



**Manitoba Child Care  
Association**

## The Manitoba Child Care Association Inc. By-Laws for Regional Branches

Effective June 18, 2020

### 1. DEFINITIONS

- (a) “Regional Branch” means a branch established pursuant to Section 11 of the By-laws of The Manitoba Child Care Association.
- (b) “Provincial Board” means the Board of Directors of The Manitoba Child Care Association.
- (c) “Regional Board” means a Board of Directors elected by the membership of a Regional Branch under Section 6 of these regional By-laws.

### 2. GUIDELINES FOR FORMING A REGIONAL BRANCH AND BOARD OF DIRECTORS

- (a) A notice of intent to become a Regional Branch (hereinafter called “Branch (es)”) shall be forwarded to the Association office. This notice shall include names, addresses and telephone numbers of the founding members. A minimum of six (6) members of the Association are required in order to form a new Branch. Of the six (6) members, four (4) must agree in writing to serve on the Board of Directors of the new Branch.
- (b) Upon receipt of a notice of intent, the Executive Director, or other designate of the Association shall meet with the founding members to review and set in place the Guidelines for the new Branch.
- (c) When the Provincial Board is satisfied that all conditions have been fulfilled, the Provincial Board may grant a charter creating the Branch and empowering the Board of Directors of the Branch to exercise all the powers of the Branch to direct and supervise its business, property and affairs and to carry out the mission of the Association within the region.

### 3. CONDITIONS

#### 3.1 Name of the Branch

The (Name of Region) Branch of the Manitoba Child Care Association.

### 3.2 Head Office

A mailing address and phone number for the Regional Board, including street, town, postal code, and telephone number must be provided to the Head Office.

### 3.3 Purpose

To promote the mission, vision, goals, and objectives of The Manitoba Child Care Association at the regional level as detailed in the By-Laws of the Association.

### 3.4 Objectives

- (a) To carry out the mandate of the Association branch membership.
- (b) To promote the resources of the Association on a regional basis.
- (c) To communicate member concerns and ideas to the Provincial Board, to provide regular written reports on branch activities, share in the democratic decision making process of the Provincial Board.
- (d) To provide professional development opportunities for regional members.
- (e) To participate in the advocacy process in consultation with the Provincial Board.

## 4. FISCAL YEAR

The fiscal year of each Regional Board shall be the same as that of the Association. It shall begin on January 1<sup>st</sup> and end on December 31<sup>st</sup> of each calendar year.

## 5. MEMBERSHIP IN THE REGIONAL BRANCH

- (a) Shall be available to those who support the aims and objectives of the Association and who are active members of the Association as per section 7.2 (a) through (f) of the Association By-Laws.
- (b) A current listing of all Association members residing within the region shall be forwarded to the designate of the Regional Board twice a year or more often upon request.

## 6. REGIONAL BOARD OF DIRECTORS

- (a) The affairs of the Branch shall be governed by a Regional Board of Directors of at least four (4) persons together with such additional members-at-large as may be elected at the Annual General Meeting of the Branch.
- (b) Within one month after the Annual General Meeting, the Regional Board shall meet to elect from its members a Chairperson, Vice-Chairperson, Secretary, and Treasurer. The offices of Secretary and Treasurer may be combined into one office.

- (c) All Directors of the Regional Board shall be individual members of the Association.
- (d) The region shall forward a list of its officers and Directors to the Provincial Board within one month of the election.
- (e) Terms of office of the Regional Board shall be from the date of the meeting in which a Director is elected or appointed, until the next Annual General Meeting.
- (f) Directors whose terms expire shall be eligible for re-election. A retiring Director shall retain office until the dissolution or adjournment of the meeting at which his/her successor is to be elected, unless the meeting was called for the purpose of removing him/her from office.
- (g) Any vacancy in the Regional Board shall be filled by a vote at the next general meeting, or by appointment from the Board. A person on interim appointment shall hold office for the balance of the remaining term of the vacating Director.

#### 7. REGIONAL BOARD OF DIRECTORS MEETINGS

- (a) The Regional Board shall meet a minimum of 4 times per year, either in person or by conference call with at least one in person meeting a year.
- (b) Quorum for the transaction of business at any meeting of the Regional Board shall be 50% of Board members plus 1.
- (c) All motions duly moved and seconded shall be considered carried by a simple majority vote by show of hands, or by verbal consensus at the conference call.

#### 8. REMOVAL OF DIRECTOR FROM THE REGIONAL BOARD

- (a) A Director may be removed from office at any time by the affirmative votes of 80% of members of the Regional Board provided that notice of such intended removal is given to the Director and the Director has been given an opportunity to address the Regional Board.
- (b) If a Director is absent from three (3) consecutive meetings of the Regional Board without reasons which are acceptable to the Regional Board, the Director shall be removed from the position at the next following meeting.
- (c) If a Director is absent for a total of four (4) meetings during any one calendar year, without reason acceptable to the Regional Board, the Director shall be removed from the Regional Board at the next following meeting.
- (d) If a Director is removed from office, then the Director ceases to be a member of the Regional Board and an officer of the Association immediately upon the passage of the resolution of removal.
- (e) In all cases of death, resignation, retirement, or removal from office of any Director,

all books, papers, vouchers, money or property of whatever kind in his/her possession or under his/her control belonging to the Association shall be immediately delivered to the Regional Board.

## 9. ANNUAL GENERAL OR SPECIAL MEETINGS

- (a) The Annual General Meeting shall be held within 6 (six) months from the end of each fiscal year.
- (b) Special Meetings may be called at any time, or place, by order of the Chairperson, or by the Regional Board.
- (c) Special Meetings may also be requested by not less than 10% of the Association members in the Regional Branch. The objectives of the meeting must be specified in writing and no business shall be transacted other than that specified in the request.
- (d) Notice shall be provided to every member at his/her last known address by ordinary mail or by email not less than 21 days in advance of such a meeting.
- (e) Notice shall describe what business will take place at the meeting; all resolutions to be voted on; and shall include with the notice proxy forms to assure all members have the opportunity to vote.
- (f) Only such business which is set out in the notice of meeting may be transacted.
- (g) Quorum shall be a minimum of one and one half times the number of members on the Regional board.
- (h) No business shall be transacted at any meeting unless the requisite quorum is present at the time of the transaction of such business. If a quorum is not present at the time appointed for the meeting of members or within such reasonable time thereafter as the members present determine, the persons present and entitled to vote may adjourn the meeting to a fixed time and place but may not transact any other business.
- (i) Voting shall be by a show of hands of Association members or by ballot if requested by the members. Written proxies verified against the branch membership list will also be accepted. Any decision is by majority vote of those present or represented by proxy.
- (j) In the situation where an annual general meeting or special general meetings cannot be convened in person, a virtual meeting will occur utilizing a video conferencing platform (e.g. Zoom). Members will vote by utilizing a voting/polling feature. All other by-laws pertaining to the annual general meeting or special meetings will apply to the virtual meeting.

## 10. DUTIES OF OFFICERS

### 10.1 Chairperson

- (a) Preside at all meetings of the Regional Board
- (b) Serve as an official representative of the Branch for the purpose of advancing the goals and objectives of the branch.
- (c) Prepare an annual report and delivery an address to the Branch Annual General Meeting.
- (d) Appoint special committees when necessary.
- (e) Participate in meetings of the Regional Branch Chairpersons, or assign an alternate. Provide a report back to the Regional Board.
- (f) Ensure designation of a head office. Maintain files and records.
- (g) Provide an orientation to an incoming Chairperson and Board members.
- (h) Forward files and records to an incoming Chairperson.

### 10.2 Vice-Chairperson

- (a) Preside over meetings in the Chairperson's absence.
- (b) Assist the Chairperson when requested.
- (c) Exercise the duties and powers of the Chairperson during his/her absence.

### 10.3 Secretary

- (a) Take accurate minutes of all meetings of the Branch as per the format contained in the Volunteer Manual.
- (b) Keep an up to date file of the minutes of the meetings.
- (c) Forward a copy of the minutes of all regional meetings to the provincial office immediately following approval of the minutes by the Regional Board.
- (d) Maintain a current contact list of Regional Board members.

### 10.4 Treasurer

- (a) Serve as custodian of all the moneys of the Branch, and keep full and accurate accounts of all the receipts and disbursements.

- (b) Provide a treasurer's report to the Regional Board at each meeting.
- (c) Present the year end financial statements to the membership at the Annual General Meeting of the Branch.
- (d) Prepare an annual budget for Regional Board approval.
- (e) Send cash receipts and disbursement records, monthly bank statements to the Association office by the due date annually for audit purposes.

#### 11. COMMITTEES

- (a) The Regional Board may appoint standing and ad hoc committees as they deem necessary. Committee composition and work shall be determined by the Branch board and recorded in the Branch minutes.
- (b) The Regional Board or the members of the committee may appoint a committee Chairperson.
- (c) Duties of the committee Chairperson shall be:
  - (i) Submit oral reports to all regularly scheduled Branch board meetings
  - (ii) Maintain ongoing records of all activities related to the committee
  - (iii) Prepare an agenda for each committee meeting

#### 12. FINANCES

- (a) The Regional Board shall be eligible to receive a percentage of their Association membership dues as a rebate from the Provincial Board. The rebate shall be used for Board operating expenses and member promotional activities within the region, and shall be issued semi-annually.
- (b) The Regional Board may not borrow money from any source without the knowledge and written approval of the Provincial Board.
- (c) Branch funds will be administered by the Chairperson and Treasurer of the Regional Board both of whom may have signing authority.
- (d) Financial records of the Branch shall be open to inspection by the Provincial Board or by Branch members upon reasonable notice to the Branch Chairperson.
- (e) Written request for additional financial assistance for exceptional circumstances may be submitted for consideration to the Provincial Board.

### 12.1 Eligibility for Regional Branch Rebates

(a) To qualify for the maximum rebate the Branch must be operating in compliance with the Branch By-Laws and:

- (i) hold four (4) meetings/conference calls of the Regional Board annually
- (ii) provide one (1) annual professional development event for its membership
- (iii) provide an activity report every six (6) months and an annual budget to the Finance & Accounting Manager of the Association
- (iv) submit financial records for audit annually

(b) Branch rebate policies will be administered by the Finance & Accounting Manager of the Association.

### 12.2 Branch Financial Responsibilities

(a) The Branch is expected to balance revenue and expenses and is responsible for the following:

(i) Travel expenses related to the attendance by the Regional Branch Chairperson or designate to meetings of the Provincial Board

(ii) The type of transportation to be reimbursed shall be determined by the Regional Board based on consideration of the most cost and time efficient model

(iii) Additional travel dollars can be negotiated with the Provincial Board if required

(iv) Compensation to the place of employment of the Regional Branch Chairperson, or alternate, for the travel and meeting time for Regional Branch meetings and activities. The amount of compensation will be calculated based on work hours missed x the usual rate of pay for the substitute if required

(v) Substitute, travel, and accommodation expenses as above if the Regional Branch chooses to appoint a branch representative to attend the Association provincial conference, Annual General Meeting, or Provincial Board meeting.

(vi) The expense of long distance telephone calls made by Directors of the Regional Branch due to Association business.

(vii) All printing and postage expenses, and other costs required to carry out the work of the Regional Branch.

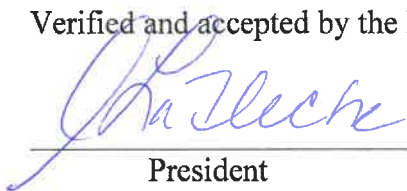
### 13. DISSOLUTION OF A REGIONAL BRANCH

(a) All financial records, furnishings, resources, and cash remaining after the payment of expenses shall become the property of the Provincial Board.

The proceeding constitutes the agreement between the Provincial and Regional Branches of the Association and outlines the responsibilities of both parties.

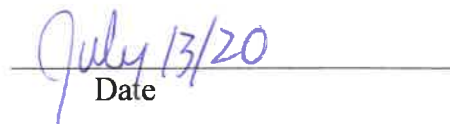
| <u>Branch</u>        | <u>Date Established</u> |
|----------------------|-------------------------|
| Norman Branch        | May 1, 1990             |
| Westman Branch       | May 1, 1990             |
| Central Branch       | May 1, 1990             |
| Thompson Branch      | May 1, 1990             |
| South Central Branch | April 1, 1991           |
| Eastman Branch       | November 4, 1994        |
| Parklands            | May 9, 1998             |
| Interlake Branch     | September 18, 2004      |

Verified and accepted by the MCCA Provincial Board of Directors:

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary/Treasurer

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Date