

CONSTITUTION

ARTICLE 1-NAME

- 1.01 The name of the organization shall be the Association for Community Living - Beausejour Branch, Inc.
- 1.02 The term “Association” shall mean the Association for Community Living - Beausejour Branch, Inc.
- 1.03 The Board of Directors shall mean the Board of Directors of the Association.
- 1.04 The term “AGM” shall mean Annual General Meeting.

ARTICLE 2 - OBJECTIVES

2.01 Mission Statement

The Association is a non-profit community based organization which provides person-centered opportunities for adults living with intellectual disabilities to lead the life they choose with dignity and respect.

2.02 Vision Statement

Adults living with intellectual disabilities are supported to lead meaningful and independent lives as contributing, valued members of their community.

2.03 Value Statements

The following values speak to the core beliefs of the Association. They provide a collective understanding of the culture of our organization and therefore guide our decisions, communications, and behaviours.

- Accountability - We are a transparent organization that is loyal to our clients, and fiscally responsible to our funders and partners;
- Teamwork - Every individual is dedicated to contributing and working together to achieve the mission and goals of the Association;
- Communication - Effective communication within the Association is constructive, open, and timely;
- Positive Attitude - Our positive attitudes create a welcoming environment, and project a reputable image of the Association;
- Respect - We are accepting of the qualities, traits, ideas and perspectives of all individuals;
- Integrity - We earn and build trust by displaying honesty and reliability within the Association and community;
- Empathy - We care and seek to identify with the lives, goals, and needs of individuals within our Association.

ARTICLE 3 - ROLE OF THE ASSOCIATION

- 3.01 As the Association pursues its values and beliefs, we will promote:
- Families being strengthened and supported hence they are able to provide encouragement and love to family members.

- Personal growth opportunities which include self-care, physical development, emotional growth, socialization, communication, recreation, meaningful career options whether volunteer or gainful employment, and continuing education.
 - Adults having access to respectable and appropriate residential options which they can call their own.
 - Creative retirement, where persons can enjoy the lifestyle and activities of their own choosing.
- 3.02 In order to pursue these values, the Association will work cooperatively and collaboratively with individuals, families, other associations, and organizations with common interests and appropriate government departments.
- To advocate on behalf of, and support the self-advocacy of individuals and families for their rights as citizens.
 - To empower people to make choices about their lifestyles and support them to the degree required to achieve those lifestyles.
 - To promote the development of each person to their full potential.
 - To develop services where needed.
 - To foster awareness and understanding and provide educational opportunities for employees of the Association.
 - To solicit and receive funds for the accomplishment: of the Mission of the Association.

ARTICLE 4 - MEMBERSHIP

4.01 The Association at the discretion of the Board shall maintain an annual membership with the Association for Community Living-Manitoba.

4.02 Local/Individual Membership:

The Association shall maintain an annual membership list of the Association.

An individual who is eighteen (18) years of age or older and is not an undischarged bankrupt, who brings with them a personal connection to the Mission of the Association, shall be eligible for annual membership upon payment of an annual membership fee as determined by the Board of Directors. Membership provides the privilege of voting in regards to matters brought up at the AGM. Only those members who are registered with the Association and on the annual membership list at least forty five (45) days in advance of the scheduled AGM have the privilege of voting. A member of the Association may not appoint a proxy to vote at any Association meeting.

4.03 Honorary Membership:

Any member who has contributed long or meritorious service and/or made an outstanding contribution to the Association may, upon resolution of the Board of Directors, be appointed as an "Honorary Member". Such persons shall have no duties, pay no fees, and have no voting privileges.

4.04 Corporate Membership:

Any corporation or business donating to the Association during a fiscal year may, upon resolution of the Board of Directors, be declared an "Honorary Corporate Member" for that year. Such corporations or businesses shall have no duties, pay no fees and have no voting privileges.

ARTICLE 5 - BOARD OF DIRECTORS

- 5.01 Any Individual Member shall be eligible for election to the Board of Directors provided there is compliance with the Constitution and in particular, Articles 4.02 and 5.02.
- 5.02 The following procedure is to be followed for the election of Directors:
- (a) The Board of Directors shall appoint a Nominating Committee and designate the Chair of the Nominating Committee;
 - (b) Prior to the AGM, the Nominating Committee shall meet to address a slate of nominees for presentation at the AGM;
 - (c) Nominee candidate names shall be submitted to the Nominating Committee and the Nominating Committee shall accept or reject a candidate. Only candidates accepted will be presented on the slate of nominees. The Nominating Committee shall establish a procedure for assessing nominee candidates;
 - (d) The slate of nominees will be provided by Nominating Committee to the Board of Directors at least 45 days in advance of any notice of an AGM. The Board of Directors may publish the slate of nominees in a local paper and/or on the Association website;
 - (e) At the AGM of members, the Nominating Committee will present a slate of nominees. Each nominee on the slate of nominees will be put to a vote by the members. Unless a secret ballot is requested, a member's vote shall be by show of hands. Each nominee who receives 50% plus 1 of the votes at a meeting is elected as a Director. Additional nominations shall not be made at the AGM of members.
- 5.03 A financially contributing Municipality may submit a Council Member or designate to be nominated for election to the Board of Directors of the Association.
- 5.04 The affairs of the Association shall be governed by elected Board of Directors of a minimum of seven (7) and a maximum of fifteen (15).
- 5.05 Terms for the Board of Directors shall be three (3) years. Directors who have previously served on the Board for two consecutive terms (six consecutive years) may be re-elected following one year's absence from the Board.
- 5.06 The Board of Directors shall appoint their own Executive Officers at the first meeting following the Annual General Meeting, which shall include Chairperson, Vice-Chairperson, Secretary and Treasurer.
- 5.07 Members of the Board of Directors shall serve without remuneration. Directors shall be entitled to reimbursement for out of pocket expenses incurred while attending meetings and/or acting on behalf of the Association as requested or designated by the Board of Directors.
- 5.08 Any Director may be removed at any time by resolution at an AGM or Special Meeting of the Association, passed by at least three-fourth (3/4) of the votes of the meeting. Directors missing three (3) consecutive meetings of the Board of Directors may be removed and replaced at the discretion of the Board of Directors.

- 5.09 Vacancies on the Board of Directors may be filled by a member appointed by the Board. The appointment shall be for the remainder of the term of the vacancy in that fiscal year.
- 5.10 Subject to the efficacy and availability of the appropriate communication equipment, any Director may participate in a meeting of the Board of Directors by means of conference telephone or any other means by which all persons participating in the meeting can hear each other, and a Director participating in a meeting in such manner shall be deemed to present in person at the meeting.

ARTICLE 6 - MEETINGS AND QUORUMS

- 6.01 The Association shall hold an AGM of members at a time and place determined by the Board of Directors. Notice of the AGM shall be publicized in a local paper at least once in advance and at least 30 days prior to the AGM. A simple majority vote shall carry all resolutions at the AGM. At the AGM, the members, shall, inter alia, vote on any recommendation of the Nominating Committee and shall receive a report of the Board of Directors as to the affairs of the Association for the previous year, a financial statement of the Association, an auditor's report thereon and such other information or reports relating to the Association's affairs as the Board of Directors may determine, and appoint or re-appoint chartered accountants to audit the accounts of the Association for the ensuing year and the remuneration of the auditors shall be fixed by the Board of Directors.
- 6.02 The Board of Directors shall meet a minimum of eight (8) times at the call of the Board Chairperson. A simple majority vote shall carry all resolutions.
- 6.03 The quorum for execution of business at an AGM and/or Special Meeting shall be those of the membership present but not less than ten (10) members.
- 6.04 The quorum for execution of business at Board of Directors meetings shall be fifty (50) percent of elected Directors.
- 6.05 Other meetings of the members, whether special or general may be convened by order of the Chairperson or Vice Chairperson, at any time and place on no less than twenty one (21) days notice.
- 6.06 The accidental omission to give notice of any meeting or the non-receipt of any notice by any person(s) shall not invalidate any resolution passed or any proceedings taken at any meeting.

ARTICLE 7 - ROLE OF THE BOARD

- 7.01 The Board of Directors of the Association is a Governing Board which is Independently incorporated and is the legal entity and authority of the Association.
- 7.02 The Board of Directors of the Association shall be ethically responsible to the general public, by representing the Association through its Mission, Vision and Values, in a responsible and effective manner.
- 7.03 The Board of Directors may prescribe such rules, regulations and policies not inconsistent with this Constitution relating to the management and operation of the Association as they deem expedient and remain in force and effect until amended or revoked by the Board of Directors.



ARTICLE 8 - EXECUTIVE OFFICERS

8.01 The Executive Officers will consist of the following:

- The **CHAIRPERSON** - shall be the Chief Executive Officer of the Association, and as such, takes the lead in the affairs of the agency.
- The **VICE-CHAIRPERSON** - shall be acting as Chairperson when the Chairperson is absent, or when called to by the Chairperson.
- The **SECRETARY** - shall ensure by monitoring, the accuracy and safety of the minutes of all Board of Directors.
- The **TREASURER** - shall be responsible to report to the Board, ensuring the integrity of the Association by overseeing the budget process and independent audit of the Association's accounts.

ARTICLE 9 - COMMITTEES

9.01 The Board of Directors have the power to establish Standing and Ad Hoc Committees, as it deems necessary for the effective management of its operations and affairs. The mandate and the powers of such committees shall be established by the Board of Directors. The Standing Committees are: (a) Audit & Finance; (b) Policy; (c) Health and Safety; (d) Human Resources; and (e) Nominating.

9.02 Members of Standing Committees shall be determined by the Board of Directors at the first meeting following the AGM.

ARTICLE 10 - FISCAL, BANKING

10.01 The fiscal year of the Association shall commence on the first (1st) day of April of each year, and shall conclude on the thirty first (31st) of March of the ensuing year.

10.02 All monies received by the Association shall be deposited in the name of the Association at a financial institution designated by the Board of Directors.

10.03 The cheque signing officers may be the Chairperson, Vice Chairperson, Treasurer, the Executive Director and/or other Board of Director Members and Management of the Association as designated by the Board of Directors.

ARTICLE 11 - AMENDMENTS

11.01 This Constitution may be amended at any time provided that the following procedure is adhered to:

- Notice of Motion of the proposed amendment shall be provided in writing to the Board of Directors four (4) weeks prior to the AGM Meeting where it is to be considered.
- Said Notice of Motion shall be made available to the membership at least two (2) weeks before the AGM Meeting it is to be considered.
- The amendment must be approved by at least two thirds (2/3) of the members present at a duly constituted meeting.

ARTICLE 12 - DISSOLUTION

- 12.01 The Board of Directors may dissolve the Association if its members believe it no longer serves the Mission, Vision and Values of the Association for which it was brought into being and such resolution is passed at an AGM or Special Meeting of the Association and must be approved by at least ninety five percent (95%) of the members present at a duly constituted meeting.
- 12.02 Any funds and assets of the Association remaining after satisfaction of the debts and liabilities, shall be distributed to such non-profit organizations, which are registered Canadian Charities, whose Mission, Vision and Values most closely accord with those of the Association. Recipients shall be determined by the members of the Association at dissolution.


ARTICLE 13 - RULES OF ORDER

- 13.01 The most current edition of “Roberts Rules of Order Newly Revised” shall govern the deliberation of the Association and all meetings shall be conducted with decorum.

Date this 2nd day of NOVEMBER, 2022.

In the Town of Beausejour, in the Province of Manitoba.

Signed on behalf of the Association for the Community Living – Beausejour Branch Inc.



Chairperson



Vice-Chairperson



Secretary



Treasurer