

NAME

MEMBERSHIP — REMOVAL

1. The name of the organization shall be “The Pontiac Archives” in English and “Les Archives du Pontiac” in French.

5. (1) A member may be expelled if

INTERPRETATION

2. In this Constitution,

“Archives” means the Pontiac Archives;

“Board” means the Board of Directors as set out in section 7.

“organization” means the Pontiac Archives;

“the Pontiac” means the territory encompassed by the present-day Regional County Municipality of Pontiac and the former Pontiac County, including the former townships of East Aldfield and Onslow;

“regular meeting” means a meeting under section 11.

*(An interpretation clause sets out what terms are used regularly and that have a specific meaning in this context that requires explanation.)*

(a) the member’s conduct

(i) has brought the reputation of the Archives into disrepute, or

(ii) is disruptive to the point where it significantly impedes the ability of the Archives to conduct its business; and

(b) a motion to remove that member is passed by two-thirds of the members voting at a regular meeting.

(2) Notice of a motion under paragraph (1)(b) must be given, in writing, at a regular meeting not less than 28 days prior to the meeting at which the motion is to be voted upon.

(3) A member subject to a motion under paragraph (1)(b) may speak on their own behalf at the meeting at which the motion is presented.

(4) A member expelled under this section may re-apply for membership after one year.

*(This sounds drastic, even nasty, but defining a procedure for removal protects both sides: someone being threatened with being kicked out knows that these procedures have to be followed.)*

STATEMENT OF PURPOSE

3. The purpose of the Archives shall be

(a) to acquire, collect and preserve the documentary history of the Pontiac, and to make it accessible to the public; and

(b) to educate the public about the history of the Pontiac.

*(Anything else?)*

BOARD OF DIRECTORS

6. (1) The Archives shall be administered by a Board of Directors.

(2) The Board shall be comprised of the following members elected under the procedures set out under section 8:

(a) a President;

(b) a Vice President;

MEMBERSHIP

4. *(We need to determine any eligibility requirements for membership. Since members have a vote in what follows, we must establish who is a member and how they become a member.)*

- (c) a Secretary;
- (d) a Treasurer; and
- (e) three members at large.

(3) Members of the Board shall be elected for a one-year term, beginning on the day of the first regular meeting of the calendar year and ending on the day of the first meeting of the following calendar year.

(4) In addition to the members set out in subsection (2), the immediate Past President shall serve on the Board in an *ex officio* capacity. The Past President shall not have a vote.

#### BOARD OF DIRECTORS — RESPONSIBILITIES

7. (1) The President shall

- (a) chair all regular meetings;
- (b) oversee the day-to-day operations of the Archives;
- (c) serve as the public representative of the Archives; and
- (d) perform other duties as determined by the Board.

(2) The Vice President shall

- (a) in the absence of the President, perform the President's duties; and
- (b) perform other duties as determined by the Board.

(3) The Secretary shall

- (a) with the President, prepare an agenda for each meeting;
- (b) take, keep and circulate the minutes of each meeting;
- (c) keep all correspondence and files related to the day-to-day business of the Archives; and
- (d) perform other duties as determined by the Board.

(4) The Treasurer shall

(a) keep the financial records of the Archives, and report periodically on the finances of the Archives;

(b) *(I'm not entirely certain what else needs to be here, only that there probably is something I'm forgetting)*; and

(c) perform other duties as determined by the Board.

(5) The members at large shall perform the duties determined by the Board.

(6) *(General responsibilities of the Board, as well as Board meetings, could be included here.)*

*(This entire section could definitely be expanded upon. Ideas?)*

#### BOARD OF DIRECTORS — ELECTIONS

8. (1) The Archives shall elect the members of the Board of Directors at its first regular meeting of the calendar year.

(2) Elections will be conducted by a Returning Officer, who shall be chosen by the members present at the regular meeting at which the elections take place. The Returning Officer shall not seek election nor vote except to break a tie.

(3) The Returning Officer shall conduct the election by calling for nominations for each position, one at a time, in the order set out in subsection 6(2).

(4) When the Returning Officer calls for nominations for a position, any member present at the meeting may nominate another member for the position.

(5) The nominated member must

- (a) be a member in good standing of the Archives; and
- (b) be present at that meeting or have previously indicated, in writing, that they are willing to be nominated.

(6) A member who is nominated for a position may decline the nomination.

(7) If only one member is nominated for a position, that member is elected to the position by acclamation. But if two or more members are nominated for the position, an election must be held for that position.

(8) Despite subsection (7), nominations for all members-at-large positions shall be held concurrently. If three or fewer members are nominated for these positions, those members are elected by acclamation. But if four or more members are nominated for the positions, an election must be held.

(9) Each candidate for a position is entitled to make a brief speech at the meeting prior to the conducting of the vote.

(10) All members are eligible to vote. Voting must be by secret ballot.

(11) Once all members have had a reasonable opportunity to cast their ballots, the Returning Officer shall take those ballots to a private place to count them. Each candidate may, if they wish, appoint one person to witness the counting.

(12) The Returning Officer shall count the ballots and tabulate the total votes in the presence of the witnesses, if any, and shall announce the vote totals to those witnesses.

(13) If there are two candidates for a position, the candidate with the most votes will be elected to that position.

(14) If there are more than two candidates for a position, a candidate with more than 50 per cent of the votes will be elected to that position. If no candidate receives more than 50 per cent of the votes, a runoff election will be held between the two candidates who received the most votes in the first round.

(15) Despite subsections (13) and (14), in the case of an election for the members-at-large positions, the three candidates with the most votes will be elected to those positions. A 50 per cent threshold is not required, and there will be no runoff election.

(16) In the event of a tie vote, the Returning Officer shall vote to break the tie.

(17) The Returning Officer shall then announce the winner of the vote to the members present at the meeting.

(18) After a candidate has been elected to a position, the Returning Officer will proceed to the next position.

(19) The Archives may create additional rules for conducting elections in greater detail than is set out in this section.

#### BOARD OF DIRECTORS — VACANCY

9. (1) A Board position becomes vacant if the member holding that position resigns, is removed under subsection 10(2), or dies.

(2) In the event that a position other than President or Past President becomes vacant, the Archives shall hold a special election to fill that position until the next scheduled election. The special election shall take place at the next regular meeting, and shall be held under the same rules as regular elections under section 8, except for subsection (1).

(3) In the event that the position of President becomes vacant, the Vice President shall assume the position of President until the next election. The position of Vice President will then be filled by a special election under subsection (2).

(4) In the event that the position of Past President becomes vacant, the position will remain unfilled until an outgoing incumbent President becomes Past President.

## BOARD OF DIRECTORS — RESIGNATION AND REMOVAL

**10.** (1) A Board member who wishes to resign must do so in writing.

(2) A Board member may be removed from their position if

(a) one or more of the following criteria has been met:

(i) the member is incapacitated, is unlikely to be able to perform the duties of the position for an extended period of time, and is unable to resign,

(ii) the member has been absent without notice for no fewer than three consecutive regular or executive meetings,

(iii) the member has not performed the duties of their position for an extended period of time,

(iv) the member has used their position for personal or financial gain, or

(v) the member has been expelled under section 5; and

(b) a motion to remove that member is passed by two-thirds of the members voting at a regular meeting.

(3) Notice of a motion under paragraph (2)(b) must be given, in writing, at a regular meeting not less than 28 days prior to the meeting at which the motion is to be voted upon.

(4) A Board member subject to a motion under paragraph (2)(b) may speak on their own behalf at the meeting at which the motion is presented.

*(Again, unpleasant stuff, but it's for the protection of the member facing removal. This section says, show cause before firing.)*

## MEETINGS

**11.** (1) The Archives shall hold no fewer than 10 regular meetings during a calendar year.

(2) Regular meetings shall be open to all members.

(3) Quorum at a regular meeting shall consist of one-third of the total membership, but in no case shall be less than five.

(4) Despite subsection (3), quorum for votes requiring a two-thirds majority, including a vote to remove a member under paragraph 5(1)(b), a vote to remove a member of the Board of Directors under paragraph 10(2)(b), or a vote to amend this Constitution under section 13, shall be one-half of the total membership.

**12.** *(Anything about Board of Directors meetings?)*

*(We will need to differentiate between board meetings and regular meetings. We may also wish to set out what should be taken up by the Board, and what should be brought up at the regular meetings — a division of power, in other words.)*

*(Committees? Financial reports? Anything else?)*

## AMENDMENTS

**13.** This Constitution may be amended by a two-thirds vote of members at a regular meeting if a written notice of motion, setting out the proposed amendment, is presented at a regular meeting not less than 28 days prior to the meeting at which the motion is to be voted upon.

## DISSOLUTION

**14.** In the event of the dissolution of the Archives, all of its remaining assets, after payment of all outstanding debts and liabilities, shall be offered, in turn, to

(a) the Centre regionale des Archives de l'Outaouais in Fort Coulonge; and

(b) the Archives nationales du Québec (Centre de l'Outaouais).