

BY-LAW NUMBER 1

Adopted at the General Business Meeting of the Membership of the Association (CESBA) held on Friday December 3, 1999 at the Toronto Colony Hotel and approved and enacted by the Board of Directors of the Corporation. Amended May 10, 2001.

A by-law relating generally to the conduct of the affairs of THE ONTARIO ASSOCIATION OF ADULT AND CONTINUING EDUCATION SCHOOL BOARD ADMINISTRATORS (THE ASSOCIATION)

WHEREAS the Corporation (Ontario Corporation Number 1352660) was incorporated by Letters Patent issued by the Province of Ontario on the 28th day of April, 1999 for the following objects: *To promote and advance the cause of Adult and Continuing Education.*

BE IT ENACTED as a by-law of The Ontario Association of Adult and Continuing Education School Board Administrators as follows:

1.0 Membership

- 1.1 Membership is open to individuals whose activity and/or interests reflect the objects of the corporation as described in the LETTERS PATENT: *To promote and advance the cause of Adult and Continuing Education.*
- 1.2 The annual term of membership will be from December 1 to November 30th of the following year.
- 1.3 An annual membership fee, as determined by the Board of Directors, will be assessed.
- 1.4 Honourary memberships may be designated by a majority vote at a General Meeting of THE ASSOCIATION.
- 1.5 All members in good standing shall have voting privileges and are eligible to vote at the Annual General Meeting or any duly constituted General Meeting.

2.0 Board of Directors, Executive Officers and their Duties

- 2.1 The Executive Officers shall consist of the following:
 - 2.11 Past President
 - 2.12 President
 - 2.13 Vice-President
 - 2.14 Secretary
 - 2.15 Treasurer
 - 2.16 Two Executive Officers
- 2.2 The Past President shall be that person whose term of office as President has most recently expired and who is willing to serve as such. When there is no one to fill that position, the Board of Directors may appoint a person to fill the position of Past President.
- 2.3 The Past President, President, Vice-president, Secretary and Treasurer will perform the duties normally associated with such offices. The Board of Directors shall establish the duties of the other Executive Officers.
- 2.4 The President of THE ASSOCIATION shall be the Chairman of the Board of Directors. In the absence of the President, the Vice-President or Past president shall preside.
- 2.5 Election of the President, Vice-President, Secretary, Treasurer and the two Executive Officers shall take place at the Annual General Meeting (AGM) with

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the Term of Office commencing immediately following the AGM and ending at the next Annual General Meeting.

- 2.6 The Past President will present a slate of nominees for the election of Executive Officers. Additional nominations may be presented at the time of nomination.
- 2.7 The Board of Directors may, by appointment, fill any vacancies that occur between Annual General Meetings.
- 2.8 The Board of Directors may, at its discretion, appoint up to two additional Board Members to serve from the date of appointment until the next Annual General Meeting.
- 2.9 Executive positions shall be occupied by practicing administrators of School Board Adult and Continuing Education programs. Only members in good standing may be eligible for nomination, election or appointment to the Board of Directors.

3.0 Annual General Meeting and other General Meetings

- 3.1 The Annual General Meeting will held during the spring conference or at such time as determined by the Board of Directors.
- 3.2 Additional General Meetings may be called at the discretion of the Board of Directors.
- 3.3 The quorum for the Annual General Meeting and any other General Meeting shall consist of 25 members.
- 3.4 A simple majority vote of the members present shall carry motions, except where voting by board is in effect, as determined by the Board of Directors.

4.0 Committees

- 4.1 At its discretion, the Board of Directors may, establish committees, direct their purposes and determine their term of service.

5.0 Effective Date

- 5.1 This by-law shall come into force without formality upon its enactment.

AMENDED at the ANNUAL MEETING of the ASSOCIATION, May 10, 2001