

Constitution and By-Laws
May, 1997

Constitution

Article 1: Name

The name of the organization shall be the *Canadian Council of University Biology Chairs/Conseil Universitaire des Directeurs de Biologie du Canada (CCUBC/CUDBC)*.

Article 2: Object

The object of the Council shall be to encourage exchange of information among chairs of biology and related departments across Canada and to promote research and teaching of biology at universities, among the general public and at provincial and federal government levels. Any profits or other accretions to the organization shall be used in promoting these objectives.

Article 3: Membership

The membership shall consist of chairs of biology departments, interpreted in a broad sense to include botany, zoology, biological sciences and other related departments, at universities across Canada.

Article 4: Executive

The Executive of the organization shall consist of the President, Vice-President, Secretary (identified as the immediate Past-President), Treasurer and four Members-at-Large.

By-Laws

By-Law 1: Amendment of Constitution and By-Laws

- a) Notice of amendment to either the Constitution or By-Laws shall be submitted in writing to the Secretary at least one month prior to the Annual General Meeting at which it is to be considered. Such notice shall be sent by the Secretary to the membership either via e-mail or the Newsletter prior to the Annual Meeting.
- b) Changes in the Constitution and By-Laws require a majority vote of the membership present at the Annual General Meeting.

By-Law 2: Nomination and Election of Officers and Auditors

- a) The Executive, upon taking office, shall appoint a Nominating Committee of five members to prepare a slate of officers before the Annual General Meeting.
- b) Additional nominations shall be accepted from the floor at the Annual General Meeting.
- c) Each nomination must have the assent of the nominee.
- d) Where more than one candidate is nominated for a position, an election by secret ballot shall be held at the Annual General Meeting.
- e) Two auditors shall be named at the Annual General Meeting.

By-Law 3: Terms of Office

- a) The President shall hold office for one year and then assume the office of Past-President and Secretary for one year. The Vice-President shall hold office for one year prior to assuming the office of President. The Treasurer and the Members-at-Large shall hold office for two years.
- b) A vacancy in the Executive shall occur if the member's position as chair is terminated during his/her term, the member resigns from the position, or through death. Any vacancy occurring in the Executive shall be filled by appointment of the Executive.

By-Law 4: Finances

- a) The fiscal year shall coincide with the calendar year, January 1st to December 31st.
- b) The annual fee for members shall be determined at the Annual General Meeting and any changes will come into force as of January 1st of the following year. Membership fees shall be due by January 31st, for that year, following receipt of the invoice, payable to CCUBC/CUDBC.
- c) The necessary expenses of meetings of the Executive and the organization shall be defrayed by the organization. A registration fee may be charged for any meeting organized by the organization.
- d) Each new Treasurer shall be empowered by a motion at the Annual General Meeting to open a bank account in the name of the organization, to sign cheques and to pay all accounts.

- e) The President shall also be empowered at the Annual General Meeting to sign cheques and pay all accounts. This power shall be used only if the Treasurer is unable to perform these duties.
- f) An annual audit shall be made and distributed to the membership.
- g) The Treasurer shall report on the current status of the organization's finances at the Annual General Meeting.
- h) An outgoing Treasurer shall have 30 days from the end of fiscal year to close the books and have them audited. The accounts and assets shall normally be passed to the incoming Treasurer at the Annual General Meeting.

By-Law 5: Meetings

- a) An Executive meeting shall be held in the spring of each year in Ottawa to be combined with meetings with senior officials in appropriate federal government departments and agencies, and with members of Parliament.
- b) An Annual General Meeting shall be held in the fall of each year, the time and location to be decided by the Executive after consultation with the membership.

By-Law 6: Languages of the Organization

- a) The Constitution and By-Laws shall be available in both English and French versions.