

# Manitoba Advising Professionals

## **CONSTITUTION**

### **ARTICLE 1: Name/Mission/Address**

#### **1.1 Name**

The name of this group is the **Manitoba Advising Professionals Incorporated** (MAP).

#### **1.2 Mission**

MAP is a not-for-profit, volunteer association. Our mission is to serve the Manitoba post-secondary student services community by fostering collaboration and community, and providing meaningful professional development opportunities.

#### **1.3 Address/Location**

- a) The mailing address is the address of the current Chair of MAP.
- b) Meetings of the MAP Board are held at a variety of locations to be determined by the Chair.

### **ARTICLE 2: Purpose/Objectives**

#### **2.1 Purpose**

The purpose of MAP is to assist in developing the skills and interests of persons engaged in, or with an interest in, post-secondary student advising by providing opportunities for:

- a) professional development;
- b) mentoring;
- c) the exchange of ideas and experiences/networking;
- d) promoting collaboration between various institutions serving the needs of post-secondary students.

#### **2.2 Objectives**

To further these purposes, MAP's objectives include:

- a) organizing an annual conference;
- b) coordinating and providing topical workshops;
- c) communicating with members via e-mail, website, newsletter, etc.;
- d) conducting other activities consistent with the mission and purpose.

### **ARTICLE 3: Membership/Dues/Termination**

#### **3.1 Membership**

- a) Membership is open to individuals who support the stated purposes of MAP. Members are not required to be working specifically in the field of student advising.
- b) A member must submit a yearly *Membership Form* and pay the appropriate dues for the current year.
- c) All members in good standing can vote and hold office.

#### **3.2 Dues**

- a) Dues are assessed to cover the necessary expenses related to the operation of MAP.
- b) Dues may be adjusted as the need arises.

#### **3.3 Termination**

A member will cease to be a member of the Association:

- a) by failure to pay dues;
- b) by delivering a resignation in writing to the Board at the current address of the Association;
- c) upon death.

### **ARTICLE 4: Governance**

#### **4.1 Board of Directors**

- a) MAP will be operated by a Board of Directors comprised of a Chair, Vice-Chair, Secretary, Treasurer, and up to five (5) Directors-at-Large.
- b) Positions on the Board of Directors must be filled by members in good standing nominated by members in attendance at an Annual General Meeting.
- c) The Board of Directors will be elected by a show of hands (or by secret ballot on request) at the Annual General Meeting.
- d) The Board of Directors will then elect the Chair, Vice-Chair, Secretary and Treasurer
- e) There will be up to five (5) Directors-at-Large, the composition of which must include:
  - i. at least one (1) representative from Red River College;
  - ii. at least one (1) representative from the University of Manitoba;
  - iii. at least one (1) representative from the University of Winnipeg;
  - iv. up to two (2) additional members.

For the purpose of this Article, the Chair, Vice-Chair, Secretary, and Treasurer are considered to fulfil these specific categories.

#### **4.2 Terms of Office**

- a) The term of office for all positions on the Board of Directors will be two (2) years.
- b) In the absence of new nominations, Board positions may be renewed by the Board for an additional term.

#### **4.3 Termination of Board Members**

A Board member will cease to be a member of the Board of Directors:

- a) by termination of her/his MAP membership (see Article 3.3);
- b) at the end of her/his term;
- c) by delivering a resignation in writing to the Board;
- d) when removed by a resolution passed by more than two-thirds of the votes cast at a special general meeting of the members of the organization duly called for considering such resolution;
- e) upon death.

### **ARTICLE 5: Nomination/Vacancy**

#### **5.1 Nomination**

- a) Only members in good standing of MAP may hold office on the Board of Directors.
- b) The Vice-Chair will prepare a Call for Nominations document to be distributed with AGM materials.
- c) The Vice-Chair will accept nominations and volunteers for Directors from all regular members in good standing no later than 10 days prior to the AGM.
- d) The Vice-Chair will conduct any required election at the AGM.

#### **5.2 Vacancy**

- a) If there is any vacancy in the Board for any reason, the remaining Directors may appoint a regular member in good standing to fill the position until the next AGM.

### **ARTICLE 6: Meetings**

#### **6.1 Annual General Meeting (AGM)**

- a) There will be at least one AGM per year for the general membership of MAP.
- b) Quorum will be the majority (50 percent plus one, i.e. 51%) of the voting members present at the AGM.

#### **6.2 Board Meetings**

- a) The Chair will call at least two (2) meetings of the Board of Directors annually.
- b) Additional meetings may be called as required.
- c) Quorum will consist of 50 percent plus one (51%) of the voting members of the Board.

#### **6.3 Extraordinary General Meetings**

- a) An Extraordinary General Meeting may be called at the written request of 5% of members in good standing.
- b) Quorum will consist of 50 percent plus one (51%) of the voting members present at the meeting.

## **ARTICLE 7: Finances**

### **7.1 Fiscal Year**

- a) The Fiscal year of MAP is July 1- June 30.

### **7.2 Deposit of Funds**

- a) All funds of the Association will be deposited to a chartered bank, credit union, or trust company.

### **7.3 Signing Authority**

- a) The signing officers for the Association will be the Chair, Vice Chair, and Treasurer. Two signatures must be present on all legal documents for the Association.

### **7.4 Annual General Meetings**

At each AGM the Board will present to the members for their consideration a:

- a) report of the income and expenditures for the previous fiscal year.
- b) budget for operating expenses for the Association for the upcoming fiscal year.

### **7.5 Audit Process**

- a) Each year following the AGM, the Board will elect an *ad hoc* committee of two Directors-at-Large to review the financial records of the Association from the previous year to ensure that they have been accurately maintained and reported. This committee shall report its findings to the Board no later than two months following the date of the AGM. The *ad hoc* committee will, at the direction of the Chair, hire a third party to conduct a financial audit and prepare year-end financial statements.

### **7.6 Compensation**

- a) Directors of MAP will not receive any compensation for their services.
- b) Expenses incurred on behalf of the Association must be pre-approved by the Chair and Treasurer. Directors who incur such expenses will be reimbursed in a timely manner.

## **ARTICLE 8: Communication**

### **8.1 Website**

- a) MAP will maintain a website; the current address is: <http://www.mbadvisors.ca>.
- b) Maintenance or updates to the website may be contracted out as required.

### **8.2 All Other Publications**

- a) MAP may undertake to produce other publications at the discretion of the Board.
- b) When possible, electronic distribution is the preferred mode of delivery.

## **ARTICLE 9: Constitution and By-Laws**

### **9.1 Copy of Constitution and By-Laws**

- a) A copy of the *Constitution* and *By-Laws* will be posted on the MAP website.

**9.2 Constitution and By-Laws Amendment**

- a) The *Constitution* and *By-Laws* may not be rescinded, altered, or added to except by resolution at an Annual General Meeting or Extraordinary General Meeting.
- b) A Notice of Motion is required to amend the *Constitution* or *By-Laws*. This Notice of Motion must be submitted to the Chair sixty (60) days prior to the Annual General Meeting or Extraordinary General Meeting. It will then be distributed to all members in good standing.
- c) Proposed amendments to the *Constitution* and/or *By-Laws* will be determined by a majority vote of those present at the AGM or Extraordinary General Meeting.

**ARTICLE 10: Dissolution**

**10.1** In the event of the dissolution of the Manitoba Advising Professionals, the net assets of the organization will be distributed as follows:

- a) All liabilities and obligations will be paid.
- b) All remaining monies will be distributed equally to all current members in good standing.

Signed by:

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Chair

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Vice-Chair