

Ucwalmicw Centre Society

Constitution

1. NAME:

The name of the Society is Ucwalmicw Centre Society

2. PURPOSES AND OBJECTIVES

The primary purpose is to build, operate and maintain an educational and Cultural Centre for use by the Lillooet community at large:

(b) to provide instruction in:

(v) written and spoken languages;

(vi) arts and crafts;

(vii) life skills;

(viii) traditional spiritual healing activities;

(f) As a place of spiritual healing to hold religious ceremonies, observances, rites and similar.

(g) To provide assistance programs and support groups, for example those directed towards the rehabilitation of people with alcohol or drug problems; and

(h) To give a bursary to adult students who are taking an education program;

(i) In furtherance of foregoing charitable purposes to carry on ancillary and incidental activities.

3. LOCATION OF OPERATIONS:

The operations of the Society are to be carried out chiefly on the Lillooet Indian Reserve #1 and in the District of Lillooet in the Province of British Columbia. This provision is alterable.

4. DISSOLUTION:

In the event of dissolution of this Society all assets remaining after all debts have been paid or provision for payment has been made, shall be paid or transferred to a recognized Canadian charitable organization to be determined prior to, or at the time of dissolution. "This clause is unalterable."

UCWALMICW CENTRE SOCIETY

BY-LAWS

I. MEMBERSHIP:

1. A register of members shall be kept by the Secretary of the Society.
2. Any T'it'q'et member or spouse of a T'it'q'et member shall be entitled to apply for membership in the society
3. Subject to clause 6 below, all applications for membership in the Society shall be accepted and registered by the Secretary of the Society.
4. Any member shall have the right to withdraw or resign from Membership in the Society, upon giving notice to that effect to the Secretary of the Society.
5. Any member may be expelled from membership in the Society for misconduct or conduct unbecoming a member of the Society, or for violation of the Constitution or the By-laws of the Society, by a resolution of the Board of Directors. A person who is expelled shall no longer be a member in good standing of the Society and that person's name shall immediately be removed from the register of members by the Secretary.
6. Any person so expelled, may apply, at any time, to be reinstated as a member of the Society. Reinstatement of the expelled member must be approved by a resolution of the Board of Directors.

II. MEETING OF THE SOCIETY:

1. **The annual general meeting** of the Society shall be held each year during the last week of March at such time and place as the Board of Director may decide. Notice of such meeting shall be delivered to each member not less than fifteen (15) days prior to such meeting. Notice shall be given ordinary mail.
2. **General or special meetings** of the Society shall be held at such times, and places as the Directors may decide. Notice of such meetings shall be delivered to each member not less than fifteen (15) days prior to such meeting, stating the business to be considered.
3. **Quorum** at any meeting of the Society shall not be less than 25% of the membership but shall not be less than 3 members.

4. **Voting** shall be by secret ballot. Every member in good standing of the Society shall be entitled to one vote, which must be cast personally. A simple majority of votes shall in each instance determine the issue.
5. **Special Resolutions:** For all purposes of the Society, 'special resolution' shall mean a resolution passed by 75% of the membership entitled to vote, as are present in person at an Annual General, General, or Special Meeting of which, at least 15 days, notice has been given, specifying the intention and purpose of such a special resolution.

III. DIRECTORS:

1. The affairs of the Society shall be managed by the Board of Directors who may exercise all such powers and do all such acts and things as may be exercised or done by the Society.
2. The Board of Directors shall consist of five (5) members in good standing. The Directors shall be elected at the annual general meeting of the Society from the membership eligible to vote, except that an employee of the Society may not be a Director.
3. Election of Directors may be acclamation, otherwise it shall be by secret ballot. Elections shall be by simple plurality of votes counted.
4. The Directors shall retire from the Board at each annual general meeting when their successors have been elected.
5. In the event of any Director of the Society being absent from four (4) consecutive meetings of the Board, that Director shall be deemed to have resigned from the Board of Directors for the Society.
6. Any Director may be dismissed from the Board for misconduct or conduct unbecoming a Director of the Society; or upon expulsion as a member in good standing; or for violation of the Constitution or the By-law of the Society, by a resolution of the Board of Directors shall immediately be declared by the remaining Directors.
7. Where a vacancy occurs on the Board of Directors between annual general meetings, such vacancy may be filled by appointment of any member in good standing, by the remaining Directors.

IV. PROCEEDINGS OF DIRECTORS:

1. The Directors shall meet at such times and places as they may decide, but not less than four (4) times per year, and may adjourn any meeting at pleasure.
2. Quorum at all meetings of the Board shall be three (3) Directors present.
3. At the first meeting of the Directors following an Annual General Meeting, the Directors shall appoint from among themselves as Secretary and a Treasurer, and may appoint such

other officers as the Directors deem advisable for the efficient conduct of the affairs of the Society.

4. The Board of Directors shall manage the affairs of the Society and shall have the power to employ such staff and to set the terms of the employment and do all things as may be necessary for the efficient administration and operation of the Society.
5. The Directors shall not be paid for their services and Directors of Officers, but expenses incurred on behalf of the Society, may be defrayed with the approval of the Board of Directors

V. DUTIES OF OFFICERS:

1. The Secretary shall:

- a. conduct the correspondence of the Society;
- b. issue notices of meetings of the Society and Directors;
- c. keep minutes of all meetings of the Society and the Board of Directors
- d. prepare a tentative agenda prior to all meetings of the Society and the Board of Directors;
- e. have custody of all records and documents of the Society except those required to be kept by the treasurer;
- f. have custody of the common seal of the Society, and
- g. maintain the register of members.

2. The Treasurer shall:

- a. keep such financial records, including books of account, as are necessary to comply with the SOCIETY ACT, R.S.B.C.; and
- b. render financial statements to the Directors; members, and others when required.

VI. FINANCIAL RECORDS AND BORROWING:

1. The fiscal year of the Society shall terminate on the last day of March of each and every year
2. The accounts and books of the Society shall be examined at least once in every year and their corrections ascertained by an accountant to be appointed by the Board of Directors.
3. The Directors shall lay before the members of the Society, at each annual meeting, the financial statements showing income and expenditures of the Society during the proceeding fiscal year.
4. The Directors may exercise all powers of the Society to borrow or raise or accept the payment of money, in such manner and form, at such time, in such amounts and upon such terms as they think fit, except that assets of the Society shall not be given as security for any debt without the sanction of special resolution of the Society.

VII. INSPECTION OF RECORDS:

1. The books and records of the Society may be inspected by any member of the Society, at any reasonable time, at the Society office.
2. The Board of Directors shall see that all necessary books and records of the Society required by the By-laws of the Society or by any provincial or federal Law is regularly and properly kept.

VIII. SEAL:

The common seal of the Society shall be in the custody of the Secretary and shall not be affixed to any instrument except by the authority of the resolution of the Society or the Board of Directors and shall be affixed in the presence of any two (2) Directors, who shall sign every instrument in which the Seal is so affixed in their presence.

IX. AUDIT:

Ucwalmicw Centre Society year end financial statements will be provided and signed by two Board of Directors. These financial statements will be presented at each annual general meeting to the community for approval.

X. SOCIETY OFFICES:

The headquarters and offices of the Society shall be located at the Lillooet Indian Reserve #1, in the Province of British Columbia.

XI. AMENDMENTS OF BY-LAWS:

The By-Laws of the Society shall not altered, or added to except by a special resolution of the Society. (See By-Laws II 5).