

Nature Guelph

P.O. Box 1401, Guelph, Ontario N1H 6N8

Charitable Registration Number: 89155 7845 RR0001

Constitution of Nature Guelph

Amended June 1983

Amended June 1993

Amended May 2011

Amended July 2013

Amended October 2020

PREAMBLE

Nature Guelph connects people with nature and inspires them to celebrate and protect it. We do this through education and action.

ARTICLE I. NAME

1. The legal name of this organization shall be Guelph Field Naturalists.
2. This organization will use the name Nature Guelph in all publicity materials and correspondence.

ARTICLE II. OBJECTIVES

1. Nature Guelph (hereafter referred to as the Club) shall be a non-profit organization having the following objectives:
 - a. To stimulate interest in and an understanding of natural history among the members of the Club, and the community at large, with particular attention to young people.
 - b. To promote the wise use and conservation of our natural resources.
 - c. To protect and preserve our natural flora and fauna.
 - d. To cooperate with other organizations having similar objectives and ideals.

ARTICLE III. MEMBERSHIP

Section A. REQUIREMENTS AND CLASSES

1. Membership shall be open to all persons, age 13 years or older, who are in sympathy with and whose actions are consistent with the objectives of the Club.
2. A member is in good standing upon payment of the membership fee as prescribed in Bylaw for the current membership year or upon holding Lifetime Membership.
3. The membership year coincides with the fiscal year as stated in Article V.
4. The classes of membership shall be as set out in Bylaw.

Section B. RIGHTS

1. Members are entitled to attend all Club meetings and events.
2. Members in good standing are entitled to serve on the Executive of the Club.
3. Members in good standing are entitled to vote on Club matters in conformity with the constitution and Bylaws.

Section C. WITHDRAWAL OF MEMBERSHIP

1. Members may have their membership withdrawn for failure to adhere to the requirements for membership.
2. Membership may be withdrawn at the discretion of the Executive by simple majority vote.
3. Withdrawn members may appeal the withdrawal at the next General Meeting.
4. A simple majority vote of the members in good standing in attendance at a General Meeting shall be sufficient to reinstate a withdrawn membership providing quorum is achieved.

ARTICLE IV. MEMBERSHIP FEES

1. The annual membership fees shall be determined by a recommendation from the Executive and approved by a majority vote at the Annual General Meeting (AGM).

ARTICLE V. FISCAL YEAR

1. The fiscal year of the Club shall be from September 1 to August 31.

ARTICLE VI. DISSOLUTION OF THE CLUB

1. In the event of the dissolution of the Club, after payment of all debts and liabilities, its remaining property shall be distributed to one or more non-profit organizations whose objectives are similar to those of the Club, and which carry on their work in Ontario.

ARTICLE VII. THE EXECUTIVE

Section A. MEMBERSHIP AND OPERATIONS

1. The Executive of the Club shall consist of the four elected Officers, the Past-President and additional Officers as appointed by the elected Officers.
2. All members of the Executive shall be members in good standing of the Club.
3. The Executive shall consist of no fewer than six and no more than 20 Officers in total.
4. The terms of office shall be as set out in Bylaw.
5. The Executive, by a majority vote, may make appointments to fill a vacancy occurring among them; such appointments are to be for the remainder of the term of office of the Executive position.
6. The Executive shall meet not less than six times during the fiscal year.
7. Quorum for Executive meetings shall be more than 50% of the Executive members.

Section B. ELECTED OFFICERS

1. The elected Officers of the Club shall be
 - a. President
 - b. Vice-President
 - c. Treasurer
 - d. Secretary

2. The duties and terms of the elected Officers shall be as set out in Bylaw.

Section C. EXECUTIVE NOMINATIONS AND ELECTIONS

1. The Nominating Committee shall consist of the Past President as chair and two other members at large and shall be formed 90 days before the AGM.
2. The Nominating Committee shall prepare a proposed slate of Officers which shall be communicated to the members together with the notice of the AGM 21 days before the date of AGM.
3. Additional nominations may be made at the AGM, with prior consent of the nominee. The Chair shall declare nominations closed after calling for nominations three times.
4. The Officers shall be elected by a simple majority vote of members in good standing at the AGM.

ARTICLE VIII. COMMUNICATION WITH MEMBERS

1. Official Club communications with members shall be by e-mail to those who have given the Club an e-mail address, and by mail to those who have given a mailing address only.

ARTICLE IX. COMMITTEES

1. The Executive may appoint such committees as it deems necessary to carry on the work of the Club.

ARTICLE X. QUORUM

1. For the transaction of business at any General or Special Meeting of the Club, quorum shall be 15% of the members in good standing.

ARTICLE XI. VOTING

1. Each member in good standing is entitled to one vote.
2. Voting at meetings shall be by a show of hands, unless a motion requesting a secret ballot is passed.
3. A motion can only be voted upon if proposed and seconded by members in good standing.
4. The Chair shall declare a motion is passed if a majority of the eligible votes cast are in favour of the motion. A tie vote defeats the motion.

ARTICLE XII. MEETINGS OF THE CLUB MEMBERS

Section A. GENERAL MEETINGS

1. At least six General Meetings shall be held each year.
2. Notice of these General Meetings shall be communicated to members no later than three days prior to the meetings.

Section B. ANNUAL GENERAL MEETINGS (AGMs) AND SPECIAL MEETINGS

1. The AGM shall be held within 120 days of the close of the fiscal year at a date selected by the Executive.
2. Special Meetings shall be called by the Secretary or President on receipt of a written request by a minimum of six members.
3. Notice of the AGM and any Special Meetings shall be communicated to the members no later than 21 days before the meeting.

ARTICLE XIII. AMENDMENTS

Section A. THE CONSTITUTION

1. This Constitution shall be amended by a motion presented by the Executive at an AGM of the Club and voted on by the members in good standing present at the meeting provided that:
 - a. notice of the proposed motion has been communicated to the members at least 21 days prior to the meeting at which the amendment is proposed, and
 - b. the motion receives at least a two-thirds majority of the votes cast.

Section B. THE BYLAWS

1. The Bylaws of the Club shall be amended or expanded by a motion presented by the Executive at an AGM of the Club and voted on by the members in good standing present at the meeting provided that:
 - a. the changes are consistent with the articles of this constitution, and
 - b. notice of the proposed changes is communicated to the members 21 days in advance of the meeting at which the changes are to be made, and
 - c. the motion receives at least a simple majority of the votes cast.

ARTICLE XIV. AFFILIATIONS

1. The Club shall be affiliated with Ontario Nature.