

Alberta Association of the Deaf

Objects and By-Laws



ALBERTA ASSOCIATION
OF THE DEAF

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OBJECT

ARTICLE I: NAME

This organization shall be known as ‘Alberta Association of the Deaf’, hereinafter as ‘this Association’

ARTICLE II: OBJECTS

The objectives of this Association are:

- a) to assist in promoting general well-being of all Deaf and Hard of Hearing persons of Alberta;
- b) to promote advocacy for any organizations, institutions, agencies, and other recognized groups in their efforts to achieve goals that are compatible with the goals of this Association;
- c) to participate on creating public awareness of deafness and in bringing to the attention of appropriate authorities the needs to achieve the objectives of this Association;
- d) to inform general public about talents and abilities of Deaf and hard of hearing individuals and about the Deaf Culture;
- e) to advance awareness of and provide education about American Sign Language (ASL) as one of the bona fide essential languages in the inclusive mainstream society;
- f) to assist in promoting and protecting the rights and entitlements of the Deaf and Hard of Hearing in all aspects including having access to/with communication sources in Alberta;
- g) to seek affiliation of any local and provincial organizations as a way to incorporate efforts in pursuit of their objectives that are similar to those of this Association;
- h) to provide services as approved by the Board in principle consistent with the objectives of this Association;
- i) to establish advisory committee or committees to provide the Board with necessary information;
- j) to acquire lands, by purchase or otherwise, erect or otherwise provide a building or buildings for social and community purposes; and
- k) to sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of this Association;
- l) to promote awareness of the uniqueness of how Deaf and Hard of Hearing persons adapt within the inclusive mainstream society.

NOTE: Deaf and Hard of Hearing groups include individuals who have visual impairments.

ARTICLE III: OPERATIONS

Operations of this Association are mainly held in the City of Edmonton or other city in the Province of Alberta determined by the Board of Directors.

BY-LAWS

ARTICLE I: MEMBERSHIP

Section 1: Eligibility

Any individual in the Province of Alberta having genuine interest in the objectives and activities of this Association may become a member of this Association upon payment of a membership fee described in the By-Laws Article 1, Section 3. The Board reserves the right to review membership within the framework of the Association objectives.

Section 2: Classification

- a) ACTIVE member is any Deaf and Hard of hearing individual taking part in this Association with full membership privileges such having right to make motions, vote, and hold an office.
- b) ASSOCIATE member is any hearing individual taking part in this Association with no motion making, voting, and office holding privileges; however, he/she may enjoy other privileges of membership.
- c) AFFILIATED member has an individual membership status through being a member of an organization affiliated with this Association with no motion making, voting, and office holding privileges; however; he/she may enjoy other privileges of membership.
- d) Honorary member has a deserving Deaf and Hard of hearing individual may be considered for becoming a Honorary Member of this Association according to the following conditions:
 - i) Upon a signed recommendation of one active member, seconded by another active member and by a three-fourth vote by ballot at a board meeting of this Association, the honorary membership may be conferred upon an adult resident of Alberta/anywhere.
 - ii) A Honorary member shall have none of the obligations of membership in this Association but shall be entitled to all of the privileges except those of making motions, casting votes and holding office.
 - iii) A maximum of two such appointments may be making each year.
 - iv) The Board may elect and vote a Honorary member if he/she already resided in the Province of Alberta and committed his/her volunteer time to the services relating to Deaf and Hard of hearing more than 15 years.

Section 3: Membership/Club Affiliation Fee

The membership fees and club affiliation fees of this Association shall be the amount determined by the active members at annual general meeting payable on the first day of the following fiscal year, subject to the By-Laws Article 1: Section 4.

Section 4: Members/Clubs in Good Standing

- a) Any member/club of this Association shall be considered to hold the status of “member/club in good standing” if he or she/ club has paid the appropriate fees for the fiscal year of this Association covering the yearly period of September 1 and August 31.
- b) Any member of Association who is found guilty of intentionally violating the Objects or By-Laws shall no longer be considered to holding the good standing status.

Section 5: Withdrawal or Expulsion from Membership

Any active or associate member wishing to withdraw from the membership status may do so upon providing the Board with a written notice handed through the Secretary. If any member is in arrears for fees or assessments for any year, he or she shall automatically be suspended and shall thereafter not be entitled to any membership privileges or powers in this Association until reinstated. Any member upon the vote of three-fourth of the board members may be expelled from membership for any cause, which this Association may deem reasonable. Withdrawn, expelled, and suspended members have no membership privileges.

Section 6: Club Affiliation/Responsibilities

Any local club/association of/for the Deaf and Hard of hearing in the Province of Alberta having genuine interest and support in the objectives and activities of this Association may affiliate with this Association upon a payment of an affiliation fee described in the By-Laws Article 1, Section3. The Board reserves the right to review application for affiliation within framework of the Association objectives. Those affiliated clubs/associations be responsible for sending at least one representatives to any board of directors or annual general meetings of this Association at its full travel/ necessary expenses unless a special agreement/condition(s) clearly written from this Association. Those representatives are responsible for bringing necessary number of copies of typed and summarized club reports (limited up to two pages) for distributes in to all board members and representatives at each meeting.

ARTICLE II: MEETING

Meetings of this Association may be called at any time by the Secretary upon instruction of the President or the Board with a written or signed language notice sent to the last known address of each active member, delivered via any means of contact at least 60 days prior to the date of Annual General Meeting or 30 days prior to the date of Board of Directors Meeting or 10 days prior to the date of Executive Board Meeting. The President may call Executive Council meetings as required.

Section 1: Annual General Meeting

This Association shall hold an Annual General Meeting on or before the 30 of November in each year, of which meeting due notice shall be given to anyone. The order of business at this meeting shall be as follows:

- President/designates call to order and Secretary/designates roll call
- Approval of reading of minutes of last Annual General Meeting
- President's address
- Treasurer audited financial report and statement
- Reports of Executive Board/Executive Committees/Standing Committees/Club Representatives
- Amendments to By-Laws
- Old Business
- New Business
- Election of Board Directors (every odd years)/Pledge of Oath
- Instructions for the Executive Board
- Determination of the Date & Site of the next Annual General Meeting
- Announcements
- Adjournment (Reconvene for Executive Board Meeting)

Section 2: Board Meeting

Immediately after the adjournment of an annual general meeting, a meeting of the Board shall be held for election of directors to decide and serve their respective positions as described in By-Laws Article IV, Section 1. Those attendants of the Executive Board would have final reading/approval of minutes of last executive board meeting before the newly elected Executive Board takes its turn of handling the business of this Association for next two years immediately and decided what date and site of next executive board meeting prior to the adjournment of the meeting. Other urgent matters any be brought up in the meeting at the newly formed Board. The order of business at the meeting shall be:

- Election of Officers
- President's call to order and Secretary's roll call
- Approval of Reading of minutes of last Board Meeting
- President's report
- Executive Committee/Standing Committee/Club Representatives' Reports
- Old Business
- New Business
- Date & Site of next Board Meeting
- Announcements
- Adjournment (Reconvene for the Executive Board Meeting)

Section 3: Special Meeting

Any five active members including two executive officers/directors may give the President written request to call a special meeting to deal with purposes that need attention in such meeting within seven days notice. Members will be notified of special meeting by letter/telephone/facsimile/e-mail.

ARTICLE III: BOARD OF DIRECTORS

Section 1: Composition and Eligibility

Any active member may be elected to the Board as a director at an annual general meeting. The Board of Directors membership consists of the officers/directors of the executive board and at least one representative each from affiliated clubs.

Section 2: Function

The Board shall, subject to the By-Laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the business and affairs of this Association, and meetings of the Board shall be held as often as the business of this Association require attention, and Board meetings shall be called by the President at least once every two or three months for every fiscal year.

ARTICLE IV: EXECUTIVE BOARD

Section 1: Composition

The Executive Board Membership consists of 8-9 Officers/Directors: President, Past President, Vice-President, Secretary, Treasurer, (or Secretary-Treasurer) and four Directors-at-large. The office of Secretary and Treasurer may be filled by one person if any board meeting for the election of officers decides as feasible and practical.

Section 2: Election of Officers

At their first meeting, the newly formed Board shall elect any 7-8 directors for any of the positions described in By-Laws Article IV, Section 1 except the position of Past President. For the position of Past President, the new executive board would be responsible for handling the matter to appoint the immediate retiring President of this Association available for the position for a two-year term. In case of his/her decision declining to accept the appointment due to reasoning, the Executive Board is authorized to appoint the replacement of any other former Presidents of this Association.

Section 3: Function

The executive Board carries out duties as determined by the Board of Directors between the Board of Directors meetings and report to the Board of Directors providing that these are consistent with the objectives of this Association.

Section 4: Duties

- a) **PRESIDENT:** The President shall be an ex-officer member of all committees. He/she shall, when present, preside at all meetings of this Association. He/she carries out duties required by the Board.
- b) **PAST PRESIDENT:** The Past President shall be a non-voting member on the Executive Board. Also, he/she shall assist the Board as needed and shall act as Parliamentarian at all meeting.
- c) **VICE-PRESIDENT:** In President's absence, the Vice-President shall preside at any such meetings, and in the absence of both President and Vice-President, a chairman may elected from among the directors to preside the meeting on behalf of either executive officer. The Chairperson carries out duties as expected of the President only for the duration of meeting on that specific day unless clearly determined by the Board. The Vice-President shall be responsible for the By-Laws of this Association including the duty handling all amendments/changes proposed for the annual general meeting and keeping it updated every year. The Vice-President carries out duties as expected of the President.
- d) **SECRETARY:** It shall be the duty of the Secretary to attend all meetings of this Association and to record accurate minutes of such meetings. He/she shall be the custodian of the Seal of this Association; the Seal whenever used shall be authorized by the signatures of the Secretary and the President, or the Vice-President in event of death or inability of either President or Secretary. The Seal of the AAD when required may be affixed to contracts, documents and instruments in writing signed as aforesaid or by an officer or officers appointed by resolution of the AAD Board of Directors. A director shall be appointed by the Executive Board to assume duties/responsibilities of the secretary should be the latter have been incapacitated. The Secretary shall, under directions of the President and the Board, handle all correspondences for prompt replies when requested/necessary. The secretary shall also maintain updating a record of all the members of this Association and their addresses, all notices, and minutes of meetings as required.
- e) **TREASURER:** The Treasurer shall be bonded and capable of handling all treasury works of this Association. He/she shall receive all monies paid to this Association and shall be responsible for bank transactions as required by the Executive Board or/and the Board of Directors. He/she shall maintain updating accurate records of all financial transactions of this Association and shall be the custodian of all required financial documents. He/she shall prepare and present summarized or detailed financial reports at all Board meetings and an audited financial report at each annual general meeting. He/she shall be responsible for each copy of all financial reports at each meeting available for the Secretary of this Association

for record keeping. Copies of such reports shall be available for members present in the meeting. As required, detailed financial information shall be available to satisfy relevant questions from members arisen only during the meeting.

- f) **DIRECTOR-AT-LARGE:** The Directors of the Executive Board carry out duties as determined by the Board.

Section 5: Removing Directors

The Executive Board members and Board of Directors shall be eligible for re-election at the annual general meeting. The officer of the Executive Board and Board of Directors shall automatically be vacated:

- If an officer/director shall resign from his/her position by delivering a written resignation to the secretary or the president of this Association;
- He/she is found to be lunatic or becomes of unsound mind;
- If a resolution is passed by $\frac{3}{4}$ of the voting members present at the annual general meeting that he/she be removed from his/her position;
- On death.

Provided that any vacancy shall occur for any reason in this paragraph, the AAD Board of Directors or the voting members may be a resolution to fill the vacancy with a person in good standing as a member of this Association.

Section 6: Term

The term of the Executive Board officers/directors shall be two years; any one of them may be re-elected for another two year term except for the Past President's term depending on the present President's term of re-election or retirement from the Presidency of this Association. Any one of positions may be vacated and the vacancy may be occupied by a replacement as authorized by the Executive Board before the expiration of the two-year term.

ARTICLE V: FINANCE

Section 1: Audit

All financial records shall be audited by a chartered accountant or appointed auditor(s) appointed by the Executive Board for submission of audited financial annual report at annual general meeting.

Section 2: Fiscal Year

June 30 is each year shall be the end of the fiscal year of this Association.

Section 3: Accessibility

The books and records of this Association may be inspected by any active member of this Association at an annual general meeting provided that advanced notice at least 72 hours prior to the date of the meeting has been given to allow preparation of, delivery of, and availability of the required actual documents. All members of the Executive Board shall have full access to such documents at any reasonable time.

Section 4: Cheque Authorization

The Treasurer and one of either the President or the Vice-President of this Association shall be authorized to sign on any cheque.

Section 5: Borrowing Money

The Board of Directors may make arrangements with any chartered bank or trust company doing business in the Province, for the deposit of monies or securities belonging to this Association as they from time to time deem necessary, including the borrowing of monies for the purposes of this Association.

ARTICLE VI: STANDING COMMITTEE

The Board of Directors establishes a standing committee providing with information that help is needed to develop and formulate a proposal or a series of proposals for eventual consideration by the Executive Board. The Executive Board, once satisfied for such developed proposals are compatibles with the objectives of this Association or/and with the decisions made at a Board of Directors meeting, may transform such proposals into official proposals of this Association.

The Board of Directors may establish and maintain several standing committees as required to deal with separate goals. The Board of Directors may invite anyone with interest and/or needed expertise to serve on one such committee. Each standing committee is made up of at least one of the active member from the Board of Directors and any number of persons who are either members or non-members of this Association. The standing committee dissolves as soon as it has served its purpose or is no longer required by the Board of Directors.

ARTICLE VII: WORKING LANGUAGE

The American Sign Language known as ASL is used at any meeting of this Association and written English is used for recording. Audio and videotapes as well as materials of electronic nature like computer software may be used for recording purposes providing that recorded information is retrievable and reusable.

ARTICLE VIII: QUORUM

Seven active members in good standing shall constitute a quorum at the annual general meeting. At an Executive Board meeting four executive members shall constitute a quorum and at a Board of Directors meeting four board members shall constitute a quorum.

ARTICLE IX: VOTING

Active members have voting privileges in Annual General Meeting and Special Meeting of this Association. Votes must be made in person and no proxy votes shall be accepted. Board of Directors have voting privileges in non-Executive Board meetings of this association. Executive board members have voting privileges in Executive Board meetings of this association.

ARTICLE X: REMUNERATION

Unless authorized at any properly announced Board meeting, no officer or member of this Association shall receive any remuneration for his/her service.

ARTICLE XI: BORROWING POWERS

For the purpose of carrying out its objects, this Association may borrow, raise or secure money in such manners deemed legitimate and appropriate. This Association may issue debentures in order to secure funds; however, no debenture shall be issued without the sanction of special resolution of this Association.

ARTICLE XII: AMENDMENTS

Any By-Laws may be rescinded, altered or added to by special resolution passed by a majority vote of not less than $\frac{3}{4}$ of the number of active members present, in person, at an annual general meeting providing that a written notice specifying the suggested or proposed changes has been sent to each active member at least one month prior to the annual general meeting.

ARTICLE XIII: DISSOLUTION

Upon dissolution of this Association, the remaining assets of this Association shall be distributed to charitable organization or organizations, as may be designed on winding up, to further or promote well being of the Deaf and Hard of hearing, and in no event, shall any of the assets be applied for any use other than a charitable one. Final decision shall be made by a majority vote of active members present, in person, at a general meeting.