

CONSTITUTION  
of the  
CANADIAN CIVIL LIBERTIES ASSOCIATION

1. Name

The name of the Association shall be the Canadian Civil Liberties Association.

2. Purposes

The purposes of the Association shall be to promote respect for and observance of fundamental human rights and civil liberties, and to defend, extend and foster the recognition of these rights and liberties.

3. Membership

- (1) Membership in the Association is open to all persons subscribing to its purposes.
- (2) Application for membership shall be in the form prescribed from time to time by the Board of Directors.
- (3) An applicant for membership becomes a member upon acceptance of his application by the Board of Directors and payment by him of the prescribed fee.
- (4) Fees to be paid by members of various classes shall be those prescribed from time to time by the Board of Directors.
- (5) Where a member is in arrears in payment of the annual fee of the Association for a period exceeding sixty days after mailing by the Secretary of the annual notice fees, his membership in the Association shall lapse.
- (6) The classes of membership in the Association are as follows:
  - (a) individual, within which class there shall be the categories of ordinary, contributing, sustaining and student members and
  - (b) corporation or group, within which class there shall be the categories of ordinary, contributing and sustaining members.

4. Board of Directors

- (1) The Directors of the Association shall be the Officers of the Association and thirty Directors without office.
  - (1a) During the year 1970 the Board of Directors shall be empowered in their discretion to increase the number of Directors without office to forty.
- (2) Half of the Directors without office shall be elected annually from among the membership by secret ballot of the members, and shall hold office for a two year term.
  - (2a) Every group which the Board of Directors designates as a chapter of the Canadian Civil Liberties Association may elect a maximum of two representatives to serve on the Board of Directors.
  - (2b) For the term of office beginning with the 1973 elections, the half of the Directors without office receiving the largest number of votes shall serve for a two year term, and the remaining half shall serve for a one year term. In the event of an acclamation or a tie, the drawing of lots shall determine which Directors shall serve for a two year term and which Directors shall serve for a one year term.

- (3) Management of the Association is vested in the Board of Directors.
- (4) Where a vacancy occurs on the Board of Directors, the remaining Directors shall continue to be vested with the management of the Association and may, if they deem fit, appoint any member in good standing a Director to fill the vacancy.
- (5) The Board of Directors may by resolution prior to the annual general meeting reduce the number of Directors without office to be elected for the following year to such a number as they deem fit, but not less than eight.
- (6) Five Directors constitute a quorum for meetings of the Board.
- (7) The Board of Directors may delegate to an Executive Committee any powers of the Board.
- (8) The Board of Directors may establish standing and special committees.
- (9) The Board of Directors shall determine the rules for elections.
- (10) The Board of Directors may appoint honorary patrons for the Association.
- (11) The Board of Directors shall elect a Chairman from among the Vice-Presidents of the Association at its first meeting after the annual elections to preside at all meetings of the Board of Directors until the next annual elections.
- (12) Questions arising at any meeting of the Board of Directors shall be decided by a majority of those Directors present and voting, and, in the case of an equality of votes, the Chairman, in addition to his original vote, shall have a second or casting vote.

#### 5. Officers

- (1) The Officers of the Association are the Past Presidents, the President, ten Vice-Presidents, the Secretary, the Treasurer, the Executive Director and General Counsel.
- (2) The President, Secretary, and Treasurer, shall be elected every two years from among the membership, by a secret ballot of the members and shall hold office for a two year term.
- (2a) Half of the Vice-Presidents shall be elected annually from among the membership, by a secret ballot of the members and shall hold office for a two year term.
- (2b) For the term of office beginning with the 1973 elections, the half of the Vice-Presidents receiving the largest number of votes shall serve for a two year term, and the remaining half shall serve for a one year term. In the event of an acclamation or a tie, the drawing of lots shall determine which Vice-Presidents shall serve for a two year term and which Vice-Presidents shall serve for a one year term.
- (3) The Executive Director and General Counsel shall be appointed by and shall hold office at the pleasure of the Board of Directors.
- (4) The Officers of the Association shall be members of the Executive Committee of the Board of Directors.

#### 6. Meetings

- (1) Policies of the Association shall be those determined by the members at meetings duly held in accordance with this article, provided however that between membership meetings the Directors may formulate and implement policies not inconsistent with those determined by the members.

- (2) Except where this Constitution specifies otherwise, at all meetings of members every question shall be decided by the majority of the votes of the members present and voting.
- (3) There shall be an annual general meeting of the members.
- (4) Special general meetings of the members shall be held when determined by the Directors, or the President and any two Directors, or upon receipt by the Secretary of the written request of twenty members.
- (5) Notice of the annual general meeting and of special general meetings shall be given to all members in writing at least seven days prior thereto.
- (6) Twenty-five members shall constitute a quorum for annual and special general meetings.

7. Amendment

- (1) The Constitution may be amended only at the annual general meeting of the Association or at a special general meeting called for that purpose, by resolution approved by two-thirds of those members of the Association present and voting.
- (2) At least thirty days' notice in writing of a proposed amendment shall be given to the Executive Director.
- (3) The Executive Director shall circulate notice in writing of a proposed amendment to all members at least seven days prior to the meeting at which a proposed amendment is to be voted upon.
- (4) Notwithstanding any other provision of this Constitution, the Constitution may also be amended through a mail ballot by two-thirds of the members of the Association who vote in response to such a mail ballot.
- (5) Any ballot mailed under the authority of paragraph (4) of this section shall be sent to each member at his address as it appears on the books of the Association.