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**REGINA PRIDE INC.**

**BYLAWS OF THE ORGANIZATION**

**This table MUST be completed whenever document is edited.**

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## Mission of the Organization

Throughout the year we strive to:

- Promote pride and positive self-esteem in the GSD (Gender and Sexually Diverse) community in Regina and surrounding area.
- Raise awareness and counteract discrimination of GSD peoples in the larger community.
- Plan a yearly Pride celebration within the city of Regina.
- Work with organizations and individuals who are supportive of the GSD community to promote strong partnerships.
- Work with GSD support groups within the community to encourage solidarity amongst them.

## Article I: Name and Definitions

### 1. Name:

- i. Regina Pride Inc.

### 2. Definitions:

- I. Regina Pride Inc. will herein be known as “the Organization”.
- II. “Entire Membership” refers to all General Members including the Board of Directors.
- III. “Gender and Sexually Diverse” refers to all people within, but not limited to the LGBT2QQAPI (Lesbian, Gay, Bi, Trans\*, Two-Spirited, Queer, Questioning, Asexual, Pansexual, Intersex) spectrum. GSD is a more inclusive term that makes no assumptions on an individual’s identity.
- IV. All people who self-identify within the Gender and/or Sexually Diverse spectrum are included in our definition of “community”.
- V. “Board Member” and “Board member” shall refer to a current Director of the
- VI. Organization as defined by the *Non-Profit Corporations Act, 1995*.
- VII. “Board of Directors” shall refer to the collective, current Board Members (Directors) of the Organization as a whole.<sup>1</sup>
- VIII. “Voters” shall refer to any Member as defined in Article II, ¶1.i present at a Meeting of the Membership (either in person or by valid proxy).<sup>2</sup>

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<sup>1</sup> V, VI, VII Amended at 2014 AGM

<sup>2</sup> VIII Amended at 2014 AGM

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## Article II: Membership

### Members and Supporters

1. There will be the following classes of membership:
  - i. Member: any individual who is in good standing with the Organization and who has completed the appropriate application and has paid a Membership fee of one (1) dollar to the Organization.
2. Ineligibility:
  - i. Corporations will not be eligible for membership in the Organization.
3. Rights of Members:
  - i. All Members will have voting privileges at General Membership Meetings, and Elections of the Organization.
  - ii. All Members in Good Standing will be eligible to serve on the Board of Directors without restriction.
4. Cessation:
  - i. A Member will cease to be a Member of the Organization upon providing written notice of termination to the Board of Directors. There will be no refund of membership fees collected.
  - ii. All Members from the previous fiscal year shall cease to be Members upon the call to order of the AGM. Memberships need to be renewed annually.<sup>3</sup>
5. Expulsion of Members:
  - i. The Board of Directors, or their designate, shall endeavour to assist in the informal resolution of any issues leading to a call for the expulsion of a member.
  - ii. If informal means do not satisfactorily resolve such issues, the Board of Directors, or their designate, may call an Expulsion Meeting.
  - iii. The Board of Directors, or their designate, may temporarily suspend a member's right to attend meetings and other functions of the Organization pending the expulsion meeting.
  - iv. The Board of Directors, or their designate, must give to the Entire Membership two weeks' notice of an expulsion meeting.
  - v. The Board of Directors, or their designate, must give the member in question two weeks' notice of the Expulsion Meeting in writing.
  - vi. The member in question will be given the opportunity for defense and/or rebuttal at the Expulsion meeting.

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<sup>3</sup> 4.II Amended 2014 AGM

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- vii. A member can be expelled only by a two thirds (2/3) majority vote of all members in attendance of the Expulsion meeting.
  - viii. Appropriate reason(s) for expulsion include but are not limited to any conduct that endangers the physical or emotional health and safety of fellow members (e.g., verbal, physical or sexual harassment or assault, discrimination, etc).

### **Article III: Board of Directors**

1. All members of the Board of Directors must be Members in good standing with the Organization.
2. To become a Board Member, one must be nominated and elected at a meeting of members, or in the case of a vacancy, appointed by the Board of Directors by simple majority.<sup>4</sup>
3. There is no hierarchy within the Board of Directors; each Board Member has one vote at General Membership Meetings and one vote at Board Meetings.
4. The Board of Directors shall serve without pay and consists of a minimum of three (3) and a maximum of twenty (20) individuals drawn from the membership.
5. Board members shall serve a term starting from the date they were elected or appointed until the next Annual General Meeting. Board members must run for re-election at the Annual General Meeting if they wish to serve another term.
6. Vacancies shall be filled by the Board, at anytime needed throughout the year as long as the previous qualifications have been met, and the Board is operating within their minimum and maximum numbers.
7. Removal from Office:
  - i. A Board member with three consecutive, unexcused meeting absences (as noted by the Secretary or designate) will be considered to have voluntarily resigned from their position as Director.<sup>5</sup>
  - ii. A Board member that acts in conflict with the Organization's mandate, mission, or visions or direction in general, may be dismissed from the Board by the discretion of the Board.
  - iii. Any fees collected from a Board member who are removed from office are not reimbursed to that member.

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<sup>4</sup> 2 Amended at 2014 AGM

<sup>5</sup> 7i Amended at 2014 AGM

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8. Board of Directors Meetings:

- i. Board of Directors will be required to set meeting dates and times as they see fit.
- ii. The minutes of all Board Meetings shall be made available to the Board of Directors within one (1) week and to the entire membership within two (2) weeks. Board Meeting minutes will be electronically mailed to the Board of Directors and will be posted and accessible in the form of a digital download found on the Organization's website.
- iii. Quorum requires the attendance of 50% of the Board members at a meeting.

**Article IV: Elections**

1. General Elections for the Offices of the Board shall be held in conjunction with the Annual General Meeting and any Special General Meetings.

2. All members of the Organization in good standing shall be eligible to vote in any election.

3. Voting Procedure

- i. Voting shall take place by secret ballot.
- ii. Voters must affirm approval, disapproval, or abstention-from-approval for each candidate.
- iii. Voters may disapprove or abstain-from-approval as many candidate as they wish. Voters cannot approve a number of candidates that exceeds the number of available seats on the Board of Directors
- iv. The first seat on the board of Directors will be given to the candidates who received the most affirmed approvals. The next seat will be given to the candidate who received the next highest number of affirmed approvals, and so forth until all available seats have been filled.
- v. In the event that a tie should result in a number of approved candidates in excess of the number of available seats, a second vote will be held in order to choose between the tied candidates. The candidate who wins simple majority in the second vote will be declared the holder of the seat.
- vi. Only those candidates who have received a simple majority of affirmed approvals. (ie. More than 50% of the number of votes) can hold office.

4. Proxies: Every Member entitled to vote at a meeting of the Membership may, by means of proxy, appoint another member as their nominee to attend and act at the meeting to the extent and with the power conferred by the proxy. The proxy shall be in writing executed by the member and shall contain:

- i. Their printed name
- ii. Their signature

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- iii. The name of the member being authorized to exercise their vote
  - iv. The date of the meeting for which the proxy will be valid.

The proxy must be deposited with a member of the Board no later than twenty-four (24) hours before the appointed time of the meeting. No member shall wield in excess of two (2) proxy votes at any given meeting.

## **Article V: Meetings of the Members**

### **1. General Meetings**

- i. A General Meeting of the Entire Membership may be called at any time by the Organization given no less than two (2) week's notice (of date, time, and place).
- ii. The minutes of all General Meetings shall be made available to the Entire Membership within one (1) week. Minutes will be posted and accessible in the form of a digital download found on the Organization's website.

### **2. Annual General Meeting (AGM)**

- i. A regular meeting of the Entire Membership must be held within sixty (60) days of the fiscal year end at a date and time to be posted by the Board of Directors at least fifteen (15) calendar days prior to the proposed meeting.<sup>6</sup>

## **Article VI: Banking**

There must be a minimum of three (3) and a maximum of four(4) Board Members with signing authority on all accounts held in the Organization's name. All cheques must be signed by two (2) Board Members with signing authority. Preferably, these people will be the Chair/Co-Chair, the Secretary, and the Treasurer.<sup>7</sup>

## **Article VII: Amendments**

Amendments require a minimum of two (2) weeks' notice to the Entire Membership, and require a two-thirds (2/3) majority vote of Entire Membership in attendance in order to pass.

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<sup>6</sup> 2.i. Amended at 2014 AGM

<sup>7</sup> VI Amended at 2014 AGM