

## WOMEN WORKING WITH IMMIGRANT WOMEN

### CONSTITUTION

#### Article I

The name of the organization will be "Women Working With Immigrant Women".

#### Article II - The Board of Directors

1. All Board members will be elected at the annual meeting by the general membership.
2. The committees will nominate a representative to the Board. The Board will present a slate of nominations to the membership at the annual meeting. Three members-at-large will be nominated from the floor. The members-at-large must be actively involved in one of the committees.
3. The Board of Directors will ensure that no more than two Board members come from the same organization.
4. The Board of Directors will have the following responsibilities:
  - a) To ensure provision of adequate funds for the operation of the organization.
  - b) To provide for a co-ordinator and ensure adequate staff.
  - c) To appoint signing officers from the Board, two of whom will be required to sign all cheques, contracts, leases and other official documents.
  - d) To have ultimate financial responsibility for the operation and file all necessary corporate reports.
  - e) To have vacancies filled which occur on the Board, using the same procedure as indicated in Article II.2 above.
  - f) To ensure the implementation of policies as determined by the organization.
  - g) To propose by-laws to be approved by the general membership at a General Membership Meeting.
  - h) To call meetings of the general membership at least three times a year.
  - i) To form the Executive Committee: Chairperson, Secretary, Treasurer. The officers will be appointed at the first Board Meeting after the Annual General Meeting.
  - j) The Co-ordinator will be an ex-officio member of the Board.

- j) To appoint a nomination committee to prepare a slate of nominees for the Annual Meeting.
  - k) To have authority to remove any officer from office by a majority vote of the Board, after notice of intention to remove the officer has been given to all the Board members.
5. The Board will be composed of not more than 10 members. A quorum will consist of a simple majority or half the number of directors plus one.
  6. Where a director has failed to attend three meetings in a row, such director will be removed by a vote of the remaining membership of the Board. Where such director has failed to attend two consecutive meetings, the secretary will notify the director of the fact of absences and of possible consequences of further absence. When a director no longer complies with the requirements of membership her membership will be revoked by the Board.
  7. The Board Meeting will be held to deal with the tasks assigned to the Board, defined in number 4. The Board will meet at least ten times a year. At each Board Meeting the Board will: (a) review the operation of the organization, and (b) hear reports from the committees. Notice of the time and place of such meetings will be received by each member of the Board. All members and Board members may attend all Board Meetings.
  8. Emergency Board Meetings may be called upon the request of three Board members. The secretary will call the meeting within one week of the request and attempt to notify all Board members at least three days in advance of such meeting.

### Article III The Executive

The role of the executive will be to carry on the business of the Board meetings and to make decisions in times of emergency when it is not possible for the Board to meet. The decision will have final effect.

The following will be the Executive Officers:

1. Chairperson:  
Will conduct all meetings of the Board of Directors, General Membership meetings, Annual meeting, Emergency meetings or Executive meetings.
2. Secretary:  
Will be responsible for any Board correspondence and the minutes of all meetings.

3. Treasurer:

Will be responsible for maintaining a bank account, work with the committees' representatives to assess needs and expenditures and will make a financial report to the Board.

Article IV - The Committees

The committees are working groups through which the organization develops its activities. The committees are autonomous bodies; they have the task of defining their goals and objectives. The committees are ultimately responsible to the Board. The goals and objectives of the committees must be in accordance with the general goals and objectives of the organization.

1. Committees are created as the needs arise in the different areas of work of the organization.
2. A member to a committee may be any paid member of the organization.
3. The committees will function collectively. Therefore, responsibility for the work of each committee will be shared among its members.
4. The chairperson for each committee will be decided on by the members of that committee.
5. The committee meetings will be held when necessary or at least ten times a year.

Article V - Membership

The following are deemed to be members and to be entitled to receive notices of general meetings and annual meetings and to vote at such meetings:

1. Agencies working with immigrant women, or
2. Women of non-government organizations working with immigrant women,  
Individuals or agencies who are committed to the goals and objectives of the organization are deemed to be members.  
Only individuals or agencies who have kept their membership up-to-date are deemed to be members.

Individuals making application for membership must first apply to a committee. If the committee accepts the application it will be referred to the Executive and placed for ratification before the next general membership meeting.

A member may be expelled for the same reasons as a member of the Board of Directors. ( See Article II -6.)

Article VI - Meetings

1. Annual General Meeting will be held before May 28 in each year at which time the following business will be conducted:
  - a) The election of the Board of Directors.
  - b) The presentation of an annual report by the Chairperson.
  - c) The presentation of a financial report by the Treasurer or her nominee.
  - d) The presentation of each committee's activities report by the chairperson of each committee.

Each member is to receive notice of an annual meeting at least two weeks in advance and such notice is to be sent by ordinary mail.

A quorum will be a simple majority of the membership.

2. All meetings will be held within the municipality of Metropolitan Toronto .

#### Article VII - Amending the Constitution

1. The constitution will be amended by two thirds of the members of the organization present at the annual meeting or special meeting called for this purpose. A copy of the proposed amendment will be sent along with the notice of the meeting.
2. Special meetings may be called by the Board and the same notice provisions apply as for the annual meetings.

#### Article VIII

The financial year of the organization will be from April 1 to March 31.

#### Article IX

The decision to dissolve the organization and wind up its affairs may be made at a meeting of the Board after two weeks notice of the proposed dissolution to all members. The decision to dissolve the organization is to be made at least by a two thirds vote of the meeting. The assets of the organization, if any, should remain after payment of all liabilities, will be distributed as directed by the Board to a recognized charitable organization in Ontario whose objects are similar to those of this organization.

#### Article X

Members are not liable or responsible for any act, debts or obligations of the Corporation for any claims, injuries, losses, transactions or other things relating to the Corporation.