
3. A student member is a woman who is a full-time student at an institution of higher education. Student members shall pay 50% of the CFUW per capita dues.
4. A woman who is a member of more than one CFUW club shall pay national dues to only one club.
5. Any member of CFUW/Kanata may be removed from the Club for just cause on the affirmative vote of not less than two-thirds of the membership, such vote to be by secret ballot.
6. An Honorary Membership may be conferred on a woman who is not a CFUW member, but who has made significant contribution to CFUW, to the local club, or to the development of society in ways consistent with the purpose of the CFUW. She need not hold a university degree and she shall not hold office. A Local Honorary Membership is not transferable to another club. No dues are liable. This membership is at the

discretion of the Executive Committee for a period of one year. This could be a good visibility exercise.

7. An active Life Membership in CFUW Kanata may be conferred on a member of the club who has given outstanding service to CFUW. A Life Membership is not transferable to another club and stands as long as the member is active in CFUW Kanata. Chapter dues are waived, and the relevant provincial and national dues are paid by the club.

### **By-Law II - Dues**

1. The annual dues, which shall comprise the Club dues and the CFUW and Ontario Council per capita assessment, shall be set at a general meeting after giving written or other notice to the membership at least 15 days prior to the date of the general meeting.
2. Members of CFUW who become members of CFUW/Kanata shall pay the membership dues less any CFUW and/or Ontario Council dues already paid by them in the current year.

### **By-Law III - Club Year**

1. The Club year and fiscal year shall commence on the first day of June and shall end on the following 31st day of May.

### **By-Law IV - Executive Committee**

#### **A. Officers**

1. The officers of the Executive Committee of CFUW/Kanata shall be composed of the President, Vice President, Past President, Recording Secretary, Treasurer, Membership and Communications Officer. The organization chart outlines reporting and communication relationships.

Note: An Interest Group Director and a Program Director will be ex-officio members of the Committee as they are not required to attend all Executive Committee meetings, only those that require reports on their activities.

2. The Executive Committee shall be responsible for conducting the routine business of the CFUW/Kanata, approving the annual program, proposing an annual budget, approving the establishment of new study and interest groups, and making any appointments (ie: Standing committees and the Charitable Trust).
3. Officers of the Executive Committee shall hold office until their successors are elected. If a vacancy occurs during the year, the Executive Committee shall appoint a member to complete the unexpired term. Any officer of the Executive Committee may be removed from office for just cause on the affirmative vote of not less than two-thirds of the membership, such vote to be by secret ballot.

### **By-Law V - Duties of the Officers and Directors of the Executive Committee**

#### **A. Officers**

1. The President shall be the Administrative head of the Club and preside at all meetings of the Club. She shall be an ex-officio member of all committees except the Nominating Committee. She, or her designate, shall head all Club delegations.
2. The Vice President shall assist the President in carrying out the administration of the Club and in furthering its policies and programs. She shall perform all the duties of the office of

President in the absence of the President, upon her request, or in the case of her inability to act. In the case of a vacancy in the office of President she shall assume that office until the next Annual Meeting. She shall be the head of the Resolutions Committee, and recommend acceptance or rejection of CFUW Resolutions.

3. The Past-President shall assist the President in an advisory capacity. She shall be the head of the Nominations Committee, review the CFUW/Kanata Constitution and Bylaws, and recommend any changes to the Executive Committee.
4. The Secretary shall keep the minutes of the business part of all CFUW/Kanata General and Executive meetings. At the request of the President, she shall conduct the correspondence of the Club, keeping a record of all letters received and sent by her. She shall maintain the Club records.
5. The Treasurer shall have custody of the funds of the Club, depositing same in a financial institution secured by Canada deposit insurance. She shall cause and see that full and accurate accounts are kept of all receipts and disbursements and that all monies are deposited in the name and to the credit of the Club. She shall make routine disbursements by authority of the Executive Committee, but extraordinary disbursements only when authorized to do so by a general meeting. She shall prepare the annual budget and present a financial statement at the Annual General Meeting which shall be reviewed by a competent person or persons.
6. The Membership Officer shall keep up-to-date membership records including an inventory of the skills, interests, and achievements of members and make these records available for Club purposes. She shall maintain current mailing lists and prepare the Club Directory and any other reports pertaining to membership as required.
7. The Communications Officer shall be responsible for all in-club, public, and media communication relating to the club activities and business, including website, and publications. She shall support the secretary in preparing the annual report.

#### B. Directors

1. The Program Director shall arrange the program for meetings of the Club. She shall be responsible for obtaining meeting places and guest speakers.
2. The Interest Group Director shall promote the formation of Interest Groups, co-ordinate their activities and collect their records for the Club's Annual Report. She shall keep the membership aware of new groups and provide an accurate list of Interest Groups and their leaders to the Executive for approval. Members of the Executive Committee and the club Directors may call upon the membership for assistance in performing their duties.

### **By-Law VI - Committees**

1. Standing, Special and Ad Hoc Committees may be established by the Executive Committee as required. They shall report to the Executive Committee. These include:
  - a) Advocacy
  - b) Archivist/Photography
  - c) Goodwill
  - d) Newsletter Editors, Proofreaders & Reporters
  - e) Scholarship Awards
  - f) Social
  - g) Representative to Affiliate Organizations (e.g. Ottawa Council of Women)
  - h) Fundraising /Special Events
  - i) Social Media

### **By-Law VII – Meetings**

1. The annual meeting shall normally be held in May to approve the minutes of the last Annual Meeting, receive reports, appoint a person to review the financial statement, elect an Executive Committee, review the Constitution and By-Laws and consider any other business that may properly be brought before the meeting.
2. There shall be a minimum of six (6) monthly general meetings of the Club each year. The membership shall be notified of the time and place of the meetings for any one club year at least two weeks prior to the first meeting for each year.
3. A special meeting may be called by the President or by the Secretary at the written request of any ten members.

### **By-Law VIII - Interest Groups**

1. Interest Groups may be formed with the consent of the Executive Committee.
2. Leaders of Interest Groups (Convenors) shall be approved by the Executive Committee. Not later than April 30th, established groups shall appoint their convenors for the ensuing year. Convenors may continue to hold office for more than two (2) consecutive years without the consent of the Executive Committee. Groups shall report to the Executive Committee through the Interest Group Director. The convenor shall furnish a list of members of their group to the Interest Group Director before November 1st.
3. Only members in good standing are eligible to join Interest Groups. To be in good standing dues must be paid by November 1st.

### **By-Law IX - Community Liaison**

1. The Executive Committee may appoint representatives to other organizations. Representatives shall establish, monitor and maintain relationships within the community. Such representatives shall report to the Executive Committee through the President. When instructed to do so, they shall vote in accordance with the direction of the Executive Committee.

### **By-Law X - Nominations**

1. A Nominations Committee of at least three (3) members, convened by a Past-President and including a member of the previous year's Committee, shall be appointed by the Executive Committee by December 1st. The Nominations Committee shall submit a slate of nominations for the Executive Committee at the April meeting of the Club.
2. Additional nominations, signed by two (2) members of the Club, may be given to the Chair of the Nominations Committee before May 1st.
3. Each nominee must consent to her nomination.

### **By-Law XI - Elections**

1. Election of members of the Executive Committee shall take place at the CFUW/Kanata Annual General Meeting.
2. Where there is only one nominee for a position, that nominee shall be declared elected. When more than one person is nominated for a position, voting shall be by ballot.
3. Members are elected for a term of one (1) year and may be elected for a second year for the same position.
4. Any member of the Executive Committee may be removed from office for just cause on the affirmative vote on not less than 2/3 of the full Executive Committee, by secret ballot.

### **By-Law XII - Parliamentary Authority**

1. The rules of parliamentary procedure found in Robert's Rules of Order, Newly Revised, current edition shall govern the proceedings of the Club in all cases to which they are applicable, and which are not inconsistent with the Club's By-Laws.

2. E-mail Voting or proxy voting may be permitted at the discretion of the President. The motion should be circulated and opinions of members solicited and circulated prior to the vote.

### **By-Law XIII - Quorum**

1. Ten per cent of the membership of the Club shall constitute a quorum at a General, Special or Annual General Meeting.
2. Fifty per cent of the Executive Committee shall constitute a quorum at an Executive Meeting.

### **By-Law XIV - Indemnity**

1. Executive Committee Members of the Club or other persons who have undertaken or who are about to undertake any liability on behalf of the Club or any organization controlled by it and their heirs, executors and administrators, and estate and effects respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the Club, from and against:
  - a) all costs, charges and expenses whatsoever which such Executive Committee members or other person sustain or incur in or about any action, suit or proceeding which is brought, commenced or prosecuted against her/him, or in respect of any act, deed, matter or thing whatsoever, done or permitted by her/him, in or about the execution of the duties of their office or in respect of any such liability.
  - b) all other costs, charges, and expenses which she/he sustains or incurs in or about or in relation to the affairs thereof except such cost, charge or expenses as are occasioned by her/his own willful neglect or default.

### **By-Law XV - Additions and Amendments**

1. The Constitution may be amended or altered only at the CFUW/Kanata Annual Meeting of the Club by a two-thirds vote of the members present and voting, provided that notice of amendments shall have been sent in writing to the Executive Committee and shall have been presented to the Club at one General Meeting previous to the Annual Meeting.
2. Additions or amendments to the By-Laws may be made at any General Meeting of the Club by a two-thirds vote of the members present and voting, provided that written notice of amendment shall have been given at the previous General Meeting.

### **By-Law XVI - Use of Name**

1. The name "CFUW" shall not be used in speaking or writing on any matter contrary to established CFUW policy.
2. Where there is no established CFUW policy, the Club name may be used in speaking or writing on matters of local concern provided these are in accordance with the aims of CFUW and not contrary to any policy adopted by CFUW or by the Provincial Council of the province in which the Club is situated.

### **By-Law XVII - Dissolution of the Club**

1. Upon dissolution of the Club for whatsoever reason, and after ensuring that all outstanding debt is satisfied from the Club's funds, the Executive Committee shall direct any surplus funds to the CFUW National Charitable Trust.