

## CONSTITUTION

### NAME

The name of the society shall be LA SOCIETA ITALIANA DI COPPER CLIFF (the "Society") as set forth in the Letters Patent dated the 17th day of November, 1950, issued by the Province of Ontario pursuant to the Provisions of the Ontario Company's Act.

For the following purposes and objectives, that is to say;

Within the said City of Sudbury which includes the former Town of Copper Cliff

(a) To establish, maintain and conduct a club for the accommodation of its members and their friends and to provide a club house and other conveniences and generally to afford to members and their friends all the usual privileges, advantages, convenience and accommodation of a club to promote friendly interactions among its members;

The Society shall promote and foster the following:

(a) Patriotism - Loyalty and allegiance to Canada

(b) Education - To promote culture and language

(c) Fraternalization - To foster unity and respect towards all, regardless of backgrounds.

(d) Philanthropic Endeavours - The Society shall promote and practice charity.

The Society shall have no political affiliations.

The Society shall endeavor to unite and educate our youth with leadership training and community involvement.

### HEAD OFFICE

The head office shall be at the Society Hall, 7 Craig Street, Copper Cliff, Ontario POM 1N0

### ARTICLE 1

#### MEMBERSHIP

1. Membership shall be graded as Active, Associate, And Honorary.
  - (a) Active members shall be any person of the full age of nineteen (19) years, Italian by birth or origin, of good moral character, and a member in good standing, in accordance with Article 4.
  - (b) Associate members shall be any person of a nationality other than Italian by birth or origin and of the full age of nineteen (19) and a member in good standing, in accordance with Article 4. An associate member is not eligible for positions of President and Vice-President.
  - (c) Honorary member shall be any persons selected for such membership by a majority vote of the Executive of the society for services rendered to the society or to the community in general.

## ARTICLE 2

### ADMISSION TO MEMBERSHIP

1. Sponsored by two Active members and must file a written application. Such application must be accompanied by the required initiation fee together with dues. Provided that should the application not be approved in the manner hereinafter set forth the initiation fee together with the said dues shall be returned to the Applicant.
2. An Applicant for either Active or Associate membership shall be admitted to membership when and if the application has been approved by two-thirds majority vote of the voting members of the society present at two consecutive regular meetings.
3. Any Applicant whose application for Active or Associate membership has been rejected may not re-apply until after the expiration of one year from the date of the regular meeting at which the Applicant's application was refused.
4. An approved Applicant shall be notified by letter by the Secretary of the Society of the acceptance of application for membership and shall be requested to be present at the next regular meeting of the Society for formal induction into the Society.
5. A copy of the Constitution shall be presented free of charge to a successful Applicant at the formal induction to the Society.

## ARTICLE 3

### FORFEITURE OF MEMBERSHIP

1. Any member who is in arrears in the payment of any dues or assessment for a period of three months after such dues shall have become due and payable, shall forfeit their membership in the Society; provided however, that before such forfeiture becomes effective, the Membership Chairperson of the Society shall, by registered mail, make a demand on the member for payment thereof within a period of fifteen (15) days from the date. If payment is made within such fifteen (15) days period, membership is not forfeited.
2. Any member may be expelled from the Society for cause upon the recommendation of a two-thirds majority of the executive supported by a two-thirds majority vote of the voting members present at a regular meeting called for that purpose provided however, that before the executive shall have reached its decision to so recommend, it will have given the member proposed to be expelled an opportunity of presenting their argument against such expulsion at a meeting of the executive and at a special meeting of the members called for that purpose. For the purpose of this Article 3(2), "expulsion" for cause shall include but shall not be limited to (i) intoxication; (ii) sexual harassment; (iii) failure to disclose a conflict of interest; (iv) breach of fiduciary duty.

## ARTICLE 4

### DUTIES AND RIGHTS OF MEMBERS

It shall be the duty of every member:

1. To promote the moral and material welfare of the Society.
2. To be of good moral character.
3. To promote the objectives of the Society as set out in the Recitals hereto.
4. To pay dues and other assessments promptly.
5. To attend the meetings of the Society regularly and to vote thereat
6. To present membership card when requested before entering the Society quarters or any other occasion by the Executive as determined by the Executive in their absolute and unfettered discretion.
7. To advise the Membership Chairperson of any change in address or phone number.
8. To fulfill such Executive or administrative position to which he/she may be elected or appointed to the best their ability and to the best interests of the Society.

- 9 To invite guests (for whose behavior the inviting member shall be responsible) to such functions of the Society which non-members may attend.
10. Upon resignation from the Society, to notify the Membership Chairperson and to pay all dues to the date of such resignation.

#### ARTICLE 5

#### OFFICERS

- I. The officers of the Society shall be a President, the immediate Past President, a first Vice-President, an Italian Recording Secretary, an English Recording Secretary, a Treasurer, six directors. The directors together with the officers shall constitute the Executive.

#### Past President

The immediate past president will sit as a member of the new Executive to act in an advisory capacity, but will have no voting privileges.

#### President

The president will be the chief Executive officer of the Society and will represent the Society. He/she will preside over all meetings and conventions, provide positive leadership, prepare meeting agendas and sign approved minutes. The President must be of Italian parentage, one parent of Italian origin. This position cannot be held by an Associate member. The President shall be the chief Executive officer of the Society. He/she shall preside at all regular meetings of the executive. He/she shall preserve order and meetings of the Society and shall be the chairperson decorum at all meetings of the Society and the executive. In the event that the vote of the Society on any question results in a tie on two occasions on the same question, the president shall cast the deciding vote. No documents of the Society requiring the signature of an officer or officers of the Society shall be valid unless the president's signature is affixed thereto. He/she shall appoint the chairperson of the standing and any special committees and shall act as an ex-officio member of all special committees. He/she shall see that the said committees function and shall co-operate with the committee chairperson toward the end. He/she shall call for regular committee reports. He/she shall see that regular elections are in accordance with the Constitution. He/she shall perform any other duties that are ordinarily performed by the president of any Society. The President and vice-president shall be of Italian parentage.

#### Vice President

The Vice President will assume the responsibilities of the President when the President is absent. This position cannot be held by an Associate member.

If for any reason the president is unable to perform his/her duties, the vice-president shall occupy that position and perform the duties of the president.

If for any reason the office of the president shall become vacant, the vice-president shall succeed in the office of the presidency. Should the vacancy occur in the office of the vice-president the president shall appoint the director with the largest number of votes in the last preceding election provided the election criteria are met (See Election of officers).

#### Treasurer

The treasurer will keep a ledger of Society business, make bank deposits, pay expenditures, keep a book of account and with the president or vice-president, sign all cheques. This position can be held by an Associate member.

The treasurer shall be responsible to oversee the financial status of the Society. The treasurer shall sign, along with the president and vice president all vouchers and cheques issued by the Society.

#### Two Recording Secretaries

The Italian and English secretaries will be present at meetings, read the minutes of previous meetings and keep the membership updated, Any member can hold these positions.

The recording secretaries shall have custody of the Minute Books of the Society; the Minute Books shall be properly indexed and shall contain all motions discussed and passed at all meetings of the Society and of the Executive. The secretaries, upon the completion of their term shall immediately deliver the Minute Books to their respective successors.

### Six Directors

The six directors will ensure that the assignments of all standing committee chairs are properly carried out and see that the members abide by the laws and rules of the constitution as drafted and approved by the membership. The

Directors will also promote the welfare of the Society and help supervise and organize Society activities. Any member can be elected as director.

The directors shall assist the president in his/her duties; they shall promote the welfare of the Society, both financially and administratively and they shall give counsel in the best interests of the Society.

The Executive will hold office for a term of two (2) years.

2. Eight (8) members of the Executive, shall form a quorum at any meeting of the Executive and the quorum must be composed of one or both of the president or vice president.
3. All members of the Executive, except the immediate past president and those acclaimed shall be elected by majority vote to their nominated position by the membership.
4. All members of the Executive shall serve without compensation from the Society and not receive remuneration for duties performed except that during their respective terms of office they shall not be assessed membership dues.
5. The Executive shall appoint from the active membership of the Society two (2) Inventory Control auditors. The Inventory Control auditors shall not be entitled to attend the meetings of the Executive unless invited to do so by the Executive. A qualified, certified bookkeeper shall be appointed by the Executive to prepare the financial statements of the Society.
6. All elected members of the Executive shall be entitled to be reelected to the same position or for any other position on the Executive.
7. No member shall be eligible for nomination to the Executive unless (a) they are a member in good standing, in accordance with Article 4. and (b) a member of the Society for a period of one (1) year prior to the nomination meeting.
8. The Executive shall be elected bi-annually and shall assume office on the 1st day of January next following the election. The Executive shall hold office for a term of two (2) years which term shall expire on the date a new Executive assumes office.

### ARTICLE 6

#### ELECTIONS

1. The positions of President and 1st Vice President must be held by a person of Italian origin (as Stated in Article 5, Section 1 ).
2. Nominations of candidates to the Executive shall take place at the regular meetings of the Society during the months of October and November immediately preceding the expiry of the term of the Executive.
  1. A candidate shall be nominated by two (2) members in good standing.
  2. Nominations will close upon the adjournment of the November meeting immediately preceding the expiry of the term of the Executive.
  3. A nominated candidate shall advise the Nominating Committee on or before the nomination meeting of their intention to stand for election. A nominated candidate must attend the Nominating Meeting unless circumstances are so extreme that the nominated candidate would not be able to attend:
    - (a) due to physical infirmity, the candidate is unable to attend the Nominating Meeting.
    - (b) the candidate is not present in the City of Sudbury due to a scheduled vacation; (c) the candidate is not present in the City of Sudbury due to death or illness in their family or due to such other circumstances beyond the control of the candidate.

4. In all such circumstances, the candidate must deliver to either a member of the Nominating Committee or the then current Executive Committee - personally or through an agent - a sworn affidavit verifying their intention to stand for election.
5. The election for the Executive shall take place on a specified date specified by the Executive during the month of December immediately preceding the expiry of the term of the Executive.
6. Voting shall be by secret ballot. Members of the Executive shall be entitled to vote.
7. The candidates receiving the highest number of votes shall be declared elected.
8. A member in good standing, in accordance with Article 4, shall not vote for more than one candidate for each of the offices of President, Vice President, Italian Recording Secretary, English Recording Secretary and Treasurer. In the event that a member in good standing shall have voted for more than one candidate for any office their ballot for that office shall be null and void.
9. A member in good standing, in accordance with Article 4, shall not vote for more than six (6) candidates for the office of director, In the event a member in good standing shall have voted for more than six (6) candidates their ballot shall be null and void.
10. A member in good standing, in accordance with Article 4, shall mark the ballot distinctly inside of the square on the ballot form immediately following the candidate of choice.
11. See By-Law section for design of Ballot form.
12. An Advanced Poll will be held 7 days prior to election date.

#### ARTICLE 7

#### VACANCIES ON THE EXECUTIVE

1. Upon the written resignation or death of any elected member of the Executive a "Resigning Officer", other than the President, the unsuccessful candidate for the position held by the Resigning Officer at the last election receiving the highest number of votes shall fill the vacancy of the Resigning Officer for the balance of the term.  
  
Upon the written resignation or death of the President, the Vice-President shall assume the vacancy for the balance of the term.
2. Should the whole Executive resign as a body an emergency meeting shall be called by the immediate past President to elect a new Executive for the balance of the term of the resigning Executive.
3. Upon the resignation or death of any acclaimed member of the Executive, other than the President, the Executive shall appoint a member to fill the vacancy.
4. Any member of the Executive who wishes to resign should not relinquish the position until such time as their successor is appointed, and prepared to take over his duties.

#### ARTICLE 8

1. The membership chairperson shall keep all general Society records including a list of the members of the Executive, the attendance records of members of the Executive, a list of the members showing their addresses and telephone numbers.
2. The membership chairperson shall be present at all regular and special meetings and shall permit and record only members in good standing to attend those meetings. He/she shall assist the president to preserve order at all meetings. The membership chairperson shall require any member who wishes to leave a meeting to obtain permission from the president, to so leave if the member desiring to leave has not already obtained such permission.
3. Any member of the Executive who absents themselves from three (3) consecutive Executive meetings or who, over a period of six (6) months during their term of office has not attended a minimum of two-thirds of the meetings of the Executive and has not given reasonable cause therefore shall be asked to resign from their office on such executive.

#### ARTICLE 9

#### MEETINGS

1. Meetings of the Society shall be either regular or special. The regular meetings shall be held at the hour of 7:30 p.m. on the third Tuesday of each month with the exception of the months of July, August and December. During the mentioned months the powers of the general assembly shall be exercised by the executive. Special meetings shall be called by the Executive or by petition directed to the President and signed by at least ten (10) members in good standing. Such petition shall set forth the reasons for requiring a special meeting. It shall be within the discretion of the president to grant such special meeting embodied in the petition. Should the president deny the request embodied in the petition, the petitioners shall have the right to appeal to and appear before the executive as a body. A special meeting of the Executive shall be called forthwith by the president to hear such appeal. Only two (2) of the petitioners, chosen by the petitioners, shall appear before the Executive on the appeal.
2. At any special meetings of the Society ten (10) percent of the members in good standing shall form a quorum. Should a quorum not be reached within thirty minutes after the hour set for the meeting, the meeting shall be adjourned to a date to be fixed by the president, provided however, that the said date shall be fixed by the president within fifteen (15) days from the date of the adjourned meeting. Upon the adjourned meeting being reconvened on the date fixed by the president any number of members in good standing shall form a Quorum.
3. Any business transacted at any special meeting shall have the same force and effect as if it were passed at a regular meeting; provided however, that any business transacted at a reconvened adjourned special meeting shall not be valid unless confirmed and approved by a majority vote of the members in good standing at the next following regular meeting.
4. Notices of Special Meetings shall be mailed to each member of the Society at least two weeks prior to the Special Meeting. The said notice shall contain the order of business for the Special Meeting.
5. At any regular or special meeting no member except the mover of a motion, shall be entitled to speak more than once on that motion. The mover of a motion, shall be entitled to speak twice on the motion, once when presenting the motion and again in reply to observations which may be made by the members on that motion. If the circumstances demand, the chairperson of the meeting may propose to allot a specified period of time for a member to express their opinion on any matter before the meeting,
6. Fifteen (15) members in attendance, not including executive members, shall constitute a quorum at regular meetings of the Society.
7. The chairperson of a regular or special meeting shall cause any motion presented to the meeting to be read in both the English and Italian languages prior to permitting a discussion thereon.
8. The order of business to be followed at any regular meeting of the Society shall be as follows:
  1. Moment's silence. Induction of new members
  4. Reading of minutes of previous meeting
  5. Reading of minutes of previous Executive meeting
  6. Reading of correspondence
  7. Reports of Committees
  8. Unfinished business
  9. New business for the good of the Society
  10. Adjournment.

#### ARTICLE 10

#### REMISSION OR SUSPENSION OF PAYMENT OF DUES AND ASSESSMENTS

1. The Executive for good and sufficient cause may, by a vote of no less than 75% of its membership suspend or remit the payment of dues or assessments of any member liable for same for such length of time as the Executive may decide.

#### ARTICLE 11

#### PARLIAMENTARY PRACTICES

1. In the absence of rules in this Constitution, the proceeding at the Executive meetings and at the regular meetings or special meetings shall be conducted in accordance with established parliamentary procedures.

#### ARTICLE 12

#### AMENDMENTS

1. This Constitution may be amended at any regular meeting of the Society provided there is a quorum of members by a two-thirds (2/3) vote of the members present provided that the Executive has previously considered the merits of the amendments.
2. No amendments shall be put to a vote unless written notice shall have been mailed to each member of the Society at least two weeks prior to the meeting at which the amendment is to be voted on. The said notice shall contain the text for the amendment.

#### ARTICLE 13

#### STANDING COMMITTEES

1. The standing committees of the Society be:
  - Property and Maintenance
  - Sick/Welfare
  - Entertainment
  - Sports
  - Membership
  - Public Relations/Education

Their duties are included in the By-Law section.