

**BY-LAWS**

**CANADIAN ALLIANCE OF BLACK EDUCATORS**

## PREAMBLE

Everyday, black students throughout Canada encounter problems that are directly related to their minority group status in Canadian society and school. Meanwhile, black educators are slowly, but increasingly assuming positions of responsibility in educational institutions in which significant members of black students are enrolled and enrolling. It is imperative that these educators, classroom teachers and others, through their own initiative, develop the disposition and the necessary structures through which they can meet, share ideas and focus systematically and effectively on the unique problems which they and their students face.

The Canadian Alliance of Black Educators sets as its overall goal the systematic examination of the process of accomodation of black students at all levels of the Canadian school system, and, from this position, to take the necessary and appropriate initiatives not only to facilitate the ease of this process of accomodation as far as possible, but to ensure as well their optimal positive participation therein.

## ARTICLE 1

### Name of the Organization

The name of the organization shall be The Canadian Alliance of Black Educators (hereinafter, referred to as The Alliance or C.A.B.E.).

## ARTICLE 2

### The Objectives and Purposes of The Alliance

#### SECTION 1: General

1. The Canadian Alliance of Black Educators holds a strong commitment to education for all people within and outside of the educational system. It holds this commitment most firmly in respect to the education of the black community.
2. To this end, it will work to identify and mobilize educational resources, human and physical, within the black community and to establish co-operative links with groups and associations outside the black community with whom it shares common interests.

3. The Alliance will work to promote the analysis and application of shared knowledge towards the eradication of problems which stand as obstructions to quality education for all students and for black students in particular. It will work towards correcting the effects of, as well as the elimination of racism in education.

**SECTION 2: Specific**

In more specific terms, The Alliance will function to:

1. Provide an alliance of black educators from all levels of the different educational systems in Canada.
2. Establish a forum for the exchange of ideas and strategies to promote the educational aims and objectives of black people.
3. Organize development sessions for the sharing of ideas, proven programmes and techniques for demonstrating that black youth can and do achieve despite adverse socio-economic conditions.
4. Provide resources and intelligence banks for black educators on proven as well as innovative educational programmes.
5. Develop positions on key educational issues which affect the education of black young people.
6. Assist in policy development in the area of black education: to organize, collect, interpret and disseminate factual information and data on black people and the educational system; and to stimulate the increase in participation of blacks in the membership and leadership of educational bodies such as municipal and provincial boards and commissions.
7. Contribute towards raising of the academic achievement level of black students and to place particular emphasis on the type of teaching, learning and evaluation that would build positive and dynamic self-concepts among them.
8. Assist in the development of that climate in which black students have relevant and effective role models in the educational institutions.

9. Identify and encourage black students, educators and professionals to assume leadership roles at various levels of educational institutions in order to promote the interests of the education of black people.
10. Establish and promote the degree of awareness, professional expertise and commitment among black educators necessary to contribute to and to enhance the efforts of other educators and community persons.

### ARTICLE 3

#### Scope and Functioning of the Alliance

##### SECTION 1: Scope

The Canadian Alliance of Black Educators is perceived as emerging in two stages:

1. The Alliance aims in the long run to be a nationwide organization consisting of chapters across the provinces of Canada.
2. In the short run, the Alliance shall concentrate on building up its Metropolitan Toronto chapter. At the same time, however, it shall focus on establishing and strengthening contacts with bodies existing outside the Metropolitan Toronto area which are concerned with and involved in black education. This will be done with a view to promoting the emergence of chapters in other regions and provinces.
3. The bylaws herein set forth are conceived primarily to facilitate the short run operation of the Association. At the appropriate time in the future, and on the observation of due process, such amendments as are deemed consistent with the achievement of its long-term objectives, shall be made by the competent authority.

##### SECTION 2: The Governing Instruments (Meetings)

1. The governing body of the Alliance shall be the Annual General Meeting. It shall convene every year in the month of January.
2. The Annual General Meeting shall be attended by all dues paying individual members and the delegate representatives of member groups.

The Agenda for the Annual General Meeting shall include an audited financial report, a budget for the new year and progress reports from all standing committees embracing the programme of work of the Alliance. The Agenda shall also include the election and installation of the new Executive and Standing Committees. This agenda shall be circulated to reach members at least twenty (20) days prior to the date of the meeting.

4. At the discretion of the President, and with the approval of a majority vote of the Executive Committee, a Special General Meeting of the Alliance may be called. Written notice of such a General Meeting and the main business of the agenda shall be mailed to reach the membership at least ten (10) days prior to the date of the meeting.
5. The members present at all legally summoned meetings shall constitute a quorum. Each member shall have one (1) vote.
6. (a) The competent authority for the amendment of the constitution of the Alliance shall be the Annual General Meeting; or a Special General Meeting called for that purpose. A two-thirds majority of the members present and voting shall be required for the passing of an amendment to the constitution.  
  
(b) If a Special Meeting is summoned for the purpose of amendment to the constitution, the proposed amendment shall be submitted in writing and circulated to members with the required notice and agenda of the meeting.  
  
(c) No enactment, amendment or repeal of the constitution shall be enforced or acted upon until the approval of the Minister of Consumer and Corporate Affairs has been obtained.
7. No error or omission in giving notice of any Annual or General Meeting or any adjourned meeting, whether annual or general, of the members of the corporation shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. For purpose of sending notice to any member, director or officer for any meeting or otherwise, the address of the member, director or officer shall be his last address recorded on the books of the corporation.

### SECTION 3: Organizational Structure

1. The Alliance shall conduct its business through a series of Standing Committees there shall be:
  - (a) a Programme Development Committee
  - (b) a Budget and Membership Committee
  - (c) a Publications and Publicity Committee

The Executive Committee shall serve as the representative of the Annual General Meeting and shall be empowered with the authority to make decisions regarding policies and programmes established by the Alliance. It shall be composed of the officers and the members at large designated in Article 5, Section 3 hereunder, and, where applicable, the immediate past President. The President of the Alliance shall serve as chairperson. The Executive Committee shall meet periodically as deemed necessary by the President.

3. The Programme Development Committee shall be responsible to the Executive Committee. It shall work to initiate and develop such programmes and activities as are consistent with the aims and objectives of the Alliance. It shall submit all programmes and activities for approval by the Executive Committee before implementation. The Chairperson of the Committee and its membership shall be approved by that Committee.
4. The Budget and Membership Committee shall be responsible to the Executive Committee. It shall function to promote membership drives and fund-raising campaigns, and to recommend to the Executive on the financial aspects of the Alliance's programme. The Treasurer of the Alliance shall be the Chairperson of this Committee and its membership shall be approved by the Executive Committee.
5. The Publications and Publicity Committee shall be responsible to the Executive Committee. Its main function shall be the publication of a periodical in which the professional activities of individual members and the Alliance as a body can be ventilated. In addition, it shall be responsible for the Alliance's publicity outreach. The Chairperson of this Committee shall be a member of the Executive Committee and its membership shall be approved by that body.
6. Each Standing Committee shall be composed of a chairperson and at least three (3) members. Two of these members shall be selected at the Annual General Meeting. The Chairpersons and remaining member(s) shall be appointed by the President in consultation with the Executive Committee.
7. The President of the Alliance shall be "ex-officio" member of the Programme Development; Budget and Membership; and the Publications and Publicity Committees.

SECTION 4: Remuneration of the Executive Committee,  
Committees and Officers

1. Executive Committee members and committee members, as such, shall not receive any stated remuneration for their services, but, by resolution of the Executive Committee, expenses of their attendance may be allowed for their attendance at each regular or special meeting of the Alliance. Nothing herein contained shall be construed to preclude any member of the Executive Committee or any committee from serving the Alliance

as an officer or in any other capacity and receiving compensation therefor. The Committee member shall serve as such without remuneration and no committee member shall directly or indirectly receive any profit from his/her position as such; provided that a Committee member who is engaged in or is a member of a firm engaged in any business or profession may act in and be paid the usual professional costs and charges for any professional business required to be done in connection with the administration of the affairs of the Alliance.

2. The Executive Committee may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the Executive Committee at the time of such appointment.
3. The remuneration of all officers, agents and employees and committee members shall be fixed by the Executive Committee by resolution. Such resolution shall have force and effect only until the next meeting of members when such resolution shall be confirmed by resolution of the members, or in the absence of such confirmation by the members, then the remuneration to such officers, agents or employees shall cease to be payable from the date of such meeting of members.
4. Every Committee member or officer of the Alliance or other person who has undertaken any liability on behalf of the Alliance, his/her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Alliance from and against;
  - (a) all costs, charges and expenses whatsoever which such Committee member, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability;
  - (b) all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own wilful neglect or default.

#### ARTICLE 4

##### MEMBERSHIP

###### SECTION 1: Eligibility

1. Any one of the black ethnic origin whose work or profession associates her/him with the education of members of the black community in Canada is eligible for membership.

2. Any person, group or association of persons of non-black ethnic origin whose conscience associates him/her or them with the sentiments, goals and objectives of black education as set out in Article 2 above may apply for membership.

SECTION 2: Classes of Membership

1. There shall be three classes of membership in the Alliance:
  - (a) Ordinary
  - (b) Student
  - (c) Associate
2. Ordinary membership may be extended to either individuals or groups who meet the eligibility criteria outlined in Section 1 above.
3. The conferment of Student and Associate membership shall rest within the discretion of the Executive Committee of the Alliance, subject to the approval of the Annual General Meeting.
4. Student members shall enjoy full rights and privileges in the Alliance.

SECTION 3: Membership Dues

1. All membership dues shall be paid on an annual basis.
2. Membership shall be conferred on the payment of the appropriate membership dues which shall be as follows:
  - (a) Ordinary

(i)	Individual	\$25.00
(ii)	Group	\$50.00
  - (b) Student
3. The issue of a valid membership card shall indicate membership "in good standing", and shall entitle the holder to full voting rights and privileges of the Alliance.

SECTION 4: Loss of Membership

1. A member who has not paid the membership fee and who is in default for three months shall be deemed not to



- be a member in good standing and shall forfeit all rights and privileges until he or she has paid the fee.
2. Any member may withdraw from the Alliance by delivering to the Alliance a written resignation and lodging a copy of the same with the Executive Secretary of the Alliance.
  3. Any member may be required to resign by a vote of three-quarters (3/4) of the members at an annual meeting.

## ARTICLE 5

### OFFICERS

#### SECTION 1: Designation

The general officers of the Canadian Alliance of Black Educators shall be a President, a Vice-President, an Executive Secretary, an Assistant Secretary, a Treasurer, the members at large and the immediate past President. These officers and members shall constitute the Executive Committee of the Alliance. All officers shall be elected from among the membership of the Alliance and shall be members in "good standing".

#### SECTION 2: Term of Office

A term of office shall be one (1) year, or until, at a Special Meeting, a successor is elected and installed. An officer may not serve for more than two (2) consecutive terms in the same office.

#### SECTION 3: President

The President shall be the chief executive officer of the Alliance and shall have all general powers and duties which are generally vested in the office of President. S/he shall work in close consultation with the Executive Committee and shall be the chief spokesperson of the Alliance. S/he shall serve as joint trustee, with the Treasurer, for the funds of the Alliance, and shall arrange for the auditing of the accounts of the Alliance in the month preceding the Annual General Meeting. The President shall preside at all Annual General Meetings, Special Meetings and Executive Committee Meetings; shall appoint the chairperson of all committees, Standing and 'ad hoc'; shall be 'ex-officio' member of all committees. No publicity or press release may be made by any officer in the name of the Alliance without the prior consent and approval of the President.

**SECTION 4: VICE-PRESIDENT**

In the absence or disability of the President, the Vice-President shall perform the duties and exercise the powers of the President. The Vice-President shall also perform such other duties as shall be prescribed by the President and for the Alliance. Included among such duties may be the interpretation of the functions and programmes of the Alliance to the public.

**SECTION 5: Executive Secretary**

The Executive Secretary shall be responsible for the co-ordination of the various programmes and activities of the Alliance. The officer shall request, receive, and organize the submission of progress reports from the Standing and 'ad hoc' Committees to the Executive Committee for discussion at its periodic meetings. The Executive Secretary shall be in charge of all records of the Alliance including the minutes of Annual General Meetings, Special Meetings, Executive and other Committee meetings. S/he shall establish or cause to be established, and maintain lines of communications with Alliance members both individual and group, ordinary or associate and with other community and public organizations across the provinces. S/he shall keep records of the credentials and other pertinent information of members and associates of the Alliance. In the performance of his/her duties the Executive Secretary shall take direction and seek the advice of the President.

S/he shall be custodian of the seal of the corporation, which he shall deliver only when authorized by a resolution of the board of directors to do so and to such person or persons as may be named in the resolution.

**SECTION 6: Assistant Secretary**

The Assistant Secretary shall assist the Executive Secretary in the performance of his/her duties by performing such functions as the latter delegates. In the event of illness or incapacity of the Executive Secretary, the Assistant Secretary shall act as Secretary.

**SECTION 7: Treasurer**

Subject to the advice and directions of the President in consultation with the Executive Committee, the Treasurer shall be responsible for matters pertaining to the financial needs, income and expenditure, and safe keeping of the funds of the Alliance. The Treasurer shall serve as chairperson of the Budget and Membership Committee and shall initiate action directed towards membership drives and fund-raising campaigns of the Alliance. S/he shall be joint-trustee with the President of the fund of the Alliance and shall

issue cheques and receipts and otherwise receive and disburse monies in the name of the Alliance. At the Annual General Meeting, the Treasurer shall present an audited financial report and submit budget proposals for the continuing programme of the Alliance. All requests for expenditure of funds of the Alliance shall be submitted by the requesting committee to the Executive Committee through the Treasurer.

#### SECTION 8: Members-at-large

There shall be elected to the Executive Committee three (3) members-at-large. These members shall enjoy the privileges and share the collective responsibilities of the Committee. They shall be elected particularly with a view to Broadening the 'representatives' of the Alliance.

#### SECTION 9: Execution of Documents

1. Contracts, documents or any instruments in writing requiring the signature of the Alliance shall be signed by any two officers and all contracts, documents and instruments in writing so signed shall be binding upon the Alliance without any further authorization or formality. The Executive Committee shall have power from time to time by resolution to appoint an officer or officers on behalf of the corporation to sign specific contracts, documents and instruments in writing.
2. The seal of the Alliance when required may be affixed to contracts, documents and instruments in writing signed as aforesaid or by any officer or officers appointed by resolution of the Executive Committee.

### ARTICLE 6

#### ELECTIONS

##### SECTION 1: Time of Elections

Officers of the Alliance shall be elected by the Annual General Meeting as a part of its business agenda and installed as the final item on that agenda.

##### SECTION 2: Voting Procedure

1. A Nominations/Elections Committee shall be appointed by the President to conduct the mechanics of nominations and elections.
2. Only members in good standing shall be allowed to run for office or to vote.

3. Each group shall be entitled to two votes.
4. Voting shall be conducted by secret ballot on the designated day.
5. The results of the election shall be presented at the same meeting in which the voting was done.

ARTICLE 7

INAUGURATION

1. The Canadian Alliance of Black Educators shall be duly and properly inaugurated at a meeting specially convened for that purpose. This meeting shall be deemed to be the First Annual General Meeting of the Alliance and its main business shall include the discussion of the draft constitution, the adoption and promulgation of the constitution of C.A.B.E. and the election and installation of officers of the Executive Committees.
2. All decisions and action taken prior to and directed towards the convening of the First Annual General Meeting of the Canadian Alliance of Black Educators shall be deemed to be the work of the Steering Committee, and formally endorsed at that meeting. The Steering Committee shall cease to exist and function immediately on the installation of the Executive Committee of the Alliance. All of its assets, records, and inventory of transactions in process shall become the property and responsibility of the Alliance to be discharged, utilized, or otherwise acted upon as the Alliance deems fit.

ARTICLE 8

INTERPRETATION

1. For the purposes of the Canada Corporations Act, the Executive Committee are the directors of the Alliance and the Alliance is the Corporation.
2. In these by-laws and in all other by-laws of the Alliance hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

IN WITNESS WHEREOF we have hereunto set our hands at Toronto, Province of Ontario, on the                      day of August, 1980.

  
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