



**NWT SENIORS' SOCIETY  
BY-LAWS AND CONSTITUTION**

**Approved by a motion of the membership, Nov 5, 2024**

**Review date: 2029**



**NWT SENIORS' SOCIETY**  
**BY-LAWS AND CONSTITUTION**  
**TABLE OF CONTENTS**

Mandate	1
Vision	1
Interpretation	1
Membership	1
Meetings	2
Books and Records, Minutes of Meetings	2
Financial Provisions	2-3
Borrowing Powers	3
Disposal of Funds	3
Board of Directors	3-4
Officers of the Executive Committee	4
Duties of Officers and Directors	4
Past President	4
President	4-5
Vice-President	5
Secretary-Treasurer	5
Committees of the Society	5
Voting Rights of Members	5
Withdrawal and Expulsion of Members	5-6
Seal and Signing Authority	6
Making, Altering and Rescinding	6
Appendix A: List of Regions	7



## **NWT SENIORS' SOCIETY BY-LAWS & CONSTITUTION**

### **MANDATE**

The NWT Seniors' Society is dedicated to promoting the independence and wellbeing of older adults through advocacy and the delivery of services.

### **VISION**

The NWT Seniors' Society envisions a society where seniors age well and have choices.

### **INTERPRETATION**

The term "Society" shall refer to the NWT Seniors' Society; the term "Board" shall refer to members of the Board; or members appointed by the Board who occupy the positions of President, Vice-President, Secretary-Treasurer and the immediate Past President, or any other positions as determined to be necessary to carry on the business of the Society.

### **MEMBERSHIP**

Regular membership shall be open to all persons 50 years or over on payment of a membership fee as determined by the Board at the Annual General Meeting:

- I. Associate membership shall be open to all persons between 16 and 49 years on payment of a membership fee, as determined by the Board at the Annual General Meeting.
- II. Associate membership for organizations that do not qualify may be granted as determined by the Board at the Annual General Meeting.
- III. Group memberships for organizations and groups whose objectives are compatible with the objectives of the NWT. Seniors' Society, and whose major activities are with and for senior citizens, are eligible for associate membership on payment of a membership fee, as determined by the Board at the Annual General Meeting.
- IV. Honorary memberships can be conferred, as recommended by the Board at the Annual General Meeting. Honorary members will no longer pay membership dues and shall be entitled to make motions and vote at the Annual General Meeting, General Meetings or Special Meetings. Honorary members may be eligible to hold office within the Society.

### **MEETINGS**



- I. An Annual General Meeting of the Society shall be held between thirty-one (31) and one hundred and eighty (180) days of the close of the fiscal year, the 31<sup>st</sup> day of March, each year. Fourteen (14) days notice of such a meeting shall be advertised by radio, by email and social media.
- II. A general or special meeting of the Society may be called at the discretion of the President or Vice-President provided the reason for the meeting is set out and no less than fourteen (14) days notice shall be advertised on radio, by email and social media.
- III. If the President and Vice-President are absent from a general or special meeting, another member of the Executive Committee shall be elected to preside over the meeting, for that meeting only.
- IV. A quorum for an Annual General Meeting or Special Meeting of the Society shall be ten percent (10%) plus one (1) of those members in good standing of the society and present at the AGM and at least 50 percent (50%) of the Board of Directors.
- V. Five (5) regular members may request a Special Meeting by written presentation to the President or Vice-President. The meeting must be held within thirty (30) days of receipt of the written presentation. The membership must be advised of the location, the time, and the business to be conducted with at least fourteen (14) days notice advertised by email and social media.

### **BOOKS AND RECORDS, MINUTES OF MEETINGS**

- I. The Secretary-Treasurer of the Society shall be responsible for ensuring the Executive Director keeps accurate minutes of all meetings. All minutes shall be signed by the President or Vice-President, after they have been approved.
- II. The books and records and minutes of meetings of the Society shall be provided to members in good standing (membership dues are paid by the date of the Society's Annual General Meeting each year) upon receipt of a written request to the President.
- III. The Treasurer of the Society shall be responsible for keeping proper updated books of account and the financial statements for the Society.

### **FINANCIAL PROVISIONS**

- I. The Society's fiscal year shall be April 1<sup>st</sup> to March 31<sup>st</sup> of the following year.
- II. The financial affairs of the Society will be managed following standard accounting procedures and regulations by an auditor following the end of each fiscal year.
- III. The Society shall appoint an independent auditor on an annual basis at the Annual General Meeting, if required by funders.



- IV. Signing authority for financial documents shall rest with the Executive Director and one (1) of either the President, Vice-President, Secretary-Treasurer, or Immediate Past President. This must be supported by a motion at the Annual General Meeting every year.
- V. The Society shall maintain bank accounts at chartered banks in Yellowknife.
- VI. The Secretary-Treasurer is responsible for presenting an up-to-date financial report to each meeting of the Executive Committee and the Board of Directors.

### **BORROWING POWERS**

- I. The Society, may by majority vote at a Board Meeting, borrow funds for the current operations of the Society, but the total of such funds shall not exceed one-half (50%) of the Society's revenues in the preceding fiscal year.
- II. The Society shall require approval of a majority of the regular members present at the Annual General Meeting, to borrow funds for capital expenditures up to ten thousand dollars (\$10,000).

### **DISPOSAL OF FUNDS**

- I. All monies received by or on behalf of the Society shall be deposited in the Society's bank accounts, to be held in trust for the Society, as determined by the Board.
- II. All disbursements from the bank account shall be made by various means as authorized by the Board.

### **BOARD OF DIRECTORS**

- I. A Director must be a regular member, in good standing, of the Society, be at least 60 years of age or older and have been a resident of the Northwest Territories for at last one (1) year, and should not be employed or affiliated with any organization where there may be a perceived conflict of interest.
- II. The Directors shall act according to the Bylaws and Constitution of the Society.
- III. Seniors or elders groups may select a Board Member from one community in the region and an Alternate from another community in the region (regions listed in Appendix A)
- IV. Unless authorized by the Board or Executive Committee, no officer or member of the Board will receive an honorarium or payment for services.
- V. On the resignation, death or removal of a Board Member or Alternate, a new Board Member or Alternate shall be appointed and accepted by a quorum the



Board from among the regular membership until the next Annual General Meeting.

- VI. Fifty percent (50%) plus one (1) of all Board Members shall constitute a quorum at any Board meeting.
- VII. The Board may appoint any member of the Board of Directors to chair a committee or hold a position on the Executive Committee for a term of one (1) year as appointed by the Board after the Annual General Meeting.

## **9. OFFICERS OF THE EXECUTIVE COMMITTEE**

- I. The Officers of the Executive Committee shall consist of the President, Vice-President, Secretary-Treasurer and immediate Past President.
- II. The Officers of the Executive Committee shall be elected by and from the Directors at the first Board Meeting following the Annual General Meeting of the Society.
- III. The Executive Committee will meet as required to carry on the business of the Society.
- IV. The term of office for Members of the Executive Committee shall be a maximum of one (1) year. (A member of the Executive Committee can serve a maximum of three consecutive terms.) The exception is the position of the President moving to the past-President position.

## **DUTIES OF OFFICERS AND DIRECTORS**

### **PAST PRESIDENT**

The Past President is an *ex officio* Member of the Board of Directors. His duties are to act as a resource person to the Board of Directors ensuring continuity of purpose of the Society and adherence to the objectives and goals of the Members of the Society.

- ✓ In consultation with the Board of Directors formulate and approve policies and programs of the Society.
- ✓ Consult with the Directors and Members on matters pertaining to the Membership roll.
- ✓ Review Directors' recommendations.

### **PRESIDENT**

The President is a Member of the Board of Directors for a three-year term and shall perform the following duties within the powers delegated by the Constitution and By-laws of the Society:

- ✓ When present, preside at all meetings.



- ✓ Be responsible for the general management and supervision of the affairs and operations of the Society.
- ✓ Review Directors' recommendations.
- ✓ Provide for administrative controls of the Society, including, but not limited to reports and audits.

### **VICE-PRESIDENT**

The Vice-President is a Member of the Board of Directors and performs the following duties within the powers delegated by the Constitution and By-laws of the Society:

- ✓ Attends Society Board of Directors' meetings as required.
- ✓ Reviews reports and financial statements of the Society to ensure that the policies and objectives are being met.
- ✓ Should the President be absent take his/her place.

### **SECRETARY-TREASURER**

The Secretary-Treasurer is a Member of the Board of Directors and shall perform the following duties within the powers delegated by the Constitution and By-laws of the Society.

- ✓ Immediately advise the Board of Directors on accounting problems, if they arise.
- ✓ Ensure there are annual financial statements for the Annual General Meeting.
- ✓ Is responsible for ensuring the Executive Director keeps accurate minutes of all meetings.

### **COMMITTEES OF THE SOCIETY**

The Board of the Society may establish Committees to carry out the business of the Society as and when determined by the Board. The Committees are to be chaired by a member of the Board of Directors who will be responsible for reporting back to the Board.

### **VOTING RIGHTS OF MEMBERS**

- I. Each Regular and Honorary member in attendance at Annual General Meetings, Special Meetings or General Meetings of the Society shall have one vote.
- II. Associate and Group members are not permitted to vote at Annual General Meetings, Special Meetings or General Meetings.
- III. Proxy votes are not allowed.

### **WITHDRAWAL AND EXPULSION OF MEMBERS**



- I. A Board Member or Alternate may resign his or her office by a written resignation to the President of the Society or by a verbal resignation at a duly constituted meeting of the Board of Directors. The resignation will become effective upon acceptance at the next duly constituted meeting of the Board of Directors or Executive.
- II. If a Board Member or Alternate is unable to attend two (2) consecutive Board Meetings whether remote or in person and does not provide a suitable reason for their absence he/she will be notified in writing and their position will be removed from the Board.
- III. A member may be expelled from the Society for conduct that is considered detrimental to the Society. A member may be expelled by a Special Resolution of the members passed at a General or Special Meeting. The person who is the subject of the proposed expulsion shall be given an opportunity to be heard at the General or Special Meeting before the resolution is put to a vote.

#### **SEAL AND SIGNING AUTHORITY**

- I. The Seal of the Society shall consist of the word “Seal” in a circle formed by the words NWT SENIORS SOCIETY,
- II. The Seal shall be the responsibly of the Executive Director and kept in the office of the Society.
- III. The Seal shall not be affixed to any instrument or documents except by authority or a resolution of the Board and in the presence of the Secretary-Treasurer and at least one (1) other Director.

#### **MAKING, ALTERING AND RESCINDING BY-LAWS**

- I. By-laws of the Society may be rescinded, altered or added to at the Annual General Meeting by a resolution passed by a majority of not less than (75%) of attending members of the Society entitled to vote and are present at the General Meeting.
- II. Notice of intention to propose the rescission, alteration or addition of any by-law shall be given in a notice of meeting published before the Annual General Meeting.





## **Appendix A**

### **List of Regions**

- Region #1** Tuktoyaktuk, Paulatuk, Sschs Harbour, Ulukhaktok
- Region #2** Colville Lake, Fort Good Hope, Norman Wells, Tulita, Deline
- Region #3:** Fort Simpson, Wrigley, Jean Marie River, Fort Providence, Nahanni butte, Fort Liard, Sambaa K'e, Kakisa
- Region #4** Wekweti, Garneti, Wha Ti, Behchoko
- Region #5** Lutsei K'e, Fort Resolution
- Region #6** Yellowknife, N'dilo/Dettah
- Region #7** Hay River, Enterprie, Katloedeechee Reserve
- Region #8** Fort Smith
- Region #9** Inuvik, Aklavik, Fort McPherson, Tsiigehchic