



Business and Professional Women Ontario

REGULATIONS

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REGULATION I – MEMBERSHIP

Section 1 – Membership Eligibility

See By-Law 1 - Membership

Section 2 – Application for Club Charter

See By-Law 1 - Membership

Section 3 – Membership Roster

See By-Law 1 - Membership

Section 4 – Classes of Membership

1. See By-Law 1 – Membership
2. See By-Law 1 – Membership
3. See By-Law 1 – Membership
4. See By-Law 1 – Membership
 - a) See By-Law 1 – Membership
 - b) See By-Law 1 – Membership
 - c) See By-Law 1 – Membership
 - d) See By-Law 1 – Membership
 - f) Clubs to ensure the mission of such Corporate Members does not contravene that of BPW Ontario. Corporate Members shall include corporations, sole proprietorships or partnerships associated with the business and professional life of Ontario and are committed to advancing the objectives of BPW Ontario. Corporate Membership would have a minimum/maximum number of employees who could attend BPW meetings as determined by each club.

Employees under the corporate membership are not eligible for elected positions on the Board of Directors of the club, BPW Ontario, or BPW Canada and 1 named person of each corporate membership can be in a non-elected position at the club level at any one time. A Corporate Membership is allotted a maximum of 1 vote at club level regardless of number of employees.

REGULATION II – DISTRICTS

Section 1 – Division of Districts

Districts: The BPW Ontario shall be divided into six districts, namely:

1. Southwestern Ontario District
2. Central Ontario District
3. Golden Horseshoe District
4. GTA District
5. Southeastern Ontario District
6. Northern Ontario District

Section 2 – New Clubs

See By-Law II - Districts

REGULATION III – FEES

Section 1 – Payment of Fees

Each club shall send to the BPW Ontario Treasurer the annual fee for each member on the club's roster as of May 1st as set by the delegates at a conference or amended by the Board in order to manage the business of BPW Ontario. The fee for a student registered as a full time student at a college or university shall be one-half the fee for members.

Thereafter, the Club Treasurer shall report monthly any changes to the roster and remit the appropriate fees as follows:

- a) The full fee per member during the period May 1st to April 30th;
- b) One-half fee per member admitted during the period January 1st to April 30th; and
- c) Each new and renewing member shall pay a travel pool assessment in the sum of \$4 to be included in the payment of membership fees.

Section 2 – Charter Member Fees

See By-Law III - Fees

Section 3 – Access to Members' Side of BPW Ontario Website

See By-Law III - Fees

Section 4 – Fiscal Year

See By-Law III - Fees

REGULATION IV – BOARD OF DIRECTORS

Section 1 – Chairs of Standing Committees

Each of the Vice Presidents and the District Directors shall be appointed to chair a Standing Committee during her term of office. The Young BPW Vice President shall chair the Young BPW Committee and the 1st Vice President shall chair the Resolutions, Commendations, and By-Laws Committee.

Section 2 – Eligibility

No member of the Board of Directors shall occupy more than **one elected** or acclaimed position at a time.

Section 3 – District Director/Assistant District Director

Assistant District Director: Districts may elect an Assistant District Director to assist the District Director and represent the District at all meetings of the Board of Directors and the District meetings where the District Director is absent or is unable to attend.

Section 4 – Vacancies

See By-Law IV – Board of Directors

Section 5 – Transfer of Materials

See By-Law IV – Board of Directors

Section 6 – First Vice-President Fulfilling Duties of President

See By-Law IV – Board of Directors

REGULATION V – EXECUTIVE COMMITTEE

Section 1 – Composition of Executive

See By-Law V – Executive Committee

Section 2 – Position on Current Issues

See By-Law V – Executive Committee

Section 3 – Election Package

See By-Law V – Executive Committee

REGULATION VI – ELECTION OF THE OFFICERS

Section 1 – President Elect

See By-Law VI – Election of the Officers

Section 2 – Conduct of Elections

See By-Law VI – Election of the Officers

Section 3 – Nominations

See By-Law VI – Election of the Officers

Section 4 – Voting Process

- a) In any election in which the number of candidates exceeds the number required to fill the office, the name of the candidate receiving the lowest number of votes shall be removed from the ballot and another vote shall be taken. This procedure shall be followed until one candidate receives the majority of votes. The same procedure shall be repeated until a majority vote is obtained for all offices;
- b) When there are three (3) or more candidates for the office of Vice-President, the name of the candidate receiving the lowest number of votes shall be removed from the list and the names of the remaining candidates announced at the Conference/AGM. This procedure shall be followed until only two candidates remain on the ballot;
- c) No nomination shall be accepted from the floor for the office of First Vice President or President. It shall be the duty of the Nominations Committee to ensure there are suitable candidates for these positions;
- d) When elections have been completed, the Nominations Chair shall request a motion to destroy ballots.

Section 5 – Eligibility

See By-Law VI – Election of the Officers

Section 6 – Campaigning by Nominees

Campaigning is permitted only during the Conference/AGM. Beginning on Friday evening and ending on Saturday with the candidates' speech. Such campaigning is limited to a "biography" posted on the BPW Ontario website (with the consent of the candidate) and included in the President's April mailing.

- a) The biographies will be available online with the Conference documents;

- b) The cost of all campaign materials shall be borne by the candidate's;
- c) Campaign costs shall be limited to \$100;
- d) Donations of any kind (photocopying, party food, etc.) shall not to exceed \$100;
- e) Upon request in advance, an accounting of campaign expenses with attached receipts shall be provided to the Nominations Chair at the Conference/AGM.

Section 7 – Qualifications of Directors

See By-Law VI – Election of the Officers

REGULATION VII – DUTIES OF OFFICERS, DISTRICT DIRECTORS, AND ASSISTANT DISTRICT DIRECTORS

Section 1 – President

- a) The President shall be the chief executive officer. She shall normally preside at all meetings of the Board of Directors, the Executive Committee, at all Conferences, and other Meetings. She shall be responsible to the Board of Directors for the management of business. She shall approve all accounts before they are paid. She shall be responsible for sending mailings throughout the year to Members and Board Members, the dates and number of mailings to be decided at the Post Conference Board Meeting;
- b) Upon confirmation of her election as President, at the Biennial Convention of BPW Canada which next follows the Conference/AGM at which she was elected, she shall assume all the duties set down for each Provincial President in the Constitution and By-laws of BPW Canada.

Section 2 – Vice-Presidents, Immediate Past President, and District Directors

See By-Law VII – Duties of Officers, District Directors, and Assistant Directors

Section 3 – Treasurer

Treasurer shall:

- a) Keep a full and accurate account of receipts and disbursements, and shall deposit all monies and other valuable effects in the name of and to the credit of BPW Ontario in such depositories as may be designated by the Board of Directors from time to time. She shall pay all accounts which have been approved by the President, and shall issue receipts;
- b) Submit a statement of receipts and expenditures, assets and liabilities to every meeting of the Board of Directors and to the President, at her request;
- c) Submit a statement of receipts and expenditures, assets and liabilities to the delegates at the annual conference of BPW Ontario;
- d) Administer the Travel Pool for the Conference/AGM as follows:
 - i. Include the Travel Pool assessment in the form for membership fees to be submitted with member fees;
 - ii. Provide calculation for reimbursement of travel pool allowance to delegates at the commencement of each Conference/AGM;
 - iii. Arrange for reimbursement of travel pool to delegates;
 - iv. Total payments for travel not to exceed the amount held in the Travel Pool Account;
 - v. In the event of joint meetings with BPW Canada, delegates shall not be entitled to claim travel pool from BPW Canada; and
- e) Be a member of the Budget and Finance Committee.

Section 4 – Secretary

Secretary shall:

- a) Record all votes, disposition of resolutions, and minutes of all proceedings; and
- b) Attend to the correspondence between the President and Board of Directors, as instructed by the President, assist the President with all mailings to the members, distribute notices and resolution package to the members, and perform other duties as may be determined by the Board of Directors from time to time.

Section 5 – Editor

Editor shall:

- a) Be responsible for maintaining, updating and revising the website, posting all items and communications as instructed by the President.
- b) Receive articles, reports, and photographs from clubs, club members, and Board of Directors for posting on the website after receiving approval from the President.
- c) Receive up-to-date membership roster to maintaining login information for members.
- d) Maintain social media such as Facebook, Twitter and LinkedIn.
- e) To liaise with the Public Relations Chair regarding any issues trending on social media.

Section 6 – District Directors

District Directors shall:

- a) Visit each member club in the District at least once during their term;
- b) Obtain an annual report from each club in her District summarizing the club activities and achievements. This report shall be included in the District Director's Report for publication in the Annual Book of Reports;
- c) The Assistant District Director(s) shall assist the District Director and at her request may stand in her place at all meetings at which her presence is required. All references in the By-laws to District Directors shall include Assistant District Directors in substitute; and
- d) The District Director shall liaise with her assigned Vice President.

REGULATION VIII – DUTIES AND RESPONSIBILITIES OF BOARD OF DIRECTORS

Section 1 – Conduct of Business

- a) See By-Law VIII – Duties and Powers of Responsibilities of the Board of Directors
- b) See By-Law VIII – Duties and Powers of Responsibilities of the Board of Directors
- c) **Removal of Officer for Cause:**
In the event that the general conduct of an Officer, (hereinafter referred to as "the Officer"), is deemed to be detrimental to, or generally contrary to the mandate, interest and welfare of the BPW Ontario; the procedure to determine whether or not the Officer be removed from office is as follows:
 - i. The member making the complaint concerning the conduct of the Officer must give notice of such complaint to the President in writing. In the case where the complaint is against the President, notice in writing shall be given to the Immediate Past President;
 - ii. The President shall inform the Officer and the other Board members within seven (7) days of receiving the complaint;
 - iii. Within forty-five (45) days of the President receiving the said complaint an emergency meeting of a committee shall be convened, (hereinafter referred to as "the Committee"), consisting of seven (7) members: (three (3) of which are

- Executive, three (3) members randomly picked plus one (1) member chosen by the Officer, the subject of complaint. Both the complainant and the Officer shall participate in this emergency meeting;
- iv. The Committee shall appoint a chair from within the Committee; and
 - v. At this emergency meeting, each party shall be given sufficient time to present her case to the committee. After hearing both sides, the Committee shall vote by ballot. In the event of a tie, the Chair shall cast the deciding vote.

Section 2 – Expenses for Board Members

Each Board Member including the Parliamentarian shall be entitled to reasonable out-of-pocket expenses incurred in performing her duties, **in accordance to the approved budget**. In particular, the member shall be reimbursed for the following:

- a) Incidental expenses such as postage, long distance charges, photocopies, and approved conference calls. **All expenses must be pre-approved by the President and reimbursements will be made against receipts;**
- b) Transportation reimbursement will be based on the round trip ground travel km allotment from the member's home to the meeting/Conference/AGM venue. Where it is reasonable to use private automobile, a kilometre rate allowance may be paid at a rate **pre-determined** by determined by the Board of Directors;
- c) Accommodations Reimbursement for attendance
- d) at the Executive Board Meetings, and for attendance at the Conference/AGM and Pre-Conference/AGM & Post-Conference/AGM Meeting of the Board of Directors is the minimum rate for a shared room. The Board Member must attend all of these meetings in order to be reimbursed for expenses as set out above;
- e) Travel expenses when making official club visits. Where it is reasonable to use private automobile, a kilometre rate allowance may be paid at a rate **pre-determined** by the Board of Directors;
- f) Each District may at its discretion, pay the registration fee, accommodation and any extra meals for the attendance of the District Director and Assistant District Director(s) to attend a District meeting;
- g) Registration fee and hotel accommodation shall be provided in the Conference/AGM budget for the President to attend the Conference/AGM; and
- h) Expenses of Two Hundred and Fifty Dollars (\$250) shall be paid towards the newly elected President and Immediate Past President expenses to attend the National Convention.

Section 3 – Duties and Responsibilities of the Executive Committee

See By-Law VIII – Duties and Powers of Responsibilities of the Board of Directors

Section 4 – Duties of Officers

See By-Law VIII – Duties and Powers of Responsibilities of the Board of Directors

REGULATION IX – STANDING COMMITTEES

Section 1 – Public Affairs Committee

This committee shall be comprised of at least six members (one from each District) and the Resolutions, Commendation, and By-laws Chair or a member of the Resolutions, Commendation, and By-laws Committee as an ex officio member.

This committee shall:

- a) Collect information and study employment conditions and legislative matters within the scope of our Aims and Objectives; and to advise the Board of Directors and the Clubs of such matters;
- b) Report to the Executive Committee areas of concern to fulfill the mandate as documented in the Ontario Gazette which publishes draft Bills in the Legislative Assembly;
- c) Assist Clubs with resource materials as set out in the Regulations; and
- d) To liaise with the Editor regarding any issues trending on social media.

In addition, this committee may:

- i. Present workshops at a Conference/AGM to introduce, explain, and discuss subjects that may form the basis for Resolutions;
- ii. Provide reference or resource material, and advice on sources of material that will enable members to study and research subjects in preparing Resolutions.

Section 2 – Budget and Finance Committee

The Treasurer shall:

- a) Consult with the President to prepare an annual budget which shall be submitted to the Board of Directors and be presented at the Conference/AGM for approval;
- b) Make recommendations to maintain a sound financial position; and
- c) Provide advice to clubs on budgets upon request.

Section 3 – Resolutions, Commendations, and By-laws Committee and Rules of Procedure

This committee shall:

- a) Issue for distribution in September and post on the website, the Call for Resolutions, By-law amendments, and/or Commendations, stating the deadline for submission by January 31st;
- b) Clarify and edit all submissions of Resolutions, By-law amendments, and Commendations, in consultation with the Club(s) who submitted them. All submissions must include a one-page background with source references and a club contact person;
- c) Require a copy of the motion of the general meeting of the submitting Club to approve the submission;
- d) Contact Clubs which submit a Resolution, By-law amendment, and/or Commendation on the same subject and recommend a joint submission;
- e) Send copies of all correspondence (i.e. feedback from other clubs) to the originating club(s) prior to Conference/AGM;
- f) Ensure the Club submitting a Resolution, By-law amendment, and/or Commendation is aware that their Delegate is required to speak to their Resolution, By-law amendment, and/or Commendation when it is presented at Conference/AGM. The club shall provide any additional materials for preparation of Brief;
- g) Review the By-laws and Regulations annually and present recommended amendments to the Board of Directors prior to the Conference/AGM for distribution to the clubs and the Editor to post on the members' side of the website prior to the Conference/AGM;
- h) Return to the submitting Club any Resolution, By-law amendment and/or Commendation determined by the committee to be outside the objectives or jurisdiction of this Organization, with an explanatory email;
- i) Present the Resolutions, By-law amendments and Commendations package at the Conference/AGM;
- j) Update the Index of Resolutions Database as soon after Conference/AGM as possible;

- k) Update amended By-laws approved at the Conference/AGM;
- l) Prepare a Brief of Resolutions passed at each Conference/AGM which requires government action and includes for signature by the President;
- m) Present a Brief to the Government of Ontario, the leaders of all opposition parties, the Minister Responsible for Women's Issues, and other Ministers to whom resolutions are directed, after each Conference/AGM;
- n) Ensure a copy of the Brief is sent to all members;
- o) Send a copy of the Brief to the Editor to be posted on the website and send a copy to archives;
- p) Review Emergency Resolutions and advise the Club of acceptance, and present the resolution to the Board of Directors at the pre-conference Board meeting. An Emergency Resolution is a resolution on an urgent subject or a subject of current concern requiring immediate action to ensure resolution's impact is not lost. The submitting Club must provide facts to support the urgency of the resolution. The Emergency Resolution must include all the same information as regular resolutions.
- q) Inform the submitting Clubs of the decision of the Board and to arrange for sufficient copies of the Emergency Resolution for distribution to the delegates if the Emergency Resolution was approved by the Board of Directors;
- r) Present the accepted Emergency Resolution along with the other Resolutions at Conference/AGM; and
- s) Maintain contact with the Provincial Council of Women of Ontario (PCWO), the Legal Education and Action Fund (LEAF), the Equal Pay Coalition (EPC), and any other appropriate clubs pursuant to the development of women's issues and provide committee representation at their Conferences/AGMs, and correspond and share information with these clubs on women's issues pertaining to BPW mandate. The Resolutions Chair may appoint a specific BPW Ontario member, or members, to perform such duties on her behalf.

Section 4 – Membership Committee

The Immediate Past President, the First Vice-President, the District Directors, and Assistant District Directors and the Publicity and Public Relations Chair shall be members of this committee.

This committee shall:

- a) Assist in maintaining and increasing club membership;
- b) Consider assisting the clubs with less than fifteen members and larger clubs with static and declining membership;
- c) Promote the formation of additional clubs; and
- d) Promote interest in Emblems among the clubs, and the sale of Emblem supplies to the club members through the Chair of Emblems.

The Chair of the committee shall present the Membership Recognition Award at the Conference/AGM as directed by the Board of Directors. The Membership Recognition Award shall be presented to the club with the largest percentage increase in membership over the previous year. The calculation of membership totals shall be based on the membership as of April 30th.

Section 5 – Emblems Committee

This committee shall:

- a) To report to the President a detailed listing of inventory twice per year (at the interim Board Meeting and at the Conference/AGM);

- b) To prepare a statement of purchases and sales to be sent to the Treasurer as at April 30th;
- c) To turn over all funds from sales to the Treasurer as of April 30th;
- d) To arrange a display of emblems for sale at Conferences/AGMs and attend to the sales; and
- e) From time to time to make suggestions to the Board for the purchase of new items and disposal of out-of-date items.

Section 6 – Personal Development Committee

See By-Law IX – Standing Committees

Section 7 – Young BPW Committee

This committee shall:

- a) To establish a communication link with all Young BPW members throughout the province, BPW Canada, and BPW International by connecting with other BPW Vice-Presidents;
- b) To communicate information among all Young BPW members;
- c) To educate Young BPW members about the scope of the BPW mandate, aims and objectives in accordance with club, and provincial and national by-laws and procedures;
- d) To survey Young BPW members to ascertain areas of social and political issues needing to be addressed and prepare resolutions to lobby for those issues; and
- e) To conduct workshops for personal development of Young BPW members.

Section 8 – Parliamentarian

See By-Law IX – Standing Committees

Section 9 – Insurance Committee

See By-Law IX – Standing Committees

Section 10 – Publicity and Public Relations Committee

The committee shall be comprised of the Committee Chair, Editor, Membership Chair, Young BPW VP and Public Affairs Chair.

The committee shall:

- a) Promote BPW Ontario Conference/AGM's and other BPW Ontario events as directed by the Executive, or as required, and extend knowledge of the objectives, programs and projects of BPW Ontario to the public through every information channel available.
- a) Forward all press releases from BPW Canada to the provincial media and BPW Ontario Editor.
- b) Following the BPW Canada's templates and press release recommendations (<https://bpwcanada.com/en/members.html#press>), submit press releases of general meetings and other special events promptly to the press, as well as procure meeting and event reports and photographers when deemed advisable.
- c) When deemed advisable, forward BPW Ontario press releases, reports and photographs to the BPW Ontario Editor to be published on the website and social media;
- d) Forward BPW Ontario news items to relevant National and International vehicles i.e., National and International newsletters and mailings as directed by the Executive, or as required;
- e) Liaise with the Membership Committee to ensure the needs of potential BPW Ontario members and BPW Ontario clubs are adequately considered in promotions;
- f) Liaise with the Young BPW Committee to ensure the needs of potential Young BPW

- Members are adequately considered in promotions;
- g) Work jointly with the BPW Ontario Editor in the following areas:
 - i. issues trending on social media
 - ii. promotion of events, projects, programs and objectives of BPW Ontario
 - iii. maintain consistent branding and content on all BPW Ontario publicity communications, social media and the website;
 - h) Work jointly with the Public Affairs Committee to ensure press releases and other external communications align with BPW Ontario's position and objectives;
 - i) Liaise with other Standing Committee Chairs and Taskforce Chairs regarding promotion of events, projects, programs and objectives of BPW Ontario; and
 - j) Contact T.V., radio, web and other periodicals for organization's publicity, and maintain a current media contact list.

REGULATION X – TASK FORCES

Section 1 – Nominations Task Force

The Nominations Task Force shall:

- a) Notify each club that nominations for executive positions must be submitted to the Task Force in writing at least sixty (60) days before the Conference/AGM meeting, accompanied by a brief statement of the experience and qualifications of its nominees;
- b) Ensure that any nominee who accepts the nomination for First Vice-President understands that she will automatically assume the office of President at the expiration of her term as First Vice-President;
- c) Obtain written consent from all nominees;
- d) Distribute a short biography of all nominees to members and publish the candidates' biographies on the members' side of the BPWO website (See REGULATION VI - ELECTION OF THE OFFICERS);
- e) Forward to each club a complete list of all eligible nominees, together their biographies at least thirty (30) days before the upcoming Conference/AGM;
- f) Post the complete list of nominees in the hall at the Conference/AGM on the first day of the meeting;
- g) In the event the First Vice-President is ineligible, unable, or unwilling to assume the office of President it will be necessary to elect a President; and
- h) If no eligible nominee for any position has been received by the deadline for nominations, the Nominations Chair shall approach eligible members and may nominate at least one suitable candidate for each position.

Section 2 – Conference/AGM Task Force

The club(s) in the city that the next Conference/AGM is to be held shall appoint a Conference/AGM Chair and the club(s) shall immediately advise the President of this appointment.

The Conference/AGM Chair shall:

- a) In consultation with the Host Club, select the personnel of the Conference/AGM Task Force; and
- b) Prepare a budget for submission to the Interim Board Meeting.

The Conference/AGM Task Force shall:

- a) Upon choosing a venue will review the contract with the BPW Ontario Board. The contract will be made out to BPW Ontario and the BPW Ontario President will sign the contract. BPW Ontario will pay the venue deposit. It is the Host Club's responsibility to negotiate the deposit in accordance with the pre-approved draft budget;
- b) Undertake all arrangements with the exception of the agenda and the program, which will be the responsibility of the President in consultation with her executive; and
- c) At the end of Conference/AGM, prepare a financial statement for submission to the Board of Directors.

The BPWO Conference/AGM Liaison:

- a) Is a member of the Board – she will be on the Conference/AGM Task Force (non-voting member, unless she holds another voting position on the Board);
- b) Is not the back-up for the Conference/AGM Chair;
- c) Keeps the Board notified of progress, issues, etc. and is the communications stream between the Board and Conference/AGM Task Force and depending on the host club, potentially between the Secretary and Editor and the Conference/AGM Task Force; and
- d) Will also respond to the Conference/AGM Task Force questions regarding such items as: timing of communications to the members and/or Board, location of Conference/AGM files (and what files are available and required), Conference/AGM protocols, etc.

Section 3 – Historian Task Force

See By-Law X – Task Forces

Section 4 – Programs and Projects Task Force

See By-Law X – Task Forces

Section 5 – International Affairs Task Force

See By-Law X – Task Forces

Section 6 – Health Task Force

See By-Law X – Task Forces

Section 7 – Strategic Planning Task Force

See By-Law X – Task Forces

Section 8 – Annual Report Task Force

See By-Law X – Task Forces

Section 9 – Fundraising Task Force

See By-Law X – Task Forces

REGULATION – XI DUTIES OF CLUBS

Section 1 – Reporting

See By-Law XI – Duties of Clubs

Section 2 – Attendance at AGM

See By-Law XI – Duties of Clubs

REGULATION – XII MEETINGS

Section 1 – Conference/Annual General Meeting

- a) A Conference/AGM shall be held in each calendar year at such time and place as shall be determined by the preceding Conference/AGM;
- b) The "Call to Conference/AGM" shall be issued by the President at least sixty (60) days prior to the date of the Conference/AGM;
- c) The President has the power to call meetings from time to time, as she sees fit;
- d) The Conference/AGM shall receive the Auditor's Report, appoint auditors, and transact such other business as may properly come before such a meeting;
- e) The Conference/AGM which next precedes a Biennial Convention of BPW Canada shall, in addition to the matters set down under (d) of this Section, elect a First Vice-President, two Vice-Presidents, Young BPW Vice President, Treasurer, Secretary, and Editor;
- f) At the Conference/AGM referred to in Section 1(e) of this section, specific time shall be allocated for each nominee to present an address of not more than three (3) minutes;
- g) Specific time may be allocated for a workshop or similar educational activity; and
- h) Fifty-one percent of the member clubs shall constitute a quorum.

Section 2 – Board of Directors

- a) At the call of the President, the Board of Directors shall meet immediately before and after a Conference/AGM. At the Post-Conference/AGM Board Meeting following an election, the past Board members shall attend as observers, in order to forward the pertinent information to the newly elected Board members. In addition, there shall be an Interim Board Meeting in the first and second year of the biennium. One Interim Board Meeting shall provide an in-service training for the Board members;
- b) Meetings may be held at such other times and places as may be determined by the President, or may be convened by a majority of the Board of Directors;
- c) Fifty-one percent of the members of the Board of Directors shall constitute a quorum. Voting members of the Board of Directors shall be President, Immediate Past President, First Vice-President, two Vice-Presidents, Young BPW Vice-President, Secretary, Editor, Treasurer, six District Directors, and Standing Committee Chairs; and
- d) Task Force Chairs may attend all meetings of the Board of Directors as observers, without compensation for expenses, unless requested by the President to attend.

Section 3 – Executive Committee

See By-Law XII - Meetings

Section 4 – District Meetings

See By-Law XII - Meetings

REGULATION XIII – REPRESENTATION AT CONFERENCES/AGMS

Section 1 – Eligibility of Delegates

Representation at a Conference/AGM shall consist of delegate(s)/alternates from Clubs in good standing. If a Club is unable to have a delegate attend an AGM, an Active Member of another Club may be appointed as its proxy to represent the club and vote on its behalf.

Section 2 – Voting Eligibility

Delegates and proxies must be Active Members with dues paid prior to a meeting at which delegates and proxies will vote. No person shall carry proxies for more than two (2) clubs.

Section 3 – Club in Arrears

See By-Law XIII – Representation at Conferences/AGMS

Section 4 – Voting Strength

See By-Law XIII – Representation at Conferences/AGMS

Section 5 – Credentials Submission

- a) Each club shall complete the "Appointment of Delegate/Alternate/Proxy Credential Form" and submit it to the Conference/AGM Credentials Committee in accordance with the committee's timeframe. A copy of this form shall be sent directly to the Conference/AGM's Credentials Chair. Any subsequent changes of the appointment must be confirmed in writing to the Conference/AGM Credentials Chair by the Club's signing officers or the Provincial President; and
- b) A copy of the Appointments Form shall accompany the delegate/ alternate/proxy to the Conference/AGM. This copy of the "Appointment of Delegate/Alternate/Proxy Credential Form" shall be presented at the Conference/AGM in order to obtain voting credentials.

REGULATION XIII A – REPRESENTATION AT DISTRICT AND SPECIAL MEETINGS**Section 1 – Club Representation at District Meetings**

See By-Law XIII A – Representation at District and Special Meetings

Section 2 – Special Meetings of Members

Special Meeting may be held by electronic means including video or teleconference which provides a format so all voting members may participate.

REGULATION XIV – VOTING BODY**Section 1 – Voting at Meetings**

See By-Law XIV – Voting Body

Section 2 – Voting Quota

See By-Law XIV – Voting Body

Section 3 – Voting Body at Meetings

See By-Law XIV – Voting Body

Section 4 – Voting Body at Board Meetings

See By-Law XIV – Voting Body

REGULATION XV – PARLIAMENTARY PROCEDURE

See By-Law XV – Parliamentary Procedure

REGULATION XVI – AUDIT

Section 1 – Appointing an Auditor

See By-Laws XVI – Parliamentary Procedure

Section 2 – Auditor’s Access to Books and Records

See By-Law XVI – Parliamentary Procedure

REGULATION XVII – AMENDING BY-LAWS

Section 1 – Repealing and Amending By-Laws

See By-Law XVII – Amending By-Laws

Section 2 – When By-Laws Can be Amended

See By-Law XVII – Amending By-Laws

Section 3 – Distribution of By-Laws

See By-Law XVII – Amending By-Laws

REGULATION XVIII – REGULATIONS

See By-Law XVIII – Regulations