

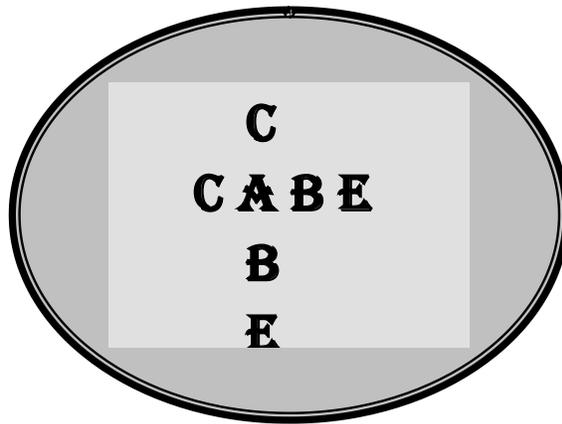
CANADIAN ALLIANCE OF BLACK EDUCATORS

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ASSOCIATION CANADIENNE DES ENSEIGNANTS NOIRS.

BY-LAWS

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CANADIAN ALLIANCE OF BLACK EDUCATORS BY-LAWS

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 numbers 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 accommodation of Black students at all levels of the Canadian school system. From this position, it will take the necessary and appropriate initiatives not only to facilitate the ease of this process of accommodation as far as possible, but to ensure as well their optimal positive participation therein.

ARTICLE 1

Definitions

In this by-law and all other by-laws of the Canadian Alliance of Black Educators, unless the context otherwise requires:

- a. "Act" means the Canada Not-for-profit Alliances Act S.C. 2009, c.23 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;
- b. "Alliance" means the Canadian Alliance of Black Educators
- c. "articles" means the original or restated articles of the Alliance or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Alliance;
- d. "Director" means the Director appointed under the Act
- e. "Executive Committee" means the Executive Committee of directors of the Alliance and member of the Executive Committee means a member of the Executive Committee of directors;
- f. "by-law" means this by-law and any other by-laws of the Alliance as amended and which are, from time to time, in force and effect;
- g. "meeting of members" includes an annual meeting of members or a special meeting of members; "special meeting of members" includes a

- meeting of any class or classes of members and a special meeting of all members entitled to vote at an annual meeting of members;
- h. "ordinary resolution" means a resolution passed by a majority (for example more than 50%) of the votes cast on that resolution;
 - i. "proposal" means a proposal submitted by a member of the Alliance that meets the requirements of section 163 (Shareholder Proposals) of the Act;
 - j. "Regulations" means the regulations made under the Act, as amended, restated or in effect from time to time; and
 - k. "special resolution" means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

Interpretation

In the interpretation of this by-law, words in the singular include the plural and vice-versa, words in one gender include all genders, and "person" includes an individual, body corporate, partnership, trust and unincorporated organization. Other than as specified in Definitions above, words and expressions defined in the Act have the same meanings when used in these by-laws.

Corporate Seal

The Alliance may have a corporate seal in the form approved from time to time by the Executive Committee. If a corporate seal is approved by the Executive Committee, the Executive secretary of the Alliance shall be the custodian of the corporate seal.

Execution of Documents

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Alliance may be signed by any two (2) of its officers or directors. In addition, the Executive Committee may from time to time direct the manner in which and the person or persons by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal (if any) to the document. Any signing officer may certify a copy of any instrument, resolution, by-law or other document of the Alliance to be a true copy thereof.

Financial Year End

The financial year end of the Alliance shall be determined by the Executive Committee.

Banking Arrangements

The banking business of the Alliance shall be transacted at such bank, trust company or other firm or Alliance carrying on a banking business in Canada or

elsewhere as the Executive Committee may designate, appoint or authorize from time to time by resolution. The banking business or any part of it shall be transacted by an officer or officers of the Alliance and/or other persons as the Executive Committee may by resolution from time to time designate, direct or authorize.

ARTICLE 2

Name of the Organization

The name of the organization shall be The Canadian Alliance of Black Educators (the Alliance).

ARTICLE 3

The Objectives and Purposes of the Alliance

SECTION 1: General

1. The Alliance 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, the Alliance 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 Canadian Alliance of Black Educators 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 programs 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 programs.
5. Develop positions on key educational issues that affect the education of Black young people.
6. Assist in policy development in the area of Black education: organize, collect, interpret and disseminate information and data on Black people and the educational system; and stimulate the increase in participation of Blacks in the membership and leadership of educational bodies such as municipal and provincial Executive Committees and commissions.
7. Contribute towards rising of the academic achievement level of Black students, placing particular emphasis on the types 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 enhance the efforts of other educators and community persons.

ARTICLE 4

Scope and Functioning of the Alliance

SECTION 1: Scope

The Canadian Alliance of Black Educators emerges 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 that are concerned with and involved in Black education. This will be done with a view of 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 Alliance. At the appropriate time in the future, and on the observation of due process, the competent authority of the Alliance shall make such amendments, as deemed consistent with the achievement of the long-term objectives of the Alliance.

SECTION 2: The Governing Instruments – Annual General and Special Meetings

1. The governing body of the Alliance shall be the Annual General Meeting. It shall convene every year in the month of April or at an appropriate time in keeping with the needs of the organization, however no later than 6 months after the end of the preceding financial year of the Alliance.
2. The Agenda for the Annual General Meeting shall include at the minimum, a financial report, a budget for the new financial year, progress reports from all standing committees embracing the program of work of the Alliance and the election of the new Executive Committee. This agenda and the financial report shall be circulated to members as provided for under Meetings of Members.
3. The Executive Committee, at its discretion may call one or more Special General Meetings of the Alliance. Notice of such a Special General Meeting and the main business of the meeting shall be sent as provided for under Meetings of Members.
4. If there has been a failure at the Annual General Meeting to elect the number or minimum number of directors provided for in the Articles, or if a vacancy reduces the number of directors below the number or minimum number, the directors may call a special meeting of members to fill the vacancy.

SECTION 3: Amending the Articles/Constitution and the By-laws

1. The competent authority for the amendment of the Articles/constitution and of the by-laws 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, including present by way of electronic or telephonic means, shall be required for the passing of an amendment to the Articles/constitution and in the case of the by-laws, when the proposed

amendment would be a fundamental change as described in section 197(1) of the Act.

2. The Alliance, within 12 months after the day on which the members make an amendment to the by-laws, shall send to the Director a copy of the amendment.
3. The Alliance shall send a copy of any amendment of the Articles/constitution to the Director in the form that the Director fixes and, no amendment shall be enforced or acted upon until the approval of the Director has been obtained.

SECTION 4: Meetings of Members

1. Meetings of members of the Alliance shall be held at the place that the Executive Committee determines.
2. Notice of the time and place of a meeting of members shall be given to each member entitled to vote at the meeting by the following means:
 - a. by mail, courier or personal delivery to each member entitled to vote at the meeting, during a period of 21 to 60 days before the day on which the meeting is to be held; or
 - b. by telephonic, electronic or other communication facility to each member entitled to vote at the meeting, during a period of 21 to 35 days before the day on which the meeting is to be held.
3. The financial report shall be sent to members 21 to 60 days before the day on which an annual meeting of members is held.
4. All business transacted at a special meeting of members, except consideration at an Annual General Meeting of the financial statements, public accountant's report, if any, election of directors and re-appointment of the incumbent public accountant, if any, is special business. Notice of a meeting of members at which special business is to be transacted shall
 - a. state the nature of that business in sufficient detail to permit a member to form a reasoned judgment on the business; and
 - b. state the text of any special resolution to be submitted to the meeting, including any amendment to the Articles or constitution.
5. The meeting of members shall be open only to fully paid-up individual members and the delegate representatives of Associate members and such other persons who are entitled or required under any provision of the Act, to be present at the meeting. Any other person may be admitted only on the invitation of the chair of the meeting or by resolution of the members but cannot vote and cannot participate without the approval of the members present.

6. Members who hold 5% of the votes of members who can vote may requisition the directors to call a meeting of members for the purposes stated in the requisition. If the directors do not call a meeting within 21 days after receiving the requisition, any member who signed it may call the meeting, setting the date, time and place. Reasonable costs can be recovered from the Alliance if reimbursement is approved at the meeting.
7. In the event that the chair of the Executive Committee and the vice-chair of the Executive Committee are absent, the members who are present and entitled to vote at the meeting shall choose one of their number to chair the meeting.
8. A quorum at any meeting of members shall be nine members entitled to vote at the meeting. If a quorum is present at the opening of a meeting of members, the members present may proceed with the business of the meeting even if a quorum is not present throughout the meeting.
9. A member not in attendance may vote by proxy.
10. At any meeting of members every question shall, unless otherwise provided by the articles or by the Act or otherwise in these by-laws, be determined by a majority of the votes cast on the question. In case of an equality of votes either on a show of hands or on a ballot or on the results of electronic voting, the chair of the meeting in addition to an original vote shall have a second or casting vote.
11. Any question at a meeting of members shall be decided by a show of hands unless, after a show of hands, a poll thereon is required or demanded as hereinafter provided. Whenever a vote by show of hands shall have been taken upon a question, unless a poll thereon is so required or demanded, a declaration by the chair of the meeting that the vote upon the question has been carried or carried by a particular majority or not carried, and an entry to that effect in the minutes of the meeting, shall be prima facie evidence of the fact.
12. Whenever a show of hands has been taken on any question, the chair may require or any person entitled to vote on the question may demand a poll thereon. A poll so required or demanded shall be taken in such manner as the chair shall direct. A demand for a poll may be withdrawn at any time prior to the taking of the poll. The result of the poll shall be the decision of the members upon the said question.
13. When a vote is to be taken at a meeting of members, the voting may be carried out by means of a telephonic, electronic or other communication facility, if the facility

- a. enables the votes to be gathered in a manner that permits their subsequent verification; and
 - b. permits the tallied votes to be presented to the Alliance without it being possible for the Alliance to identify how each member or group of members voted.
14. No error or omission in giving notice of any meeting of members or any adjourned meeting of members, 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 that person's last address recorded on the books of the Alliance.

SECTION 5: Organizational Structure

1. The Alliance shall conduct its business through a series of Standing Committees. There shall be:
 - (a) an Executive Committee
 - (b) a Program Development Committee
 - (c) a Budget Committee
 - (d) a Social Media and Publicity Committee
 - (e) a Membership Committee
 - (f) a Research and Publications Committee and
 - (g) a Fundraising Committee
2. The Executive Committee shall serve as the representative of the Annual General Meeting and shall have the authority to make decisions regarding policies and programs established by the Alliance. It shall be composed of the officers designated in Article 6, Section 1, hereunder, the immediate past president and a minimum of two and a maximum of six members at large. The president shall serve as chairperson. The Executive Committee members are elected from amongst the paid up members for a term of two years expiring not later than the close of the third annual meeting of members following the election.
3. The Program Development Committee shall be responsible to the Executive Committee. It shall work to initiate and develop such programs and activities

as are consistent with the aims and objectives of the Alliance. It shall submit all programs and activities to the Executive Committee for approval before implementation. The Executive Committee shall appoint the Chairperson of the Committee and approve its membership.

4. The Budget Committee shall be responsible to the Executive Committee. It shall function to prepare and develop the budget according to the direction of the Executive Committee: to monitor the activities and operations of CAFE to keep within the budget; to make recommendations to the Executive Committee on the financial aspects of the Alliance's programs. The Treasurer of CAFE shall be the Chairperson of the Budget Committee. The Executive Committee shall approve the membership.
5. The Research and Publications Committee shall be responsible to the Executive Committee. A 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 showcased. The other main function shall be responsibility for matters arising from initiatives pertaining to educational projects, reforms, and changes leading to positive student outcomes. The Committee shall recommend ventures and assist with implementation. The Chairperson of this Committee shall be appointed by the by the Executive Committee and shall be a member of the Executive Committee. The Executive Committee shall approve the membership.
6. The Membership Committee shall have the responsibility to:
 - (a) register members recruited by the Committee and others,
 - (b) keep records of memberships and fees for relay to the Treasurer for Recording and receipts
 - (c) notify members one month in advance of membership lapses,
 - (d) develop a Computer program to facilitate the maintenance of membership records and renewal,
 - (e) initiate action towards membership expansion.
7. The Social Media and Publicity Committee shall be responsible for the Alliance's publicity outreach. The Chairperson shall be a member of the Executive Committee. The Executive Committee shall approve the membership.
8. The Fundraising Committee shall be responsible to the Executive Committee. It shall work to develop fundraising proposals and have these proposals assessed and approved by the Executive Committee and implemented when approved. The Executive Committee shall appoint the Chairperson of the Committee and approve its membership.

9. The Executive Committee shall appoint the chairs of each Standing Committee, except of the Executive and Budget Committees, which are appointed in accordance with this section's paragraphs 2 and 4.
10. The Executive Committee may establish ad hoc committees, as it deems necessary from time to time, and establish their terms of reference, appoint the chair and approve the members.
11. The President of the Alliance shall be an "ex-officio" member of all of the standing committees and any ad hoc committees.

SECTION 6: Remuneration of the Executive Committee, Committees and Officers

1. Executive Committee members and committee members, as such, shall not receive any remuneration for their services, but, by resolution of the Executive Committee, expenses may be allowed. Executive Committee members are precluded from receiving any compensation from serving the Alliance as an officer or in any other capacity. A Committee member, other than an Executive Committee member, who is engaged in or is a member of a firm engaged in any business or profession, may be paid for any professional or business work done in connection with the administration of the affairs of the Alliance. However, such person shall not be retained to undertake any work unless the Executive Committee has verified that the proposed cost is reasonable.
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 agents and employees shall be fixed by the Executive Committee by resolution.
4. Every Committee member or officer of the Alliance or other person who has undertaken any liability on behalf of the Alliance, or such person's 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 such person, or in respect of any act, deed, matter or thing whatsoever,

made, done or permitted by such person, in or about the execution of the duties of such person or in respect of any such liability;

- (b) All other costs, charges and expenses, which the Committee member or officer of the Alliance or other person who has undertaken any liability on behalf of the Alliance sustains or incurs in or about or in relation to the affairs of the Alliance, except such costs, charges or expenses as are occasioned by the willful neglect or default of such person.
5. A committee member, or officer of the Alliance or other person who has undertaken any liability on behalf of the Alliance, or that individual's heirs, executors and administrators and estate under paragraph 4 will not receive any funds unless the individual
- (a) acted honestly and in good faith with a view to the best interests of the Alliance or, as the case may be, to the best interests of the other entity for which the individual acted as director or officer or in a similar capacity at the Alliance's request; and
 - (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, had reasonable grounds for believing that their conduct was lawful.

ARTICLE 5

Membership

SECTION 1: Eligibility

1. Any one of Black ethnic origin whose work or profession associates the person with the education of members of the Black community in Canada is eligible for membership.
2. Any person or group 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 3 above may apply for membership.
3. An institution may apply for membership.

SECTION 2: Classes of Membership

1. There shall be three classes of membership in the Alliance:

Class I, to which a membership has attached one vote. Members in this class are

- (a) Ordinary
- (b) Student
- (c) Retiree

Class II, to which a membership has attached two votes. This is the Group membership.

Class III, to which a membership has attached three votes. This is the Institution membership.

2. Class I and II memberships may be extended to either individuals or groups who meet the eligibility criteria outlined in Section 1 above.

SECTION 3: Membership Dues

1. All membership dues shall be paid on an annual basis, and shall become due on March 31.

2. Membership dues shall be:

(a) Ordinary	\$35.00
(b) Student	\$10.00
(c) Retiree	\$25.00
(d) Group	\$65.00
(d) Institutions	\$250.00

3. Membership shall be conferred on the applicant on the payment of the appropriate membership dues and the approval of the Executive Committee.
4. A membership for a person who has never been a member must be approved at least 45 days before the annual general meeting or special meeting in order for the applicant to have the right to vote at the meeting.
5. 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. Entry in the records of the Alliance as a member shall also a person to full voting rights and privileges of the Alliance.

SECTION 4: Loss of Membership

1. Membership runs for 12 months after a new member's membership application has been accepted by the Executive Committee or an existing member has last paid membership dues. A member who has not paid the membership dues shall be deemed not to be a member in good standing and shall forfeit all rights and privileges until such person has paid the dues.
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 Secretary of the Alliance.
3. Any member may be expelled by a vote of three-quarters (3/4) of the members at an annual meeting. The Executive Committee must agree that such motion be put before the members. The Executive Committee must give the member notice of the resolution to have the member expelled and the grounds for the resolution.

ARTICLE 6

Officers

SECTION 1: Designation

The general officers of the Canadian Alliance of Black Educators shall be:

- a) a President,
- b) a Vice-President,
- c) a Secretary,
- d) a Treasurer

All officers shall be elected from amongst the membership of the Alliance and shall be members in "good standing".

SECTION 2: Term of Office

An officer may not serve for more than two (2) consecutive two year 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 such office while

performing fiduciary duties for the organization. The President shall work in close consultation with the Executive Committee and shall be the chief spokesperson of the Alliance. The President shall serve as joint trustee, with the Treasurer, for the Funds of the Alliance. The President shall preside at all Annual General Meetings, Special Meetings and Executive Committee Meetings. No publicity or press releases may be made by any officer in the name of the Alliance without 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 programs of the Alliance to the public. The Vice-President shall perform any duties of the Vice-Chair described in these by-laws.

SECTION 5: Secretary

The Secretary shall be responsible for the co-ordination of the various programs 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 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. The Secretary shall establish or cause to be established, and maintain lines of communications with Alliance members, individual and group, ordinary or associate and with other community and public organizations across the provinces. The Secretary shall keep records of the credentials and other pertinent information of members and associates of the Alliance. In the performance of the Secretary's duties, the Secretary shall take direction and seek the advice of the President.

The Secretary shall be custodian of the seal of the Alliance, which the Secretary shall deliver only when authorized by a resolution of the Executive Committee to do so and to such person or persons as may be named in the resolution.

SECTION 6: 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 safekeeping of the funds of the Alliance. The Treasurer shall serve as chairperson of the Budget Committee.

S/he shall be joint-trustee with the President of the funds 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 program 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 7: Members-at-large

There shall be elected to the Executive Committee five (5) 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.

ARTICLE 7

Meetings of Executive Committee Members

Calling of Meetings

1. Meetings of the Executive Committee may be called by the chair of the Executive Committee, the vice-chair of the Executive Committee or any two (2) directors at any time.

Regular Meetings

2. The Executive Committee may appoint a day or days in any month or months for regular meetings of the Executive Committee at a place and hour to be named. A copy of any resolution of the Executive Committee fixing the place and time of such regular meetings of the Executive Committee shall be sent to each director forthwith after being passed, but no other notice shall be required for any such regular meeting except if subsection 136(3) (Notice of Meeting) of the Act requires the purpose thereof or the business to be transacted to be specified in the notice.

Notice of Meeting

3. Notice of the time and place for the holding of a meeting of the Executive Committee shall be given to every director of the Alliance not less than 7 days before the time when the meeting is to be held by one of the following methods:
 - a. delivered personally to the latest address as shown in the last notice that was sent by the Alliance;

- b. mailed by prepaid ordinary mail to the director's address as set out in (a);
- c. by telephonic, electronic or other communication facility at the director's recorded address for that purpose; or
- d. by an electronic document in accordance with Part 17 of the Act.

Notice of a meeting shall not be necessary if all of the directors are present, and none objects to the holding of the meeting, or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting. Notice of an adjourned meeting is not required if the time and place of the adjourned meeting is announced at the original meeting.

Votes to Govern at Executive Committee Meetings

- 4. At all meetings of the Executive Committee, every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes, the chair of the meeting in addition to an original vote shall have a second or casting vote.

Quorum

- 5. A quorum at any meeting of the Executive Committee shall be a number that constitutes a majority of the number of Executive Committee members that exist at the time of the vote except that the quorum will be no lower than the majority of the number or minimum number of directors provided for in the Articles.

Executive Committee Members Fewer Than Quorum

- 6. If there is not a quorum of directors, the directors then in office shall without delay call a special meeting of members to fill the vacancy or vacancies, and if they fail to call a meeting or if there are no directors then in office, the meeting may be called by any member.

Meeting by Electronics

- 8. A meeting of the Executive Committee can be held by means of a telephonic, electronic or other communications facility as long as the Executive Committee members can communicate their views.

ARTICLE 8

Election of Members of Executive Committee

SECTION 1: Time of Election

Members of the Executive Committee 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. An ad hoc Nominations/Elections Committee shall be appointed by the Executive Committee 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 and Institutional member shall be entitled to the number of votes specified in Article 5, Section 2, paragraph 2.
4. Voting shall be conducted by secret ballot on the designated day.
5. Members in good standing, not attending the meeting, shall be authorized to vote, by signed declaration (letter) of proxy verified by the office of the Alliance or by means described in Article 4, Section 4, paragraph 13 or a combination of both.
6. The results of the election shall be presented at the same meeting in which voting was done.

SECTION 3: Removal of Members of the Executive Committee

1. The members of the Alliance may by ordinary resolution at a special meeting remove any member or members of the Executive Committee.
2. A vacancy created by the removal of a member of the Executive Committee may be filled at the meeting of the members at which the member of the Executive Committee is removed or, if not so filled, may be filled by the directors.

ARTICLE 9

Effective Date

Passed by members on

APPENDIX I

SECTION 1: Concerning Organization

1. The Canadian Alliance of Black Educators undertakes to publish a quarterly periodical entitled: Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs.
2. The Editor of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs will be appointed annually by the Publications and Publicity Committee and the appointment is to be approved by the Executive Committee of the C.A.B.E.
3. The Editor of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs will select the members of the Editorial Committee to be appointed by the Publications and Publicity Committee.

The Editor of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs will be a member of the Research and Publications Committee.

SECTION 2: Concerning Finances

1. The Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs will be financed partly from the general funds of the C.A.B.E. and partly from the sale of the publication at a price fixed by the Editorial Committee and approved of by the Research and Publications Committee.
2. As soon as possible after his appointment, the Editor will prepare a budget of estimated costs of publication of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs. The Editor will also prepare a statement concerning costs of publication at the end of the year of tenure of office.
3. The Editor of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs and the Treasurer of the C.A.B.E. will calculate the annual subsidy to be allocated to it. Their decisions will be approval by the Executive Committee of the C.A.B.E.

4. The signing officers of the C.A.B.E. will normally make payments on behalf of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs except that the Editor will have at his disposal a petty cash account.
5. The Treasurer of the C.A.B.E. will collect any funds received by the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs and reserve them for its finances.

SECTION 3: Concerning the Editor and the Editorial Committee

1. The Editor will encourage an adequate balance of articles in English and French as well as articles from all Provinces and Territories of Canada.
2. The Editor, during tenure of office, may publish review articles of books and of meetings but may publish scholarly articles of her/his own, in the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs, without the approval of the Research and Publications Committee.
3. Each article received for publication will receive the scrutiny of the Editor or her/his designate, and it will be the subject of a written report before publication.
4. The Editorial Committee will be free to establish general policies of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs. It will determine the contents of each issue, provided that these are compatible and in general agreement with the aims of the C.A.B.E. as set out in the Constitution of the C.A.B.E. and as interpreted by the Executive Committee of the C.A.B.E.
5. The Executive Committee, on the advice of the general membership or that of the Research and Publications Committee, may remove an editor from office in the following cases:
 - a) failure to produce the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs after two consecutive quarterly periods have elapsed;
 - b) Failure to adhere to the general aims of the C.A.B.E. as set out in the Constitution of the C.A.B.E. and as interpreted by the Executive Committee of the C.A.B.E.
 - c) Failure to keep adequate records of financial transactions.

SECTION 4: Concerning Documentation

1. Articles, books and correspondence received by the Editor, the Editorial Committee or members of the Executive Committee in the name of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs belong to the C.A.B.E.
2. The Editor will maintain files containing articles and correspondence relating to each issue of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs. These documents are to be deposited with the President of the C.A.B.E. at the end of the tenure of office of the Editor.
3. All articles received by the Editor are to be kept in strictest confidence, and they may be submitted for evaluation to persons other than the Editorial Committee in an anonymous form only.
4. Ten copies of each issue of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs, all manuscripts submitted to it and all letters received by the Editor or members of the Editorial Committee or of the Executive Committee in its name, belong to the Archives of the C.A.B.E.
5. Documents concerning the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs and kept in the Archives of the C.A.B.E. may be consulted at the discretion of the Editor after they have been deposited in the Archives for at least one year.
6. The Executive Committee of the C.A.B.E., in consultation with the Editor of the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs or the Research and Publications Committee, will decide the appropriate moment at which documentation concerning the Journal and Bulletin of the Canadian Alliance of Black Educators/Revue et Bulletin de l'Association Canadienne des Enseignants Noirs will be officially deposited in the Archives of the C.A.B.E.

APPENDIX II

Criteria for Holding Office

Constituting itself into a Nominations Committee, the Steering Committee of the CABE discussed the issue of holding office in public bodies and in particular such bodies as have arisen to serve the Black Community in Canada. The Committee concluded that it was essential to outline basic criteria which would govern the selection of candidates for office in the Canadian Alliance of Black Educators and which would provide a guide for the retention of office by incumbents.

The following statement was agreed to by the Committee:

1. The candidate for office in the Canadian Alliance of Black Educators must, in the first place, be a member in good standing who pledges to foster and promote the goals and objectives of the Alliance within the provisions of its constitution.
2. The candidate may have been involved, on a paid or voluntary basis, at some level either within or outside the formal education system, in the business of education of the Black community; or, may have had shared experience in working with Black groups in a systematic and continuous manner.
3. If the candidate has demonstrated appropriateness of interest, dedication and commitment, and availability of time to serve towards the upliftment of the Black community, the candidate should be prepared to continue to demonstrate these qualities.
4. The candidate should demonstrate a high degree of integrity and tactfulness.
5. Because it may not be possible to find many persons who possess all the qualities indicated by these criteria, it would be essential to attempt to select based on an optimum mix of these characteristics. At the same time, the criteria are not to be so rigidly applied as to exclude from consideration those who may not have given service before but who show the potential and willingness to do so in the future.
6. In order to assure representation of the Executive and other Committees of the Alliance, candidates should be chosen to reflect as far as possible the various levels of the formal educational system as well as the different areas of non-formal education.