

OLDER WOMEN'S NETWORK (ONTARIO) INC. BYLAWS

Article I NAME

The name of the organization shall be: OLDER WOMEN'S NETWORK (Ontario) Inc., hereinafter called "OWN."

Article II LOCATION

Sec. 1 PROVINCIAL OFFICE

The Provincial Office of the organization shall be located at 115 The Esplanade, Toronto Ontario M5E 1Y7.

Sec. 2 SERVICE AREA

The areas to be served by OWN shall include the municipality of Toronto and other municipalities or regional groups of small municipalities in Ontario.

Article III PROCEDURES

Sec. 1 FISCAL YEAR

The fiscal year shall be from the first day of April (1 April) to the thirty-first day of March (31 March) of the following year.

Sec. 2 SEAL

The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the Corporation.

Article IV PURPOSE

The OLDER WOMEN'S NETWORK is a feminist organization committed to:

- learning and working together to overcome injustices and inequities at home, in the workplace and in society;
- educating the general public about the concerns of older and mid-life women and related policy issues;
- undertaking research projects that impact on the lives of older and mid-life women;
- advancing the health and welfare of older and mid-life women by supporting the development and delivery of activities of older and mid-life women which prevent isolation and enhance physical and mental health;
- acting as a referral for older and mid-life women who require health and social welfare services.

Article V MEMBERSHIP

Sec. 1 INDIVIDUAL MEMBERSHIP

Membership is open to any woman who supports OWN's objectives.

Sec. 2 ASSOCIATE MEMBERSHIP

At the discretion of Council, organizations having similar aims and objectives may be granted Associate Membership in OWN, which shall be non-voting.

Sec. 3 HONORARY MEMBERS

Council may appoint honorary members for the term of one year, renewable by Council on an annual basis.

Sec. 4 LIFE MEMBERS

Council may appoint life members.

Article VI ORGANIZATIONAL STRUCTURE

Sec. 1 PROVINCIAL COUNCIL

- i. The Council shall consist of seven voting members elected by the general membership at the Annual General Meeting, plus a designated voting representative, elected by each chapter of OWN and the Past Chair (ex officio).
- ii. At the first Council meeting after the Annual General Meeting, the Council shall elect Officers from among its members, namely Co-Chairs, Treasurer and Secretary.
- iii. At this meeting, Council shall also elect the Standing Committee Chairs. When there are Co-Chairs of Council, each may vote only when not presiding. The Presiding Chair may only vote to break a tie-vote.
- iv. Vacancies may be filled at the discretion of OWN Council.

Sec. 2 EXECUTIVE OFFICERS

- i. The Executive Officers shall consist of the following:
 - a. Chair
 - b. Vice Chair
 - c. Secretary
 - d. Treasurer
 - e. Other members as appointed by Council
- ii. The Executive Officers may hold meetings as required.

Sec. 3 COMMITTEES

The following shall be standing committees of Council:

- a. Finance Committee, composed of Treasurer, Co-Chairs, Bookkeeper and other members as designated by Council
- b. Fundraising Committee
- c. Membership Committee
- d. Communications Committee
- e. Alfreda Mordas Reading Room Operational Committee
- f. And such other committees from time to time as designated by Council.

Sec. 4 CHAPTER STRUCTURE

- i. A chapter of OWN is a formally constituted body established in a municipality or region of Ontario that adopts the OWN Mission Statement and Objectives.
- ii. Where a Steering Committee has been formed for the purpose of establishing a chapter of OWN in a municipality or region of Ontario, it may apply to become a chapter of OWN where it demonstrates that its members support the objectives of OWN.
- iii. Upon entering into a chapter agreement with OWN under which agreement the chapter adopts the OWN Mission Statement and Objectives, and satisfies OWN that there are a sufficient number of OWN members in good standing to maintain such a chapter, the chapter may represent itself as a formal chapter of OWN.
- iv. A chapter may be dissolved by Provincial Council when it is no longer deemed viable, at the discretion of Council.

Article VII MEETINGS AND QUORUMS

Sec. 1 ANNUAL GENERAL MEETINGS

- i. Annual General Meetings shall be held as soon as practicable after the end of the organization's fiscal year to hear and receive reports and financial statements, to elect Council members and to transact any other business properly brought before the meeting.
- ii. The quorum at an Annual General Meeting shall be a minimum of 10% of members in good standing thirty days prior to the date of the Annual General Meeting.
- iii. In order for a proposal to pass, the vote of a simple majority of those members present shall be necessary. Should there be a tie, the Chair shall cast the deciding vote.

Sec. 2 COUNCIL MEETINGS

- i. Council shall meet four times a year and may meet more frequently as necessary.
- ii. Quorum of Council members at a meeting shall be a minimum of 50% of elected members of Council. Where there are an uneven number of members in attendance, quorum shall be rounded up to the next even number.

- iii. Where there is unanimous agreement amongst Council members, a meeting may be held by conference call or other electronic communication.

Sec. 3 GENERAL MEMBERSHIP MEETINGS

- i. General Membership Meetings shall be held at times and on dates determined by Council.
- ii. The quorum at a General Membership Meeting shall be a minimum of 5% of members in good standing thirty days prior to the date of the General Meeting.
- iii. In order for a proposal to pass, the vote of a simple majority of those members present shall be necessary. Should there be a tie, the Chair shall cast the deciding vote.

Article VIII ELECTIONS

Sec. 1 ELECTION TO COUNCIL

Each member of Council shall be elected for a two-year term. Any member of Council is eligible to be elected for a second two-year term.

Sec. 2 TERM OF OFFICE FOR OFFICERS

The term of office for all Officers shall be one year from the date of election. A member in good standing may be re-elected for the same position for a second term.

Sec. 3 ANNUAL GENERAL MEETING

Notice of the Annual General Meeting and Nomination Forms shall be distributed to the membership a minimum of 30 days in advance of the meeting.

Sec. 4 NOMINATIONS

Nominations may be made by members in good standing, either in advance or at the Annual General Meeting, and must have the written consent of the nominee.

Sec. 5 PROXY BALLOT

A proxy ballot shall be distributed along with notice of the Annual General Meeting to permit proxy authorization of a named member in good standing to vote on behalf of an absent member in good standing on any matter coming before the Annual General Meeting.

Sec. 6 VOTING

Only members in good standing at least 30 days prior to an Annual General Meeting or any Membership Meetings shall have the privilege of voting. At the discretion of the Chair, voting at all meetings may be either by a show of hands or by ballot.

Article IX AMENDMENTS TO BYLAWS

Sec. 1 QUORUM REQUIRED

These Bylaws may be amended or revised by an affirmative vote of two-thirds (2/3) of all qualified members present at the Annual General Meeting.

Sec. 2 AVAILABLE TO COUNCIL MEMBERS

Copies of proposed amendments to the Bylaws must be available at least two (2) weeks prior to a Council meeting and must be ratified at an Annual General Meeting.

Sec. 3 DISTRIBUTION PRIOR TO ANNUAL GENERAL MEETING

Revisions to these Bylaws must be distributed to members 30 days prior to an Annual General Meeting.

Article X DISSOLUTION

Sec. 1 DISPOSITION OF PROVINCIAL OFFICE ASSETS

Assets held by the Provincial Office in the event of dissolution shall be given to another non-profit feminist organization approved by Council, after all debts are discharged.

Sec. 2 DISPOSITION OF CHAPTER ASSETS

Assets held by a chapter of OWN shall, in the event of dissolution, be given to the Provincial Office, or with the approval of Council, to a local non-profit feminist organization.

Bylaws passed by resolution of Council April 27, 2009.

Ratified by unanimous vote by members in attendance at Annual General Meeting, June 14, 2009.