

Article 6: Officers

6.1

Meaning of "Officers"

Unless this By-law or the *Act* states differently, the word "officers" means only the officers as stated in this article. It does not refer to employees of the co-op.

6.2

Election of Officers

(a) The board elects the following officers annually, or more often as needed:

- president
- vice-president
- chair, if the board wishes to have one
- secretary
- treasurer and
- the delegate to the Co-operative Housing Federation of Canada.

All officers will be elected at the first meeting after the board's election. The board can fill vacancies as necessary. The board can elect any other officers and give them any authority and duties.

6.

OFFICERS

- (b) No person can hold more than one office, except that an officer can be elected as delegate to the Co-operative Housing Federation of Canada.
- (c) All officers must be members of the co-op. Only the president and vice-president must be directors.

The office of president or vice-president becomes vacant as soon as the office-holder resigns, or is removed, as a director.

6.3
Removal of
Officers

This section deals with removing an officer. 5.11 of this By-law deals with removing a director.

- (a) A majority of the board can remove any officer by a decision at any time and for any reason. Notice of this decision must be given to all directors.
- (b) If the officer is not a director, the officer is also entitled to notice of the meeting and the opportunity to be heard at the meeting.
- (c) The directors can immediately choose another qualified person to fill the vacancy.

6.4

Resignation of Officers

This section deals with the resignation of an officer. 5.10 of this By-law deals with the resignation of a director.

An officer can resign by giving written notice to the president or the office of the co-op. The resignation takes effect when the board accepts it. The board must accept any resignation at the first meeting after it is received, unless it is withdrawn.

6.5

The President and Vice-President

(a) The president

- gives leadership to the co-op
- follows the decisions approved at board and members' meetings, and
- co-ordinates the work of the board, committees, members and staff.

(b) The president and vice-president work together to carry out the above responsibilities. They decide how they will share them. They review their roles regularly to make sure that they are carrying out all the responsibilities.

6.6

The Secretary (a) The secretary must ensure that

- all required notices of board and members' meetings are given
- all the necessary documents for board and members' meetings are provided

6.

OFFICERS

- the minute book of the co-op is kept up to date
 - all legally required notices are given, such as the notice of meetings
 - all necessary notices are filed with the Ministry of Financial Institutions
 - complete minutes of all board and members' meetings are kept and distributed before the next meeting, and
 - a copy of all new by-laws is given to the members as soon as possible after they are confirmed.
- (b) The secretary will not personally perform these duties if they are part of staff duties. The co-ordinator or manager must see that all the staff duties are done and that legal requirements are met.

6.7

Recording Secretary and Corporate Secretary

The board can appoint a recording secretary and a corporate secretary.

- (a) A recording secretary takes and distributes the minutes of board and members' meetings.
- (b) A corporate secretary is responsible for all the other duties of the secretary.

6.8

The Treasurer The treasurer must understand and review the co-op's finances and report on them to the board, the finance committee and the members. The co-ordinator or manager is responsible for the day-to-day financial management of the co-op.

6.9
Delegate to the
Co-operative Housing
Federation of Canada

- represents the co-op at meetings of the federation
- informs the board and the members of what the federation is doing
- informs the federation of the views and concerns of the co-op, and
- votes at federation meetings. The delegate must get direction from the board on important issues if there is time.

Article 7: Staff

7.1

Employment of Staff (a)

The board hires employees to fill all staff positions.

(b) The board should provide a job description for each staff position where appropriate. The job description states the responsibilities and authority of the position.

(c) The board and the members must pass a by-law or a special resolution if they want to employ an outside agency to provide management services.

(d) A permanent full-time employee cannot live in the co-op.

7.2

Supervision of Staff (a)

The board is the final authority for the co-op in relation to employees. It sets the terms of employment.

(b) The employees work under the instructions of the board. However, the personnel policy or job description may state that some employees will work under the instructions of a senior employee or liasion.

(c) Employees must provide any information about their position that the board asks for.