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**Statutory Basis**

*CFUW Oakville, a not-for-profit organization, enacts the following general bylaws governing CFUW Oakville, its management and operations*

**Explanation of Terms:**

1. The term “notice of motion” is used when members must receive a written copy of a motion, usually contained in the Club Newsletter or by electronic means, prior to the General Meeting at which that motion will be put to a vote.
2. “Resolution” is defined as a motion dealing with an advocacy issue.
3. “Eligible Voters” means individual club members in good standing.
4. “Fiduciary Responsibility” means a legal obligation of a fiduciary (Executive member) to act in the best interest of the Organization as in the Executive is entrusted with the reputation, care of money and property of the organization.
5. “In Good Standing” means having paid any dues and liabilities in full and being in compliance with CFUW Oakville’s Articles and Bylaws.
6. “Special Motion” means a motion passed by a majority of not less than two-thirds (2/3) of the votes cast on that motion.
7. “Voting by Ballot” means a method of voting that ensures the secrecy of the members’ votes.

**BYLAW I – MEMBERSHIP****Section 1**

There shall be Regular members and there may be Life, Honorary, and Student members. All members shall support the objectives and purpose of CFUW and the Club. Members shall abide by the rules and regulations of the Constitution, and By-laws.

**1. Regular Membership**

Regular membership shall be open to:

All women who support the purposes of CFUW and the Club.

Members shall be entitled to all Club privileges, to hold office and to vote.

**2. Life Membership**

Members who have rendered distinguished service towards realizing the purposes of the Club may become Life Members after being recommended by the Board and elected by a majority of votes cast at a General Meeting. Notice of motion shall be given. Life Members shall be entitled to all Club privileges, to hold office and to vote. The number of Life Members may not exceed two percent (2%) of the Club Membership. Life Membership is not transferable to another club

**3. Honorary Membership**

Honorary Membership may be conferred upon any woman who has made a significant contribution to the development of society in ways consistent with the purposes of CFUW, as recommended by the Board and elected by a majority of votes cast at a General Meeting. Notice of motion shall be given. Honorary Members shall not hold office or have voting privileges but may attend General and Annual Meetings and participate in Interest Groups. The honorary designation is a privilege specific to CFUW Oakville membership.

**4. Student Membership**

A woman is eligible for Student Membership if she is a resident of Canada and enrolled as a full-time student at a post-secondary institution. A student member shall be entitled to all the privileges and responsibilities of membership in the Club.

**5. Dual Member**

Members who choose to belong to more than one CFUW Club are called dual members. The members must designate their primary Club.

**Section 2. Application for Membership**

A woman who wishes to become a Club member shall submit a signed CFUW Oakville application form for membership. On CFUW Oakville confirmation of eligibility and upon payment of the appropriate fees, the applicant shall be considered a member.

**Section 3. Statements on behalf of the Club**

1. No member or group of members of the Club shall make any public statement or representation in any public forum, the media or within CFUW which commits or suggests commitment by the Club to, or the Club's support of, an action or policy without the prior approval of the membership by a vote in accordance with By-law V Section 6 (Voting and Quorum) and subject to By-law X (Use of CFUW names).
2. Where members serve on community boards or committees, they shall not speak in the name of the Club unless specifically instructed to do so by a vote of the membership in accordance with By-law V Section 6 (Voting and Quorum) and subject to By-law X (Use of CFUW names).

**BYLAW II – DUES****Section 1. Dues Distribution**

Each member shall pay annual dues, the amount to be recommended by the Board and approved by the membership at a regular General Meeting after written notice of motion. The dues shall include the CFUW per capita dues, the CFUW Ontario Council dues and insurance levy, a portion for the Club operating expenses and a portion designated to University Women's Club of Oakville Scholarship Fund.

**Section 2. Dues Dates**

All dues are due at the September General Meeting. A member who fails to pay her annual dues by the October General Meeting shall no longer be eligible to participate in the activities of the club and shall not be included in the annual directory for that year.

**Section 3. Dual Memberships**

Members who choose to be members of more than one CFUW club shall pay their CFUW and CFUW Ontario Council dues through their primary Club. The operating expense and included scholarship donation portion of the annual Club dues shall be paid to CFUW Oakville.

**Section 4. Members Joining after January 1<sup>st</sup>**

New Members who join after January 1st and before May 31st shall be entitled to a \$25 discount on the amount of annual dues.

**Section 5. Life Members**

Life Members shall be exempt from payment of the annual Club dues. CFUW Ontario Council dues and insurance levy and CFUW per capita dues for Life Members shall be paid from the operating budget of the Club.

**Section 6. Honorary Members**

Honorary Members shall be exempt from the payment of annual dues. The Club is not liable for CFUW Ontario Council dues or CFUW per capita dues for Honorary Members. CFUW Ontario Council insurance levy for Honorary Members shall be paid from the operating budget of the Club.

**Section 7. Student Members**

Student members shall pay applicable local Club dues, CFUW Ontario Council insurance levy and 50% of the CFUW per capita dues.

**Section 8. Transferring Members**

Members joining the Oakville club who are currently members of another club may join as a Dual member, and pay only the local dues, local scholarship donation.

**Section 9. Other**

Any circumstance arising with regard to fees which is not covered by the above conditions shall be handled by the Board.

**BYLAW III – THE BOARD AND COMMITTEES****Section 1. The Board**

The Board shall be composed of the following:

1. The Executive Officers of the Club

- Leadership Team of three, comprising President, Vice President, Past President who share responsibilities
- Secretary
- Treasurer (Finance Chair)
- Honorary President

2. The Chairs of the Standing Committees of the Club:

- Membership
- Finance
- Programme
- Newsletter & Internal Club Communications
- Website & Media
- Interest Groups
- Advocacy
- Hospitality

**Section 2. Other Committees**

1. Committees by Appointment shall be made by simple appointment by the Leadership Team or by nomination and subsequent election at the Annual Meeting. Attendance at Board Meetings is as required.

- Nominations
- Membership Subcommittee
  - Directory
- Advocacy Subcommittees:

- Status of Women and Human Rights
    - Legislation
    - Education
  - Archivist
2. Special Club Appointments which shall be made or renewed by the President with the approval of the Board are:  
Advancement of Women Halton – one or two Club members

### Section 3. Roles

1. The Board shall be responsible for the administrative details of operating the Club. This includes developing, maintaining and approving policies and job descriptions.
2. The roles of the Executive shall be:
- a. A member of the Leadership Team:
    - shall preside at all meetings of the Club, of the Board and of the Executive,
    - shall be a member of the Finance Committee,
    - shall be a non-voting member of all other committees,
    - shall also be a non-voting member of the Scholarship Fund,
    - shall ensure that the Club's Procedures Book, Board Manual (including job descriptions) are updated each year in all forms in use ( eg digital, paper).
  - b. The Secretary shall record the minutes of all meetings of the Club, the Board and the Executive. She shall conduct all official correspondence of the Club as directed by the Board, excluding the business of Standing and Special Committees. She shall organize distribution of annual reports.
  - c. The Treasurer shall have custody of the funds of the Club in accordance with the Constitution, By-Laws and Procedures. She shall be Chair of the Finance Committee. She shall also be a non-voting member of the Scholarship Fund.
  - d. The Honorary President shall act in an advisory capacity to the Executive, and the Board. She shall be the Club's Parliamentarian except at the Club's Annual Meeting where she shall preside. She shall undertake other tasks as requested by the Board.

The specific duties of the Executive roles shall be outlined in the Position Descriptions.

3. The role of the Standing Committee Chairs and Committee by Appointment Chairs:
- a. Each Committee Chair shall have a committee to assist her in her duties.

- b. The Membership Committee shall be responsible for all matters pertaining to membership including the Membership Directory.
- c. The Finance Committee shall be responsible for determining the ongoing financial requirements of the Club.
- d. The Programme Committee shall arrange all details pertaining to the programme portion of all General Meetings including the December Party and the Annual Meeting Dinner but not including fundraising events.
- e. The Hospitality Committee shall be responsible for details pertaining to welcoming members at General Meetings, facilities and venue including the venue booking of regular monthly meetings and the December Party and the Annual Meeting Dinner, but not including fundraising events.
- f. The Interest Group Committee shall comprise the Chair and the Interest Group Convenors. This Committee shall organize all matters pertaining to Interest Groups.
- g. The Advocacy Committee shall include three subcommittees with members representing matters pertaining to 1. Education, 2. Legislation and Resolutions, and 3. Status of Women and Human Rights in order to provide liaison with the Ontario Council and the CFUW.
- h. The Nominations Committee shall be chaired by a member of the Leadership Team, and four other members: two from the Board (and/or Chairs of Committees by Appointment) and two from the general membership. The Nominations Committee shall publish and then present a proposed Slate of Officers and members of the Board at the Annual Meeting. The Nominations Committee shall recommend replacements to the Board in the event of vacancies on the Board or the Committees by Appointment.
- i. The Archivist shall be responsible for keeping current and past records and information about the Club.

#### **Section 4. Authority to Fundraise**

The Board shall be responsible for the fundraising activities of the Club. Such activities must have the approval of the membership at a General Meeting according to By-law V Section 6 (Voting and Quorum) after notice of motion has been given.

#### **Section 5. Term of Office of Board Members and Committee Members**

The term of office shall be one year with the exception of the Leadership Team which shall have a term of three years for each member of the Leadership Team. No person shall be on the Board for more than four consecutive years. A Member of the Board, may hold the same office for a maximum of two consecutive years unless the position would otherwise be vacant. Exceptions to the terms of office will be allowed if approved by the Board.



Each Committee shall review its committee members and Chair on a regular cycle of 2 or 3 years.

The Leadership Team shall review the length of service of the chairs and all committee members annually.

### **Section 6. Reporting Responsibilities**

Each Member of the Board and Chair of Committee by Appointment shall report to the Board on a regular basis.

### **BYLAW IV – SPECIAL COMMITTEES AND APPOINTMENTS**

Special Committees, for the purpose of executing a specified task, such as fundraising, are formed by a passed motion of the Board. The motion contains clearly defined terms of reference for the work of the Special Committee.

The Leadership Team may appoint the Chair for a Special Committee. The Special Committee Chair is required to report monthly to the Board and seek approval and support for planning and execution of task.

Any activity which requires participation, commitment and/or the financial support of the general membership must be approved by the membership by a vote in accordance with By-law V Section 6 (Voting and Quorum) and subject to By-Law IX (Motions and Resolutions) and By-law X (Use of CFUW names), after notice of motion has been given.

A written report shall be submitted to the membership upon the completion of the Special Committee's task and the Committee will be dissolved.

### **BYLAW V – MEETINGS**

#### **Section 1. General Meetings**

The General Meetings of the Club shall be held on the third Monday of the month, unless otherwise determined by the Board. There shall be a minimum of six meetings during the year.

#### **Section 2. Special General Meeting**

A special General Meeting may be called at any time by a member of the Leadership Team or by the Secretary on receipt of written request of ten members. The Secretary shall provide sufficient written notice to the Leadership Team and all members about the Special General Meeting. A member of the Leadership Team shall chair the Special General Meeting. If a member of the Leadership Team is unavailable to chair the meeting, the appointment of the chair shall be voted on by the members at the meeting.

### **Section 3. Annual Meetings**

There shall be a Year-end Meeting held each year in May or as otherwise determined by the Board to elect and install the Board.

The Annual General Meeting will be held in October to approve the financial reports, Committee reports and conduct other business.

### **Section 4. Board Meeting**

The Board shall meet at least seven days prior to each General Meeting. There shall be a minimum of eight meetings of the Board during the year.

### **Section 5. Open General Meetings**

All meetings of the Club shall be closed to non CFUW Oakville members except under special circumstances:

1. The September meeting shall be open to all prospective members.
2. A prospective new member may attend one meeting before joining.
3. Any meeting may be designated an Open Meeting by the Board.

### **Section 6. Voting and Quorum**

A majority of the total votes cast shall constitute passage of all motions, except as specified in By-Law XI-Amendments.

#### **1. General Meetings:**

Ten per cent (10%) of the voting membership shall constitute quorum for a General Meeting.

#### **2. Board Meetings**

A majority of the total members of the Board shall constitute a quorum for a Board meeting.

Where a Board position is held by two members as co-chairs, they shall exercise only one vote at the Board meeting and for determining quorum.

Where a member holds multiple positions on the Board, she shall exercise one vote per position at the Board meeting and for determining quorum.

## **BYLAW VI – NOMINATIONS AND ELECTIONS**

### **Section 1. Additional Nominations**

Following publication of the proposed slate, additional nominations may be made in writing to the Leadership Team up to 14 days before the Year-end Meeting, provided that

each nomination is proposed and seconded by a member and is accompanied by the written acceptance of the nominee.

### **Section 2. Elections**

The Board shall be elected at the Year-end Meeting. Ballots will be used when there is more than one candidate for any position. The Leadership Team shall appoint scrutineers to supervise such an election. If there is no contested office, the Secretary shall be instructed to cast a ballot for the Slate.

### **Section 3. Installation**

All elected Board members shall be installed at the Year-end Meeting, shall assume office immediately and shall hold office until the next Year-end Meeting. Outgoing Board members shall assist with transitioning their successors.

### **Section 4. Resignations**

Any Member of the Board or Chair of a Committee by Appointment unable to fulfill her responsibilities may resign her position. The Leadership Team shall then nominate a member to fill the position until the end of the current term. The Board shall pass a motion approving the nomination.

## **BYLAW VII – FINANCE**

### **Section 1. Fiscal Year**

The fiscal year shall be from June 1 to May 31.

### **Section 2. Signing Officers, Financial Instruments**

There shall be three signing officers: The Treasurer and 2 of the following: the Leadership Team and/or the Secretary to be designated at the beginning of the fiscal year. Two signatures are required on all disbursements.

All contractual obligations and significant changes in financial instruments are subject to the approval of the Board.

### **Section 3. Finance Committee**

There shall be a Finance Committee consisting of the Treasurer as Chair, 2 of the Leadership Team, and a Board member, as designated at the beginning of the fiscal year. The Committee shall present a proposed Annual Budget for approval by the membership

in April. The Treasurer of the Club shall publish the year-end financial statements at the beginning of the new Club season in the Club Newsletter.

### **Section 4. Financial Review**

There shall be a Financial Review, conducted by an appointee(s) by the Board from the general membership. The appointee(s) shall be approved by the membership in April. It shall be their duty to examine all books and accounts of the Club at year end and report to the Club.

### **Section 5. Disbursements**

The Board may approve the expenditure of an amount over and above the budget not exceeding \$600. Any disbursement in an amount exceeding \$600 shall require the approval of the general membership by a vote in accordance with By-law V Section 6(Voting and Quorum) and subject to By-law IX (Motions and Resolutions) after notice of motion has been given.

### **Section 6. Transfer to University Women's Club of Oakville Scholarship Fund**

Any money raised by the Club on behalf of the Fund shall be transferred to the Scholarship Fund after all expenses have been paid.

## **BYLAW VIII – INTEREST GROUPS**

### **Section 1. Participation**

Only Oakville Club members in good standing shall participate in interest groups

### **Section 2. Formation**

Interest Groups may be formed by the Interest Groups Committee Chair, as requested by the membership, and shall have a minimum of four participating members one of whom is the Convener.

### **Section 3. Interest Group Organization**

Each Interest Group shall appoint a Convener who is responsible to the Interest Groups Committee Chair. Interest Groups shall be responsible for their own funding. The time and place of meetings shall be at the discretion of the group and may be printed in the Newsletter.

**Section 4. Ex-officio – Interest Groups**

A designated member of the Leadership team shall be an ex officio member of all Interest Groups.

**BYLAW IX – MOTIONS**

Any member or group of members who wish to present a motion shall submit a written copy with supporting material to the Board. If a motion commits the Club to any course of action or expresses the opinion of the Club on questions of public interest, it must be approved at a General Meeting by a vote in accordance with By-law V Section 6 (Voting and Quorum) and subject to By-law X (Use of CFUW names). Should an urgent situation arise, the Board may decide on the appropriate action and shall report to the General Membership at the earliest opportunity.

**BYLAW X – USE OF “Canadian Federation of University Oakville”, CFUW Oakville NAME**

The names “Canadian Federation of University Women Oakville” and “CFUW Oakville” shall not be used in speaking or writing or communicating in any public forum on any matter contrary to established CFUW policy.

Where there is no established CFUW policy and subject to Bylaw I Section 4 (Statements on Behalf of the Club), the Club name may be used in speaking or writing on matters of local concern, provided that these are in accordance with the purposes of CFUW and not contrary to any policy adopted by CFUW or by the Ontario Council or by the Club.

**BYLAW XI – AMENDMENTS**

The By-Laws may only be amended by a majority vote of the Board.

**BYLAW XII – PARLIAMENTARY AUTHORITY**

The rules and principles of parliamentary procedure as stated in the most recent edition of Robert’s Rules of Order Newly Revised shall govern CFUW Oakville in all instances which are not covered by the Constitution and By-Laws

**BYLAW XIV – DISSOLUTION**

In the event of dissolution of the Club, any funds remaining in the Club’s account(s) and financial instruments after payment of all debts and liabilities, including current CFUW fees, shall be transferred to the CFUW Charitable Trust.

### HISTORY OF REVISIONS TO THE BYLAWS

Date	Description of Update
March 23, 2015	Revisions approved by the Membership at the March 23, 2015 General Meeting.
April 14, 2025	<p>Created a separate document for the Bylaws (vs being combined with the Constitution).</p> <p>Updated Article II Purpose with to align with statements in CFUW Ontario Council Purpose.</p> <p>Moved Definition of terms from Constitution and renamed to 'Explanation of Terms' and revised wording to update language and improve clarity.</p> <p>Updated section on Board and roles to clarify Board and Committee structures. Replaced 'Duties' with 'Roles' with description of roles and specific duties to be in separate Position Description documents.</p> <p>Updated references to President, Vice President and Past President to Leadership Team, or a member of the Leadership team as appropriate.</p> <p>Updated language throughout to add clarity.</p> <p>Revisions approved by the Board on April 7, 2025.</p>