

**CONSTITUTION OF
ABORIGINAL WOMEN'S ASSOCIATION
OF P.E.I. INC.**

ARTICLE 1 - NAME

The name of the corporation shall be the Aboriginal Women's Association of P.E.I. Inc. (Hereinafter referred to as the "Association")

ARTICLE II - PURPOSE

1. The Vision of the Association is as follows: to empower(promote) holistic healing and maintenance of health and well being of Aboriginal women.

2. The purpose of the Association is as follows:
 - i. To bring together aboriginal women in Prince Edward Island and to better equip them to maintain their cultural heritage in the family and the community by way of arts and crafts, folklore, culture tradition and all other aspects of aboriginal heritage.
 - ii. To promote a more positive self image among aboriginal women in Prince Edward Island.
 - iii. To assist and encourage all aboriginal women to contribute ideas and skills to the social, cultural and economic development of the Aboriginal Society.
 - iv. To encourage aboriginal women to assume a more positive and active role in assisting their people in Prince Edward Island.
 - v. To work toward a solution of aboriginal women's problems and to promote the interests of aboriginal people in Prince Edward Island.
 - vi. To work with all levels of government, public and private agencies and private industry to improve social, educational and employment opportunities for aboriginal women in Prince Edward Island.
 - vii. To acquire by way of grant, gift, purchase, bequest, devise or otherwise, real and personal property and to use and apply such property to the realization of the objectives of the Association.

ARTICLE III - CORPORATE SEAL

The Corporate Seal of the Association shall be the impression of a seal bearing the words "ABORIGINAL WOMEN'S ASSOCIATION OF PRINCE EDWARD ISLAND INC.", in a circular form.

ARTICLE IV - FISCAL YEAR

The fiscal year of the Association shall be the twelve month period ending on the 31st day of March, in each year.

ARTICLE V - HEAD OFFICE

The head office of the Association shall be in Lennox Island, Prince Edward Island.

ARTICLE VI - ASSOCIATIONS

The Association shall be at all times a member of the Native Women's Association of Canada.

ARTICLE VII - MEMBERSHIP

1. There shall be five (5) types of members in the Association namely:

- (i) full members;
- (ii) special members;
- (iii) associate members;
- (iv) members-at-large; and
- (v) honorary members.

(i) Full Members:

Full membership shall be granted to any female of Aboriginal ancestry, who is at least 16 years of age, who is a permanent resident of Prince Edward Island and who has proven her Aboriginal ancestry to the Board and submitted such membership application form and fulfilled such other criteria as may be required by the Board.

"Aboriginal ancestry" means proof that a female is a familial or lineal descendant of an aboriginal person of Canada (including, without limitation, the Indian, Inuit or Metis peoples of Canada) as evidenced by non- less than three of the following items:

- a) a birth, baptism, marriage or death record issued by a church or government.
- b) an official government document such as a census record, a court record (including probated or filed wills) or a land registry document;
- c) a written statement of a historian or a registered genealogist or a notarized affidavit subject to scrutiny and cross documents;
- d) such other evidence in written or verbal form, provided that it is coupled with other documents which the Board deems credible and acceptable.

" Permanent resident of Prince Edward Island," means an individual who has ordinarily lived in Prince Edward Island for a continuous period of at least six months with any time spent by such individual in a place outside of the Province for education or temporary employment purposes of the member or her spouse being included in the computation of such six (6) month period.

(ii) Special Members:

Special membership may be granted to non-aboriginal ancestry women who are the mothers or guardians of aboriginal children including adopted and foster aboriginal children.

(iii) Associate members:

Associate members may be granted at the discretion of the Association during the gen assembly to any female who is at least 16 years

of age and who wishes to support the Association, but who is ineligible, for whatever reason, for full membership.

- (iv) **Members At Large:**
Membership at large may be granted at the discretion of the Association during the general assembly to any person or group of persons sympathetic to the aims and objectives of the Association.
 - (v) **Honorary Members:**
Honorary memberships may be granted at the discretion of the Association during the general assembly to any person or group of persons whose efforts on behalf of the Aboriginal person warrants recognition.
2. The number of members in the Association is unlimited.
 3. A full member is entitled to attend all general and special assemblies of the Association, vote on all motions coming before such meetings and to be a member of the Board and Executive Committee.
 4. Special members, associate members, member at large and honorary members are entitled to attend all general and special assemblies of the Association but are not entitled to vote on any motion coming before such meetings or to be a member of the Board or Executive Committee.
 5. No member shall transfer their membership in the Association and such membership shall lapse and cease to exist immediately upon the occurrence of anyone of the following events:
 - (i) if the members die,
 - (ii) if the member delivers her written resignation as a member to the Board,
or
 - (iii) if the member ceases to qualify for membership or her membership is revoked
 6. The Board shall have the right to revoke the membership of any member and to remove the name of any member from the registry of list of members of the Association for any reason (including, but not limited to, the Aboriginal Ancestry of a member proving to be incorrect or the member acts in a manner contrary to the aims and objectives of the Association and its policies, procedures, rules or by-laws). The member in question has a right to appeal to the decision of the Board within 30 days and the Board must hear this appeal within 60 days.
 7. Membership dues will be decided upon at the Annual General Meeting

ARTICLE VIII - BOARD OF DIRECTORS

1. The affairs of the Association shall be managed by a Board of Directors comprised of nine (9) members, one of which shall be an elder and one of which shall be a youth (16-26 years of age) (Hereinafter referred to as "The Board".)
2. All members of the Board and committees of the Board shall be full members of the Association in good standing.

3. Meetings of the Board shall be held at least every three months and members of the Board shall be given reasonable notice of the meeting. A majority of the Board shall constitute a quorum. However, if there is not a quorum, a lesser number may adjourn the meeting to a future date and the number of members of the Board present at such adjourned meeting shall constitute a quorum.
4. Any member of the Board failing to attend three consecutive meetings without good cause shall be automatically removed from the Board.

ARTICLE IX - POWERS OF THE BOARD OF DIRECTORS

The Board shall have the following powers:

1. To enter into contracts. Any member of the Association may examine any contracts upon giving, one weeks' notice to the President of her intention to do so.
2. To issue, accept and endorse cheques, promissory notes, bills of exchange, bills of lading and other negotiable instruments.
3. To borrow money by way of mortgage, pledge or term loan on the most favourable terms that may be obtained from recognized lending institutions.
4. To hire employees, to define their job description and to decide on their remuneration.
5. To determine operating policies for the Association and the Board.
6. To appoint standing and special committees and to outline their responsibilities. The President shall be an ex-officio member of all such committees.
7. To suspend or dismiss for cause any member of the Association or Board.
8. To ensure that the affairs and financial statements of the Association are monitored and reviewed by the government departments that are the source of the funds of the Association.
9. To carry out all other duties commonly recognized as good business procedures and practices.
10. To appoint Board members to fill vacant positions, which may occur between annual assemblies.

ARTICLE X EXECUTIVE COMMITTEE

1. An Executive Committee consisting of the President, Vice-President, Secretary and Treasurer shall be responsible for conducting the affairs of the Association on a day to day basis and shall perform such other duties as assigned from time to time by the Board. The Executive Committee shall be accountable to the Board who, in turn, is accountable to the Membership.
2. The President shall, when present, preside at all general and special assemblies of the Association and meetings of the Board and the Executive Committee.

3. The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as shall be from time to time determined by the Board. In the event that the office of the President becomes vacant because of President's death, resignation or total disability, or removal, the Vice-President shall perform the duties of the President until the next annual assembly when a new President can be elected. The Vice-President shall be one of the signing officers of the Association.
4. Any vacancy which may occur in an office shall be filled by appointment of the President, pending 2/3 ratification at the next Business Meeting.
5. The Secretary shall keep all minutes of the general and special assemblies and meetings of the Board and Executive Committee and shall be the custodian of the seal of Association and of all books, papers, records, correspondence, contracts and other documents belonging to the Association which she shall deliver up only when authorized to do so by a resolution of the Board and to such a person or persons as may be named in the resolution and she shall perform such other duties as may from time to time be determined by the Board.
6. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Association in proper books of account and shall deposit all money or other valuable effects in the name and to the credit of the Association in such bank or banks as may from time to time be designated by the Board. She shall disburse the funds of the Association under the direction of the Board at the regular meeting thereof or whenever required of her, an account of all her transactions as Treasurer and of the financial position of the Association. She shall also perform such other duties as may from time to time be determined by the Board. The Treasurer shall be one of the signing officers of the Association.
7. The President may call a meeting of the Executive Committee at any time provided that all the members of the Executive Committee receive at least one days' notice of such meeting. Notice may be waived with the consent of all members of the Executive Committee- A majority of the Executive Committee shall constitute a quorum of any meeting.
8. The President or her designate shall be the official representative of the Association at all meetings of the Native Women's Association of Canada Board of Directors.

ARTICLE XI - REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE.

1. The members of the Board and the Executive Committee shall receive no remuneration for acting as such, but expenses incurred on behalf of the

Association may be defrayed by the Association with proper approval of the Board.

2. Notwithstanding XI (1) the Executive Committee may be paid a salary as provided for from the Native Women's Association of Canada or associated body, including a federal or provincial government department. All salaries shall be determined by the Board.

ARTICLE XII – EXECUTIVE DIRECTOR (new)

The Executive Director reports to the Board of Directors and is responsible for carrying out the organization's achievement of its mission and financial objectives, based on the direction of the Board.

ARTICLE XIII - MEETINGS

1. The general assembly of the Association shall be held annually.
2. At every general assembly, the report of the Board and the financial statements of the Association shall be presented to the members. The members may consider and transact any business, special or general (other than extraordinary resolutions) without notice thereof to the assembly.
3. A special assembly may be called at any time by the Secretary upon the instructions of the Board by notice in writing to the members of the Association at their last known address. A special assembly shall be called by the President or Secretary upon receipt of a petition signed by one third of the full members of the Association in good standing setting forth the reasons for calling such special assembly.
4. Twenty-one (21) days' notice of the general or special assembly, specifying the place, day and hour of the meeting, and in the case of special business, the nature of such business, shall be given to the members of the Association at their last known address. Any notice shall be deemed to have been given at the time when the letter containing the same would be delivered in the ordinary course of post and in providing such service it shall be sufficient to prove the envelope containing the notice was properly addressed and placed in the post office. The non-receipt of any notice by any member of the Association shall not invalidate the proceedings at any general assembly.
5. At any general or special assembly 50% plus 1 of the members registered for said meeting shall constitute a quorum.
6. Voting shall be by show of hands on all major matters with the exception of contested elections to the Board, in which case voting shall be by secret ballot.

ARTICLE XIV - ELECTIONS

1. The members of the Board will be elected at general assemblies and be comprised of President, Vice President, Secretary-Treasurer, Elder, Youth and four regular Board members (2 from the area consisting of Charlottetown and east of Charlottetown and two from west of Charlottetown).

2. Members shall be elected to the Board for a term of two years and shall be eligible for re-election.",
3. The Nomination Committee shall determine the rules and regulation of the election.
4. The Nomination Committee shall prepare and distribute the ballots for all elected positions.
5. Where more than one (1) member is nominated for a position on the Board, an election shall be held and the ballot shall bear the names of the nominated members, in alphabetical order. The nominated member receiving the majority of the votes cast shall be declared elected. Each nominated member shall be entitled to speak to the members prior to the vote.
6. Elections shall be by secret ballot except elections by acclamation. In such circumstances the chairperson of the annual assembly shall declare the candidate elected by acclamation.
7. The Nomination committee shall act as scrutineers during the elections of all Board members, including the Executive members. Additional scrutineers may be appointed by the nominees.

ARTICLE XV – REPEALS AND AMMENDMENTS OF BY-LAWS

1. In the event of any changes necessary in the by-laws of the Association, such proposed changes shall be submitted to the Secretary in writing twenty-one (21) days prior to the annual assembly of the Association. No changes amendments, or alterations to the by-laws of the Association shall be made except at the annual assembly or special assembly called to deal with the by-laws. Any such changes, amendments, or alterations in the form of a special resolution shall be made up on a vote of 75% of those present and entitled to vote at the annual assembly or special assembly called for that purpose.