

CHAMPLAIN SENIORS SERVICE CLUB OF ORILLIA
CONSTITUTION AND BYLAWS
Established October, 2004

Last Amended and Revised July 19, 2016

CONSTITUTION

ARTICLE ONE: OFFICIAL NAME

This assemblage shall be known as the CHAMPLAIN SENIORS SERVICE CLUB OF ORILLIA
(Established 2004)

ARTICLE TWO: MANDATE AND PURPOSE

The Champlain Seniors Service Club of Orillia is a non-profit association of retirees and semi-retirees of the Greater Orillia area who subscribe to the ideals of benevolence, loyalty, community service, patriotism and good citizenship; and the advancement of spirituality, good will and justice within their community and across the world. Volunteer service to a wide spectrum of worthy causes, both local and national, is the first obligation of membership. Members subscribe as well to the value of weekly programs which foster enlightenment, provide entertainment, encourage camaraderie and promote mutual support as an important therapeutic aid to those coping with the challenges of aging.

ARTICLE THREE: REGISTRATION

The Champlain Seniors Service Club was established in 2004, and was registered under the Ontario Registration Number 001645954 on March 16, 2005.

ARTICLE FOUR: FISCAL YEAR

The Club's Fiscal Year shall begin October 1st, and end on September 30th of the ensuing year. Club Records and Reports shall be based in this order.

BYLAWS

ARTICLE ONE: MEMBERSHIP

Sec. 1: CANDIDATES FOR MEMBERSHIP

- a) Candidates for Active membership must be nominated by two members in good standing who shall vouch for the good character of the candidate. Nominations shall be addressed to the Chairman of the Membership Committee for submission to the Board of Directors.
- b) Candidates shall submit an application form with an application fee to the Chairman of the Membership Committee.
- c) Upon his approval, the successful candidate shall pay his annual membership dues to the club Treasurer as prescribed in Sec. 4: MEMBERSHIP DUES.
- d) The new member's application fee shall be applied to his annual membership dues.

- e) Orientation of the new member by the Chairman of the Membership Committee shall occur as soon as possible, and shall precede an induction ceremony.

Sec. 2: MEMBERS

All members shall be classed as "ACTIVE", "LIFE" or "HONORARY".

Sec. 3: ACTIVE MEMBERS

- a) **ACTIVE** members are expected to participate in all regular Club activities to the extent that health and other considerations permit. Ideally, all members shall strive to carry out a minimum of twenty (20) hours of Club-endorsed volunteer community activities each calendar year.
- b) There are two categories of **ACTIVE** membership: INTERIM; and PERMANENT.
- c) An INTERIM member is a successful candidate who has met the criteria for membership as outlined in ARTICLE ONE: Sec.1, has been inducted into the Club, and has received his new members' kit and temporary name badge.
- d) A PERMANENT member is an INTERIM member who has attended a minimum of six (6) Club meetings, has given his "My Life So Far" speech at a regular Club meeting, and has received his permanent name badge.
- e) If during the six meeting period an INTERIM member is unable to fulfil his commitment to the activities of the Club, or finds the Club not to his liking, he may be asked to meet with the Membership Committee to discuss his continued involvement with the Champlain Seniors Service Club.

Sec. 4: MEMBERSHIP DUES

All Active members shall pay annual dues as determined by the Board of Directors, payable as follows:

- a) Regular **ACTIVE** members by October 31 of each fiscal year.
- b) New members
 - i) Inducted between October 1 and March 31 – the full annual dues.
 - ii) Inducted between April 1 and July 31 – one half the annual dues.
 - iii) Inducted between August 1 and September 30 – the full annual dues which will apply to, and also cover the following full year – October 01 to September 30.

Sec. 5: LIFE MEMBERS

LIFE memberships shall be conferred by the Board of Directors on members of the C.S.S.C. or its predecessor, the Golden "K", who have completed at least ten (10) years of active membership, and who have reached the age of ninety (90) years. **LIFE** members shall retain all the duties and privileges of **ACTIVE** members including the right to hold positions and to vote on Club matters, but they shall be exempt from the payment of the annual dues.

Sec. 6: HONORARY MEMBERS

HONORARY membership may be awarded by the Board of Directors in recognition of exceptional service to the C.S.S.C. and/or to the community. Such members shall be exempt from the payment of the annual dues, shall not be entitled to hold a position or vote on Club matters, but may attend meetings. **HONORARY** membership(s) will be reviewed and confirmed annually by the Board of Directors.

Sec. 7: ABSENCE

In the event of anticipated absence exceeding one month, ACTIVE members shall advise the Club Secretary in writing of the planned leave-of-absence.

Sec. 8: RESIGNATION

Resignation from ACTIVE membership or from an elected or appointed position shall be submitted in writing to the Club Secretary who shall inform the Board of Directors. All dues owed by the resigning members must be paid at the time of resignation.

Sec. 9: SUSPENSION

Suspension of an ACTIVE member may be imposed by the Board of Directors should such member be three (3) months delinquent in payment of his dues. Re-instatement is contingent upon the payment of all current and past dues within one month of suspension, unless otherwise determined by the Board of Directors.

ARTICLE TWO: MEETINGS

Sec. 1: WEEKLY MEETINGS

The Champlain Seniors Service Club of Orillia shall meet weekly at a time and place to be determined by the Board of Directors. Weekly meetings should be limited to approximately ninety (90) minutes in duration.

Sec. 2: CANCELLED MEETINGS

In the event a weekly meeting falls on a public holiday, or conflicts with other community events, it may be cancelled or re-scheduled at the discretion of the Board of Directors.

Sec. 3: ANNUAL MEETING

- a) An annual meeting will be scheduled in the last week of September to receive reports, consider members' concerns and unless determined otherwise, install the Board of Directors for the year beginning October 1st of that current year.
- b) The reports might include the current financial status of the Club, weekly Club meetings, social events and Club trips.
- c) Prior to the annual meeting, the President shall ask the Club membership to submit to him concerns and/or items they may wish to discuss.
- d) Club members shall be notified of the date of the annual meeting at least two (2) weeks in advance.
- e) Quorum: One-third (1/3) of the active members of the Club shall constitute a quorum at an annual or a special meeting.

ARTICLE THREE: GOVERNANCE

Sec. 1: BOARD OF DIRECTORS *(Amended January 05, 2010)*

- a) The Board of Directors shall consist of a President, Immediate Past President, First Vice President (President Elect), Second Vice President, Secretary, Treasurer, and eight (8) Directors; all of whom may make and/or second motions, and vote on any issue put before the Board.
- b) To ensure continuity while conducting the business of the Board, four (4) new Directors shall be elected annually for a two (2) year term; four (4) Directors shall remain on the Board for one (1) more year to complete their two (2) year term of office.
- c) Should the number of Directors designated to sit on the Board, either by acclamation or election be more than four (4) as per Subsection b), the decision

as to whom will be installed for a two year term shall be decided by a vote of the general Club membership. The four (4) members with the most votes shall serve for a term of two (2) years; the remainder will serve for a term of one (1) year.

- d) The current First Vice President shall succeed to President, and the current Second Vice President shall succeed to First Vice President for a one (1) term.
- e) A new Second Vice President shall be elected from within the membership of the Board of Directors for a one (1) year term.
- f) The Secretary and the Treasurer shall be appointed by the Board of Directors as recommended by the President.
- g) Assistants to the Secretary and Treasurer, and any other positions deemed necessary by the Board, such as Special Advisor, may also be appointed in the same manner. They may attend Board meetings, but may not make and/or second motions on any issue put before the Board.
- h) All members of the Board of Directors shall be Active members of the Club.
- i) **Quorum:** Fifty percent (50%) plus one (1) member of the Board shall constitute a quorum.

Sec. 2: PRESIDENT

- a) The President shall be responsible for preparing agendas and presiding at all meetings of the Club membership and the Board of Directors. If unable to preside, the President shall appoint the First Vice President as a stand-in or the Second Vice President or immediate Past President if the First or Second Vice Presidents are unable to preside.
- b) The President shall provide leadership, employ initiative and seek consensus in developing and promoting worthy policies and programs of the Club, in accordance with its mandate.
- c) The President shall be an ex-officio member of all standing and special committees.

Sec. 3: FIRST VICE PRESIDENT [PRESIDENT ELECT]

The First Vice President shall understudy the President; carry out special duties assigned by the President and the Board of Directors, and shall succeed to the presidency by acclamation, unless otherwise determined by the Board.

Sec. 4: SECOND VICE PRESIDENT

The Second Vice President shall carry out special duties as assigned by the President and the Board of Directors; such duties shall include the administration of the volunteer activities of the Club. The Second Vice President shall be acclaimed to the position of First Vice President, unless otherwise determined by the Board.

Sec. 5: SECRETARY

The Secretary (or Assistant Secretary) shall record minutes, receive and refer all correspondence to the Board of Directors, maintain Club records in good order, and report to the membership as directed by the Board.

Sec. 6: TREASURER

- a) The Treasurer shall be responsible for the collection, banking and dispersal of club revenues to be approved by the Board of Directors. He shall maintain financial records in good order and provide a monthly financial report to the Board, or as otherwise requested by the Board.
- b) The Treasurer shall prepare, in writing, an annual financial statement for the consideration of the Board of Directors and general membership, to be presented at a meeting to be determined by the Board.

- c) The Treasurer shall oversee the preparation of an annual budget in consultation with the Board of Directors for presentation and approval at a general membership meeting on a date to be determined by the Board. The Treasurer and/or Assistant Treasurer shall be present to answer inquiries arising from the financial statement and the budget document at this meeting.

Sec. 7: BOARD OF DIRECTORS

- a) The Board of Directors shall consider, discuss and debate all matters referred to it by the President or general membership, approve budgets and authorize payment of bills, maintain oversight of all committees and manage the affairs of the Club in a professional manner.
- b) Candour and an independence of thought are encouraged among Board of Directors.
- c) Decisions of the Board of Directors shall be re-considered upon the presentation of a petition signed by two-thirds (2/3) of the membership. A special general meeting to discuss and vote upon the subject of the petition shall be held within thirty (30) days of its presentation. The Secretary shall notify the Club membership at least fourteen (14) days in advance of the meeting to deal with the petition. If the petition is supported by two-thirds of the active membership present at that time, the Board of Directors' original decision shall be revised.

ARTICLE FOUR: ELECTIONS

Sec. 1: BOARD ELECTION (refer to Election Schedule on Page 7)

- a) The election of the Board of Directors shall follow the procedures as outlined in Sections 3 through 4.

Sec. 2: SUCCESSION TO PRESIDENT AND FIRST VICE PRESIDENT

- a) The First Vice President shall automatically succeed to the position of President. Subsequently, the Second Vice President shall succeed to the position of First Vice President.

Sec. 3: ELECTION OF SECOND VICE PRESIDENT

- a) Eight (8) weeks prior to the Annual Meeting, or at the Board meeting closest to that eight week date, the Board of directors shall elect a new Second Vice President from within its membership.
- b) If a candidate for this office is not forthcoming from within the Board membership, the President shall direct the Nominating Committee to solicit such a candidate from the general Club membership. That candidate shall be acclaimed to the Board as Second Vice President.
- c) The new Second Vice President shall be introduced to the general Club membership immediately following his election or acclamation.

Sec. 4: NOMINATION / ACCLAMATION OF DIRECTORS

- a) **Nominating Committee**
 - i. Eight (8) weeks prior to the Annual Meeting, the President shall appoint a Nominating Committee of five (5) Past Presidents including the Immediate Past President who shall chair the Committee.
 - ii. The Nominating Committee Chairman shall appoint a Recording Secretary from within the Committee membership.
 - iii. Eight (8) weeks prior to the Annual Meeting, the President shall announce at a general Club meeting, the membership of the Nominating Committee.

- iv. At that meeting, the Nominating Committee Chairman shall explain the election procedure; make available the prescribed Candidate's Nomination Forms; and declare the election procedure open.
- b) Nominating Procedure
- i. The Club membership shall have two (2) weeks from the commencement of the election procedure in which to submit nominations to the Nominating Committee.
 - ii. All nominations must be submitted by five (5) weeks prior to the Annual Meeting.
 - iii. All nominations shall be seconded; include the prescribed Candidate's Nomination Form; and be submitted to the Nominating Committee.
- b) Acclamation Procedure
- i. If the results of the nominations generate a list of candidates **equal to** the number required to fill the vacancies, the Nominating Committee shall at a regular Club meeting four (4) weeks prior to the Annual Meeting, present the list to the Club membership as being acclaimed to the Board of Directors.
 - ii. Should the list of candidates contain **fewer than** the number required to fill the vacancies, the Nominating Committee shall solicit the Club membership to attain the required number of candidates. Once the required candidates have been attained the Nominating Committee shall, at a regular Club meeting three (3) weeks prior to the Annual Meeting, present the list to the Club membership as being acclaimed to the Board of Directors.
- c) Election Procedure:
- i. Should the list of candidates **exceed** the number required to fill the vacancies, the Nominating Committee shall present that list to the Club membership at a designated Club meeting four (4) weeks prior to the Annual Meeting. At this meeting, each candidate shall read his Candidate's Nomination Form to the membership.. The Club membership shall then vote to elect the required number of new Board Directors to fill the vacancies.
 - ii. Following a vote, should one take place, a motion shall be entertained to destroy the ballots. However, a list of the voting results shall be kept by the Club Secretary.
- d) Terms of Office
- i. Should the number of Directors designated to the Board, either by acclamation or vote of the membership be more that four (4), the procedure to decide who will serve one of two year terms shall follow the same procedure as outlined in *ARTICLE THREE: GOVERNANCE – Sec. 1* subsection c)

ELECTION SCHEDULE

WEEKS Prior to AGM	ACTION
8	The Board elects a 2 nd Vice President from within the Board’s membership; and the President appoints a Nominating Committee. At the Club meeting following that Board meeting, the President announces the results of the 2 nd Vice President’s election; and the membership of the Nominating Committee. The Chairman of the Nominating Committee explains the election procedure, makes the Candidate’s Nomination Forms available to the Club membership; and declares the election procedure open.
7	Submit nominations
6	Submit nominations
5	Final date for submissions of nominations.
4	If the results of the nominations are <u>equal to</u> the number required to fill the vacancies, the Chairman of the Nominating Committee announces the acclamation of candidates to the Board. Or - - - If the number of candidates is <u>more than</u> the number required to fill the vacancies, an election shall be held.
3	If the results of the nominations are <u>fewer than</u> the number required to fill the vacancies, the Nominating Committee Chairman shall announce the results of the Committee’s search for the required candidates and their acclamation.
2	The President reminds Club membership of the date of the Annual Meeting and asks them to submit any items they would like discussed at the Annual Meeting. He also announces the date and location of the induction of the Board.
1	
AGM	Last Club meeting in September – Annual Meeting.

Sec. 2: INDUCTION OF BOARD OFFICERS AND DIRECTORS

- a) **The complete Board of Directors shall be inducted at a Club meeting; the time and place to be determined by the Board.**
- b) **The newly inducted Board of Directors shall assume their respective responsibilities on the first of October.**

ARTICLE FIVE: VACANCIES

Sec. 1: FILLING VACANCIES

- a) **Should the position of President become vacant, the First Vice President shall succeed to that position, and the Second Vice President shall succeed to the position of First Vice President for the balance of the year.**
- b) **Should the position of First Vice President become vacant before the completion of his regular term of office, the Second Vice President shall succeed to the position of First Vice President for the balance of the year.**
- c) **Should the position of Second Vice President become vacant during the year, the replacement for that position shall follow the same procedure as outlined in ARTICLE FOUR: ELECTIONS – Sec. 3.**
- d) **Should a Director’s position become vacant, the board shall continue to function with the remaining Directors until the next election.**
- e) **Should the position of Secretary or Assistant Secretary; or Treasurer or Assistant Treasurer become vacant, replacement(s) will be named by the Board of Directors as recommended by the President.**

ARTICLE SIX: REMOVAL OF BOARD MEMBERS

Sec. 1: REMOVAL PROCEDURE

- a) Should the President and the majority of the Board of Directors determine that a Board member is acting in a manner detrimental to the Club's reputation, or has failed significantly to perform assigned duties; a statement of allegations shall be delivered to the member in question within thirty (30) days. The same course shall apply should two-thirds (2/3) of the membership request, by petition, a review of an alleged misconduct.
- b) A general meeting shall be convened within thirty (30) days, to consider the allegations, with at least two (2) weeks notice going to the membership of such a meeting.
- c) Every opportunity shall be offered the member involved to refute the allegations.
- d) A two-thirds (2/3) vote of members present at that meeting is required to remove that member from the Board of Directors – and from the Active membership list should that provision be included in the motion.
- e) The position on the Board of Directors shall then be forthwith declared vacant and the membership shall proceed at once to elect a replacement to the Board.

ARTICLE SEVEN: COMMITTEES

Sec. 1: APPOINTMENT

- a) A number of Standing Committees shall be appointed annually by the President and the Board of Directors to assume specific responsibilities. Committees to carry out special tasks shall be appointed as required in the course of the year.
- b) Standing Committees shall consist of a Chair and the number of members deemed appropriate to the assigned tasks, and shall be appointed by the Board of Directors.
- c) Special ad hoc committees may be appointed from time to time as deemed necessary by the Board of Directors to carry out specific tasks. Upon completion of its task, each committee shall report to the Board, and that specific committee may be dissolved at that time.

Sec. 2: RESPONSIBILITIES

The following responsibilities shall be assigned the Standing Committees named below, plus any other committees as deemed necessary to fulfil the operation of the Club:

Membership – Receiving and considering all applications for membership, preparing approved candidates for induction and conducting induction ceremonies.

Program – Select and arrange for speakers for weekly meetings.

Special Events – Arranging and promoting special programs, such as Ladies Days, Christmas celebrations, golf tournaments, and dining-out excursions.

Community Outreach – Recruiting volunteers for causes and charities approved by the Board of Directors. This committee shall work with the Membership Committee to impress upon new members the importance of participation in these activities and shall maintain records of community service hours performed by individual members and the overall the membership.

Bulletin and Public Relations – Publishing and distributing a monthly bulletin and preparing news releases for local new media.

Sec 3: OTHER COMMITTEES

Other Committees deemed necessary to fulfil the mandate of the Club may be established by the Board of Directors.

ARTICLE EIGHT: PROTOCOL

Sec. 1: POLITICAL / RELIGIOUS / BUSINESS INTERESTS

- a) While encouraging members' participation in public and religious life, the Club shall not endorse political parties or candidates at any government level, or a particular religious viewpoint. Political leaders may be invited to address the Club on their activities and responsibilities, but shall not in the course of a political campaign, except as part of a non-partisan all-candidates format.
- b) The Club shall not serve as a potential market for the business or professional pursuits of individual members.

ARTICLE NINE: REVENUE

Sec. 1: ANNUAL DUES

Annual membership dues shall be determined by the Board of Directors at the August Board meeting, and then shall be submitted to the Active membership for its approval at the regular Club meeting following that Board meeting. A two-thirds favourable vote of the Active membership constitutes approval.

ARTICLE TEN: FINANCE

Sec. 1: BUDGET

No later than the first week of December, budgets of estimated administrative income and expenditures for the fiscal year (October 1 to September 30) shall be approved by the Board of Directors.

Sec. 2: AUDIT

The Club's books shall be audited on an annual basis by auditors named by the Board of Directors. The auditors may be Club members, but shall not include the Treasurer or Secretary.

Sec. 3: OFFICIAL DEPOSITORY and SIGNING AUTHORITY

On an annual basis, the Board of Directors shall determine the official depository and the signing authorities. The signing authorities shall be any two (2) of the following who may sign official financial documents on behalf of the Club: the Treasurer, Secretary, President, Past President, First Vice President and Second Vice President.

Sec. 4: INSURANCE

The Board of Directors shall maintain sufficient insurance to protect the assets of the Club, and provide liability protection for the Board of Directors and Club Members.

Sec. 5: CHARITABLE DONATIONS

- a) The Board of Directors shall have the authority to make charitable donations to local organizations from the revenues of the Club.
- b) These donations shall come from surplus funds as determined at the end of the Club's fiscal year – September 30.
- c) Except for extenuating circumstances, such donations should be made to different organizations each year.

- d) Preference is to be given to organizations within the community of Orillia and area which are mainly administered and operated by volunteers.

Sec. 6: DISSOLUTION

In the event of the dissolution of the Club, all funds remaining after financial obligations have been satisfied will be dispersed to charities, as determined by the Board of Directors and accepted by the membership.

ARTICLE ELEVEN: STORAGE OF INVENTORY and OFFICIAL DOCUMENTS

Sec. 1: Storage of Inventory and Official Documents

- a) The equipment and supplies used for regular Club meetings are to be stored in a designated storage room.
- b) Other equipment and supplies are to be stored with various Club members as deemed necessary and requested by the Board of Directors.
- c) Official documents and retrieval equipment such as information storage discs, camera, Constitution and Bylaws, etc. are to be kept by various Club members as deemed necessary and requested by the Board of Directors.

Sec. 2: Safety Deposit Box

- a) Should the Board of Directors deem it advisable to attain a Safety Deposit Box or other such safety storage device, access to that device shall be assigned to the President and the Club Treasurer, or other such Board member as designated by the Board of Directors.

ARTICLE TWELVE: AMENDMENTS

Sec. 1: ADDITIONS AND AMENDMENTS

Additions and amendments to the Constitution and Bylaws shall require approval by a majority of the Board of Directors, and a two-thirds majority of active members present on the day of the vote. Members shall be provided a two week notice of the pending vote.

ARTICLE THIRTEEN: PARLIAMENTARY AUTHORITY

Sec. 1: PARLIAMENTARY GUIDE

Roberts Rules of Order shall be the parliamentary guide for all matters of substance or procedure of the Club, not specifically covered by these Bylaws.

ARTICLE FOURTEEN: DATE OF VALIDITY

Sec. 1: DATE OF EFFECT

The Constitution and Bylaws were originally established in October, 2004, revised and amended in 2009, and amended again in 2010, 2011, 2012 and 2013.

The latest amendments were adopted by the Club membership and came into force and effect as of the general Club meeting on July 19, 2016.

President: Pat Verner

Secretary: John Cropper