

**BY LAWS
OF
THE ANTIGONISH TOWN AND COUNTY CRIME PREVENTION ASSOCIATION**

DEFINITIONS

Unless indicated otherwise the following definitions apply in these by-laws;

1. "Community Safety"- means the general feeling of safety enjoyed by the citizens of the communities throughout Antigonish Town & County as evidenced by the lack of crime and sense of safety and security of the people residing in the community.
2. "Crime"- means any behavior which is an offense under federal or provincial law or which threatens the quality of life or is a danger to property, and any behavior which the Association defines as a threat to the safety and wellbeing of Antigonish Town & County.
3. "Director"- means a member of the Board of Directors.
4. "Member"- means a member of this Association.
5. "Quorum means" -
 - a. At Board Meetings – no less than $\frac{3}{4}$ plus 1 of voting delegates
 - b. At Annual Meetings – no less than $\frac{3}{4}$ plus 1 of voting delegates
 - c. At General Meetings -- no less than $\frac{3}{4}$ plus 1 of voting delegates
6. "Registrar"- means Registrar of Joint Stock Companies appointed under the Nova Scotia Companies Act.
7. "Association"- means the Antigonish Town & County Crime Prevention Association.
8. "Special Resolution"- means a resolution passed at a general meeting provided;
 - a. members have been given advance notice of the intention to propose the
 - b. resolution as a special resolution
 - c. the resolution is passed by at least 75% of members present at the meeting an entitled to vote

MEMBERSHIP

9. The Executive to the Memorandum of Association and such other persons who maintain and promote the objectives of the Association as outlined in the Memorandum of Association, shall be admitted to membership in accordance to these by-laws, and none other, shall be members of the Association. Their names shall be entered in the Registrar of Members accordingly.
10. To reflect a cross-section of the community, membership may be representative of: YOUTH, SENIORS, BUSINESS COMMUNITY, TOWN AND COUNTY COUNCILS, SERVICE CLUBS, POLICE, UNIVERSITY, MEDIA, HOSPITAL, DRUG AWARENESS, SCHOOLS, and any other group or individuals who reside primarily within the Antigonish Town & County.
11. An organization or individual may make application for membership into the Association. The application may be verbal or written and the application shall be voted upon by the Board of Directors.
12. Membership is open to any organization or individual which exists or resides primarily within the Antigonish Town & County.
13. For purposes of registration, the number of members of the Association is unlimited.
14. Membership shall cease in the Association upon:
 - a. the death of the member;
 - b. the member resigns their membership

- c. ceases to reside primarily within the Town or County of Antigonish
- d. by means of a "Special Resolution".

FISCAL YEAR

15. The fiscal year of the Association shall be the period from July 1st in any given year to June 30th in the following year.

EXECUTIVE

16. The Executive shall consist of: Chairperson, Vice-Chairperson, Secretary, Treasurer and Police Liaison Officer
17. The term of office for members of the Executive, shall be for a term of two (2) years and shall not exceed two (2) consecutive terms. Any Executive member leaving their position shall forfeit all documents belonging to the Association.

Chairperson – presides over meetings of the Association

- shall have signing authority for the Association
- shall be an ex-officio member of all sub-committees

Vice-Chairperson

- shall in the absence of the chairperson, perform the duties of the chairperson

Secretary

- shall keep accurate minutes of all meetings
- shall be responsible for handling and distributing all correspondence
- shall act as custodian of all correspondence, minutes, and other papers pertaining to the everyday operation of the Association
- shall have signing authority

Treasurer – Custodian of all financial records of the Association

- shall be the primary signing authority on all accounts
- shall prepare a financial statement which will be presented at each meeting of the Association
- shall be responsible for payment of all outstanding Association accounts
- shall present a unaudited financial report to the annual general meeting of the Association
- shall provide information and statistics on local trends

BOARD OF DIRECTORS

18. The Board of Directors shall consist of a maximum of ten (10) persons.
19. The Board of Directors consists of:
- a. The members of the Executive Committee
 - b. One representative appointed by the Town of Antigonish
 - c. One representative appointed by the County of Antigonish

- d. Three Directors from the Membership nominated and then appointed by the Membership
20. The Board of Directors should meet every second month with the exception of the months of July and August. Only members of the Board of Directors may attend such meetings.
21. Directors and officers shall serve without remuneration and shall not receive any profit from their positions. However, a director or officer may be paid reasonable expenses incurred in the performance of his/her duties
22. The Board of Directors shall propose and present an annual report to the membership at the annual meeting of the Association.
23. The Association may, by Special Resolution, remove any director before the expiration of the period of office and appoint another person to complete the term of the removed director.
24. The Board of Directors shall be responsible for the general affairs of the Association, and shall perform such other duties which may, from time to time, be assigned to them by the membership of the Association.
25. If a member of the Board of Directors fails to attend three consecutive meetings without cause satisfactory to the other members of the Board of Directors, his/her office shall be declared vacant by the Board of Directors; and, after notice to the director and the organization which the director represents to this effect, the Board of Directors may fill the vacancy until the next annual meeting.
26. If a member of the Board of Directors resigns during a term of office, the vacancy may be filled by the Board until the next annual meeting.

MEETINGS

27. The annual general meeting of the Association shall be held within three (3) months after the end of the fiscal year of the Association and can be included as part of a regular monthly meeting.
28. Notice of the Annual General Meeting shall be advertised at least three weeks in advance.
29. Meetings shall be held once a month excluding July and August, **and notification of the next meeting shall be made at the end of each regular monthly meeting and published in the recorded Minutes for each month.**
30. In the absence of, the chairperson and vice-chairperson, another member of the executive or Board of Directors may conduct the meeting and act as chair.
31. All special resolutions will be available to the membership at the regular monthly meeting prior to the annual general meeting. Members wishing to introduce resolutions must submit them to the executive at least five (5) weeks prior to the annual general meeting.

VOTING

32. A "Special Resolution" vote is required to amend any by- laws or objectives of the Association. **A Special Meeting of the Board of Directors may be called by the Chairperson or by the Directors at any time, and shall be called by the Directors if requisitioned in writing by at least fifty perentum (50%) in number of the total membership at the time of the request. Members of the Board of Directors will be notified by telephone when a Special Meeting is called.**
33. Each member of this Association shall have one vote on issues brought to the floor of regular meetings or the Annual General Meeting.
34. A tie vote is a negative vote.

35. Point of Order. A member believes the meeting good order is being breached. Member may rise and say "Point of Order" The Chair allows the member to explain and if necessary calls for a vote for discussion.

COMMITTEES

36. A committee format will be used to implement various efforts on behalf of the Association.
37. The chairperson of each committee will be responsible to the Association as a whole in regard to all by- laws of the Association being adhered to by members of that committee
38. A committee shall report their activities to the Association at each monthly meeting.

NOMINATING COMMITTEE

39. The Board of Directors shall appoint a nominating committee consisting up to three persons, three months prior to the annual meeting. One member of the Board of Directors shall be a member of the nominating committee, along with two members from the general membership. The nominating committee shall present a sufficient number of candidates to fill all vacancies occurring on or before the time of the next annual meeting. Before convening a vote, the chairperson shall call for nominations from the floor. Positions shall then be filled either by acclamation, or in the case of more nominations than positions, by secret ballot from the members present.
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PROJECTS

41. All projects and programs undertaken by the Association must be approved by a vote of no less than one half ($\frac{1}{2}$) plus 1 of the members of the Board of Directors.
42. The Board shall determine the projects, programs and media coverage to be undertaken by the Association.
43. Each Committee Chair shall, prior to each meeting of the Executive Committee, supply to the Chair through the Secretary the minutes of all committee meetings held since the date of the last Executive Committee Meeting.
44. All committee chairs are responsible to the Association as a whole for ensuring that their committee members abide by the By-Laws of the Association
45. Committee chairs have the option of recruiting members for their committee
46. Committee Chairs may, with the approval of the Executive Committee, engage persons to provide advice or professional services to the committee where deemed necessary or desirable.

AMENDMENTS

47. Amendments to the by- laws may be effected at the annual or a special meeting by a three quarter ($\frac{3}{4}$) vote in favor of the proposed amendment(s).
48. Notice of any proposed amendment(s) shall be given, in writing, to the secretary at least five (5) weeks prior to the meeting in which the amendment(s) are to be considered.
49. The membership shall be notified of the proposed amendment(s) at least ten (10) days prior to the meeting at which the amendment(s) are to be considered.

ROBERTS RULES OF ORDER

50. The procedure at all meetings shall be governed by the rules referred to in Roberts Rules of Order.

MISCELLANEOUS

51. The Association shall file with the Registrar, with its annual financial statement, a list of its directors, listing their addresses; occupations; dates of appointment or election; and, within fourteen (14) days of a change of directors, shall notify the Registrar of the changes.
52. The Association shall file with the Registrar a copy, in duplicate, of every "Special Resolution" within fourteen (14) days after the resolution is passed.
53. Signing authority for contracts, deeds, bills of exchange, checking accounts and other instruments and documents, may be executed on behalf of the Association by the treasurer and any other member from the chairperson, vice-chairperson or secretary.
54. The seal of the Association shall be in the custody of the secretary and may be affixed to any document at the discretion of the Executive.
55. The books and records of the Association may be inspected by any member at any time within two days prior to the annual general meeting at the registered office of the Society.
56. The auditor of the Association shall be a person appointed by the members, normally, at the annual general meeting.
57. The Association assumes no responsibility for the actions of its member societies or individual members, nor does it assume any liability for indebtedness incurred by any of its member societies or individual members, save and except on those occasions where the action or indebtedness was specifically authorized by the members or the Executive Committee.
58. The borrowing powers of the Association may be exercised by Special Resolution of the membership. The Association shall file with the Registrar a copy of every special resolution within 14 days after the resolution is passed.

Approved by motion at the AGM, October 18, 2012

Amended by Special Resolution Vote on February 21, 2013