



Indigenous Women's of the Wabanaki Territories (IWWT)

152 Main Street, Fredericton, NB

Phone #: 506-206-8220

Constitution and Bylaws

Financial Year

The financial year of the Indigenous Women's of the Wabanaki Territories (IWWT) is April 1st of one year to March 31st of the following year.

Membership

The members of IWWT are the Indigenous Women who reside in the Maliseet , Mi'kmaq, Passamaquoddy Territory based within the Provinces of New Brunswick, Quebec, and the State of Maine. Membership is for the period of one year and shall require a \$5 membership fee as well as the completion of a membership form.

Annual General Assembly (AGA)

Annual General Assembly shall be held no later than 60 days after the end of the financial year. Notice of the AGA shall be served to all members and posted widely in communities at least 30 days before the date of the meeting.

Bylaw amendments

Amendments to Bylaws may be achieved by a 60% majority vote of Members at an Annual General Assembly, provided that the proposed changes were circulated to the membership at least 30 days prior to the AGA.

Policies

The Board may develop and adopt such policies that are consistent with the By-Laws relating to the management and operations of IWWT as it deems expedient, provided that such policies shall have force and effect only until the next annual meeting of the members of IWWT when they shall be confirmed and failing such confirmation shall at and from that time cease to have force and effect.

Election of Directors

A director must have the legal capacity to enter into a contract, be at least 18 years of age and shall be a woman or Indigenous Ancestry including LGBTQ2S.

Directors shall be elected in accordance to Robert's Rules of Order at an Annual General Assembly.

Directors can only be elected by Voting Delegates who are current Members of IWWT. Delegates represent Indigenous Women from within the Provinces of New Brunswick, Quebec, and the State of Maine:

- Each Reserve community shall have 4 delegates with voting powers at each Annual General Assembly.
- No more than 7 voting delegates shall represent those living off-reserve.

Board Structure and Terms

The Board of Directors is comprised of 9 board positions, including an Elder and youth. Each Director shall be elected for 2-year terms, staggered in such as way that half of the terms end in

any given year. No Director may serve more than three consecutive terms, at which point they must take at least one year off from the Board.

The Board appoints an executive consisting of the President, Vice-President, Treasurer and Secretary annually. Other standing or ad hoc committees may be created as required. Ad hoc committees should be automatically disbanded by board motion when the task is completed or no longer relevant.

Board Duties

- The Board of Directors has the legal corporate authority and responsibility for the achievement of the organization's mission.
- The Board governs the affairs of IWWT within the framework of its Constitution and Bylaws, Policies, Vision, Mission, Core Values and Strategy Map.
- The Board shall ensure that all books and records of IWWT required by the bylaws, funding agreements and by any statute of law are regularly and properly kept.
- The Board will account to the members, the public and financial supporters, for the services of IWWT and expenditures of funds.
- There must be at least one Regular Board Meeting per quarter
- For decisions to be legally-binding, motions must be voted upon in accordance to Robert's Rules of Order.

Chairperson

The President of IWWT shall be the Chairperson of any meeting of the Board of Directors, as well as at the Annual General Assembly. In their absences, a member of the Executive Council shall chair the meeting. If none of the Executive Council is present, the Directors shall appoint a chairperson for that meeting.

Conflict of Interest

Directors shall abide the IWWT's Policy guidelines concerning Conflict of Interest.

Vacation of Office

The office of Director shall be automatically vacated:

- if she becomes bankrupts or;
- if an order made declaring the Director to be mentally incompetent of incapable of managing that Director's own affair or;
- upon death or;
- if, by notice to the Secretary, the Director resigns;

Removal and Suspension of a Director

A Director may only be removed or suspended for violating IWWT Policies. Upon written notice of three Directors, a Special Meeting of the Board of Directors shall be called to consider the removal or suspension for up to 120 days of a Director. The written notice from the Directors shall be given to the Director in question, specifying the reason(s) why the Director should be removed or suspended from the Board. A two thirds majority vote by those Directors present shall be required to remove or suspend the Director.

Quorum

For regular meetings of the Board of Directors, quorum shall be fifty percent plus one of all Directors holding office. Quorum shall include Directors who have a live virtual presence through video calls or conference calls.

For Special Meetings of Directors which address suspensions, removals or major corrective action towards Directors, Staff or Partners, quorum shall be fifty percent plus one of all Directors holding office. Quorum shall include directors who have a live virtual presence through video calls or phone calls.

There shall be at least 25 Members - not including current Directors - at any General Assembly