CANADIAN FEDERATION OF UNIVERSITY WOMEN (CFUW)  
PERTH & DISTRICT  
CONSTITUTION, BYLAWS, AND STANDING RULES  
May 2017  

CFUW History: “The remarkable industrial expansion that occurred after the beginning of the First World War opened up many opportunities for women. The increase of urban populations with its consequent industrial growth led to opportunities for women in industry and in social work. At this time women were already well established in the teaching profession and entering medicine, law, journalism, nursing and social work in larger numbers.

Some of the leaders among university women in Canada had long dreamt of a national federation, but the effective impulse to found it came from Great Britain. Early in 1919, Dr. Winifred Cullis of Britain, who had spent time in Canada during the war years lecturing at Toronto University, suggested that women in Canada might wish to organize a national federation so that Canada might become one of the first countries to join in the emerging International Federation of University Women. A similar suggestion came from Virginia Gildersleeve of the American Association of University Women to the effect that, while she hoped the Canadians would form their own federation, but that they might if they preferred, be allied with the American Association.

Canada’s response was immediate. In March 1919 at a conference of four of the leaders in university organizations – Mrs. J.A. Cooper, President of the Toronto Club, Mrs. R.F. McWilliams, President of the Winnipeg Club; Miss May Skinner, then representing Canada on the American Association’s committee on International Affairs; and Miss Laila Scott in Toronto it was decided to create the Canadian Federation of University Women ....”

CFUW Perth & District was formed in 1970
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ARTICLES

ARTICLE I - Name

The name of this organization shall be Canadian Federation of University Women – Perth & District, hereinafter referred to as CFUW Perth & District or the "Club".

ARTICLE II - Purpose

1. Promote high standards of public education, advanced study and research by women, and a sound concept of lifelong learning locally and nationally.

2. Advocate for the advancement of the status of women, human rights and the common good locally, nationally and internationally.

3. Promote cooperation, networking, support and understanding among women.

4. Encourage and enable women to apply their knowledge and skills in leadership and decision-making in all aspects of the political, social, cultural, educational and scientific fields.

Statutory Basis: CFUW Perth & District is part of the National CFUW which is a not-for-profit corporation incorporated under the Canada Not-for-profit Corporations Act S.C. 2009, c.23, enacts the following general bylaws governing CFUW, its management and its operations, in accordance with the provisions of the Act and any regulations made there under. The Bylaws bind CFUW National and all present and future Clubs to the same extent as if each had agreed to be bound by these Bylaws and all acts, decisions, proceedings and things done and taken under these Bylaws.
BY-LAW I - Language

Meetings of the CFUW Perth & District will be conducted in English.

BY- LAW II - Membership - Eligibility of Individuals

CFUW membership is open to women interested in furthering the purposes of CFUW. CFUW values and seeks a diverse membership. There shall be no barriers to full participation in this organization on the basis of, race, creed, age, sexual orientation, gender identity, national origin, disability, class, or education.

Whenever she and her are stated in this document, they include any member of the club.

A CFUW member in good standing shall be permitted to transfer to any CFUW club without again paying CFUW dues for the current CFUW year to the club to which she is transferring.

An Honorary Membership within CFUW may only be conferred on a woman who is not a CFUW member, but who has made significant contribution to CFUW, to the local club, or to the development of society in ways consistent with the purpose of the CFUW. She need not hold a university degree and she shall not hold office. A Local Honorary Membership is not transferable to another club. No dues are liable. This membership is at the discretion of the Executive Committee for a period of one year. This could be a good visibility exercise.

A Life Membership in CFUW may be conferred on a member of a club who has given outstanding service to CFUW. A Life Membership is not transferable to another club.

BY-LAW III – Finance/Dues

I. Each member of the Club shall pay the annual dues fixed by the Executive Committee, based upon the per capita dues set by the CFUW. The club fee shall consist of the current CFUW and Ontario Council dues, plus a club fee approved at the AGM.

II. All membership dues are due by the end of October. Any renewing member failing to pay her annual dues by the end of October shall not have her name included in the membership list, and shall not be eligible for participation in any club activity.

III. New members shall be accepted at any time of the year, but those joining after January 15th or later shall pay half the current fee.

IV. The treasurer will be authorized to invest any funds that are not required for the normal operations of the club, including fund-raising activities and special events, at the most advantageous interest rate available for a term, not to exceed one year. The interest earned on these investments would be paid into the general fund. Such investments will be made with the concurrence of the Executive Committee.
V. Disbursements up to and including $100.00 shall be approved by the Treasurer and may be paid in cash supported by a receipted invoice or an invoice accompanied by a written receipt or paid by cheque supported by an invoice.

VI. Disbursements from $100.01 to $500.00 inclusive, excluding expenditures for fund raising and special events, shall be approved by the Executive Committee and must be paid by cheque supported by an invoice or, in the case of an outreach expenditure, supported by a remittance letter signed by the President.

VII. Disbursements in excess of $500.00 excluding expenditures for fund raising and special events, shall be approved by a majority of the voting members present at the General Meeting of the club, after notice of the motion has been given in the newsletter or agenda. It must be paid by cheque supported by an invoice or, in the case of outreach expenditure, supported by a letter signed by the President.

VIII. Disbursements exceeding $100.00 for fund-raising purposes and special events shall be approved by the Treasurer and paid by cheque supported by an invoice.

IX. Cheques shall require the signatures of any two of the following officers: President, Vice-President, Past-President, or Treasurer.

X. The fiscal year shall terminate on 30 June. The completed unaudited financial statements shall be distributed with the annual review within two months of year end. The proposed budget for the next fiscal year shall also be distributed at this time. The transfer of the books, if applicable, shall be made after the audit/financial review and before the first meeting of the new Executive Committee. The audited/reviewed financial statements shall be distributed to the new Executive Committee and to members prior to the September meeting. The procedure for the new fiscal year budget shall follow the same process to be discussed and approved at the September meeting.

BY-LAW IV – Governing Body

I. The officers of this club shall be a President, Vice-President(s), Past President, Treasurer, Secretary, Membership and Publicity.

II. The Executive Committee shall consist of:

the Officers of the club and the Chairperson of Standing Committees. Chairperson of Special Committees will report to the Executive Committee on an as required basis.

III. Members of the Executive Committee shall be elected at the Annual General Meeting, and shall serve for a minimum of two years. If possible, some members should be elected in one year and the remainder in the next. As required, positions may be shared.

IV. The minimum two year period does not apply to the positions of President, Vice-President, and Past President who shall each serve for a minimum of one year in their respective positions.

V. If a vacancy should occur on the Executive Committee, a replacement shall be appointed by the Executive Committee to serve until the following AGM.

VI. In the event that a position as an Officer or a Chairperson of a Standing Committee is not filled at the AGM; it shall be at the discretion of the President to divide the duties of that position between other members of the Executive Committee.
BY-LAW V – Duties of Officers

The duties of the Officers are summarized in Appendix A, Article I of this By-Law and fully outlined in the CFUW Perth and District Procedures Manual.

BY-LAW VI – Standing Committees and their Duties

Standing Committee means a committee that performs a continuing function. Term means a period of two (2) years unless otherwise stated herein.

I. Each Standing Committee shall consist of the Chairperson elected by the Club Members at the Annual General Meeting and, as required, sufficient members to fulfill the responsibilities of the Committee. Members shall be appointed by the Chairperson.

II. Each Chairperson of a Standing Committee shall update regularly the Executive Committee, on the activities of her committee.

III. Each Chairperson of a Standing Committee may prepare, as appropriate, a brief report of her Committee’s achievements during the year for the Annual Review.

IV. The Executive Committee may establish any or all of the following as Standing Committees of the club – Social Justice, Hospitality, Environment, Program, Newsletter, Interest Groups, Education/Literacy/Arts and Fund Raising. The duties of the Standing Committees are summarized in Appendix A, Article II with full details in the CFUW Perth and District Procedures Manual.

BY-LAW VII – Other Committees

Nominating Committee:

I. This Committee shall consist of the immediate Past-President as Chairperson and sufficient members to fulfill the responsibilities of the Committee. It shall consist of a combination of Executive Committee member(s), Club member(s) and the Past-President. In the event the immediate Past-President is unable to serve, a former Past President or a member selected by the President with executive experience will serve as Chairperson.

II. At its January meeting, the Officers shall recommend members for the committee, and it shall be the duty of the Chairperson to ascertain their willingness to serve.

III The duties of the Executive Committee members are outlined in detail in the CFUW Perth and District Procedures Manual.

IV. The Nominating Committee shall be selected and commence work in February. The duties are outlined in the CFUW Perth and District Procedures Manual.

Education Awards Committee:

This committee shall consist of the Vice-President as Chairperson and sufficient members to fulfill the responsibilities of the Committee. The Committee shall consist of former committee members and
new members appointed by the Chair. In the event the Vice-President is unable to serve, a former Education Committee Chair or a member with Education Award Committee experience can be selected by the President. This committee is responsible for reviewing the education criteria yearly, forwarding changes for approval, and also choosing the recipients for Education awards. Funds raised for Educational purposes will be allocated by the Executive Committee.

**Resolutions Committee:**

This committee shall consist of the Vice-President as Chairperson and members appointed by her. In the event she is unable to serve, a replacement will be selected by the President.

**Special Committee:**

The Executive Committee may establish, from time to time, special committees for special tasks; develop terms of reference and time frames for existence (not to extend beyond the next Annual General Meeting.) Each Chairperson of a Special Committee should be a current or former executive member, or have applicable skills for the role; members may be from the general membership. Interim reports, as required with a final report on completion of the special task, to be submitted by the Chairperson to the Executive Committee.

**BY-LAW VIII – Archivist**

There shall be an Archivist responsible for maintaining club documents and material of a historical nature. She shall be appointed by the Executive Committee.

**BY-LAW IX – Meetings**


I. Officers Meetings, including Executive Committee members with agenda items, shall be held at such time and place as the President/Executive determines. Normally, it should be held two weeks before the next General Meeting. This allows any important matters arising to be brought to the membership attention prior to the next general meeting.

II. Regular meetings shall be held on the third Monday of each month from September through April unless otherwise specified.

III. Special meetings shall be called at any time by the President or, upon written request to the Executive Committee by twenty percent of the club membership.

IV. Committees, Interest Groups and issues meetings shall be held as determined by their Chairperson.

V. The Annual General meeting may be held in May. At this meeting, the Education Awards recipients shall be honoured and Executive Committee officers and chairpersons shall be elected.
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VI. The President shall hold a crossover meeting within 30 days of the Annual General Meeting. This meeting should include both out-going and in-coming Executive Committee to allow for a turnover of roles and responsibilities, duties and information.

BY-LAW X – Elections

I. CFUW membership shall be notified of the Nominating Committee’s proposed slate of officers and chairpersons of Standing Committees in the April and/or May newsletter or no later than seven days before the Annual General Meeting.

II. The slate shall be presented to the membership at the Annual General Meeting, when nominations from the floor will be accepted, provided that consent has been received from the nominee(s).

III. Each nomination shall be considered separately and, where there is more than one nominee for an office, voting shall be by secret ballot.

BY-LAW XI – Voting body

All members of the Club in good standing on the date of the Annual General Meeting, or any regular, or special meeting of the Club, shall be entitled to vote on all matters before such meeting. Issues concerning CFUW National will be determined by the President.

BY-LAW XII – Quorum

I. Twenty percent (20%) of the voting body shall constitute a quorum for an Annual General Meeting, regular, or special meeting.

II. Proxy votes may be registered with the Club Secretary or any other officer (see website for current officers). Complete proxy form at Appendix B of this document.

III. A majority (51%) of the Executive Committee shall constitute a quorum for an executive decision.

IV. When a quorum is present at the opening of any meeting of the members or the Executive Committee, the business of the meeting may proceed. No vote may be taken on any motion unless a quorum is present unless, in the case of an Executive Committee meeting quorum is lost due to the absence of a Board member due to a conflict of interest.

BY-LAW XIII – Indemnity

Every Executive Committee member of the Club or other persons who have undertaken or who are about to undertake any liability on behalf of the Club or any organization controlled by it and their heirs, executors and administrators, and estate and effects respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the Club, from and against: a) all costs, charges and expenses whatsoever which such Executive Committee members or other person
sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against her/him, or in respect of any act, deed, matter or thing whatsoever, done or permitted by her/him, in or about the execution of the duties of her/his office or in respect of any such liability; b) all other costs, charges, and expenses which she/he sustains or incurs in or about or in relation to the affairs thereof except such cost, charge or expenses as are occasioned by her/his own willful neglect or default.

**BY-LAW XIV – Membership in CFUW National**

I. The Club shall be a member of the Canadian Federation of University Women and shall pay dues according to the By-Laws of that body.

II. The voting delegate(s) whom the Club sends to a CFUW Annual General Meeting shall be selected by the Executive Committee.

III. The Club shall pay the registration fee for the official club delegate attending CFUW meetings, and should contribute towards her travel and living expenses to attend the meeting up to a maximum of $2000 as determined by the Executive Committee taking into account the nature of the meeting, the meeting location and the financial ability of the club.

**BY-LAW XV – Membership in the CFUW Ontario Council**

I. The Club shall be a member of the Ontario Council of University Women and shall pay dues according to the By-Laws of that body.

II. The voting delegate(s) whom the Club sends to provincial conference shall be selected by the Executive Committee.

III. The official club delegate attending the provincial conference may be reimbursed for the registration fee and other costs as negotiated depending upon the financial ability of the club.

**BY-LAW XVI - Membership in Other Organizations**

It shall be at the discretion of the Executive Committee to appoint delegates, when required, to other organizations (i.e. United Nations Standing Committee, Chamber of Commerce). The official club delegate attending any associated meetings may be reimbursed for the registration fee and other costs as negotiated depending upon the financial ability of the club.

**BY-LAW XVII - Additions and Amendments**

I. This Constitution and these By-Laws may be altered or amended by a two-thirds vote of the membership present at the meeting at which a motion to make the amendment is made, providing that notice of such proposed amendment is given to the members in writing at least thirty days before the meeting at which it is to be voted upon.
II. These By-Laws may also be amended without previous notice by the unanimous vote of the membership present at a regular meeting, if a quorum is present.

III. The Executive Committee may amend “Rules and Regulations” relating to the management and operation of the Club (Appendix A) as it deems expedient. Such changes shall be submitted for confirmation at the next Annual General Meeting. Default of approval at such a meeting shall cause such changes to cease to have force and effect from that time.

BY-LAW XVIII– Withdrawal from CFUW

I. Withdrawal of the Club from CFUW, is in effect an amendment of the Constitution and By-Laws (Article XIV and Article XVII) and requires the same notice and vote as required to amend the Constitution and By-Laws. Accordingly, a special motion is required at a General, AGM or Special Meeting. A notice of meeting must be distributed to all members at least thirty days prior to the meeting at which a vote will be taken for this motion. A quorum must be present.

II. The CFUW Perth and District Procedures Manual provides more details about withdrawal including sample wording of a motion and additional action to be taken following such a vote.

BY-LAW XIX – Dissolution

I. Dissolution of the Club is in effect a motion to rescind the Constitution and By-Laws and requires the same notice and vote as required to amend the Constitution and By-Laws. Accordingly, a special motion is required at a General, AGM or Special Meeting. A notice of meeting must be distributed to all members at least thirty days prior to the meeting at which a vote will be taken for this motion. A quorum must be present.

II. The CFUW Perth and District Procedures Manual provides more details about dissolution including sample wording of a motion and additional action to be taken following such a vote.

III. All its assets remaining after payment of its liabilities shall be distributed as an Education award.

II. The Executive Committee will alone, and in its entire discretion, make such an award.
APPENDIX A

Rules and Regulations Governing the Duties of Executive Committee Offices and Committees of CFUW Perth & District

All Executive Committee members shall:

a. act honestly and in good faith with a view to the best interests of CFUW, and
b. exercise the care, due diligence and skill that a reasonably prudent person would exercise in comparable circumstances, having regard for her knowledge and expertise.

Following in this Appendix is a summary of the duties of Executive Committee Offices and Committees of CFUW Perth and District. Refer to the CFUW Perth and District Procedures Manual for full details

ARTICLE I - DUTIES OF OFFICERS

The President shall be the Administrative head of the Club and preside at all meetings of the Club. She shall be an ex-officio member of all committees except the Nominating Committee. She, or her designate, shall head all Club delegations.

The Vice President shall assist the President in carrying out the administration of the Club and in furthering its policies and programs. She shall perform all the duties of the office of President in the absence of the President, upon her request, or in the case of her inability to act. In the case of a vacancy in the office of President she shall assume that office until the next Annual Meeting.

The Past-President shall assist the President in an advisory capacity. In addition, she shall be the head of the Nominations Committee.

The Treasurer shall have custody of the funds of the Club, depositing same in a financial institution secured by Canada deposit insurance. She shall cause and see that full and accurate accounts are kept of all receipts and disbursements and that all monies are deposited in the name and to the credit of the Club. She shall make routine disbursements by authority of the Executive Committee, but extraordinary disbursements only when authorized to do so by a general meeting. She shall prepare the annual budget and present a financial statement at the Annual General Meeting which shall be reviewed by a competent person or persons.

The Secretary shall keep the minutes of the business part of all CFUW Perth and District General and Executive Committee meetings. At the request of the President, she shall conduct the correspondence of the Club, keeping a record of all letters received and sent by her. She shall maintain the Club records.

Membership shall keep up-to-date records of members including an inventory of the skills, interests and achievements of members and make these records available for Club purposes.
Constitution, By-Laws and Standing Rules – CFUW Perth & District

She shall maintain current mailing lists and prepare the Club Directory and any other reports pertaining to membership as required.

Publicity shall be responsible for public and media notices of Club activities. She shall maintain an electronic file of such notices and articles.

ARTICLE II - DUTIES OF STANDING COMMITTEES

Standing Committee Chairs may present a brief summary of their activities to the Annual General Meeting or for inclusion in the Annual Review. Following is a summary Standing Committee Duties. Refer to the CFUW Perth and District Procedures Manual for full details

The Social Justice Chair shall bring current local, national and international concerns about social justice to the attention of Club membership and shall liaise with other groups concerned with social justice issues including but not limited to the CFUW Human Rights Committee.

The Hospitality Chair is responsible for arrangements for the Pot Luck, Christmas Dinner, Annual General Meeting and, as required, refreshments at General Meetings.

The Environment Chair shall bring current local, national and international concerns about the environment to the attention of Club membership and shall liaise with other groups concerned with environmental issues.

Programs shall arrange the program for meetings of the Club.

The Newsletter Chair shall prepare assume editorial control and distribute the Club Newsletter. She shall keep the membership informed of news pertinent to CFUW and the community.

The Interest Group Chair shall promote the formation of Interest Groups, co-ordinate their activities and keep the membership aware of new groups.

The Education, Literacy and the Arts Chair shall investigate the needs of the local school to determine funding levels for education, literacy and the arts funding as and if approved in the current fiscal year budget.

The Fund Raising Chair, as required, will be responsible for fund raising ideas and their execution. If there is no fund raising chair, ideas may be presented to the Executive Committee.

ARTICLE III - DUTIES OF OTHER COMMITTEES

Refer to By-Law VII and the CFUW Perth and District Procedures Manual for full details of the duties of the Nominating Committee, Education Awards Committee, Resolutions Committee and Special Committees.
APPENDIX B

Proxy Form for voting at CFUW Perth and District General Meeting, Special General Meeting or Annual General Meeting

Proxy for meeting of CFUW Perth and District _______________________ (date)

I, __________________________________________(please print name) a member in good standing of CFUW Perth and District, allow the individual named below (the proxy holder), who is also a member in good standing, to vote on my behalf at the meeting on the above-noted date.

Member Signature: _____________________________________

Date: _______________________

Proxy holder (print name): _____________________________________