

# THE WINNIPEG CAMPUS/COMMUNITY RADIO SOCIETY INC. BYLAWS

## BYLAW 1: INTERPRETATIONS AND DEFINITIONS

1. In these bylaws, unless the context otherwise requires, expressions defined in The Manitoba Corporations Act (the “Act”), as amended from time to time, shall have the meanings as defined in the Act. Words importing the singular shall include the plural, and vice-versa, and words importing the masculine gender shall include the feminine gender, and vice-versa, and words importing persons shall include bodies corporate.

2. In these bylaws, unless the context otherwise requires:

“**administration**” - shall mean the administration of the University of Winnipeg.

“**Articles**” – shall mean the Articles of Incorporation of the Society.

“**board**” - shall mean the board of directors of the Society.

“**bylaws**” - shall mean these bylaws and all other bylaws of the Society from time to time in effect.

“**budget**” - shall mean the budget of the Society which includes the operating budget of the radio station.

“**campus**” - shall mean the campus of the University of Winnipeg.

“**chair**” - shall mean the chair of the board of directors of the Society.

“**CKUW**” - shall mean that organization which, under the auspices of the Society, undertakes the actual duties and responsibilities of the broadcasting undertaking.

“**community**” - shall mean the community of Winnipeg, and shall include all areas within the city limits.

“**CRTC**” - shall mean the Canadian Radio-Television and Telecommunications Commission.

“**director**” – shall mean a member of the board of directors of the Society.

“**faculty**” - shall mean faculty of the University of Winnipeg.

“**general office**” - shall mean the offices of the Society.

“**management**” - shall mean the decision-making body of CKUW.

“**members**” - shall mean the voting and non-voting members of the Society.

**“ordinary resolution”** - shall mean a resolution passed by a majority of the votes cast.

**“radio station”** - shall mean either the physical offices and studios of CKUW or the organization known as CKUW.

**“secretary”** - shall mean the secretary of the board of directors of the Society.

**“Society”** - shall mean The Winnipeg Campus / Community Radio Society Inc.

**“special resolution”** - shall mean a resolution passed by a majority of not less than seventy-five percent (75%) of the votes cast at an annual general meeting or special general meeting.

**“station member”** - shall mean any person who is a member of the Society and of CKUW.

**“student”** - shall mean any part-time or full-time student of the University of Winnipeg.

**“treasurer”** - shall mean the treasurer of the Society.

**“two-thirds (2/3) resolution”** - shall mean a resolution passed by a two-thirds (2/3) majority of the votes cast.

**UWSA** - shall mean the University of Winnipeg Students’ Association, which is the official students’ association of the University of Winnipeg.

**“volunteer”** – shall mean a member who broadcasts or does other work for the Society.

## **BYLAW 2: MEMBERS OF THE SOCIETY**

### **1. MEMBERS**

The members of the Society are the applicants for incorporation of the Society and those persons who subsequently have become members in accordance with the bylaws and, in either case, have not ceased to be members. The Society shall consist of voting and non-voting members. The voting members of the Society shall be those who have paid the membership fee pursuant to bylaw 6(1); non-voting members are not eligible to be elected or appointed to the board.

### **2. GOOD STANDING**

All members of the Society shall be deemed to be members in good standing until they cease to be members of the Society pursuant to the bylaws.

### 3. EXPULSION FROM THE SOCIETY

Subject to bylaw 6(4), a member ceases to be a member of the Society:

- (a) upon failing to meet the requirements set out in bylaw 2(1); or
- (b) upon a two-thirds (2/3) resolution of the board.

### 4. RIGHTS AND OBLIGATIONS OF MEMBERS

The rights and obligations of members of the Society shall be as provided in the bylaws. Volunteers must be members of the Society in good standing. Members who violate the policies of the station may be suspended from their responsibilities as volunteers by the station manager or by a two-thirds (2/3) resolution of the board.

## **BYLAW 3: ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS**

### 1. MEETINGS

#### (a) ANNUAL GENERAL MEETINGS

(i) The Society shall hold an annual general meeting at the University of Winnipeg each year, as determined by the board.

(ii) The following business shall be conducted at the annual general meeting:

- (1) receiving and approving those financial statements prepared in accordance with bylaw 4(7)d(iii), namely the preceding fiscal year's financial statements of the Society duly approved and reported on by the auditors;
- (2) receiving the report of the board with respect to the activities of the Society for the present fiscal year;
- (3) appointing auditors;
- (4) conducting such other business as the Society deems to be of concern to it, provided that such business is in accordance with the Articles and the bylaws.

(iii) The chair, or in the chair's absence, the secretary, shall preside at the annual general meeting.

#### (b) SPECIAL GENERAL MEETINGS

(i) The society shall annually hold one (1) or more special general meetings of the general membership of the society.

(ii) special general meetings of the members shall be called forthwith by the chair upon:

- (1) an ordinary resolution of the board; or
- (2) a petition stating the purpose of the meeting signed by at least ten percent (10%) of the voting members of the Society.

(iii) The chair, or in the chair's absence the secretary, shall preside at special general meetings.

## 2. NOTICE

(a) At least fourteen (14) days notice of annual general meetings or special general meetings shall be given to the members of the Society. Notice shall be sent by email to members, aired three (3) times daily as a community announcement on CKUW, and posted in conspicuous places on campus, in the general office, and on the home page of the CKUW website.

(b) Notices of the annual general meeting or special general meetings shall state clearly the place, date, time and purpose of the meeting and shall be signed by the secretary.

## 3. VOTING

(a) Each voting member shall be entitled to one (1) vote.

(b) Non members are not entitled to vote at any meetings of the Society, but are entitled to take part in any discussion thereat at the discretion of the chair.

(c) There shall be no voting by proxy at any annual general meeting or special general meeting of the Society.

## 4. QUORUM

(a) A quorum at an annual general meeting or special general meeting shall be twenty percent (20%) of the total number of voting members of the Society, subject to the constraint outlined in bylaw 3(4)(c); provided however that under no circumstances shall less than ten (10) voting members constitute a quorum for the transaction of business.

(b) If within one half-hour from the time appointed for an annual general meeting, a quorum is not present, those present shall be deemed a quorum, but may only transact such business as is referred to in bylaw 3(1)(a)(ii)(1),(2) and (3) and no other business.

(c) A quorum at an annual general meeting or special general meeting for the purpose of making amendments to the Articles or bylaws shall be fifty percent (50%) of the total number of voting members of the Society, subject to the provisions of bylaw 16.

## **BYLAW 4 BOARD OF DIRECTORS**

### 1. POWERS AND DUTIES

Subject to the bylaws, the management, administration and control of property, revenue, business and affairs of the Society are vested in the board. Without limiting the generality of the foregoing, the board:

- (a) shall be the sole official body representing the Society;
- (b) may create any committees to assist it in its duties;
- (c) may by ordinary resolution overrule or amend any item arising out of minutes submitted to it pursuant to the bylaws;
- (d) may make such rules and regulations as may be considered necessary for the Society, provided that such rules and regulations are consistent with the Act, the Articles and the bylaws;
- (e) shall, upon the recommendation of the staff of CKUW, approve all policies of CKUW;
- (f) shall not delegate any of its powers and duties except as provided in the bylaws;
- (g) shall approve the budget of the Society.
- (h) shall endeavour to meet on a regular basis;
- (i) shall follow the terms of incorporation for CKUW as defined by the Act;
- (j) shall hold the licence for CKUW, following CRTC rules and regulations.

## 2. MEMBERS

- (a) The members of the Board shall be:
  - (i) One (1) student at-large, chosen by the UWSA.
  - (ii) One (1) representative of the faculty or administration of the University of Winnipeg or the Collegiate to represent the University.
  - (iii) Three (3) members of the society who are students at the time of their election.
  - (iv) Four (4) representatives of the community who are members of the Society.

## 3. TERM OF OFFICE

- (a) The elected members of the board shall hold office for a term of two (2) years or until their successors are elected.
- (b) The UWSA representative to the board shall be appointed for a term of one (1) year,

concluding at the annual general meeting during the year in which their term expires.

(c) The University representative to the board shall be appointed for a term of two (2) years, concluding at the annual general meeting during the year in which their term expires.

#### 4. MEETINGS

a) At least five (5) days notice shall be given to each director by the secretary for every meeting of the board, stating clearly the date, time and place of the meeting. If it is for other than a regular board meeting, its purpose must be clearly stated in the notice.

b) The board shall endeavour to hold its meetings on the University campus.

c) A director may participate in a meeting of the board or of a committee of the board by means of electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, and a director participating in such a meeting by such means is deemed to be present at the meeting if:

- (i) All the directors consent, and
- (ii) The meeting is otherwise held in accordance with bylaws and policies.

#### 5. REMOVAL OF A MEMBER OF THE BOARD

A member of the board may be removed from office only by a special resolution as defined in bylaw 1(2) or as described in bylaw 4(9).

#### 6. REMUNERATION OF DIRECTORS

Subject to bylaw 14, the directors of the Society shall not be entitled to remuneration for acting as directors.

#### 7. OFFICERS

##### (a) OFFICERS OF THE SOCIETY

The officers of the Society shall be:

- (i) The chair;
- (ii) The secretary; and
- (iii) The treasurer.

##### (b) ELECTION OF OFFICERS

- (i) The chair, secretary and treasurer shall be elected by and from the members of the

board at its first (1<sup>st</sup>) meeting following the annual general meeting.

- (ii) Any member of the board who is also a voting member of the society may be nominated to serve as an officer. Members do not need to be present to be nominated. Nominations do not need to be seconded.
- (iii) Officers nominated to a new position are not required to resign from a current office before the election. If they are elected to a new position they are deemed immediately resigned from the old office. A new election must be immediately held to fill the vacant seat.
- (iv) If only one (1) person is nominated for an office, the nominee must be ratified by a majority vote of the board.
- (v) If an election is required, two (2) tellers must be selected from the assembly. Elections will be conducted by ballot.
- (vi) The term of office for the positions of chair, secretary, and treasurer is one (1) year. There is no limit to the number of terms that a member may serve in these positions. The secretary and treasurer cannot also serve as chair.
- (vii) If the election is to fill a vacant seat in accordance with 4(7)(b)(iv) or 4(7)(c)(ii) the elected officer will serve the remaining term of the officer they are replacing.

#### (c) REMOVAL OF OFFICERS

- (i) An officer may be removed from office upon a two-thirds (2/3) resolution of the board, PROVIDED that notice of such motion has been given at a board meeting held at least seven (7) days prior to such proposed removal, which notice has been signed by at least five (5) members of the board.
- (ii) Upon the removal of an officer the board shall immediately hold an election to fill the vacant office, in accordance with bylaw 4(7)(b).

#### (d) DUTIES OF OFFICERS

- (i) The chair shall:
  - (1) chair or delegate the chair at all general meetings of the Society, and the meetings of the board;
  - (2) prepare the agenda for each board meeting;
  - (3) have such other duties and responsibilities as outlined in the Act and in the

bylaws of the Society, and as assigned by the board.

(ii) The secretary shall:

- (1) keep or cause to be kept the records required pursuant to bylaw 12, including the Articles, the bylaws and other related documents;
- (2) receive all written submissions to be made to the board;
- (3) keep or cause to be kept and maintained the minutes of each board meeting and of general meetings of the Society and to submit such minutes to all interested members of the Society, and to all board members;
- (4) keep or cause to be kept and maintained copies of all letters written or received by the board and its committees;
- (5) assist the chair in the chair's duties.
- (6) have such other duties and responsibilities as outlined in the Act and in the bylaws of the Society, and as assigned by the board.

(iii) The treasurer shall:

- (1) prepare or cause to be prepared the financial statements of the Society as of the end of the fiscal year for presentation to the annual general meeting;
- (2) approve all expenditures of funds allocated to the board and its committees in the budget; present the budget to the board for its approval by two-thirds (2/3) resolution of the board.
- (3) at the first general meeting of the Society after the board has approved the budget, publish the budget and submit it to the members for their information.
- (4) review any proposed amendments to the budget, then submit to the Finance Committee for its approval by a two-thirds (2/3) resolution, then to the board for its approval by a two-thirds (2/3) resolution.

(e) FINANCIAL POLICIES

- (i) The board shall not incur any liability or make any expenditure unless that liability or expenditure has been included in the budget or in an amendment thereto.
- (ii) The board shall not incur any liability or make any expenditure in a fiscal year beyond the estimated revenue of the Society, from all sources up to the end of, and including, that fiscal year, including any surpluses retained from previous fiscal years.
- (iii) The board may, upon the recommendation of the treasurer and the chair, authorize



the said officers to borrow money in the name of the Society in order to meet its expenditures until the revenues of the current fiscal year are available.

- (iii) The fiscal year of the Winnipeg Campus/Community Radio Society shall coincide with the fiscal year of the UWSA.

## 8. BOARD DEVELOPMENT

- (a) All board members shall be required to attend an annual professional development workshop paid for and arranged by the Society.

## 9. ATTENDANCE

If a board member is absent three (3) times within a twelve (12) month period:

- (a) The board member will be deemed to have resigned and the position declared vacant.
- (b) If the board wishes to consider extenuating circumstances, the member may retain their position on a two-thirds (2/3) resolution by the board.

## 10. BOARD VACANCIES

If a board position described in 4(2)(a)(ii,iii,iv) becomes vacant, the position shall be filled within sixty (60) days. The secretary or designated appointees shall submit nominees' names to the board. The successful nominee will be elected in accordance with bylaw 19. The nominee's term will expire at the second (2<sup>nd</sup>) annual general meeting following their election.

## **BYLAW 5: BOARD COMMITTEES**

Each member of the board must sit on at least one committee. Committees report to the board at regular intervals, and keep minutes of all committee meetings.

### 1. STANDING COMMITTEES

#### (a) THE PROGRAMMING COMMITTEE

##### (i) Appointment

Members of the programming committee will be appointed by a selection committee composed of the program director, one (1) representative from the board and one (1) representative who has previously sat on the programming committee.

Members shall be appointed according to the following formula:

The programming committee will be composed of five (5) voting members:

- I. Two (2) individuals from the University of Winnipeg community, and two (2) individuals from the greater Winnipeg community. Board members are ineligible for membership on the programming committee.
- II. The Program Director.

(ii) Term of Office

Programming committee members shall serve for one (1) year from the date on which they are first appointed to the committee. Programming committee members are eligible to serve up to a maximum four (4) year term from the date on which they are first appointed to the committee. After serving four (4) years, a one (1) year break must be taken between appointments.

(iii) Chairperson

The program director shall act as the chairperson for the programming committee.

iv. Vacancies

Members absent from two (2) consecutive meetings are removed from the committee. Vacancies will be filled by the selection committee when appropriate.

v. Terms of Reference

(a) Purpose: To act as an advisory committee to the program director and to serve as an appeal board for disciplinary appeals.

(b) Authority: Programming Decisions;

I. The programming committee reviews program applications and makes recommendations to the program director concerning applications, the programming schedule and programming in general.

II. Should the program director refuse to accept recommendations approved by majority vote of the committee, the committee can appeal to the board of directors at the next board meeting.

Disciplinary Matters;

I. The programming committee is the body that hears appeals concerning disciplinary action, undertaken by the station manager or program director.

II. The decision of the programming committee is final. A second appeal may be considered by the board in extraordinary circumstances.

(c) Conflict of Interest: In situations where programming committee decisions may place a member in a conflict of interest, that member is not permitted to take part in the decision and must leave the meeting space until the decision is made.

(d) Meeting Schedule: The programming committee will meet as required in order to fulfill its duties.

(b) THE FUNDRAISING COMMITTEE

(i) Composition

The fundraising committee will be composed of at least three (3) members including the station manager, one (1) member of the board and a general volunteer. Membership is open to all board, staff and volunteers interested in guiding fundraising efforts.

(ii) Term of Office

Members shall serve for at least two (2) years and until they are no longer able to serve on the committee.

(iii) Chairperson

The station manager shall act as the chairperson of the fundraising committee.

(iv) Terms of Reference

(a) Purpose: To act as an advisory committee to the station manager. To provide leadership and focus to the Society's fundraising efforts.

(b) Authority: Fundraising decisions.

(c) Conflict of Interest: In situations where fundraising committee decisions may place a member in a conflict of interest, that member is not permitted to take part in the decision and must leave the meeting space until the decision is made.

(d) Meeting Schedule: The fundraising committee will meet as required in order to fulfill its duties.

(c) THE FINANCE COMMITTEE

(i) Composition

The finance committee will be composed of the treasurer, the station manager and one (1) other member of the board.

(ii) Appointment

Board members are appointed to the committee by a resolution of the board.

(iii) Term of Office

Members shall serve for one (1) year or until their successor is appointed.

(iv) Chairperson

The treasurer shall act as the chairperson of the finance committee.

(v) Terms of Reference

(a) Purpose: To provide oversight and act as an advisory committee to the board concerning Society finances. The finance committee shall create and review any budgets for the Society.

(b) Authority: Financial and budget decisions. The finance committee may make recommendations to the board concerning membership fees, revenue goals, expenses including salaries, honorariums and other financial concerns.

(c) Conflict of Interest: In situations where finance committee decisions may place a member in a conflict of interest, that member is not permitted to take part in the decision and must leave the meeting space until the decision is made.

(d) Meeting Schedule: The finance committee will meet as required in order to fulfill its duties.

(d) PERSONNEL COMMITTEE

(i) Composition

The personnel committee will be composed of the station manager and two (2) other members of the board.

(ii) Appointment

Board members are appointed to the committee by a resolution of the board.

(iii) Term of Office

Members shall serve for one (1) year or until their successor is appointed.

- (iv) **Chairperson**  
The committee shall choose a chairperson at its first (1<sup>st</sup>) meeting each year.
- (v) **Terms of Reference**
  - (a) **Purpose:** To provide oversight and act as an advisory committee to the board concerning personnel including disciplinary matters, contracts and compensation. The personnel committee shall be responsible for duties proscribed in any personnel policy approved by the board. The board members on the committee shall be responsible for evaluating the performance of the station manager.
  - (b) **Authority:** Personnel decisions. The personnel committee may make recommendations to the board concerning grievances, disciplinary matters, hiring, salaries and other personnel concerns.
  - (c) **Conflict of Interest:** In situations where personnel committee decisions may place a member in a conflict of interest, that member is not permitted to take part in the decision and must leave the meeting space until the decision is made.
  - (d) **Meeting Schedule:** The personnel committee will meet as required in order to fulfill its duties.

(e) **THE INTERNAL POLICY COMMITTEE**

The internal policy committee will undertake review of internal policies from time to time to ensure consistency and relevancy, and recommend new or revised policies to the board. Committee shall consist of two (2) board members and the station manager.

2. **OTHER COMMITTEES**

The board may organize other committees as required and when required.

**BYLAW 6: FEES**

1. Each member of the Society shall pay an annual membership fee payable on April 1st of every year in an amount to be determined by the board from time to time. All new members shall have membership fees pro-rated so that the annual dues of all members shall be payable on April 1st of every year. The pro-rated membership fee shall be derived from the multiplication of the annual fee by the ratio of the number of months remaining in the year to the total number of months in the year (12). Renewing members are responsible for paying the annual fee regardless of their renewal date.
2. At a general meeting, the Society may by resolution alter the fee levied in bylaw 6(1) and the altered fee shall take effect in the following membership year.

3. The board may by a two-thirds (2/3) resolution levy a fee in addition to the annual membership fee provided for in bylaw 6 (1) on the voting members of the Society.
4. If a member is not able to pay the annual membership fee due to extenuating circumstances, the board may, by a two-thirds (2/3) resolution, exempt that member from payment of the annual membership fee or a portion thereof, for a period of not more than one (1) year.

## **BYLAW 7: CKUW**

### **1. POWERS AND DUTIES**

CKUW shall be responsible for the day to day management of the radio station pursuant to the terms of the station license and the regulations of the CRTC. Without limiting the generality of the foregoing, CKUW shall:

- (a) produce, distribute and coordinate the programming for the radio station;
- (b) determine all on-air and programming policies and submit them to the board for approval;
- (c) prepare a preliminary budget for the radio station and submit it to the treasurer for approval;
- (d) prepare an annual report for the radio station and submit it to the board for approval;
- (e) administer those funds as may be from time to time approved and allocated to the radio station by the board.

### **2. CKUW MEMBERS**

- (a) The voting members of CKUW shall be the voting members of the Society who have paid the membership fee pursuant to bylaw 6(3).

## **BYLAW 8: STATION MANAGER**

1. CKUW shall employ a station manager to conduct the day-to-day operations of the radio station, to coordinate the volunteer staff and to provide continuity to the operations of CKUW.
2. The station manager shall work with the staff and volunteers of CKUW but ultimately shall be responsible to the board of directors of the Society.

## **BYLAW 9: STAFF HIRING POLICY**

1. All staff positions that are open at CKUW must be posted on notice boards which will reach potential interested applicants.
2. No staff position can be posted unless there is a complete, up-to-date job description for the position.
3. The screening of all job applications and resumes shall be conducted by a hiring committee, whose members shall be:
  - (i) Two (2) representatives from the board;
  - (iii) The station manager or the chair of the board if the station manager cannot participate or would be in a conflict of interest.
4. The hiring committee shall submit its recommendation to the board for its approval by a two-thirds (2/3) resolution.
5. All staff members work with and report to the station manager, but are ultimately responsible to the board.
6. The remuneration and terms of employment of all staff shall be determined by the board.
7. All staff shall either be hired permanently or for a fixed term which shall be specified in the posting and/or the contract for the staff person for the position.
8. A staff member may be disciplined and/or dismissed with cause by the station manager or by the board upon a two-thirds (2/3) resolution.
9. All staff should receive an evaluation of their performance each year.
10. In the case of an unexpected vacancy, the board may hire an interim employee who shall fill the vacant position until such time as the hiring committee selects an employee through the proper hiring procedure.
11. CKUW is an Equal Opportunity Employer.

#### **BYLAW 10: SIGNING OFFICERS**

1. The following persons shall be signing officers for the Society, any two (2) of whom shall have the authority to sign on behalf of the Society.
  - (a) The station manager
  - (b) The secretary
  - (c) The treasurer

- (d) Any member of the board duly selected at a meeting of the board.

**BYLAW 11: SEAL**

1. The Society has dispensed with the use of a corporate seal.

**BYLAW 12: RECORDS**

1. The minutes of the meetings of the Society, the board, its committees and CKUW shall be kept in the general office of the Society, except as otherwise provided for in the bylaws.
2. The books and records of the Society may be inspected by the members of the Society on any working day between the hours of 9:30 AM and 4:30 PM.

**BYLAW 13: LIABILITY OF THE SOCIETY**

Subject to the Act, the Society shall not be responsible for any damages incurred directly or indirectly by the actions of a member unless that action has been approved by the Society and to the extent of such liability or responsibility being incurred by the Society, the member causing the same shall indemnify the Society.

**BYLAW 14: AUDITORS**

1. The books and accounts of the Society shall be audited at least once each year by the chartered accountants whom the Society has appointed at its annual general meeting as auditors of the Society.
2. In the event of the resignation of the auditor or their inability to act as auditor, the vacancy shall be filled by the board at a special meeting of the board called for that purpose.
3. The auditor shall make an annual report to the members of the Society at an annual general meeting or a special general meeting.

**BYLAW 15: HONORARIA**

3. Honoraria may be granted to a member of the Society as determined by the board, upon the recommendation of the station manager.
2. No paid staff member shall receive an honorarium.



3. In order to be eligible to receive an honorarium, the recipient must be a member of the Society in good standing, and have been a member for at least six (6) months.

#### **BYLAW 16: AMENDMENTS TO THE ARTICLES OF INCORPORATION AND BYLAWS**

1. Subject to the provisions of the Articles of Incorporation, the bylaws and the Manitoba Corporations Act, the Articles and the bylaws of the Society may be amended by a special resolution.

Amendments to the Articles and the bylaws may be proposed by:

- (a) a two-thirds (2/3) resolution of the board; or
- (b) a two-thirds (2/3) resolution of the membership present at a meeting of the Society; or
- (c) upon a petition duly signed by at least ten percent (10%) of the members.

The chair shall forthwith after receipt of such proposed amendments referred to in bylaw 16(1) (a), (b), or (c), send a copy of the proposed amendments to the members of the board.

Not less than fourteen (14) and not more than thirty (30) days after receiving a copy of the proposed amendments from the chair, the board shall submit the same to the Society at an annual general meeting or special general meeting. Notice of intention to propose any amendments shall be given in the notice convening the meeting.

2. Any changes to the Articles and bylaws of the Society are subject to the regulations governing changes to the Articles and bylaws and must be reported to the CRTC immediately upon approval.

#### **BYLAW 17: COPYRIGHT**

Ownership of copyright for works produced in the studios of CKUW is the joint property of the creator and CKUW and licensed for general use under Creative Commons license “Attribution-Non Commercial-Share Alike (CC BY-NC-SA)”. No volunteer, staff member or board member may profit financially from work produced in CKUW studios except by special agreement with the board.

#### **BYLAW 18: VOTING IN OTHER BODIES CORPORATE**

The board may arrange for the issuance of proxies and voting certificates or other evidence of the right to exercise the voting rights attaching to any securities or other contracts and

arrangements held by the Society. Additionally the board may elect, select or appoint, or cause to be elected, selected or appointed, a person or persons to carry out the exercising of said voting rights and may direct the manner in which the voting rights and may direct the manner in which the voting rights may or shall be exercised.

## **BYLAW 19: ELECTIONS**

### 1. Elections procedure

#### (a) Election at an AGM

- i. Any voting member may be nominated for election. Members do not need to be present to be nominated. Nominations do not need to be seconded.
- ii. Nominations are presented in the following order:
  - 1) By the chair
  - 2) Nominating Committee
  - 3) From the floor

#### (b) Process

- i. When there are no more nominees the chair will declare nominations closed.
- ii. After nominations are closed all nominees will be asked to confirm that they wish to stand for election.
- iii. If there are more nominees than positions all nominees present will be allowed to address the assembly.
  - 1) The chair will allow nominees two (2) minutes each to speak. Speaking order will be in alphabetical order by last name. If nominees are not present, a written statement no longer than one page may be read by the nominating member. Alternative speaking arrangements and duration may be made by ordinary resolution.
- iv. If there are equal or lesser nominees than positions the chair will move that the nominees be acclaimed to the board.
- v. If an election is required, a minimum of two (2) tellers must be selected from the assembly. Elections will be conducted by ballot.

### 2. By-Election procedure as required by bylaw 4(10)

#### (a) Process

- i. If there are more nominees than positions all nominees will be allowed to address the assembly.
  - 1) The chair will allow nominees two (2) minutes each to speak. Speaking order will be in alphabetical order by last name. If nominees are not present, a written statement no longer than one (1) page may be

read by the nominating member. Alternative speaking arrangements and duration may be made by ordinary resolution.

- vi. If there are equal or lesser nominees than positions the chair will move that the nominees be acclaimed to the board.
- vii. If an election is required, two (2) tellers must be selected from the assembly. Elections will be conducted by ballot.
- viii. As per bylaw 4(10) all elected candidates shall serve on the board until the second (2<sup>nd</sup>) annual general meeting following their election or until their successor is elected.

### 3. Taking Office

- (a) Members elected to the board take office upon close of the meeting in which they are elected.

## **BYLAW 20: DISSOLUTION**

It is the unalterable provision of this bylaw that members of the Society shall have no interest in the property and assets of the Society; and that upon dissolution or winding up of the Society, any funds and assets of the Society remaining after satisfaction of its debts and liabilities, shall be distributed to a recognized charitable organization in the area whose objects most closely accord with those of the Society as determined by its members at dissolution.

Executed by the authority of:

X

Wendy Hart  
Secretary

\_\_\_\_\_

*Date*