



**REVISED – March 2005**

**ARTICLE I: OBJECTIVES**

1.01 The purpose of the Canadian Study of Parliament Group (hereinafter referred to as “the Group”) shall be to encourage and promote study of the Canadian Parliament and parliamentary processes generally; more specifically, its aims and objectives shall include:

- i. to sponsor research and studies on the Canadian Parliament, as well as the provincial and territorial legislative assemblies;
- ii. to stimulate discussion and understanding of parliamentary and legislative institutions and the legislative process;
- iii. to provide a forum for interaction among persons and groups interested in legislative institutions;
- iv. to facilitate, in a non-partisan manner, the development and improvement of parliamentary institutions and the legislative process; and
- v. to do all such proper things as are necessary, incidental or conducive to the attainment of the aims and objects of the Group.

**ARTICLE II: ACTIVITIES**

2.01 The activities of the Group may include:

- i. organizing and sponsoring conferences, seminars, symposiums and other meetings organized or sponsored by the Group itself or in conjunction with other groups and individuals;
- ii. encouraging research and writing on parliamentary government and institutions in Canada or comparatively, including publishing materials, such as books and periodicals, on parliamentary processes and procedure, legislative institutions and behaviour, citizen involvement and the development and improvement of Parliament and legislative assemblies; and



- iii. fostering public discussion and understanding of parliamentary matters through informational and educational activities, such as the preparation of articles for newspapers, participation in radio and television broadcasts, the sponsoring of public events, and the use of information technology.

### **ARTICLE III: MEMBERSHIP**

3.01 Membership in the Group shall be open to all persons interested in the Canadian Parliament and Canadian legislative institutions, upon payment of the annual membership fees, if any.

3.02 Members may resign at any time by submitting a written resignation to the Secretary.

3.03 Honorary Membership may be conferred by the Group on persons considered worthy.

3.04 Each member (except Honourary Members) shall pay an annual fee as recommended by the Board of Directors and approved at the annual general meeting. Any proposed change in the fees shall be sent with the notice of the general meeting and approved by a majority vote at the meeting.

### **ARTICLE IV: MEETINGS OF MEMBERS**

4.01 The Annual General Meeting shall be held not later than ninety (90) days after the end of the fiscal year end of the Group, at a time and place determined by the Board of Directors.

4.02 Special General Meetings may be called at any time by the Board of Directors and shall be held upon the written request of any twenty (20) members.

4.03 At least three weeks' notice of the Annual General Meeting and any Special General Meeting shall be given to all members of the Group in good standing; provided that no defect in notice or non-receipt of notice shall invalidate the Meeting, and provided that notice by electronic means shall be considered effective and valid.



4.04 The quorum for Annual General and Special General Meetings shall be sixteen (16) members.

4.05 Notice for the consideration of a substantive motion at a Annual General or Special Meeting must be given in writing to the Secretary at least 7 days prior to the Meeting.

## **ARTICLE V: BOARD OF DIRECTORS**

5.01 The Board of Directors shall consist of:

i. four Officers, who will be elected for one-year terms:

- President;
- Vice-President;
- Secretary; and
- Treasurer;

ii. the immediate Past-President, who shall also be an Officer; and

iii. ten Directors, who will be elected for two-year terms, chosen to provide expertise and guidance in the following areas:

- Research and Publications;
- Conferences and seminars
- Membership and communications;
- Partnerships and liaison; and
- Regional Activities.

provided that one-half of the directors will retire each year, and, in the event that a director is elected or appointed to fill a vacancy on the Board, his or her term of office shall be that of the person replaced.

5.02 In addition, the Board of Directors may appoint the chairs of working groups to be non-voting *ex officio* members of the Board of Directors for one-year terms, such terms to expire at the next Annual General Meeting.

5.03 The quorum for meetings of the Board of Directors shall be majority of its members then in office.



5.04 Vacancies resulting from resignations or deaths of members of the Board of Directors shall be filled by a majority vote of its remaining members until the next Annual General Meeting.

**ARTICLE VI: NOMINATIONS FOR BOARD OF DIRECTORS**

6.01 Each year, at least 60 days prior to the Annual General Meeting, the Board of Directors shall appoint a Nominating Committee, consisting of one Officer, one Director, and one member of the Group, to nominate the Officers and Directors for the upcoming year. The report of the Nominating Committee shall be circulated with the notice of the Annual General Meeting and posted on the website of the Group.

6.02 A motion to concur in the report of the Nominating Committee shall be moved at the Annual General Meeting; but may be amended only if a notice of amendment in writing was filed with the Secretary at least seven days in advance.

6.03 If the report of the Nominating Committee is adopted, with or without amendments, the Officers and Directors shall take office at the end of the meeting at which they are elected. If the report is not adopted, the Officers and Directors then in office shall remain in office until their successors are elected.

**ARTICLE VII: FINANCIAL**

7.01 The financial year shall be the calendar year. The Treasurer shall submit a proposed budget to the first meeting of the Board of Directors each year, and a financial report at the Annual General Meeting.

7.02 The members shall at each Annual General Meeting appoint a person at arm's length from the Board of Directors to review the accounts of the Group to hold office until the next Annual General Meeting, provided that the Board of Directors may fill any vacancy in the office of Auditor that occurs between Annual General Meetings. The reviewer's remuneration, if requested, shall be approved by the Board of Directors.



**ARTICLE VIII: GENERAL**

8.01 Members of the Board of Directors and of the Group may participate in meetings via tele-conference or other technology. Members participating in such way shall have the right to be counted in the quorum, may move motions, and may vote.

**ARTICLE IX: CONSTITUTIONAL AMENDMENTS**

9.01 Proposed constitutional amendments must be submitted to the Secretary, included with the notice of the general meeting, and disposed of at the general meeting. To become valid, they must receive the support of two-thirds of those present at the meeting.

9.02 This Constitution shall take effect upon adoption by the membership of the Group at an Annual General Meeting except as provided in Section 10.

**ARTICLE X: TRANSITIONAL PROVISIONS**

10.1 Notwithstanding any other provision in this Constitution:

- i. the next Annual General Meeting shall be held in 2006;
- ii. the members of the Executive Committee at the time of the adoption of this Constitution shall be deemed to constitute the Board of Directors until the next Annual General meeting; and
- iii. one-half of the Directors, including any vacancies, as determined on a random basis, shall be deemed to retire at the Annual General Meeting in 2006.

10.2 This Article 10 shall be deemed to be repealed at the close of the Annual General meeting in 2006.