

**MANITOBA PALLIATIVE CARE NURSES ASSOCIATION CONSTITUTION
AND BY-LAWS**

ARTICLE 1

NAME

1. The organization shall be called **MANITOBA PALLIATIVE CARE NURSES ASSOCIATION**, hereinafter referred to as “**the Association**”.

ARTICLE 11

PURPOSE

1. The purpose of the Association is **to promote excellence in nursing in palliative care.**
2. To achieve its stated purpose, the Association shall:
 - a. establish continuing education for nurses in palliative care
 - b. increase awareness of and support research in palliative care
 - c. provide emotional support through association and sharing
 - d. promote palliative care as an integral component of the health care system
3. The Association may also engage in the following activities:
 - a. hold educational sessions, engage speakers, review literature, and share information with other nurses
 - b. conduct any additional activities relevant to the purposes of the Association
 - c. receive, hold, and use all money and other assets acquired by the Association

ARTICLE 111

AFFILIATION

1. The Association may seek affiliation with other organizations that have similar purposes.
2. Affiliation with another organization, and any subsequent changes to the terms of such an agreement, shall require a two-thirds majority of votes cast at a general meeting for which proper notice has been given.

ARTICLE IV

MEMBERSHIP

1. Full membership in the Association is open to all persons who express an interest in pursuing the purposes of the Association as stated in Article 11.
2. Applications for membership shall be forwarded to the Treasurer or any member of the Executive Committee. Each application must be accompanied by the approved fee.
3. Members in good standing shall be those admitted to membership and who have paid all required fees to the Association. Members whose annual fees are in arrears for a period of six months shall be suspended from membership and not be permitted to vote, make nominations or hold office in the Association. The secretary shall inform those concerned of this suspension in writing. If the fees remain unpaid for a further six months, the members shall be deemed to have resigned. This period of time shall coincide with the financial year of the Association, April 1 to March 31.
4. Any member may resign from the Association by giving written notice to the Secretary. Fees for any unexpired term of the membership year are normally not refundable, but the Executive Committee may grant a request for such in extenuating circumstances.
5. Members whose conduct is considered by the Executive Committee to be contrary to the stated purposes of the Association shall be asked by that committee to explain or justify their actions. If these members are unwilling to do so, they shall be asked by the Executive Committee to resign from the Association. If they do not resign, the Executive Committee shall give proper notice of motion, to be considered at the next general meeting, requesting the expulsion of these members. A copy of this motion shall be communicated to the members concerned in time for that person to make a written response. If a response is made, it shall be circulated with the notice of motion. Approval of such a motion shall require a two-thirds majority in a ballot conducted at the meeting. The members concerned shall be invited to attend the meeting and to explain their positions before the vote is taken.

ARTICLE V

OFFICERS

1. There shall be **four** elected officers, these being, the President, the Vice-President, the Secretary, and the Treasurer.
2. The President is responsible for the overall supervision and administration of the affairs of the Association and ensures that all policies and actions approved by the general membership or by the Executive Committee are properly implemented. The President presides at general meetings of the Association, and also chairs meetings of the Executive Committee.

3. The Vice-President fulfils the duties of the President when that person is temporarily absent or otherwise unable to perform the duties of the office. The Vice-President also performs specific duties assigned by the President, the Executive Committee, or the general membership.
4. The Secretary is responsible for general correspondence and for internal communication within the Association. The Secretary issues notices and agenda, and prepares, maintains, and distributes minutes for meetings of the general membership and of the Executive Committee. The Secretary also maintains an up-to-date list of members. These lists shall include a record of the dues paid by members in order to establish those in good standings.
5. The Treasurer is responsible for the care and custody of funds and other financial assets of the Association and for making payments for all approved expenses incurred by the Association. The Treasurer maintains books of the accounts which shall be made available for inspection by members at any reasonable time on request. At each Annual general meeting the Treasurer shall present an audited account of the finances of the Association and a budget for the following fiscal year, which shall include any consequent recommendations for changes in the annual dues paid by members.
6. All officers and members of standing committees shall remain in office until their successors are elected or appointed, unless they resign, or are removed from office by a two-thirds vote of the body that elected them. Proper notice must be given of a motion to remove a person from office and the individual concerned shall be given an opportunity to speak before such a motion is put to a vote.

ARTICLE VI

EXECUTIVE COMMITTEE

1. The Executive Committee shall be composed of the four elected officers.
2. The Executive Committee shall take the initiative in preparing policies and actions for consideration and possible action by the general membership. This committee is also responsible for the implementation of all resolutions passed at general meetings of the membership and for the management of the affairs of the Association between general meetings.
3. Meetings of the Executive Committee are called by the President, who is also responsible for the preparation of the agenda. The Executive Committee shall also meet at the request of at least three of its members.
4. A quorum of the Executive Committee shall be a majority of its eligible voting members.

ARTICLE VII

GENERAL MEETINGS

1. The general membership shall retain all powers of the Association except those delegated in the Constitution to the Executive Committee.

2. In addition to the Annual General Meeting, there shall be at least **three** general meetings in each fiscal year. The Annual General Meeting shall be held in the month of **March** each year.
3. The Executive Committee may call a special general meeting by giving at least **twenty-one** days notice of the time and place of the meeting and of the specific items to be considered. No additional items may be added to the agenda for a special general meeting.
4. Motions from members shall be included in the agenda circulated for a general meeting, if they are received by the Secretary at least **five** days before the agenda is due to be circulated.
5. A quorum for all general meetings shall be **ten** full members.

ARTICLE V111

ELECTIONS

1. The election of officers on the Executive Committee and Standing Committees shall take place in written vote at the Annual General Meeting. Chairs of Standing Committees are elected by and from the respective committees.
2. Officers of the Executive Committee and Standing Committees shall hold office for a term of **two** years.
3. Casual vacancies that occur during the year shall be filled by conducting a written vote at a general meeting.
4. At least six weeks before the Annual Meeting, the Nominating Committee shall:
 - a. inform the membership of all vacant positions for officers and members of committees;
 - b. invite nominations for members to stand for election to these positions;
 - c. announce that the closing date for such nominations shall be two weeks before the scheduled date of the Annual General Meeting.
5. The Nominating Committee shall check that those who have been nominated are willing to serve if elected to office, and shall ensure that at least one name is put forward for each vacant position, by making its own nominations for any positions for which no names have been received by the announced closing date. Nominations received by the committee shall not be kept secret and any candidate shall be free to withdraw in favor of another.
6. The report from the Nominating Committee shall be attached to the agenda circulated for the Annual General Meeting and shall contain the names of all persons nominated and willing to serve. Further nominations may be moved from the floor of the Annual General Meeting. The ballot shall be conducted by two scrutineers elected for this purpose at the meeting. The results shall be reported to the Meeting, through the Chair, and shall be recorded in the minutes. Ballots shall be destroyed following this procedure.

ARTICLE 1X

VOTING

1. Each member in good standing shall have one vote at general meetings and in all elections.
2. The officers shall also have one vote at meetings of the Executive Committee.
3. The Chair may only cast a vote at a general meeting or at a meeting of the Executive Committee in order to break a tied vote. The chair of a committee votes at the same time as other members and does not vote a second time in order to break a tied vote.
4. Approval of all motions shall require a majority of votes cast.
5. Elections of officers and of members of all committees shall be decided by a plurality vote when there are more than two candidates.

ARTICLE X

COMMITTEES

1. The following standing committees shall be established to facilitate the achievement of the purposes of the Association:
 - a. Clinical/Education Committee
 - b. Research Committee
 - c. Nominating Committee
 - d. Public Relations Committee
2. Terms of reference for standing committees shall be prepared by the Executive Committee and put before the membership for approval at a general meeting. These terms of reference may be amended by approval of an appropriate motion at any subsequent general meeting, provided that notice of such motion is included in the agenda circulated for the meeting.
3. A quorum for all committee meetings shall be a majority of the voting members of the committee.

ARTICLE XI

FINANCES

1. The financial year of the Association shall be from **April 1 to March 31**.
2. Any changes in fees recommended in the annual report of the Treasurer shall be voted upon as a separate motion at the Annual General Meeting.
3. All expenditures for items in excess of **\$75.00** that are not included in the budget for the current fiscal year shall require approval by a motion passed at a general meeting, provided that notice of this motion is included in the agenda circulated for the meeting.

4. Cheques to disburse the funds of the Association shall bear the signature of any two of the President, the Vice-President, the Treasurer, or the Secretary.
5. The Association shall not incur debts by borrowing money unless prior approval for such an action has been obtained by passage of a motion by a two-third majority of votes cast at a general meeting, provided that notice of this motion is included in the agenda circulated for the meeting.
6. The financial records of the Association shall be audited by at least two members of the Association appointed for such a purpose at a general meeting of the Association.
7. No officer or member of a committee shall receive any remuneration for duties performed on behalf of the Association, but these persons may be reimbursed for reasonable expenses incurred while performing these duties.

ARTICLE X11

AMENDMENTS

1. This Constitution may be amended by approval of a motion by a two-thirds majority of votes cast at a general meeting, provided that at least two weeks notice is given for such a motion.

Approved by the Association at a general meeting on

12	May	1998
<div style="display: flex; justify-content: space-between; width: 100%;"> day month year </div>		

with subsequent amendments approved on

17	September	2002
<div style="display: flex; justify-content: space-between; width: 100%;"> day month year </div>		