

Elmwood High School Legacy Fund Constitution May, 2013

1. Name

The organization shall be known as the Elmwood High School Legacy Fund (the “Fund”).

2. Background

The “Fund” was established in the Fall of 2008 at the time of the Elmwood High School (EHS) 50th Reunion using residual funds from the Reunion and donations received from alumni during the Reunion activities. As part of the Reunion activities, an informal Committee was formed of EHS alumni who were interested in raising funds for the benefit of future EHS grads.

3. Mission Statement

The mission of the Elmwood High School Legacy Fund is to provide funds to assist and motivate worthy Elmwood High School students to further their education at a post-secondary institution and become contributing members of our communities. The Legacy Fund will also help to finance school projects that enhance the quality of the EHS educational experience.

4. Terms of Reference

- a. The Winnipeg Foundation is a charitable organization and it has been designated as the custodian of charitable donations received by the “Fund”. The Winnipeg Foundation has established an account for the “Fund” and it retains the charitable donations in perpetuity and invests these funds on behalf of the “Fund”. The Winnipeg Foundation has a formula for determining the amount of bursaries or scholarships that can be paid out annually from the “Fund” account and this formula is tied to the income that The Winnipeg Foundation expects to earn from its investments. The Winnipeg Foundation issues tax deductible donation receipts for any amounts of \$10.00 or greater which it receives on behalf of the “Fund”.
- b. At least 90% of funds available from The Winnipeg Foundation will be used for the payment of bursaries or scholarships to EHS graduating students and any remaining funds will be used for school projects. The process for selecting recipients of bursaries and scholarships is described in General ByLaw #1.
- c. Fund raising activities are carried out by the ‘Fund’ for which tax deductible receipts are not issued. Funds raised in this manner are deposited into the “Fund” bank account. Funds raised by the “Fund” from activities for which tax deductible receipts are not issued are used for “Fund” expenses such as updates to the plaque of contributors to the “Fund” and may be used, at the discretion of the “Executive Committee, for EHS school projects.

- d. The “Fund” will be supportive of an Elmwood High School Alumni Association, in the event that one is established.

5. Contributors to the “Fund”

- a. Contributors to the “Fund” include alumni, businesses, organizations and any individual, family or group that wishes to assist in the accomplishment of the Mission Statement of the “Fund”.
- b. Contributors to the “Fund” are classified as either “Members” as defined in the Membership section below or as other contributors.
- c. All contributors to the “Fund” are acknowledged on a plaque at EHS. The plaque has categories based on the amount of donations made by “Members” or other contributors. These categories are described in General ByLaw #1. The plaque is updated annually or as deemed necessary by the Executive Committee.

6. Membership

Membership in the “Fund” is open to all EHS alumni, and to past and present teachers and staff. Any of these individuals can become “Members” of the “Fund” once a tax deductible donation of at least \$10.00 is given to the “Fund”.

7. Organization of the “Fund”

- a. A Nominating Committee is responsible for seeking out and nominating a list of “Members” for soon to be vacant positions on the Executive Committee and to replace retiring Trustees, each of whom is to be elected at the next AGM.
- b. The Past President shall be the Chairperson of the Nominating Committee and the Nominating Committee shall consist of two additional “Members” to be selected by the Nominating Committee Chair. The Nominating Committee shall present their slate of nominees to the Executive Committee at least 30 days prior to the AGM.
- c. The “Fund” will be managed by an Executive Committee as described in Section #8 below.
- d. The “Fund” will operate a bank account in accordance with General ByLaw #1.
- e. Two Trustees are elected annually at the Annual General Meeting. The Trustees will prepare a report for the Annual General Meeting on the carrying out of the following Trustees’ responsibilities:
 - i. review the financial statements and records of the “Fund”
 - ii. review the Minutes of the Executive and Annual General Meetings
 - iii. review the Constitution of the Fund for the purpose of confirming that the Executive Committee is carrying out its responsibilities in an appropriate manner

- iv. identify any areas where the Trustees believe that the operation of the “Fund” could be improved.
- f. The Trustee’s Report is provided to the Executive Committee at least 30 days in advance of the AGM.
- g. In the event that there are no Executive Officers to carry out their specific responsibilities, the Trustees are responsible for assuming the responsibilities of the Executive Committee and for calling a Special General Meeting of “Members” as soon as possible for the election of new Executive Officers.
- h. The Executive Committee, the Nominating Committee and the Trustees are required to be “Members” of the “Fund”.
- i. The Past President shall provide guidance and advice to the current President and Executive Committee.

8. Executive Committee

- a. The Executive Committee will consist of the following Officers: President, First Vice-President, Vice-President Fund Raising, Vice-President Alumni, Vice-President Strategic Planning, Treasurer, and Secretary. Executive Committee members may hold more than one executive position at the same time.
- b. The term of office for all Executive Officers shall be three years in any one position and each Executive Officer can serve a maximum of two terms in that executive position. The first Executive Committee of the “Fund” shall determine the initial expiry date for the term of each Officer so that at least two Officers’ terms expire each year,
- c. The Executive Committee shall meet at least four times each year.
- d. All Executive Officers of the Club are expected to attend General Meetings and Executive meetings to discuss “Fund” business. An Executive Officer who fails to attend three consecutive meetings is subject to removal from the Executive Committee upon a majority vote of the Executive Committee members. Attendance via conference call is considered to be attendance at an Executive Committee Meeting.
- e. The Officers have the responsibility for carrying out the specific duties outlined below:
- f. **President:** The President shall be the Chief Executive Officer of the “Fund” and shall preside over all meetings of the “Fund”; be nominated from current executive officers, and coordinate and oversee Executive activities.
- g. **First Vice President:** The First Vice-President shall preside in the absence of the President at Fund Meetings. The First Vice President shall be responsible for liaising with Elmwood High School for general purposes and for organizing the annual bursary recipient selection process. The First Vice President shall be responsible for organizing the regular Executive meetings and will perform such other duties as may be assigned by the President. Should the office of President become vacant, it shall automatically be filled by the First Vice-President.

- h. **Vice President Fund Raising:** The Vice President Fund Raising shall be responsible for developing a fund raising strategy to be approved by the Executive Committee and for reporting to the Executive Committee on the progress and results of the fund raising strategy.
- i. **Vice President Alumni:** The Vice President Alumni shall be responsible for developing and carrying out a strategy for searching out EHS Alumni and for developing a data base to show the contact details for EHS alumni. The Vice President Alumni is to report regularly to the Executive Committee on the results of the search for Alumni.
- j. **Vice President Strategic Planning:** The Vice President Strategic Planning shall be responsible for the development of the strategic plans of the “Fund” and for the development and maintenance of a “Fund” website. The Vice President Strategic Planning will report regularly to the Executive Committee on the content of the website and on plans for enhancing the website content. The Vice President Strategic Planning is also responsible for preparing annual long term plans for the “Fund” for approval by the Executive Committee.
- k. **Treasurer:** The Treasurer is charged with the responsibility of maintaining the bank account of the “Fund” and monitoring and recording transactions in the account with The Winnipeg Foundation. The Treasurer is also responsible for keeping accurate records of income received and expenses incurred in the operation of the “Fund”. The Treasurer is responsible for paying promptly all monies owed by the “Fund” for goods and/or services received once these invoices have been approved for payment by the Executive Committee. The Treasurer is responsible for preparing quarterly Financial Reports and an annual financial statement. The Treasurer is responsible for keeping accurate records of all donations received either through The Winnipeg Foundation or the “Fund” and for preparing reports for the Executive Committee on all donations that have been received.
- l. **Secretary:** The Secretary is the custodian of the “Funds” Archives including correspondence and meeting minutes. The Secretary is responsible for sending out the Notices for all Meetings including the AGM when instructed to do so by the Executive Committee. These notices may be sent by email or regular mail. The Secretary is required to record the minutes for all General and Executive meetings. Subsequent to each meeting, the minutes shall be published and distributed, in a timely manner, to each Executive member (attending or absent). These minutes will be reviewed at the next meeting and accepted as correct or amended as determined by the Executive Committee.
- m. In case of a vacancy within the Executive, the Executive Committee may appoint a Member to fill the vacancy until the next AGM.

9. Annual General Meeting

The following eight protocols will be observed during the Annual General Meeting (AGM)

- a. Elections for Executive Officers shall be held at the Annual General Meeting to be held within 180 days of the fiscal year end of December 31 or on such date as the Executive Committee shall decide.
- b. Thirty (30) days prior to the AGM, the Nominating Committee will present a slate of candidates for the Executive Committee to review. The Nominating Committee and Executive Committee will jointly approve the slate to be put forth at the AGM.
- c. The Agenda for the AGM will be prepared and distributed to “Members” present at the AGM.

- d. The Agenda for the AGM shall include at least the following:
 - i. Report from the Executive Committee on the activities of the “Fund” for the preceding year.
 - ii. Review of the financial statements of the “Fund” for the preceding year.
 - iii. Review of report from the Trustees
 - iv. Election of Executive Officers and Trustees.
- e. Nominations for Executive Officers and Trustees may also be made from the floor.
- f. If a Member wishes to add an item to the agenda for the AGM, the Member is to advise the Executive Committee of the Agenda item by March 31 and the Executive Committee will either add the item to the Agenda or explain at the AGM why the item was not included in the Agenda. Only items on the AGM Agenda will be discussed at the AGM.
- g. The AGM voting shall be by secret ballot if there is more than one nominee for any office.
- h. The newly elected Executive Committee shall assume office at the conclusion of the Annual General Meeting. A joint meeting of the old and new executive shall be held within three months of the Annual General Meeting.

10. Special Meetings

Special meetings of members may be convened at any time and place by order of the Executive Committee. Special meetings may also be convened at the request in writing of not less than 25 Members who shall in their request specify the object of the meeting.

11. Quorums and Voting

- a. A quorum at Executive Committee Meetings for carrying out the business of the “Fund” shall be four members of the Executive Committee. The Chairperson, at his or her option, shall only vote where there is an equality of votes.
- b. A quorum at Annual General Meetings shall consist of at least ten “Members” present.
- c. A majority of votes cast is required to approve a motion at an Executive Meeting or at the AGM unless otherwise specified in this Constitution.

12. Fiscal Year

The fiscal year end date shall be December 31.

13. Amendments to Constitution

Amendments to this Constitution must be approved by a 2/3 majority vote of “Members” present at the Annual General Meeting. Proposed amendments to the Constitution are to be

publicized and communicated to the “Members” at least two months prior to the date of the AGM.

14. Dissolution

Upon dissolution of the “Fund”, all of its property and assets shall, after payment of all liabilities, be donated to The Winnipeg Foundation.