

**AUXILIARY TO THE COWICHAN DISTRICT HOSPITAL**  
Approved by the Membership February 23, 2015  
**BY-LAWS**

**PART ONE**

**MEMBERSHIP**

1. The membership of the Auxiliary shall be composed of Active members, Life and Friends of the Auxiliary.
  - a. An Active member will be deemed a member who pays dues and provides volunteer service hours in support of Cowichan District Hospital and/or Cairnsmore Place.
  - b. A Life Membership may be bestowed on an individual for outstanding service, and thereafter the member does not pay any dues.
  - c. Friends of the Auxiliary are volunteers recommended by the Directors and approved by the Executive. "Friends" do not pay dues and do not have a vote or voice.
2. A list of all Friends of the Auxiliary i.e. non-members who volunteer their services shall be provided by the Directors in order to be recognized at the Annual General Meeting.
3. Membership shall be open to persons wishing to assist in the programs and/or the fundraising activities of the Auxiliary.
4. Employees of Island Health may not be members of the Auxiliary.
5. Every member must uphold the Constitution and comply with these Bylaws.
6. The annual membership dues shall be determined by the Directors, as required; and approved by the members at the Annual General Meeting.
7. Annual membership dues shall be payable by January 1 of each calendar year.
8. All members who have failed to pay their annual membership dues are no longer "in good standing".
9. A person ceases to be a member of the Auxiliary:
  - a. by delivering a written resignation to the Secretary of the Auxiliary; and/or
  - b. by becoming a member "not in good standing".
10. If a person wishes to be reinstated within the calendar year, the person should advise, in writing, the Secretary and Membership Director.
11. A member may be expelled by a special resolution of the members, passed at a General Meeting; in which case,
  - a. the notice of special Resolution for Expulsion must be accompanied by a brief statement of reasons for the proposed expulsion;
  - b. the person who is the subject of the proposed Resolution for Expulsion must be given an opportunity to be heard at a General Meeting before the special Resolution is put to a vote (secret ballot); and
  - c. the outcome of the vote on the special Resolution shall determine whether the member in question shall be expelled.

**PART TWO**

**GIFT SHOP AND THRIFT STORE**

1. The Auxiliaries' Gift Shop and the Thrift Store shall be fund-raising projects for the benefit of the Cowichan District Hospital, Cairnsmore Place and related health care programs within the Cowichan Valley Regional District.
2. The Gift Shop Director and the Thrift Store Director shall present written reports to the Auxiliary at its General Meetings and provide written Annual Reports.

## **PART THREE**

### **BRANCH (ES)**

The Auxiliary may have Branches operating independently, with powers not greater than the Constitution and By-laws of the Auxiliary.

1. The Branch (es) shall present written reports to the Auxiliary at its General Meetings and provide written Annual Reports.
2. Annual reports must include a comprehensive financial report.
3. Branch members do not pay dues to or have a vote in the Auxiliary to the Cowichan District Hospital.

## **PART FOUR**

### **MEETINGS**

1. There shall be a minimum of four general meetings held each year by the Auxiliary. These will normally be September, November, January and June.
2. Members are expected to attend a minimum of two meetings per year with the exception of the Annual General Meeting.
3. Extraordinary meetings may be called at the discretion of the President. The business of the Auxiliary shall be carried out by the Executive between meetings.
4. There will be an Executive meeting every month except for July, August and December.
5. The date, time and place of each meeting are set by the Executive. The membership shall be notified.
6. Only members in good standing may vote at the General meetings.
7. No proxy voting is allowed.
8. The Annual General Meeting of the Auxiliary shall be held at a time and place determined by the Auxiliary Executive

## **PART FIVE**

### **EXECUTIVE COMMITTEE**

1. A minimum of five (5) Directors shall be elected at the Annual General Meeting, and shall consist of: President, 1<sup>st</sup> Vice-President, 2<sup>nd</sup> Vice President, Secretary, Treasurer, and Directors of Membership, Publicity, Gift Shop, Thrift Store, Needlework and Hospital and Extended Care Services.
2. Any four (4) of the following Directors shall have signing authority: President, 1<sup>st</sup> Vice President, Treasurer and Secretary, of which two signatures are required for any financial transactions.
3. The Executive Committee shall consist of the above elected Directors, the immediate Past President, and the appointed Honorary Advisor.

## **PART SIX**

### **DUTIES OF DIRECTORS**

#### **1. The President shall:**

- a. be the chief Executive Officer of the Auxiliary and must supervise the other Directors in the execution of their duties;
- b. seek professional opinions or advice upon approval of the Executive as required to protect the overall well-being of the Auxiliary.
- c. preside at all General Meetings and the Annual General Meeting; and
- d. perform all the other duties listed in the Role Statement.

**2. The 1<sup>st</sup> Vice-President shall:**

- a. carry out the duties of the President during the President's absence;
- b. preside at all Executive Committee Meetings; and
- c. perform all the other duties listed in the Role Statement.

**3. The 2nd Vice-President shall:**

- a. carry out the duties of the President during the absence of the President and 1st Vice-President;
- b. preside at the Executive Committee meetings in the absence of the 1st Vice-President, and
- c. perform all the other duties listed in the Role Statement.

**4. The Secretary shall:**

- a. conduct the correspondence of the Auxiliary;
- b. issue Notices of Meeting of the Auxiliary and Directors;
- c. maintain Minutes of all Annual, General, Executive Committee and Extraordinary Meetings;
- d. have custody of all records and documents of the Auxiliary, except those kept by the Treasurer and the Publicity Director (Archivist); and
- e. perform all the other duties listed in the Role Statement.

**5. The Treasurer shall:**

- a. keep the financial records, including books of account, necessary to comply with the Society Act;
- b. render Financial statements to the Directors and members at each General Meeting, and to others as required;
- c. arrange for the Annual Audit of the accounts of the Auxiliary membership for the Annual General Meeting;
- d. manage the finances of the Auxiliary;
- e. manage financial officers (formerly Treasurers of the Thrift Store and the Gift Shop) i.e. they will report to the Treasurer; and
- f. perform all the other duties listed in the Role Statement.

**6. The Gift Shop Director shall:**

- a. manage the operation of the Gift Shop and report to the Executive and the General Membership about the Gift Shop activities; and
- b. perform all the other duties listed in the Role Statement.

**7. The Thrift Store Director shall:**

- a. manage the operation of the Thrift Store and report to the Executive and the General Membership about the Thrift Store activities; and
- b. perform all the other duties listed in the Role Statement.

**8. The Hospital and Extended Care Services Director shall:**

- a. manage the operation of the Hospital and Extended Care Services and report to the Executive about the Hospital Services activities; and
- b. perform all the other duties listed in the Role Statement.

**9. The Needlework Director shall:**

- a. manage the operation of the Knitting Group and report to the Executive about the Knitting Group activities; and
- b. perform all the other duties listed in the Role Statement.

**10. The Membership Director shall:**

- a. process new members and collect dues;
- b. maintain and distribute the membership roster;
- c. encourage recruitment; and
- d. perform all the other duties listed in the Role Statement.

**11. The Publicity Director shall:**

- a. publicize the Auxiliary and its activities;
- b. maintain the archives of the Auxiliary; and
- c. perform all the other duties listed in the Role Statement.

**12. The Directors are accountable and legally responsible for the affairs of the Auxiliary. They must plan for the long term success of the Auxiliary. In order to fulfill these responsibilities, the Directors shall:**

- a. identify issues of commendation and/or concern for the Executive Committee to take appropriate action.
- b. develop policies and procedures to guide the operation of the Auxiliary;
- c. oversee the management of all revenues and expenses and of all assets of the Auxiliary;
- d. monitor and evaluate Auxiliary programs;
- e. promote the Auxiliary in the community;
- f. be cognizant of and adapt to changing needs of Hospital and Health Care programs in the community;
- g. may at any time appoint a member as an interim Director to fill a vacancy and;
- h. communicate the minutes of the executive meetings to their membership.

## **PART SEVEN**

### **FINANCIAL POLICY**

- 1. All funds raised shall be deposited in financial institutions as approved by the Executive.
- 2. The General fund of the Auxiliary shall be used solely to carry out the purpose of the Auxiliary as described in the Constitution.
- 3. The Executive Committee shall have the authority to sanction expenditures up to the amount pre-approved by the membership. Expenditures exceeding this amount must be approved by both the Executive Committee and the membership.
- 4. All disbursements shall be made by cheque and signed by two of the four designated Directors, with the exception of pre-approved disbursements.
- 5. The Auxiliary shall have no borrowing powers.
- 6. The Fiscal Year shall be from January 1 to December 31.

## **PART EIGHT**

### **CODE OF CONDUCT**

- 1. We respect and honour the contribution of our volunteers. Without them our work could not be accomplished.
- 2. We manage finances with openness, honesty, and integrity.
- 3. Members shall conduct themselves in a manner that:
  - a. is in compliance with the Auxiliary's Constitution and By-laws;
  - b. treats everyone with respect--both membership and the community we serve;
  - c. is in the interest of the Auxiliary.
- 4. The actions of Auxiliary members reflect the overall reputation of the Auxiliary.
- 5. No verbal, written or cyber harassment will be tolerated.
- 6. Any member that brings the Auxiliary into disrepute will be put on notice that their membership may be in jeopardy. If they do not comply, they shall be subject to expulsion.

## **PART NINE**

### **ELECTIONS**

Elections shall be conducted at the Annual General Meeting, within six months following the end of the Fiscal Year. An Executive Committee workshop on duties, responsibilities and Roberts' Rules of Order shall be held within 30 days of the Annual General Meeting.

## **PART TEN**

### **QUORUM**

1. A quorum for a General Meeting for the transaction of business shall consist of not less than twenty percent (20%) of the membership, or twenty-five (25) Auxiliary members "in good standing", whichever is less.
2. A quorum for the Executive, for the transaction of business, shall be 50% plus one.

## **PART ELEVEN**

### **AMENDMENTS**

The Constitution and Bylaws may be amended by a simple majority vote of the membership cast in person at any General Special Meeting, following Notice of Motion at the preceding meeting of the Auxiliary.

## **PART TWELVE**

### **PARLIAMENTARY AUTHORITY**

The rules contained in Roberts' Rules of Order, current revised edition, shall govern the Auxiliary in all cases where they are applicable, and in which they are consistent with the Constitution and Bylaws.