

BY-LAWS

Sou'West Nova Métis Council (SWNM)

Our People

The membership of Sou'West Nova Métis Council, hereinafter commonly referred to as SWNM, is open to Métis or non-status Aboriginals, who can prove their aboriginal ancestry and be registered with the Canadian Métis Council, with a present mailing address of Box 185, Belle Ewart, Ontario, L0L 1C0.

Jurisdiction

SWNM is a Charter community Council of the Canadian Métis Council, hereinafter commonly referred to as CMC. Therefore, SWNM shall act as a Provincial Representative of the CMC. In return, the CMC in conjunction with the SWNM Chief will represent our best interests at the Federal level.

Remuneration

Directors and Officers shall serve without remuneration and shall not receive any profit from their position. However, a director or officer may be paid reasonable out-of-pocket expenses incurred in the performance of his/her duties.

Name & Territory

1. The name shall be Sou'West Nova Métis Council. The Acronym shall be SWNM.
2. Our traditional territory has included, and continues to encompass, all of Nova Scotia.

Purpose of the Council

3. The SWNM shall serve and represent Métis or non-status Aboriginal people of Nova Scotia, who are members in good standing. And, shall also operate through its non-profit affiliate organization, the CMC.

Conditions of Membership and Participation

4. The subscribers to the Memorandum of Association and such other persons as shall be admitted to membership in accordance to these by-laws, and no other, shall be members of SWNM, and their names shall be entered in the Registry of Members accordingly. SWNM Council is registered by the Registry of Joint Stocks as a non-profit Society.

Membership in SWNM Council shall be limited to Métis or non-status Aboriginal persons residing in Canada or the United States, at least 16 years of age interested in furthering the objectives of SWNM. Métis or non-status Aboriginal persons, shall have no vote and cannot hold a position on the Council until they reach the age of 18.

- a) For the purposes of membership a Métis person is a person of mixed Native North American heritage; who self-identifies as Métis, and provides certified genealogical proof to SWNM of aboriginal ancestry, to support aboriginal descendancy, and who is accepted within the SWNM Council Community.
- b) Membership cards of SWNM shall be the property of SWNM and will only be valid for a period of time as normally determined at the previous Annual Meeting. The fee charged for membership cards and the annual membership dues will normally be recommended by the Executive on a yearly basis to the membership, for approval at a special, general or annual meeting.
- c) A person who meets the criteria of section 4 and 4(a) must first become a member of SWNM by completing an Application for Registration. Once approved by the Council, the Card Administrator of SWNM will be instructed by the Chief to create the card for the new member.
- d) Membership in the society shall not be transferable.
- e) All membership cards issued by SWNM Council will have a set renewal date, and upon payment of required dues, membership will be renewed by issuing a new card.
- f) Should a member's dues and assessments be in arrears to SWNM, the member will no longer be a member in good standing and voting privileges will be forfeited. The member will also forfeit any position that may be held. Arrears will need to be paid in order to re-establish good standing. **Only Members who are in good standing will be permitted to attend special, general or annual meetings of SWNM.**
- g) No member in SWNM shall hold cards for any other Metis group.
- h) For the purpose of registration the numbers of members of the SWNM society is unlimited.
- i) Membership in SWNM shall cease upon the death of a member, or by providing notice in writing to the SWNM Council, that he/she may resign his/her membership, and also if he/she ceases to qualify for membership in accordance with these by-laws. Failure to pay annual dues for a period of three years will also terminate membership and require that a new membership application be completed, all applicable dues and fees be paid, and once the application is accepted by SWNM, the member will be in good standing.

5 The rights of any individual member to participate in the affairs of the SWNM may be limited only by the Executive Committee, the Elders Council, the Women's Council, the By-laws, or by the direction of the membership at a general, special, or annual meeting for which proper notice of the proposed action has been given.

- a) The basis for any authority within SWNM shall be of mutual respect, co-operation, sharing, tolerance, honour, honesty, and integrity. Breaches of these simplest of concepts may subject any member to disciplinary action, which, could lead up to revocation of membership.
- b) A member may be removed as a member of SWNM and his or her membership card forfeited if it is recommended by the Executive Committee, that the member be removed due to a breach of Section 4, 5(a), or others,

and this recommendation is approved by the membership of SWNM, by a 3/4 majority vote at a general, special or annual meeting, as provided for in these bylaws.

Conflict

- 6 Directors and/or Executive who have, or could reasonably be seen to have, a conflict of interest have a duty to declare this interest. The Declaration should be made to the membership by any member seeking or holding a position:
- a) upon nomination, and
 - b) If serving as a director, when a possibility of a conflict is realized.
- 7 A conflict of interest does not prevent a member from serving as a director provided that that he/she withdraws from the decision making on matters pertaining to that interest. The withdrawal should be recorded in the minutes.

Head Office

- 8 The head office shall be located in the Province of Nova Scotia; presently at Barrington Shelburne County, with the address to be determined and changed as required.

Age and Specified Terms of Elected positions and Appointments

- 9 Elected or appointed representatives of SWNM must be 18 years of age, resident within the Province and be a member in good standing.

Elections & Appointments

- 10 Executive Committee members shall be elected for a period of 3 years, they could also be re-elected. Appointees will normally be for 3 years and can be re-appointed.
- 11 All executive positions shall be nominated by the Executive Committee or in their absence their alternates, on the advice of the Elders' Council and the Women's Council and also by individual members. The recommended list of candidates for Executive positions would then be ratified by a membership vote at an Annual meeting. If necessary, elections may be held at a special, general meeting where elections have been previously notified to the members. Positions are normally for a three-year term with yearly review at the Annual Assembly, or as long as the Chief and Executive members have the confidence of SWNM membership. The Chief and all Executive members are responsible to the membership of SWNM.

Membership of SWNM

- 12 a) The Executive Committee of SWNM will consist of the Chief, Deputy Chief, Secretary, Treasurer, (2) Elder representatives (1male & 1female), Captain of the Hunt, and one (1) representative of the Woman's Council. In rendering a decision

on issues raised by members and brought before SWNM for determination, each member of the Executive shall have one vote, with the exception of the Chief who shall have to vote only in the event of a tie.

- b) The Executive Board shall consist of the Chief, Deputy Chief, Secretary, and Treasurer.
 - c) Should any voting member of the Executive Committee be unable to attend a meeting for any reason, a representative can be appointed to attend and vote in their place, with the consent of the remainder of the Executive present.
 - d) The Executive Committee will have the authority to reprimand a member as necessary for improper conduct, and this decision may later be appealed to the Elders Council at the discretion of the aggrieved member, as stated in the By-laws in Section 17 – Appeals.
- 13 Executive Committee members and Elders shall be remunerated for their travel expenses and other out of pocket expenses when conducting authorized business on behalf of SWNM. An Executive member may also be reimbursed for other expenses necessary and reasonably incurred by him/her while engaged in conducting the sanctioned affairs of SWNM. An Executive Director may also be hired to undertake employment with the society and be paid for services rendered, upon the approval of the membership.
- a) Regular meetings shall be held quarterly, with such other meetings as will be required from time to time as circumstances dictate and agreed upon by members of the Executive Committee.
 - b) SWNM Executive members report to the membership of SWNM and the direction of the membership at a general, special, or annual meeting is the highest authority of SWNM.
 - c) Loan guarantees and/or funds of SWNM will not be permitted to be used or made available for the personal benefit of any members including directors.
- 14 The Executive Board of SWNM is constituted as a registration requirement under the societies Act of Nova Scotia, with the Chief, Deputy Chief, Secretary, and Treasurer as Officers. It is the administrative arm of SWNM. The Executive Board has the mandate to initiate income-generating programs, to provide training, education and other services as directed by the Executive Committee and the membership of SWNM. The Executive Board reports to the SWNM Elder's Council and Women's Council between quarterly regular meetings.

Elders

- 15 **Designated Elders** are considered to be members who are knowledgeable in our culture, traditions, and beliefs, and who are held in high esteem within **SWNM community**. **Elders** must always be given the utmost of respect; their views are to be listened to and their advice considered as they are our Advisers and Teachers. Elders are advisers to all of the members and therefore may not hold any elected position other than Elder representative on the Executive Committee. It is an Elder's responsibility to remain neutral.

- a) Elected positions include Chief/President, Sub-Chief/Vice President, Secretary, Treasurer, (2) Elder representatives (1male & 1female), Captain of the Hunt, and one representative of the Women's Council of the SWNM
- b) To run or hold other positions, they must first resign from their seats on the Elders' Council and or Women's Council.
- c) Elder's are to be appointed by the Executive Council, with the normal number of Elders being between 12 and 15 members in good standing.

Elders Council

- 16 a) The Elders Council is autonomous and will appoint their 2 representatives to the Executive Council.
- b) The Elders Council shall comprise all designated Elders from within SWNM. Although they may be removed from Elders Council for cause, they will continue to have a voice within SWNM for as long as they remain a member in good standing.
- c) The Contact Elder shall be appointed by the Elders, for a period of 3 (three) years.
- d) The Contact Elder may be removed by 3/4 approval vote by the Elders' Council.

Appeals

- 17 The Elders' Council shall act as an Appeal Board to member(s) who do not agree with a SWNM Executive decision. This pertains to specific issue/s or grievance relating to a member(s) on a particular decision, eg: revocation of membership.
 - a) Appeals must be heard within 30 days of notice being given **in writing** to the Elders Council by the party initiating the appeal. **The Appeal process will not proceed should the appeal not be submitted within 30 days after the SWNM's decision.**
 - b) After receiving a written request for appeal of a decision of SWNM, the Contact Elder will gather all pertinent information regarding the matter for the appeal and will convene an emergency meeting of the Elder's Council.
 - c) The Elders' Council will review all information and will make a non-biased decision which will be considered final and binding, and not subject to membership change.

Women's Council

- 18 a) The Women's Council is autonomous and is open to any female member in good standing who does not hold an Executive position other than the representative for Women's Council.
- b) SWNM shall establish a Women's Council in order to deal on issue(s)/ concern(s) and to work closely with the Executive and Elders' Council.

- c) The Women's Council, jointly with the Elders' and the Executive Committee shall nominate the Executive members of SWNM within 30 days of a vacancy. The new Executive Committee members will then be appointed until ratified by the membership at the annual, general, or special meeting.

Removal from Office

- 19 Any corporate officer, director, member of the Executive Committee, committee chair or committee member, may be suspended from office, by a 3/4 majority vote of the Executive Committee, at a duly constituted and convened special meeting held to discuss the matter and only the matter as stipulated in the notice send to the Executive Committee members of SWNM stating the purpose for the Special meeting. This action or recommendation is subject to approval for removal of the officer, by the full membership of SWNM by a 3/4 majority vote at the next special, general, or annual meeting, which must be held within 30 days of the Executive Committee decision to suspend the member from his/her position.
- a) The Executive Committee will be required to serve proper notification to the membership and call a special, general, or annual meeting within 30 days of having received a request signed by 200 members in good standing of SWNM who have requested the removal of a member of the Executive Committee. At that meeting a 3/4 majority of members present will be required to effect removal of the officer, and said removal will be immediate.

Vacancy on Sou'West Nova Métis Executive

- 20 Any office on the Executive shall be automatically and immediately deemed to be vacant if:
- a) The officer resigns.
 - b) The officer is of unsound mind or has been afflicted with a serious physical illness and is therefore unable to maintain the position.
 - c) The officer dies.
 - d) The officer has been removed from office, pursuant to section 19.
 - e) All officers shall hold office until their successors are elected and installed unless they resign or are removed by the membership of SWNM. The outgoing officers shall immediately turn over all papers, money, rights, titles, chattels, books, records, property, and assets belonging to the Council to their successors
21. The Executive Committee may fill any vacancy by nomination and or appointment until such time as an election is held, at the earliest possible opportunity, or at the next annual, general, or special meeting, whichever is sooner.

Meetings

- 22 Meetings shall be held quarterly, at a location agreed upon at the previous meeting.

- a) Notice shall be provided to members as required in Section 27 – Meeting Protocol and Procedure.
- b) Emergency meetings may be held as needed, provided 48 hours notice by e-mail or FAX is given, and it is posted on the SWNM web page as required.
- c) All members present at a meeting will be required to follow proper meeting protocol, and any member who is being disruptive and disrespectful to the Chair, and will not behave properly when instructed by the Chair to do so, will be required to leave the meeting immediately.
- d) All meetings shall be opened and closed with a ceremonial prayer.

Quorum

- 23 a) At an Executive Committee meeting the minimum number of Executive Committee members (or their duly appointed alternates) required is four (4).
- b) At a general, special, or annual meeting the minimum number required is twenty-five (25) members, which will include at least two (2) members of the Executive Board, *(or their duly appointed designates, should they not be able to attend)*.
- c) No action of any meeting shall be invalid for lack of a quorum unless the question of lack of quorum was raised before such action was taken. A regular meeting may transact any and all business coming before it without prior notice of the business to be transacted at such meeting, except as otherwise specifically provided in these bylaws.
- d) An annual meeting will be held within 3 months of the fiscal year of SWNM.

Attendance at SWNM Meetings & Council Meetings

- 24 a) Attendance by Executive members are mandatory at all SWNM meetings.
- b) Failure to attend 3 consecutive quarterly meetings shall constitute dereliction of duty and shall be deemed cause for removal from the Executive, unless a valid reason has been given for absences.
- c) The Executive in conjunction with the Elder's Council shall designate another individual to take the seat of the vacated member and serve as their representative within SWNM until such time as a formal election is held to fill the vacated position, as stated elsewhere in these bylaws.
- d) Attendance at meetings will be verified to ensure that all persons attending are members in good standing, or approved guests of SWNM.

Powers of the Executive

- 25 All powers of SWNM Executive are collectively coming from the membership. These will include policy-making, voting, defining goals, direction and others as required. Every member of the Executive is accountable to the Executive as a whole.

Execution of Documents

- 26 A minimum of two (2) signatures from members of the Executive Committee, as required by law or pre-determined by the members of the Executive Committee, are required to execute any document. (With the exception of the membership card). This will include contracts, deeds, bills of exchange, and other instruments and documents.
- a) Any document or contract which may create a liability for SWNM, either financially or legally, will require prior approval by the membership by a $\frac{3}{4}$ vote at a meeting properly notified, and held.

Meeting Protocol and Procedure

- 27 All reasonable attempts will be made to notify members by way of the following; Notice of a meeting shall be given on the Council web site, newspaper advertisement, by email, facsimile, or a combination of these methods of notification. Any notice shall be deemed to have been given by facsimile when transmission has been confirmed, and by Canada Post at the time when the letter containing the same would be delivered in the ordinary course of mail distribution. The non-receipt of any notice by any member shall not invalidate the proceeding at any meeting. Notice of meetings will always be posted on the website of SWNM Council.
- a) A minimum of **thirty (30) days** notice shall be given prior to the **Annual General Meeting**.
 - b) All **Annual Assemblies** shall be held within Nova Scotia and a minimum of **sixty (60) days** notification will be given.
 - c) **Ten (10) days** notice shall be given prior to **general meetings**.
 - d) **Seven (7) days** notice shall be given prior to a **special meeting**.
 - e) Emergency Meetings may be called as stated in Section 22 – Meetings.
 - f) If specific matters will be discussed at any meeting, sufficient information about these issues shall be posted with the notice of the meeting.
 - g) Each member who is entitled to vote shall have only one vote.
 - h) Proxy votes are not permitted.
 - i) Roberts Rules of Order will be the governing meeting procedure for SWNM meetings except where specifically stated in these By-laws.

Voting Members

- 28 At Annual General Assembly and Annual General Meeting;
- a) All card-carrying members in good standing shall be permitted to vote at the Annual General Assembly (AGA) and Annual General meeting.
 - b) All members in good standing 18 years or older may vote.

- c) All members in good standing have a voice, at general, special, or annual meetings of Sou'West Nova Metis Council and shall be entitled to **seek permission to speak in turn**.

Fiscal Year

29 April 1 to March 31 of the following year is the fiscal year.

Amendments of By-laws

- 30 a) Subject to the requirements of section 27, the by-laws may be recommended for amendment from time to time by the Executive at duly constituted meetings. These changes are subject to ratification by the full membership at an annual, general, or special meeting.
- b) Three/quarter ($\frac{3}{4}$) majority vote of the membership in attendance shall constitute acceptance of said changes.
- c) The Executive, via the Secretary of SWNM, shall issue a report on any amendments to the bylaws to the Chief for immediate posting to the website of the amendment being passed. As well, a full report shall be issued annually.
- d) Members have the right to call a general meeting to discuss these amendments, or other special concerns, by giving notice to the Executive in the form of a meeting request signed by 25 members of SWNM in good standing. Within 30 days of receiving that request, the Executive will call a meeting properly advising all members of the date that such a meeting is to be held, with full details of the issues to be discussed and posted as pursuant to section 27(e) and with the location to be in one of the suitable regular meeting locations.

Books and Records

- 31 a) The Executive Committee will ensure that all necessary and relevant books and records of the Council required by these by-laws, or any applicable statute or law, are regularly and properly kept by the Secretary/Treasurer and that all said books and records will remain in the custody of the Secretary/Treasurer as long as he/she holds office.
- b) SWNM financial documents, including yearly audits, contracts, books, and records will be made available for inspection by any member, at a mutually agreeable time, upon 48 hours written notice being given to the Secretary/Treasurer of SWNM Council.
- c) SWNM membership lists and personal address information will not be permitted to be distributed unless such action is determined acceptable by a motion of the membership at a meeting properly notified and held as required by these by-laws.

Auditors

- 32 The accounts of the Council are to be subject to a third-party audit annually, by a properly qualified party chosen by the Executive, or as determined at a meeting by the membership. The audit shall be completed at least one (1) month prior to the Annual Assembly and those financial reports will be presented at the annual meeting.

Duties of the Chief

- 33 a) The Chief of SWNM shall also be the Chairperson of the Council. He/she shall be the sole spokesperson for SWNM and shall represent SWNM to all, provincial, federal and all other bodies that the Canadian Metis Council has dealings with from time to time. The Chief may appoint an alternate for a specific purpose and time for that alternate to act on his or her behalf.
- b) The Chief shall have a voice, but will be unable to vote at any of the meetings of SWNM. Unless there is a tie, he/she will then cast the deciding vote.
- c) For further clarification, the Chief has no power other than those which are specifically given by the members.
- d) It is the duty of the Chief to consult/ negotiate with third parties and report his/her findings to the Executive.
- e) The Chief of SWNM will chair Council meetings and promote communication between Elder's and all committee's, and she/he may attend any meeting.

Duties of the Sub-Chief

- 34 a) The Sub-Chief will also be the Vice Chairperson of the Council. He/she shall see that all orders and resolutions of the Executive are given effect.
- b) In the absence of the Chief, the Sub-Chief will perform the duties and exercise the powers of the Chief.
- c) The Sub-Chief shall create the agenda of the Executive meetings, after prior consultation with the entire Executive of SWNM.
- d) He/she shall perform other duties as directed by the Executive from time to time.

Duties of the Treasurer

- 35 a) The Treasurer shall have responsibility for the funds of SWNM and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of SWNM, and shall deposit all monies and valuable effects in the name and to the credit of the Council in such chartered bank, credit union or caisse populaire as may be designated by the Executive from time to time.
- b) He/she shall disperse these funds, as directed by the Executive taking proper vouchers, and shall render to the Chief and Executive at the regular meetings of

the Executive, or whenever they require it, an accounting of all transactions and a statement of financial position of SWNM.

- c) Two (2) out of the three (3) authorized signatures are required on each cheque issued by the Treasurer on behalf of SWNM.

Duties of the Secretary

- 36 a) The Secretary shall attend all meetings of SWNM and act as clerk thereof, taking minutes and records of all motions, votes and proceedings.
- b) The Secretary shall also be responsible for giving notice of all meetings, including the Executive Committee meetings.
- c) At the conclusion of such meetings, the Secretary shall forward a copy of the minutes to the Chief and Sub-Chief within seven (7) days or as soon as possible.
- d) The Seal of the Society will be kept in the custody of the Secretary and may be affixed to any document upon resolution of the SWNM Council.

Combining of Positions

- 37 In the event that there are not two (2) separate individuals available and willing to assume the responsibilities of Secretary and Treasurer, these positions may be combined with the consent of the Executive and the person who occupies either of these positions. Said person will be responsible to assume the duties of each position as though they remained separate.

Duties of the Captain of the Hunt

- 38 The Captain of the Hunt will participate in all discussions and negotiations pertaining to harvesting and gathering rights and agreements, and all members will require previous written approval from the Captain of the Hunt prior to exercising their right to hunt and gather under the community of SWNM.

Duties of the Card Administrator

- 39 a) The Card Administrator shall secure numbers from the CMC for cards, make the cards, and laminate the cards.
- b) After certified genealogy has been received by the chief of SWNM and all necessary fees and assessments have been paid, the Card Administrator will forward the card to the Chief for delivery to the member within 30 days of receiving the complete application.
- c) Only those cards approved by the Chief will be completed by the Card Administrator.
- d) Responsibility for membership lists will be maintained in co-operation with the Secretary/Treasurer.

Fundraising

- 40 The Executive Committee may, from time to time and as required in the circumstances, authorize a specially formulated Committee to negotiate a loan or fundraising agreement with third parties on behalf of SWNM, only subject to the completion of this action receiving the final approval of the membership.

Indemnity

- 41 Every Executive officer of SWNM or other person who has undertaken, or who is about to undertake, any sanctioned liability on behalf of SWNM, or any company controlled by it, their heirs, assigns, 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 SWNM, from and against:
- a) All reasonable costs, charges and expenses which such individual(s) sustains or incurs in or about any action, suit or proceedings against him/her/them, or in respect of any act, deed, matter of thing whatsoever, made, done or permitted by him/her/them in or about the execution of the duties of his/her/their office(s) or in respect of any such liability
 - b) All other reasonable costs, charges and expenses which he/she/they sustain or incur in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her/their own willful neglect, criminal activity, fraud or default.

Borrowing Authority

- 42 SWNM may only borrow money or secure credit as approved by a special resolution of the membership at a meeting properly notified and held, as stated in the By-laws.

Ethics, Discrimination and Harassment Policy

- 43
- a) This Policy clarifies the values and ethical standards expected of all Officers and members of SWNM for the purpose of guiding and supporting members in their activities, and also when members are networking with others.
 - b) Words and phrases in this Policy shall take on their plain and literal meaning except where the context requires that certain words and phrases be construed in accordance with their use and application in the By-Laws, in which case the use and application contained in the By-Laws shall prevail. Officers shall include all Committee members and Directors for the purposes of this Policy.
 - c) Adherence to this Policy by the Officers will foster public confidence in their integrity and, as such, strengthen respect for, and appreciation of SWNM and its endeavours throughout Nova Scotia.
 - d) Officers shall be guided in their work and conduct by a balanced framework of professional values and serve their office with competence, excellence, efficiency and impartiality.
 - e) Officers shall strictly abide by the laws prevailing in Nova Scotia and Canada.
 - f) Officers shall maintain political neutrality in the discharge of their duties.
 - g) Officers shall endeavour to ensure the proper, effective and efficient use of

- Association financial resources.
- h) Officers shall conduct themselves at all times with a view to maintaining the good image and reputation of SWNM.
 - i) Officers shall not accept or authorize transactions which may directly or indirectly, contribute to personal benefit, or gain.
 - j) Officers shall not accept or solicit any gifts, hospitality or other benefits that may have a real or apparent influence on their objectivity in carrying out their duties, or place them under any obligation to the benefactor or perceived benefactor.
 - k) Officers and members will at all times respect the rights of individuals to protect their personal privacy information and strive to continue to maintain that position of trust.
 - l) It is the duty of each Officer to recognize if he/she is involved in a potential conflict of interest and subsequently report the particulars in writing to the Secretary of the SWNM without delay.
 - m) Where an Officer's external employment or activities are, or appear to be incompatible with his/her duties as an Officer, or cast doubt upon his/her ability to perform duties as an Officer in a completely objective manner, the Officer shall be required to immediately submit a report in writing to the Secretary, detailing the matter, to seek clarification as to whether a conflict exists.
 - n) Officers shall arrange their private affairs so as to avoid any real, potential or apparent conflict of interest.
 - o) Where the Secretary of SWNM is made aware of a potential conflict of interest, the Secretary shall inform the Executive Board of the particulars in writing without delay.
 - p) Every allegation of conflict of interest or improper conduct shall be reviewed by the Executive Board, and the Board shall take the appropriate action, including the Officer's possible removal from the Board, in accordance with the relevant procedure, if any, prescribed by the By-Laws.
 - q) Officers shall inform the Secretary in writing within 48 hours of being charged with an offence contrary to the Criminal Code. Additionally, Officers charged with offences contrary to any municipal, provincial or federal legislation related to fish, wildlife, or environmental matters shall do likewise.
 - r) Where the Secretary is made aware of an alleged offence contemplated in subsection (q), the Secretary shall inform the Executive Board of the particulars in writing, without delay.
 - s) After a full review of the seriousness of the alleged offence and its potential impact on SWNM, the Executive Board shall consider the Officer's possible resignation or removal from the Board, in accordance with the relevant procedure, if any, prescribed by the By-Laws.
 - t) Discrimination means the subordination of groups or individuals resulting from a distinction, preference or exclusion based on the grounds of race, religion, colour, ethnicity, place of origin, language, age, disability, socio-economic status, gender identity, gender expression, sexual orientation, sex, or any other difference.
 - u) Discrimination includes harassment, any negative or adverse conduct, verbal comment, gesture or contact, and systemic barriers based on the above grounds. This conduct is harmful and can create a working, volunteer, or learning environment that is intimidating, humiliating, or uncomfortable. It includes any behavior that is known, or reasonably should be known, to be offensive.
 - v) It shall be the Policy of SWNM that all Officers, members, and volunteers will not participate in any acts of discrimination or harassment toward others.

Winding up or dissolution

- 44 On the winding up or dissolution of (SWNM) Sou'West Nova Métis Council, the funds and assets of the Society remaining after satisfaction of its debts and liabilities shall be given or transferred to such other non-profit organization or organizations concerned or promoting same or similar purposes of SWNM, provided always that any such

organization shall be a registered charity or qualified donors pursuant to section 149(1)(1) or 149.1(1)(h) of the Income Tax Act and recognized by Revenue Canada, or an organization that maintains a similar status.

Above Purpose

- 45 The above purposes of (SWNM) Sou'West Nova Métis Council shall be carried out without purpose of gain for its members, directors or officers.
- 46 All members of the executives have a fiduciary duty to SWNM and all of its membership and as such are required to act in the best interest of the organization or its members.

The above set of bylaws were approved by Special Resolution at a properly notified and duly convened meeting of the membership of the Sou'West Nova Métis Council which was held at Cape Sable Island, Shelburne County, Nova Scotia on the day of January 2010.

**Signed by
President and Chief**

**Signed by
Secretary**

DRAFT