



BY-LAWS OF PEACE ALLIANCE WINNIPEG

Here set forth, in numbered clauses, are the By-laws providing for the transaction of the business and affairs of **Peace Alliance Winnipeg Incorporated**.

1 NAME

The name of the Corporation shall be **Peace Alliance Winnipeg Incorporated**.

1.2 Peace Alliance Winnipeg shall be incorporated under the laws of the Province of Manitoba as a non-profit organization.

2 PURPOSE

2.1 Peace Alliance Winnipeg is an organization in the voluntary sector committed to building a strong broad-based coordinated voice for peace. The primary aim is to facilitate the development of an organized movement that has its own profile on issues of national and international peace and human security and Canada's role in the world. Peace Alliance Winnipeg reaches out to all sectors of the local population, facilitates informed discussion and debate concerning matters of peace and security and Canada's role in the world, and organizes actions and projects that communicate coherent positions on such issues.

3 AFFAIRS OF PEACE ALLIANCE WINNIPEG

3.1 The operations of Peace Alliance Winnipeg may be carried on throughout the Province of Manitoba.

3.2 The fiscal year of Peace Alliance Winnipeg shall terminate on the 31st day of December.

3.3 Bourinot's Rules of Order, Current Edition, shall govern Peace Alliance Winnipeg in all matters or procedure not specifically covered by these By-laws.

3.4 In these By-laws and in all other By-laws of Peace Alliance Winnipeg hereafter passed unless the context otherwise requires, words importing the singular or masculine shall include the plural or the feminine, as the case may be, and vice versa, and references to persons shall include agencies and corporation.

4 PARTICIPATION

4.1 Participation in Peace Alliance Winnipeg shall be open to persons interested in

furthering the purpose of Peace Alliance Winnipeg.

4.2 Any person who upon submission of an appropriate application form and payment of current annual fees shall become an individual member of Peace Alliance Winnipeg.

4.3 Annual fees shall be paid by members

4.4 The membership shall determine annually the fee schedule and the responsibilities of members based on Executive recommendations.

4.5 A register shall be kept by the executive, or their designate, in which shall be recorded the names and addresses of all members.

5.0 ELECTION OF DELEGATES/REPRESENTATIVES

5.1 Delegates or representatives to any meetings, conferences, or other such events shall be nominated and elected by the membership.

5.2 Anyone who is to be nominated or elected to represent the organization at any such event must have attended a minimum of 50 (fifty) % of the regular meetings in the preceding twelve (12) months.

6 ANNUAL GENERAL MEETINGS

6.1 An Annual General Meeting of Peace Alliance Winnipeg shall be held at such time and place in each calendar year as agreed upon by the Executive.

6.2 Notice of the Annual General Meeting and of the general nature of the business to be dealt with shall be given in writing to all members of Peace Alliance Winnipeg by the Executive at least three [3] weeks before the date of the meeting. Notice may be provided through the newsletter or public notice or other means as determined by the Executive and the membership.

6.3 The arrangements for the Annual General Meeting shall be the duty of the Executive Committee or its designate.

6.4 The business of the Annual General Meeting, save as otherwise or additionally specified by the Executive Committee, and the order of its presentation and consideration shall be as follows:

(a) to receive and consider a report from the Chairperson on the activities of Peace Alliance Winnipeg

(b) to receive and consider a report from the Treasurer of the financial position of Peace Alliance Winnipeg

(c) election of officers (bi-annually)

6.5 to be eligible to vote at the Annual General Meeting membership must be confirmed at least ten (10) days prior to the meeting.

7 GENERAL MEETINGS

- 7.1 general meetings shall be held the first Tuesday of each month unless otherwise determined.
- 7.2 notice of a general meeting and the nature of the business to be dealt with shall be made available through the e-newsletter or other means if necessary to all members of Peace Alliance Winnipeg by the Executive at least seven days before the date of the meeting.
- 7.2 quorum shall be any two members of the general membership plus any two members of the Executive and the Chairperson (or their designate).
- 7.3 the arrangements for a meeting shall be the duty of the Executive Committee or its designate.
- 7.4 other meetings may be held during the year as determined by resolution.

8 ELECTIONS TO THE EXECUTIVE

- 8.1 Anyone who is to be nominated or elected to the Executive of Peace Alliance Winnipeg must have attended at least fifty (50) % of the regular meetings in the preceding 12 (twelve) months.
- 8.2 The Executive of Peace Alliance Winnipeg shall be chosen from the membership at large and elected by secret ballot.
- 8.3 A retiring executive member shall retain office until the dissolution or adjournment of the meeting at which the resignation of the executive member is accepted and a successor is elected unless such meeting was called for the purpose of removing the member from office, in which case the member so removed shall vacate the office forthwith upon the passing of a resolution for such removal.
- 8.4 Vacancies on the Executive shall be filled by nomination and election by current membership at large.

9 EXECUTIVE OFFICERS

- 9.1 The affairs of Peace Alliance Winnipeg shall be managed by an Executive of five (5) members. There shall be an Executive Committee consisting of the Officers of Peace Alliance Winnipeg as well as two members at large. The Officers of Peace Alliance Winnipeg shall be the Chairperson, Secretary, and Treasurer.
- 9.2 The Executive may prescribe such rules and regulations not inconsistent with these By-laws relating to the management and operation of Peace Alliance Winnipeg as they deem expedient
- 9.3 Outgoing officers shall continue in office until the first regular meeting following the Annual General Meeting

9.4 The position of an Officer shall be automatically vacated:

- (a) if the officer ceases to be a member of Peace Alliance Winnipeg
- (b) if, by notice in writing to Peace Alliance Winnipeg, the officer resigns from office;
- (c) if absent from three [3] consecutive meetings unless excused by the membership from attendance at such meetings.

9.5 The Executive may at any time appoint a member to fill any vacancy on a temporary basis until such time as an election may be held

9.6 A quorum for a meeting shall be a majority of the Executive

9.7 Executive members are expected (encouraged) to serve on at least one committee of the Peace Alliance Winnipeg (either ad hoc or standing), as reflects their interest and skills.

10 EXECUTIVE COMMITTEE & STANDING COMMITTEES

10.1 Each member of the Executive shall hold office for a term of two (2) years and be eligible for re-election.

10.2 The Executive Committee shall be empowered to carry out the work of Peace Alliance Winnipeg between meetings. The Executive Committee shall be subject to the orders of the Members and none of its acts shall conflict with any action taken by the Members and shall be subject to ratification by the Members

10.3 The Executive Committee shall meet at the call of the Chairperson or upon the request of three [3] members of the Executive Committee

10.4 A quorum for an Executive Committee meeting shall be a majority of members. There shall be at least ten [10] meetings of the Executive Committee each year.

11 PROCEEDINGS OF THE EXECUTIVE

11.1 The Executive may meet together at such places as they think fit for the dispatch of business, adjourn, and otherwise regulate their meetings and proceedings as they see fit.

11.2 The Chairperson shall chair all meetings of the executive, unless the members otherwise decide.

11.3 Questions arising at any meeting of the members shall be decided by a majority of votes of those present and entitled to vote

11.4 A quorum being present, questions arising at any meeting of the members shall be decided by a majority of votes of those present and entitled to vote.

12 DUTIES OF EXECUTIVE

12.1 Chairperson

- (a) reviews with the Executive any issues of concern to Peace Alliance Winnipeg
- (b) monitors financial planning and financial reports.
- (c) plays a leading role in fund-raising activities
- (d) evaluates annually the performance of the organization in achieving its mission
- (e) performs other responsibilities assigned by the membership

12.2 Secretary

- (a) is a member of Peace Alliance Winnipeg
- (b) maintains records of Peace Alliance Winnipeg and ensures effective management of the organization's records
- (c) manages minutes of Executive meetings as well as regular membership meetings
- (d) ensures minutes are available to members shortly after each meeting
- (e) is sufficiently familiar with legal documents (articles, by-laws, etc.) to note applicability during meeting

12.3 Treasurer

- (a) is a member of Peace Alliance Winnipeg
- (b) manages finances of Peace Alliance Winnipeg
- (c) administrates fiscal matters of Peace Alliance Winnipeg
- (d) provides annual budget to Peace Alliance Winnipeg for members' approval
- (e) ensures development and executive review of financial policies and procedures

12.4 Member-at-large

- (a) shall be a member of Peace Alliance Winnipeg
- (b) shall assist in ensuring that all functions of Peace Alliance Winnipeg and the executive are being carried out
- (c) shall assist in fund raising activities
- (d) shall assist in planning and carrying on the activities of Peace Alliance Winnipeg

13 ORDER OF BUSINESS

13.1 The order of business shall be:

- (1) reading of minutes of preceding meeting
- (2) reports of committees
- (3) reports of officers (including financial report)
- (4) old and unfinished business
- (5) new business
- (6) adjournment

14 FINANCES AND RECORDS

14.1 Accounts and financial records shall be maintained in accordance with generally accepted accounting practices.

14.2 A financial statement shall be presented to the Members at the monthly meetings for review and acceptance, and to the Executive Committee for monthly reviews and acceptance.

14.3 All records of Peace Alliance Winnipeg, including financial records, shall be maintained and shall be open and available for examination by members in good standing at any time by arrangement with the Chairperson.

14.4 The banking business of Peace Alliance Winnipeg shall be transacted with such Canadian chartered banks, Canadian trust companies and Credit Unions as may from time to time be designated by, or under the authority of, the Executive pursuant to such agreements and instructions as the Executive Committee may from time to time prescribe or authorize.

14.5 All cheques, drafts or orders for the payment of money shall be signed by the Treasurer and either the Chairperson or the Secretary.

15 SPOKESPERSONS

15.1 The Chairperson shall act as the official spokesperson for the organization in all matters

15.2 The Chairperson and/ or the Executive may appoint or authorize a designate to speak on behalf of the organization in special circumstances

16.0 AMENDMENT OF BY-LAWS

16.1 The By-laws of Peace Alliance Winnipeg may be amended by a 2/3 majority vote of those members in good standing present and voting at a meeting of the members called for that purpose

16.2 Proposals for amendment, supplement or repeal may be introduced and must be distributed to the members at least four [4] weeks prior to the meeting at which the amendment is to be considered.

16.3 No proposed amendment to these By-laws shall be submitted to any meeting of the members without being presented to the Executive first.

16.4 Action taken by the members to repeal or amend the By-laws shall take effect immediately.

17 DISSOLUTION

17.1 It is the unalterable provision of these By-laws that members of Peace Alliance Winnipeg shall have no interest in the property and assets of Peace Alliance Winnipeg and that upon dissolution or winding up of Peace Alliance Winnipeg any funds and assets of Peace Alliance Winnipeg remaining after satisfaction of its debts and liabilities, shall be distributed to a volunteer organization in the area whose objectives most closely accord with those of Peace Alliance Winnipeg as determined by its members at dissolution.

CHAIRPERSON

SECRETARY

DATED THIS _____th DAY OF _____, 2007

To contact Peace Alliance Winnipeg

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