



## LEEDS AND 1000 ISLANDS HISTORICAL SOCIETY

### CONSTITUTION

#### **ARTICLE 1 - Name**

The organization shall be officially known as the Front of Leeds and Lansdowne Historical Society but it shall be commonly known as the Leeds and the Thousand Islands Historical Society and its head office shall be located at such places in the Township as the Executive may from time to time determine.

#### **ARTICLE 2 - Status**

The Society is a non-profit organization incorporated in the Province of Ontario. The Society shall be carried on without purpose of gain for its members and any profit or other accretions to the Society shall be used in the promotion of its objectives as stated in Article 3.

#### **ARTICLE 3 - Objects**

The objects of the Society will be:

- to promote an awareness of the historical past of Leeds and 1000 Islands Township and its importance to the development of Ontario.
  
- to preserve the past through a permanent picture collection.
  
- to carry out research to compile authentic records of early buildings and properties.
  
- to promote an avenue through which this information can be made available to the community at large, i.e. public meetings, library archives, property inventories.

#### **ARTICLE 4 - Membership**

Membership shall be open to all interested in the objects of the Society. The membership fees and categories shall be established each year at the Annual Meeting.

#### **ARTICLE 5 - Fiscal Year**

The fiscal year shall be from September 1<sup>st</sup> to August 31<sup>st</sup> of the following calendar year.

#### **ARTICLE 6 – Meetings**

- a) The Annual General meeting of the Society shall be held in the month of October at such place and time as the Directors may fix from time to time. The purpose of the Annual meeting shall be to receive annual reports of the Society and its Officers, to elect members of the Executive, to consider and if appropriate amend or re-enact the Constitution and By-laws and to transact any other business as may properly come before the meeting.
- b) Notice of such Annual Meeting will be posted by means that from time to time the Executive deems appropriate. The accidental omission to give notice of any meeting to any member of the Society shall not alone invalidate any resolution passed or

- proceedings taken at such meeting of members if the meeting has been properly called and conducted.
- c) A Special Meeting of the members may be called by the Chair, resolution of the Executive, or by petition of one-tenth of the membership. Notice of such meeting shall state the purpose of the meeting and be published by means that from time to time be determined.
  - d) General meetings shall be held at stated times and places at the call of the Chair and/or the Executive.
  - e) Meetings of the Executive shall be called at the Chair's discretion or by written request of two Executive members.
  - f) A quorum for General or Special meetings shall consist of one-quarter of the local members. A quorum for Executive Meetings shall be three elected Officers and two Committee Members.
  - g) The Sturgis Standard Code of Parliamentary Procedure shall be the guide in all matters at every meeting.
  - h) The Chair, or in his/her absence, a Vice-Chair, or in their absence, the Secretary shall preside at all meetings. If all three are absent or decline to act, the members may choose one of their number to act.
  - i) Each voting member is entitled to one vote and a simple majority shall constitute a decision.
  - j) The Chair shall cast the deciding vote in cases of a tie.

#### **ARTICLE 7 – The Executive**

- a) The Executive shall consist of the following: Chair, Vice-Chairs, Secretary, Treasurer, and such other Officers and Committee Chairs as may be determined from time to time.
- b) The members of the Executive shall be elected by the general membership of the Society at the Annual General Meeting and shall serve in these offices for a period of two years, or until a successor shall have been elected or appointed.
- c) A retiring member shall be eligible for re-election.
- d) A vacancy on the Executive shall be filled by appointment made by the Executive and the person so appointed shall retain the office for so long as the vacating member would have retained same.

#### **ARTICLE 8 – Amendments**

The Constitution of the Society may be repealed, amended or re-enacted by a vote of two-thirds of the votes cast at an Annual Meeting or Special General Meeting called in the appropriate manner.

#### **ARTICLE 9 – By-Laws**

- a) A General Meeting shall have the power to enact such By-Laws under and in accordance with the terms of the Constitution as may be deemed necessary or advisable by the majority vote.
- b) A General Meeting shall have the power to amend or repeal, by majority vote, any By-Law previously enacted under the terms of this Constitution.

#### **ARTICLE 10 – Nominations and Elections**

- a) All nominees for Executive office or Committees shall be members in good standing.

- b) A nominating committee shall be named by the Chair at least two months preceding the Annual General Meeting. A Vice-Chair shall be a member. This committee shall draw up a slate of Officers for the Annual Meeting.
- c) Additional nominations to this slate of Officers shall be accepted from the membership up to and during the Annual Meeting.
- d) Such nominations must be accepted by the candidate.
- e) Where any elected office is contested, the vote for that office shall be by secret ballot.

**ARTICLE 11 – Authorized Signatures**

All Cheques, drafts, trade acceptances, promissory notes, leases, contracts, bills of sale, etc. of the Society shall be signed by two Officers and designated by the Executive.

**ARTICLE 12 – Committees**

The Executive shall have the power to set up and disband Standing Committees, Special Committees, and any Ad Hoc Committees as it deems necessary in order to transact and conduct the business and projects of the Society.

No committee shall have the power to make decisions affecting the policies and the finances of the Society without the approval of the Executive.

**ARTICLE 13 - Executive Protection**

No Officer, Director, Chairperson, or committee member shall be liable for the acts, neglects, or the defaults of any other member, nor for the loss, damage, or misfortune which happens during the execution of the duties of his/her office, unless the same shall happen through his/her own wilful neglect, default, or dishonesty.

**ARTICLE 14 – Preservation of Artefacts**

Artefacts and donations made to the Society that require preservation beyond the capacity of our facilities will be lodged with Queen’s University Archives or other suitable archives.

**ARTICLE 15 – Provision for Dissolution**

In the event of the dissolution of the Society, after the payment of all debts and liabilities, the remaining property of the Society shall be disposed of to like-minded organizations in Ontario or the Corporation of Leeds and the Thousand Islands.

**ADOPTION**

This revision of the Constitution and accompanying By-Laws, including all amendments that had been voted on since the original was adopted, was completed following the adoption of the amendments put forward at the Annual General Meeting October 20, 2008.

## BY-LAWS

In connection with the Constitution of the Front of Leeds and Lansdowne Historical Society, commonly known as the Leeds and the Thousand Islands Historical Society, and relating generally to the transaction of the business and affairs of the Society.

Date: \_\_\_\_\_  
Day / Month /Year

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#### **BY-LAW 1 - Membership Categories and Fees**

1. Membership categories shall be: a) Regular, b) Association, c) Corporate.
2. All annual membership fees shall be established by the Executive and any change in the annual fees shall require the approval of the membership by a majority vote.
3. The membership shall be considered to be in force September 1<sup>st</sup> of the current year to August 31<sup>st</sup> of the following year.
4. The following annual membership fee structure shall exist:  
a) Regular \$12.00 b) Association \$15.00 c) Corporate \$30.00
5. The Membership Chair shall notify the members that annual fees are due when notice of the Annual Meeting is sent out, and, if they are not paid by October 31<sup>st</sup>, the members in default shall thereupon automatically cease to be members of the Society, but any such member may be reinstated on payment of the current annual fee.
6. The Society may, at an Annual Meeting, grant an Honorary membership to any person deserving of such recognition. The Honorary Member shall not be entitled to vote, nor will they be required to pay membership. They shall be entitled to receive notices of all meetings.

#### **BY-LAW 2 -Provision for Resignation, Death, or Removal from Office**

1. In the event of a resignation or death of the Chair before the term of office has expired, the office of the Chair shall be assumed by a vice-Chair and he/she shall remain in office until the expiry of the term of election.
2. A resigning President shall return to the position of regular member.
3. If, for any reason, a member of the Executive does not or can not perform the duties of the office, the Executive shall have the power to remove and to replace that member.

**BY-LAW 3 - Voting Rights**

Regular members shall be entitled to one vote per member at all meetings of the Society. Association and Corporate members shall be entitled to one vote per membership.

**BY-LAW 4 - Duties of the Executive**

1. Executive
  - a) to conduct the business of the Society and to receive and act on reports from Officers and Committees.
  - b) to act for the Society when time and circumstances do not permit or warrant the calling of a General Meeting.
  - c) to appoint the following standing committees:
    - i. Program
    - ii. Communications
    - iii. Archives
    - iv. Fund Raising
    - v. Social
    - vi. Membership
  - d) there shall be such other committees as may from time to time be deemed necessary by majority vote at any meeting of the Society or by the decision of the Executive, subject to ratification by majority vote at the next subsequent meeting of the Society.
2. Past President

to serve as a member of the Executive.
3. Chair
  - a) to preside at General Meetings and at meetings of the Executive.
  - b) to act as an ex officio member of all standing committees and to perform such other duties as by custom devolve upon a President.
  - c) to act as a Signing Officer.
4. Vice-Chairs
  - a) to assume the duties of the Chair in his/her absence, or upon his/her request.
  - b) to prepare, in consultation with the Table Officers, a budget for the coming year for presentation at the Annual Meeting.
5. Secretary
  - a) to record all minutes and circulate them to members as required.
  - b) to file all minutes in an official Minute Book.
  - c) to receive, answer, and file all correspondence directed to him/her.
  - d) to present a written report of the year's activities of the Society at the Annual Meeting.
  - e) to keep on file an updated copy of the Constitution and to notify the membership in writing before the subsequent Annual Meeting of any amendments made to the Constitution.
6. Treasurer
  - a) to receive fees, and pay bills as directed.
  - b) to present a completed audited financial report at the Annual Meeting and to present a budget summary accurate to that date as requested by the President.
  - c) to act as the Signing Officer.
7. Executive Members
  - a) to support and aid the Chair in conducting the business of the Society.

## **BY-Law 5 - Standing Committees**

### 1. Terms of Reference

- a) to hold meetings as the Chair deems necessary.
- b) to take action on any matters referred by the Executive and/or the Society.
- c) to initiate action on items of its own creation within the specific Terms of Reference as listed below.
- d) to report to the Executive or Society on all matters referred to it with respect to opinions, recommendations and actions taken on such referrals.
- e) to keep written report of all meetings and a copy shall be sent to the President.
- f) to prepare such motions and/or notices of motion as required for the carrying out of these terms of reference.
- g) to suggest and prepare any By-Laws and/or Constitutional amendments necessary to expedite the recommendations of the Committee.
- h) to submit progress reports to the Executive or Society as required throughout the year and prepare a written report to be received at the Annual Meeting.
- i) to have the Committee Chair pass to his/her successor a complete file of the minutes and reports of the work of his/her committee.

### 2. Program Committee

- a) to assume responsibility for speakers.
- b) to arrange, at the beginning of each year, a series of meetings and events for the coming year.
- c) to arrange location of meetings.
- d) to provide the Chair of the Communications Committee with details of all meetings and events far enough in advance so that he/she can advertise same to the members and the public.
- e) In consultation with the president, provide a gift for guest speakers, and if the speaker is travelling from outside the Township, obtain a cheque from the treasurer to cover mileage at the current Township rate. Committee chair to calculate total mileage, return trip.

### 3. Communications Committee

- a) to compose, duplicate and distribute notices of meetings and events to all members.
- b) to place advertising posters and necessary media advertising for all meetings and events.
- c) to prepare and send out press releases or articles to local publications.
- d) to prepare any other publicity material as may be directed by the Executive.

### 4. Archives Committee

- a) to have responsibility for the collection, preservation and cataloguing of the archives of the Society.
- b) to make the archival material available to the public for research purposes.

### 5. Fund Raising

- a) to seek means by which funds may be raised to carry on the work of the Society.
- b) with the approval of the Executive, to carry out or arrange for the carrying out of such events.

6. Social Committee
  - a) to keep itself informed of the wishes of the membership regarding social activities and to suggest suitable social functions which could be undertaken by the Society.
  - b) to act as a Catering Officer.
  
7. Membership Committee
  - a) to record and keep an up-to-date list of members.
  - b) to retain membership lists for the last two years.
  - c) to provide mailing labels as required.

**BY-LAW 6 – Observer Status**

1. The Executive, from time to time, may grant Observer status to like minded organizations on a reciprocal basis.
2. An observer shall have the right to attend all meetings, and participate In discussions.
3. An observer shall not have a vote.
4. The observer shall act as a liaison between the two groups.
5. The Executive shall have the power to appoint observers representing The Society.

**BY-LAW 7 - Signing Authority**

1. Contracts – Any and all documents, instruments, and writings signed for, or on behalf of, and in the name of the Society shall be approved by the Executive and shall be binding on the Society.
2. Cheques and Drafts – All cheques or other orders for payment of money accepted or endorsed in the name of the Society shall be signed by the Treasurer and one other member of the Executive approved as the Signing Officer.
3. Deposits – All funds of the Society shall be deposited from time to time to the credit of the Society in such bank or banks as the Executive may approve.

**BY-LAW 8 - Auditing**

The Executive shall name an auditor to audit the account books annually. The auditor shall be appointed at least thirty days before the Annual Meeting and shall report to the membership at the Annual Meeting. Members of the Executive may not be named as auditors.

**BY-LAW 9 - Remuneration of Executive**

Members of the Executive shall not receive any remuneration for acting as such. By sanction of the Executive, travel costs and per diem expenditures may be afforded for attendance at functions conducive to the aims and objectives of the Society.

**BY-LAW 10 – Remembrance Donations**

In the event of the serious illness or death of an executive member or member of their Immediate family, a suitable charitable donation or flowers shall be sent.

**Completed with all amendments to March 1, 2010**