

THE SUDBURY WOMEN'S CENTRE

CONSTITUTION (ORIGINAL)

We believe that women in our society are oppressed. We believe that women are oppressed by the very way in which society works. Womens oppression is an integral part of society's super-structure.

As a result we must work as a group to help women in their personal lives, in the community, and in society as a whole.

Aims and Purposes:

- 1) to develop an awareness through information and exchange concerning self worth, capabilities and rights as women in our society.
- 2) To help women deal with changes in their lives by informing them and helping them to use resources already available in the community.
- 3) to bring together women in our community so as to better know and respond to our needs in a collective and democratic fashion which exemplifies our mutual respect.
- 4) To defend womens rights where-ever they are not upheld.

Membership

Membership in the Centre shall be open to any woman who abides by the aims and purposes of the constitution, and who has paid her membership dues.

Fees

A membership fee shall be recommended annually by the Steering Committee.

Termination

A member may resign in writing from the Centre at any time. When a member ceases to abide by the aims and purposes of the Centre she may be removed by a 2/3 majority vote of those in attendance at a general meeting. Notice of intent to revoke membership must be given to members two weeks prior to that meeting.

Revoking Membership of Steering Committee

If there is a complaint about a member of the steering committee not following the specified duties, a request for revoking membership must be given to the steering committee, in writing, showing just cause, two weeks prior to a general membership meeting and must be accepted by a 2/3 majority vote of those in attendance at the meeting.

### Affiliate Membership

Membership shall be to individual women only, but any women's group which abides by the aims and purposes of the Centre may become an Affiliate Member of the Centre. Affiliate members shall be ratified by a majority of the members at a general membership meeting. Affiliate Memberships may be terminated in the same manner as an individual membership. And will herein after be referred to as "Affiliate Member". Affiliate Members have no voting privileges. Women's groups who use the Centre on a frequent basis will be asked to hold affiliate membership cards and may send delegates to the Steering Committee meetings on the request of the Group or the Centre.

### Steering Committee

#### Eligibility

Paid up individual members of the Sudbury Women's Centre may stand for election to the Steering Committee.

#### Terms of Office and Election Procedure

Two (2) members will stand for election on "A section" of the Steering Committee - they will hold office for six months, March 1st to Sept. 30th. Three (3) members will be elected on "B section" of the Steering Committee - they will hold office for one year, March 1st to March 1st. On Sept. 30th two (2) new members will be elected for a term of one year. Thereafter elections will be held semi-annually, and all terms of office will be one year.

No one can sit on the Steering Committee more than two consecutive terms.

#### Composition

Five (5) members elected at a designated general meeting of the membership. In addition, one representative from each standing committee of the Sudbury Women's Centre.

#### Duties

Is responsible for the hiring and firing of staff.  
All policies, both social and political, must be ratified at a general membership meeting.  
Responsible for maintaining contact and information flow with all the committees of the Centre.  
Directs and administers the staff and their work.



Reviews all the money's of the Centre.  
The steering Committee is free to take action on matters that arise as long as such action does not contravene the policies of the Centre.

### Positions and Duties

There are two positions, secretary (one person) and treasurer: may be held jointly by no more than two people. Meetings will be chaired by rotation of members on the steering committee.  
Chairwomen: Chairs general membership and steering committee meetings. Prepares agenda for these meetings. This will be done on a rotation basis.  
Secretary: Takes minutes of all meetings of the membership and Steering Committee meetings. Maintains a file at the Centre for these minutes.  
Co-ordinates the production of the monthly newsletter, including a monthly report by the steering committee.  
Treasurer: may be held jointly by two people. Responsible for all cheques and banking done by the Centre. Designates one other member of the Steering Committee to be an additional signing officer. Supervises the office manager and oversees the account books. Prepares the semi-annual report.

### Standing Committees

All paid up members of the Centre are eligible to sit on committees of the Centre.

### Composition

Open to all members.  
Must send one representative from the committee to the steering committee meetings to report on the activities of the Centre.

### Formation

By a motion at a general membership meeting, ratified by a simple majority, that a recommendation be made to the Steering Committee to establish the New Standing Committee.

### Duties

Each committee will submit an outline of its policies and proposed activities to the Steering Committee. These documents will be amended and/or ratified at a general membership meeting. Committees can be dissolved on the recommendation of the committee members and approval of the Steering Committee.

## Changes to the Constitution and By-laws

Any proposed amendment to the constitution or enactment or amendment to the by-laws must take place at a bi-annual meeting by a vote of 2/3 majority of those in attendance. A notice of motion regarding the proposed change must be given to the membership in writing at least two weeks prior to the meeting.

## Voting Procedures

All paid up members have the right to vote. Votes can only be cast by individuals. Voting for elected positions is by ballot. All other votes are by show of hands. A member may call for a vote by ballot on any motion, subject to the ratification by a simple majority of those present. Elections are held bi-annually.

## Filling Vacancies

If an elected member of the steering committee resigns, or is removed from the steering committee by the general membership then the vacancy is filled, by election, by the general membership at the next membership meeting. The position is held until the end of the original term. Notice of Election should be given to the general membership two (2) weeks prior to the meeting.

## Annual and Semi-Annual Meeting

Membership shall hold a bi-annual meeting to elect sufficient members to the steering committee to fill the vacancies resulting from the end of term of members of the steering committee, to establish, revoke or amend the constitution or by-laws as it seems necessary, and to accept the financial report. The report of the auditors however, shall be done only once annually, at the end of the fiscal year.

## General Membership Meetings

The membership shall hold a monthly general meeting, with the date and agenda of the same to be set by the Steering Committee, at which meeting the membership will ratify recommendations of the Steering Committee. Members wishing to place an item on the agenda must give one week notice to the Steering Committee.

## Quorum

Twelve (12) members two (2) of whom must be elected members of the steering committee.



BY-LAW I (ORIGINAL)

Being a by-law relating generally to the transactions of the affairs of ROSES ON THE ROCKS - SUDBURY WOMEN'S CENTRE / LES ROSES SUR LES ROCHES - CENTRE DES FEMMES DE SUDBURY.

Be it enacted and it is hereby enacted as a by-law of ROSES ON THE ROCKS - SUDBURY WOMEN'S CENTRE / ROSES SUR LES ROCHES - CENTRE DES FEMMES DE SUDBURY:

ARTICLE I - MEMBERSHIP

Section I

Membership in the corporation shall be open to any woman who abides by the aims and purposes of the Letters Patent and who has paid her membership dues.

Section II

Any member may resign in writing from the Corporation any time. When a member ceases to abide by the aims and purposes of the Letters Patent, notice of intent to revoke her membership must be given in writing, showing just cause, two weeks prior to a General Membership meeting and must be accepted by a 2/3 majority vote to those in attendance.

Membership shall be to individual members only, but any group which abides by the aims and purposes of the Corporation may become an Affiliate Member. Affiliate membership shall be ratified by a majority of the members at a General Membership meeting. Affiliate membership may be terminated in the same manner as an individual membership. Affiliate Members have no voting privileges. Women's groups who use the facilities of the Corporation on a regular basis will be asked to hold Affiliate Membership Cards and may send delegates to the General Membership meetings on the request of the group or the Corporation.

ARTICLE II - MEETINGS

Section I

The membership shall hold a General Membership meeting once monthly. Such meetings are to be called by the Steering Committee, and chaired by members of the Steering Committee in rotation. Each meeting must include a report from the Steering Committee and the Steering Committee shall give notice of all major policy items to be dealt with at its next meeting. Members wishing to place an item on the agenda should give notice to the chairperson prior to the meeting.

## Section II

The Steering Committee shall meet once monthly and the meeting is open to all members, and all members in attendance shall have a vote. Any Steering Committee member who cannot attend a Steering Committee meeting shall send regrets to the President. If three consecutive meetings are missed, the Steering Committee member will be removed.

## Section III

Twelve members, two of whom must be elected members of the Steering Committee, shall constitute a quorum for a General Membership meeting. A majority of Steering Committee members shall constitute a quorum for the transaction of business at a meeting of the Steering Committee.

## Section IV

The Corporation shall hold one annual meeting in the Spring of each year and prior to June 30th.

## Section V

At the annual meeting there shall be transacted, in addition to any other business, the following:

- (a) a report by the Steering Committee of the activities of the Corporation since the previous annual meeting;
- (b) election of the members of the Steering Committee, each for one-year terms;
- (c) presentation of a financial statement;
- (d) setting of the annual membership fee;
- (e) presentation of the auditor's report;
- (f) appointment of the auditor's for the next fiscal year, and the determination of the auditor's remuneration;
- (g) any other business that might properly be placed on the agenda.

## Section VI

Public notice of the annual meeting shall be required.



## ARTICLE III - VOTING

### Section I

All paid up members have the right to vote. Votes can be cast by individuals only. Voting for elected positions is by ballot. All other votes are show of hands. A member may call for a vote by ballot on any motion, subject to the ratification by simple majority of those present.

## ARTICLE IV - FEES

### Section I

A membership fee shall be decided by the General Membership at the annual meeting.

## ARTICLE V - STEERING COMMITTEE

### Section I

There shall be a Steering Committee made up of 9 positions to which members will be elected by the membership at the annual meeting pursuant to the provisions of Article II.

### Section II

No one shall sit on the Steering Committee for more than three consecutive terms.

### Section III

Paid-up members of the Corporation may stand for election to the Steering Committee.

### Section IV

Duties of the Steering Committee are:

- TO hire and dismiss staff;
- TO direct and administer staff and their work;
- TO review all monies of the Corporation;
- TO strike the annual budget of the Corporation to be approved by the membership;
- TO prepare agenda for monthly membership meetings, to chair such meetings;
- TO maintain contact with all committees of the Corporation;
- TO make all routine decisions regarding the operation of the Corporation;
- TO set policies and priorities of the Corporation;
- TO accept reports of the Committees and to ratify any recommendations of the Committees as they see fit;

TO initiate, receive, co-ordinate and assist with the implementation of any policies or initiatives recommended by the Steering Committee or the General Membership which further the aims and purposes of the Corporation.

#### Section V

Each member of the Steering Committee shall hold one of the following positions:

a) President:

oversees functioning of Centre; works on Secretary of State grant proposal; ensures that personnel problems are dealt with; signing officer.

b) Treasurer:

works with financial committee to ensure that all financial work be accomplished; pays bills and records financial transactions; arranges meeting with auditor for year-end report; works on Sec. State grant proposal (especially budget); signing officer.

c) Secretary:

takes minutes of Steering Committee meetings; distributes minutes; calls Steering Committee members to remind/advise of meetings; puts together agenda for S.C. meetings; responsible for "phone-arounds" to S.C. members; works on Sec. State grants.

d) Newsletter Chair:

oversees committee which puts out newsletter.

e) Fund-raising Chair:

chairs committee which organizes fund-raising events and investigates other fund-raising avenues.

f) Membership Chair:

g) Publicity Chair:

works with other committees and staff to draft news releases, inform members of upcoming events, and increase community awareness of the Women's Centre.

h) Member-at-Large:

i) Member-at-Large:



## Section VI

If an elected member of the Steering committee resigns or is removed from the Steering Committee, then the Steering Committee shall appoint a new member, such appointment to be ratified at the next General Membership meeting. The position will be held until the end of the original term.

## Section VII

A request for resignation for a Steering Committee member must be given to the Steering Committee member, in writing, two weeks prior to a General Membership meeting and must be accepted by a 2/3 majority vote of those in attendance. The member making this complaint must give notice of the complaint and of the upcoming General Membership meeting to all members.

## ARTICLE VI - COMMITTEES

### Section I

There shall be such Committees as from time to time seems appropriate.

### Section II

Formation of a Committee shall be by a motion at a General Membership meeting, ratified by a simple majority.

### Section III

A representative from each Committee shall attend General Membership meetings to report on the activities of the Committee. All activities require the endorsement of the General Membership.

## ARTICLE VII - EXECUTION OF DOCUMENTS

### Section I

All deeds, transfers, licences, contracts and engagements on behalf of the Corporation shall be signed by the Secretary and one of the President, Treasurer, or Membership Co-ordinator, and upon such signing the Secretary shall affix the seal of the Corporation to such instruments as may be required.

### Section II

Contracts in the ordinary course of the Corporation operations may be entered into by the President, Treasurer, Secretary or any other person so authorized by the Members.

### Section III

Notwithstanding any provisions to the contrary contained in this by-law, the Steering Committee may, at any time by resolution direct the manner in which, and the person by whom, any particular instrument, contract or obligation of the Corporation may or shall be executed.

### ARTICLE VIII - FISCAL YEAR

#### Section I

The fiscal year of the Corporation shall be from the 1st day of April to the 31st day of March, inclusive, in the following year.

### ARTICLE IX - WINDING UP

#### Section 1

By resolution of the Steering Committee or by resolution of the Corporation members, passed by not less than two-thirds (2/3) of the members attending an annual or special meeting and entitled to vote, the Corporation may be wound-up.

#### Section II

In the event of winding-up, all the assets of the Corporation remaining after the payment of any just debts shall be distributed to one (1) or more recognized charitable organizations in the Province of Ontario having objects similar to or the same as those of the Corporation.

### ARTICLE X - CORPORATE SEAL

#### Section I

The seal of the Corporation shall be in the form prescribed by the Steering Committee and shall be kept in the custody of the Secretary.

### ARTICLE XI - AMENDMENT OF BY-LAW

#### Section 1

This by-law may be amended or repealed, in part or in its entirety by resolution passed by not less than two-thirds (2/3) of the members present and entitled to vote at an annual or special meeting of the Corporation.

PASSED by the members in attendance at the special meeting held in Sudbury, on the \_\_\_ day of \_\_\_\_\_, and affirmed by the signatures of the of \_\_\_\_\_ of the Corporation.



Section II

Public notice of a special meeting to amend or repeal this by-law shall be required and the General Membership shall be notified.

PRESIDENT

SECRETARY

TREASURER