



Operating Policies & Procedures

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Preface

Introduction

This manual has been produced as the governing document for the operations of the Ukrainian National Federation of Canada, including all of its Branches, Committees Programs and Activities.

The Ukrainian National Federation of Canada includes its branches and its Affiliate Organizations, Branches of the Ukrainian War Veterans Association of Canada, the Ukrainian Women's Organization of Canada, and the Ukrainian National Youth Federation. The affiliate branches are equal among all branches of the UNF of Canada with equal rights and standing as outlined in this manual and governed by Bylaw#2.

This manual is the property of the Ukrainian National Federation of Canada and is administrated by the National Board of Directors. Any changes, revisions and corrections shall be forwarded to the National Secretary of the Board and shall be reviewed and adopted by the membership at the General Meeting the UNF of Canada and AO's.

This document shall be used by the Board of Directors, as well as all Affiliates, Branches, Committees, Programs & Activities as a practical interpretation of the Organization's By-Law, to manage the day to day activities and operations of their respective programs.

Objective

The objective of this manual is to establish an overarching Policy Document which provides Guidance and Direction on the management of each aspect of the Ukrainian National Federation's operations, ensuring all activities are in accordance with the By-Law of the Ukrainian National Federation of Canada.



Scope

The scope of this manual applies to all areas of the Ukrainian National Federation of Canada including Organizational Administration, Finance, Communication, Branding, Operations, Legal and Liability aspects.

Preamble

This document is designed to provide guidance on the day-to-day operation of the Ukrainian National Federation of Canada, as well as all of its Branches and Affiliates.

This document replaces the "Constitution & By-Laws of the Ukrainian National Federation" dated, May 2011, as well as all of its previous versions, iterations and revisions beginning with the version dated June 1, 1950 and as well as the "Constitution" of the Ukrainian Women's Organization of Canada, Ukrainian War Veteran's Association of Canada and the Ukrainian National Youth Federation of Canada; and has been drawn up in accordance with By-law No. 2 of the Ukrainian National Federation of Canada, Dated October 16, 2014.

History of the UNF of Canada

Taken from the pamphlet - A Program and a Record, by W. Kossar, President of the Ukrainian National Federation from 1937 to 1954, and published in March of 1943 in Saskatoon-Winnipeg.

The years 1929 to 1939 will be known in the history of Canada as a period of great economic crisis, which in the West was further accentuated to the degree of national calamity by a prolonged drought from 1930 to 1937.

In this period, tragic sufferings were common to all people. These sufferings, however, were more acute and more widely spread in Ukrainian communities due to the fact that, in



general, Ukrainians entered Canada only a few decades or even a few years before the depression set in. Under these conditions, some leading Ukrainian Canadians believed that much might be done to lessen these dangers if some sort of an organized effort were made to occupy the minds and the time of the suffering and disillusioned people. For this purpose, a special conference was held in Saskatoon, Sask., in June, 1932, to discuss the matter and work out, if possible, a constructive program which would be of interest and value to the masses of Ukrainian Canadians.

During the discussions, the conference was fully aware of the fact that, under the conditions of depression, hardship and suffering, a wide and powerful propaganda was underway, which, in certain cases, had intensified the already existing discontent to the point of open violence, and which was tending to undermine the fundamental principles governing human behaviour. In this propaganda which was penetrating market squares, community halls and even family circles, the ideals of loyalty to Canada and of personal duty to one's neighbours were branded as the signs of social stupidity; cultural traditions, patriotism and religion were treated as remnants of ancient superstitions; Initiative for personal rehabilitation was termed as a lack of class consciousness. All this propaganda, reverberating from the forests of British Columbia, through the prairies of the West to the mines and industrial plants of the East, produced a growing social ferment which resulted in general confusion and which was rapidly approaching the danger line of social safety. The general conditions in the United States in 1932 were also highly conducive to promoting this state of affairs in Canada.

In view of these facts, the conference was of the opinion that an early and well organized action on the part of all responsible citizens to



better the existing conditions so as to avert grave consequences in the future was an urgent task. This action, however, ought to be based on a positive attitude and a constructive program, and not on wholesale negation, loud condemnations and cries for unattainable goals. To be effective, all sections of human society must participate in it: men, women and youth, farmers as well as workers and the middle class. To be successful, such a program of action could not be based on a temporary condition brought about by the present economic depression. Rather it had to envisage the welfare of the country and its citizens under all conditions.

In its scope, the principles of the individual's responsibilities should be balanced by his political and personal rights. His loyalty to the country should be measured by the magnitude of the debt that he and his family owed to the country for the privileges and rights which they all enjoyed under its protection. The program should emphasize that it is in the interest of the people as a whole to bring about an organized pressure upon the constitutional authorities to harmonize the existing social order with the existing social needs through timely social reforms in order to avoid an open social strife and violence.

Such a program should take the fullest advantage of the cultural traditions of the Ukrainian Canadians in order to neutralize the destructive influences of international propagandists of social demoralization and violence. The fundamentals of Christianity, as understood and practiced in a free democratic society, must be strengthened among Ukrainian Canadians in order to protect them against the inroads of atheism, Communism, Fascism and Nazism.

The program should also place before its followers the principles of international fair-



play and justice in their proper prospective. According to these principles, all the peoples should be entitled to a full political freedom and nationhood on their own ethnographical territories. In the spirit of these principles, the Ukrainian people in Europe should be equally entitled to a state of their own on the ethnographically-Ukrainian territories now under military occupation of foreign powers. As a practical means for carrying out the above mentioned principles, the conference unanimously agreed to establish a dominion-wide organization under the name of the Ukrainian National Federation of Canada.

The existing branches of the Ukrainian War Veterans Association of Canada and the Organization of Ukrainian Women of Canada were to become affiliated bodies within the new organization.

The Ukrainian National Youth Federation of Canada was also projected as an affiliated body. The provisional Board of the Ukrainian National Federation of Canada was soon formed and the work started with the first branches being organized in Edmonton and Saskatoon in 1932. The soundness of the principles worked out at the conference in Saskatoon, Sask., were soon proved by an enthusiastic response of Ukrainian Canadians throughout Canada.

The all-inclusive social, cultural, ethical and political program, based on Canadian values with recognition and dedication to Ukraine, seemed to answer the longing of the Ukrainian people in Canada for union in a morally, economically and politically constructive movement. As branches of the Ukrainian National Federation of Canada began to organize, numerous technical groups began to branch off in each community. Of these, the choral, theatrical and reading clubs were the first to appear. Later, the educational courses for adults and the night and summer schools for children



were organized. Benevolent associations, consumers' co-operatives and savings and credit unions were created. Women's organizations, as if foreseeing the coming war, began to promote activities similar to those carried on by the Red Cross through the clubs known as Golden Cross groups, in which competent persons and local physicians instructed the women in first aid work. Within each branch a library was established. In Saskatoon a National Museum was founded. Finally, a Radio-telegraphy School in Toronto, Ont., a Flying School in Oshawa, Ont., and a summer school of Ukrainian music and culture in Winnipeg, Man., were established as the educational centers for the Ukrainian Canadian youth.

At the annual conferences of the Ukrainian National Federation of Canada, which were always held concurrently with the annual conventions of the affiliated bodies, the principles adopted by the constitutional conference of Saskatoon, Sask., in 1932, were revised, amended and elaborated.

Seven Founding Principles

Taken from the pamphlet - *A Program and a Record*, by W. Kossar, President of the Ukrainian National Federation from 1937 to 1954, and published in March of 1943 in Saskatoon-Winnipeg.

(I) WE BELIEVE IN OUR OWN DUTIES AND RESPONSIBILITIES.

The Ukrainian National Federation recognizes the fact that every human society consists of three major groups. The most important is a group small numerically, but strong intellectually and morally, a group which gives leadership to the majority of loyal citizens and which takes upon itself the responsibility of improving the existing social order in order to harmonize it with the ever changing social trends and requirements of human life. To this active and constructive



group belong all the organizations of loyal citizens.

The second important group is usually small in number but extremely active, loud and liberal in its promises, clever in its tactics and strategy and dramatically overplaying the sense of injustice of the economically discontented groups. It consists of elements that, with all available means oppose the existing social order. It mobilizes the discontented groups all over the country for the purpose of overthrowing by violence the free democratic system of government.

The majority of citizens belong to a third group. They constitute the bulk of the population, busy with their everyday affairs and paying little or no attention to the social welfare of others. In time of crisis, this large mass follows one or other of the two active social groups mentioned above, and thus determines the final political course of the country.

The Ukrainian National Federation of Canada and the organizations affiliated with it, coordinate its social responsibility with the first or the constructive social group and believes, for its own part, in safeguarding the present democratic system of Canada. We believe that our members and our numerous followers-individually and collectively can and, should the necessity arise, will take a stand, together with other loyal Canadians, against any attempt to endanger the political and civil liberties of individuals and institutions in Canada. It is our firm belief that, at this time, as an organized group, with a clear understanding of the situation and a readiness to sacrifice and work for a better future of Canada within the framework of our constitution, we should place our responsibilities as citizens of this country ahead of our personal affairs in order to preserve our rights for future generations. We do not want to shift our own responsibility on



to someone else! We believe in ourselves!

(2) WE BELIEVE IN CANADA.

Canada was the country of the faith and hope of our forefathers and fathers, who left their dear native land because of brutal oppression and ruthless exploitation by foreign occupants. Canada is the country of our own faith and we want to preserve it as a country of faith and hope for our children. We believe in the country of our free adoption because it was here that we found the social and political freedom, equality and opportunity for which the Ukrainian people in Europe have fought for centuries and for which they are still fighting. We believe in Canada because, in this new land, the principles of British democracy and fair-play are practiced by the Parliament, by the courts and by the citizens. We believe in Canada, because it offers us and our children its vast resources and opportunities in the spirit of "fair play" and trust.

We believe in Canada and dedicate ourselves to her defense and to her future security.

(3) WE BELIEVE IN SOCIAL PROGRESS THROUGH REFORMS.

Canada is a new country. Her population, natural resources and industries are undergoing the changes associated with rapid development. In this process which is carried on almost entirely by private initiative, numerous problems of social maladjustment have become acute and demand immediate attention. We believe that these maladjustments may and shall be effectively corrected by adequate social reforms. To remove the causes of internal social unrest and possible strife, we believe that:

- (a) the concentration of capital, and wealth in other forms, should be legally limited, in order to assure a wider and more just



- distribution of the national income and resources among Canadian citizens;
- (b) life, sickness, accident and unemployment insurance, together with old age annuities, should be integrated and placed under a social security department of the Government. This insurance scheme should be national in scope and compulsory for every citizen capable of working and therefore eligible for employment;
 - (c) the department of social security should also make provision for disabled persons of all categories, including the invalids of war;
 - (d) medical services and hospitalization should be nationalized;
 - (e) employment at reasonable wages must be made available to all citizens capable of employment;
 - (f) land holdings should be regulated in order to meet the demand of the agricultural populations of the country;
 - (g) prices of agricultural products should be kept on a parity with the price level for industrial products in order to assure a fair income to the farmer, worker and industrialist alike;
 - (h) extension of the right to trade unionism for farm labour and recognition of collective bargaining as a right of workers in all occupations should be recognized;
 - (i) equal educational opportunities should be given to all able youths;
 - (j) public inspection of dwelling houses should be established and a housing plan, national in scope and financed by the national credit, should be initiated to provide healthy homes for the families of lower incomes.

We believe that adequate social reforms along these lines should and will be introduced in Canada under the guidance of responsible leaders and through the existing legislative intentions, and that in this way, the incentive to violence will be eliminated.



(4) WE BELIEVE IN CULTURAL TRADITIONS.

We believe that cultural traditions are not empty remains of the past, but rather embody the living, flowing, continuing spirit of a people. Throughout eleven centuries, Ukrainian culture has found its expression in music, literature, art and philosophy and the Ukrainians themselves have fought for the preservation of their culture in many historical battles. Some of this culture was destroyed, but much of it has been preserved, mainly its songs, customs, living, art and literature. The Ukrainian language itself is a noble and powerful embodiment of our culture. We would be disloyal to our own past and unjust to the future cultural life of Canada if we neglected to preserve this heritage of our ancestors. We want ourselves and our children to be worthy, good and loyal Canadian citizens and we believe that disloyalty to and contempt for a worthy cultural tradition destroys the bridge between the past and the present and undermines a solid foundation for the future. Such an attitude would eliminate our opportunity to contribute our share to Canadian national culture.

(5) WE BELIEVE IN THE MORAL PRINCIPLES OF CHRISTIANITY.

The tendency of our time seems to be to underrate the value of religious sentiment and religious education of the people. As an organized social group we realize that religious sentiment is deeply implanted in human nature and that all attempts forcibly to eradicate this sentiment from the human soul or to substitute for it any partisan passion or ideology have resulted only in a degradation of the human spirit and of the social order. On the other hand, careful cultivation of Christian beliefs aids in promoting the moral qualities of man and in elevating society to a higher level of spiritual life.

We, therefore, believe in a Christian religious education and in practicing the principles of



Christianity in social life.

(6) WE BELIEVE IN FREEDOM OF ALL PEOPLES.

We believe that each people or nation is entitled to enjoy the four freedoms enunciated by President Roosevelt and to apply to itself the principles of the Atlantic Charter. We believe that, with an ever increasing technological development in air, land and sea transportation and, with high mechanization of the means of production and distribution, distances and space lose their former significance and the whole world shrinks into a small geographic sphere. Every country is easily and quickly reached and becomes economically as well as strategically and politically, dependent upon other countries.

Under these new geopolitical developments no country is politically secure unless a new principle of national equality of all peoples is adopted and internationally guaranteed. Canada, as a country with a small population cannot hope to remain secure, behind an imaginary wall of isolation, in a world where freedom is denied to other countries with equal or even greater populations.

(7) WE BELIEVE IN A FREE UKRAINE.

We believe that there can be no freedom in this world if a great Ukrainian nation of over 45 million is left under occupation and oppression by foreign states. We believe that the Ukrainian nation is entitled to build on its own ethnographic territories a free state. We believe that, within the limits of our loyalty to Canada, we should support, morally and materially, the efforts of the Ukrainian nation for political freedom.

Vision

The UNF is a vibrant association, and through strong leadership and progressive programming will be the choice organization for Ukrainian Canadians.

Mission



To preserve, support and enhance the strong, vibrant and rich Ukrainian culture, language and traditions in Canada on a non- partisan and non-sectarian basis, through dynamic leadership, education and quality programs, while continuing to contribute to multiculturalism in Canada and to the sovereignty of Ukraine.

Values

Dedication, mutual respect, fairness, integrity and pride are the basis of our behaviour and relationships with one another and with the Canadian community at large. Furthermore, as a national organization:

1. We respect the dignity, rights, cultural traditions and freedom of all peoples.
2. We believe in a free, democratic & multicultural Canada and in a sovereign Ukraine.
3. We uphold and are guided by the moral principles of Christianity.
4. We will continue the proud tradition of a professional, dedicated and active organization that unites Canadians who foster Ukrainian culture & traditions throughout Canada.

Use of Languages

The languages used to conduct meetings shall be English Ukrainian or French.

The official record of the organization shall be in English. Ukrainian records shall be maintained where possible in addition to the official record.

Use of the Ukrainian language abides by the "Kharivs'kyj pravopys" as established by the Ukrainian Canadian Congress (UCC) National Convention in Toronto, November 2014.

Section I – Definitions

1.01 Definitions

- a) "Act" means the *Canada Not-for-Profit Corporations Act, S.C. 2009, c. 23*, including any regulations made pursuant to the Act and any statute or regulations that may be substituted, as amended from time to time.
- b) "Articles" means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Corporation.
- c) "Board" means the Board of Directors of the Corporation.
- d) "By-law" or "By-laws" means this by-law and all other by-laws of the Corporation as amended and which are, from time to time, in force and effect.
- e) "Director" means a member of the Board.

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- f) "Member" means a member of the Corporation.
- g) "Members" or "Membership" means the collective membership of the Corporation.
- h) "Officer" means an officer of the Corporation.
- i) "Ordinary Resolution" means a resolution passed by a majority of the votes cast on that resolution.
- j) "Regulations" means the regulations made under the Act, as amended, restated or in effect from time to time.
- k) "Special Resolution" means a resolution passed by a majority of not less than two thirds (2/3rds) of the votes cast on that resolution.
- l) Affiliate means one or all of the Ukrainian War Veterans Association , the Ukrainian Women's Organization of Canada, and the Ukrainian National Youth Federation.
- m) "Branch" is the local representative body, bound by a specific geographic region which acts on behalf of the Board of Directors to execute local programs, administer local assets and represent the organization in local events and activities.
- n) "Branch Executive" is a body consisting of branch members elected by a branch's membership, ratified by the Board of Directors, that conducts the activities of the branch on behalf of the organization.

1.02 Interpretation

Rules for interpretation of the By-law

See (a) to (g)

specifically note (b) words importing the singular number only shall include the plural and vice versa, he/she and they.

Refer to the Bylaws page 2 for more detail

Section II – General

2.01 Registered Offices

The Registered Offices of the Organization shall be situated in the province or territory specified in the Articles of Incorporation at such address as the Board may determine from time to time. The Directors may change the registered office to another place within the province or territory specified in the Articles.

The Registered Offices of the Organization are currently located at: 145 Evans Ave. #210, Etobicoke, Ontario M8Z 5X8 - CANADA

2.02 Corporate Seal

The National Board of Directors ' Corporate Seal is kept in the National office at 145 Evans Ave., Suite 210, Toronto, Ontario M8Z 5X8. The Secretary of the Board is the custodian of the corporate seal.

2.03 Execution of Documents

Two (2) signatures of the Officers of the Board of Directors shall execute documents. (The Officers of the Board of Directors are the President, the First Vice President, the Secretary and the Treasurer.)

2.04 Board Policies

The Board may adopt, amend, or repeal such board policies that are not inconsistent with By-laws of the Organization relating to the management and operation of the Organization as the Board may deem appropriate from time to time. Any board policy adopted by the Board shall continue to have force and effect until amended, repealed, or replaced by a subsequent resolution of the Board.



Section III – Financial Matters

3.01 Financial Year

The financial year end shall be the 31st day of December of each year for the Board of Directors, the Affiliates and all of the Branches of the UNF.

3.02 Banking Arrangements

Where possible, the organization will use the services of a Ukrainian-Canadian credit union. The Board of Directors shall appoint at least two authorized signing authorities who are required to authorize a cheque or any other financial transaction.

At the National Board level, other persons may be designated, directed or authorized to become a signatory. (eg. Board Director, lawyer, accountant).

3.03 Public Accountant & Financial Review

The Audit Committee of the Board will review the financial matters and operations of the entire Board of Directors including the National Executives of each Affiliate no less than once a year. The Audit Committee shall report its findings and observations to each Annual General Meeting.

The Audit Committee of each Branch will review the financial matters and operations no less than once a year. The Audit Committee of the Branch shall report its findings and observations to each Annual General Meeting of the Branch and to the Board.

3.04 Financial Statements/Reports

The Financial Statements of the Organization will be available to the members at the AGM and if desired, in advance online at www.unfcanada.ca.

As well, the UNF Board of Directors shall provide reports in a timely manner to:



Receiver General for any employees
 Receiver General for GST/HST remittances
 Industry Canada
 Canada Revenue Agency (CRA)
 CNCA (Canada Not For Profit Corporation)
 and any other government agencies as
 required.

3.05 Auditing

3.05.01. General

The Auditing Committee shall monitor the whole of National activities and inform the Board of Directors of any shortcomings it has observed.

3.05.01.2 Purpose/Scope

The purpose of the Auditing Committee is to oversee the financial reporting process, monitor internal controls, and ensure compliance with CNCA reporting procedures. The Auditing Committee reports to the membership and should not have ties to the financial management of the organization or be in a position where their independence can be questioned.

3.05.01.3 Authority

The Audit Committee of the Board is obliged to conduct an annual report after the year-end, which is Dec.31, and submit this report within a sixty-day period after concluding the audit. A yearly audit of the UNF Board of Directors (which includes the Affiliate Boards), and all Branches of the organization must be executed prior to preparing a general report of the Organization for government authorities and for presentation at a UNF Triennial Convention. All Annual Reports must be presented to the UNF Board of Directors within 60 days of the completion of the audit.

The Chair and members of the Audit Committee of the Board shall have the right to take part in meetings of the UNF Board of Directors in an observer / guest capacity. For that purpose the Audit Committee of the Board, Chair must be notified of UNF Board of

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Director's meetings.

The UNF Audit Committee of the Board shall present its report on the activities of the UNF Board of Directors (which includes the Affiliate Boards), as well as on the entire management of the Organization at the UNF Triennial Convention and if necessary, shall propose to the Convention, the acceptance of resolutions for the rectification of any shortcomings in the management of the Organization.

The Audit Committee of the Board shall represent the first stage of appeal concerning the settlement of matters entrusted to it by the UNF Board of Directors. Decisions of the Audit Committee of the Board can be appealed at the UNF Triennial Convention. In all controversial matters, which are normally submitted for judgment to the Audit Committee of the Board, and which, according to the By-Law, require a decisive resolution by the UNF Board of Directors, the Audit Committee of the Board shall draw conclusions and make suggestions, which it shall then forward to the UNF Board of Directors to take appropriate action.

3.05.01.04 Structure

The UNF Triennial Convention shall elect the Audit Committee of the Board composed of five members, namely, the Chair and four members. Every attempt will be made to include members of the Affiliates.

The presence of three (3) members shall constitute a quorum at Audit Committee of the Board meetings. The Committee Chair or a member authorized by the Chair to do so shall call meetings.

**3.06 Assets of the Corporation,
Property Rights & Obligations**

3.06.01 Credit & Borrowing Policy

Borrowing Powers

Subject to the limitations set out in the Act, the Articles and this By-law, the Board may:



- a) borrow money on the credit of the UNF;
- b) issue, reissue, sell, pledge or hypothecate debt obligations of the UNF; and
- c) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the UNF, owned or subsequently acquired, to secure any debt obligation of the UNF.

Authorization

From time to time, the Board may authorize any Director or Officer or other persons of the UNF to make arrangements with reference to money borrowed or to be borrowed as to the terms and conditions of the loan thereof, and as to the security to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional security as the Board may authorize and generally to manage, transact and settle the borrowing of money by the UNF.



Section IV – Members

4.01 Classes and Conditions of Membership

There shall be one class of Member in the Ukrainian National Federation of Canada (UNF). Membership in the UNF shall be available only to persons who meet the following conditions and this will be at the sole discretion of the Board and it will not be subject to review or appeal.

- a) Any person who is interested in furthering the purposes of the UNF and its activities, and;
- b) Any person who accepts the UNF Bylaws

4.01.01 Procedures to Acquire Membership

A prospective members must complete a membership form and be endorsed by two members in good standing. The completed form along with membership dues shall be submitted to the local branch. The local Branch Executive will accept or decline the membership application. Once accepted by the Branch Executive the membership form, along with the applicable dues will be forwarded by the Branch Secretary to the Board for approval. Once approved by the Board, the prospective member is deemed a member of the organization.

The Secretary of the Board shall retain the original membership form, and update a master membership list, copies of both shall be sent to the branch.

The new member will be issued with a membership card, and welcome package as soon as they are approved by the Board. This process will confer membership in the UNF with the right to participate in all events and membership meetings of the UNF, with the right to vote at Branch meetings of the UNF from the moment their membership



application has been approved by UNF BOD.

4.01.02 *Transfer of Membership*

When a member changes his/her place of residence he/she must report to the UNF Branch in the new district and must fill out an application form providing the new particulars and mark TRANSFERED as the new status. (See Appendix for a copy of the Application Form). The Board of this Branch shall advise the Board of Directors who will update the membership records and will advise the membership payment status of the member to the new branch.

Specifically to those branches in close geographic location where it may be reasonably possible for someone to join more than one branch, a person may choose to be a member at any of their local branches as they see fit.

4.02 *Rights of Members*

A Member of the UNF shall have the right to receive notice of, attend, speak and participate at all meetings of members and the right to one (1) vote at all meetings of members except for an Annual General Meeting when it is required to have become an approved member by the UNF Board of Directors three months in advance of the AGM in order to vote. (These new members may attend and participate in the AGM but may not vote). Members shall have the right to run for and be elected to all Board of Directors Bodies and Branches, and Affiliated Organizations Board of Directors Bodies and Branches six (6) months after admission to the UNF, provided that said member has paid his/her membership fee and is a member in good standing.

4.03 *Membership Dues*

Members of the UNF shall pay their membership dues at their UNF Branch prior to March 31 of every year. Members will be notified in writing of the membership dues and the date by which they must be paid. If dues are not paid within three (3) calendar



months of the annual membership renewal date, the Members in default shall be suspended from voting and holding office within the UNF.

The amount of the membership fee shall be determined by the Annual General Meeting of the UNF BOD. UNF of Canada Branches have the right to levy upon their membership additional dues for the specific needs of the branch.

Dues collected by affiliate branches shall be allocated by the Board of Directors to the respective Affiliate National Executive budget.

A member who has failed to pay his membership dues for the current fiscal year cannot be elected to the Board of his UNF Branch or to UNF or Affiliated Organizations Board Bodies. The member also loses all the rights and privileges associated with membership including the right to vote.

4.04 Termination of Membership

Membership in the UNF is terminated when:

- a) the Member dies;
- b) the Member fails to maintain all of the conditions for membership set out in Section 4.01;
- c) the Member resigns;
- d) the Member is removed by the Board in accordance with Section 4.05;
- e) the Member fails to pay membership dues;
- f) the UNF is liquidated or dissolved under the Act.

Subject to the Articles, upon any termination of membership, all rights of the Member automatically cease to exist. Where a person is no longer a Member, then such person shall be deemed to have also automatically resigned as a Director, an Officer, and/or a committee member, as applicable.

If a member takes a Leave of Absence this is understood to be for a period of under one



year's duration – where they have already paid their dues for the year. If a member leaves for more than one year and does not pay membership, then they cease to become a member. They may re-apply for membership when they are able to return to the organization.

4.05 Discipline of Members

The Board may suspend or remove any member from the UNF for any one or more of the following grounds:

- a) violating any provision of the Articles, By-laws, or Policies of the Corporation;
- b) carrying out any conduct which may be detrimental to the UNF;
- c) suspension for non-payment of membership dues may be automatically revoked upon full payment of arrears by said member to the UNF Branch. The Branch may decide the terms of reinstatement.

- d) for any other reason that the Board, in its sole and absolute discretion, considers to be reasonable, having regard to the purposes of the UNF.

4.05.01 Actions upon a Decision to Suspend or Remove a Member

In the event that the Board determines that a Member should be expelled or suspended from membership in the UNF, the President of that Branch shall provide twenty (20) days notice of suspension or expulsion and reasons for that action to the Member by Registered Mail.

The Member may make written submissions to the President in response to the notice received within such twenty (20) day period, also by registered mail.

When no written submissions are received by the President, he/she may proceed to notify the Member that he/she is suspended or removed from membership. This shall also be done by Registered Mail.

Where written submissions are received by the President in accordance with the outlined



procedure above, the Board will consider such submissions in arriving at a final decision and shall notify the Member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. Notification will be by Registered Mail. The Board's decision shall be final and binding on the Member, without any further right of appeal.

A suspended or expelled member may not be accepted as a member of another Branch.

4.06 Honourary Membership

Honourary membership can be awarded by the UNF of Canada Triennial Convention, to a member for distinguished service to the UNF. Honourary membership shall be a lifetime membership.

An Honourary membership attaches no obligations and no rights to the honour of recognition of a person singled out for such distinction.

In the event that such a member publicly speaks out against the objectives of the UNF, as defined by Bylaw No.2, the UNF of Canada Triennial Convention may invalidate the honorary membership via special resolution.



Section V – Associates

5.01 Admission

The Board may, in its sole discretion, from time to time admit any person or individual who is interested in furthering the purposes of the Corporation as contained in the Articles and/or being associated with the Corporation, as an Associate of the Corporation. For greater certainty, Associates are not Members of the organization.

5.02 Qualifications, Rights, Privileges, Termination

The term of Associate status shall be annual, subject to renewal in accordance with the policies of the Corporation. The Board may, in its sole discretion, from time to time adopt policies to establish different categories of Associates, their qualification requirements, rights, privileges, due payments, and termination of status. For greater certainty, Associates are not entitled receive notice of, attend or speak at meetings of Members.



Section VI – Meetings of Members

6.01 General

The UNF Board of Directors shall hold an Annual Meeting within the first three months (3) of each calendar year. Every third (3) year, the annual meeting of Members of the organization will be held as a triennial convention of the UNF of Canada and AO's ("the Convention") at a place and time decided by the Board, according to the following practices.

6.02 Purpose/Scope

The Convention shall be held for the purpose of:

- a) Reviewing the past activities of the UNF and all Affiliates
- b) Electing Directors of the UNF
- c) Approving the directions for future activities
- d) Amending the Policy & Procedures Manual which may then require an amendment to Bylaw No. 2 which would require a filing with and approval of the government.
- e) All other functions of an annual meeting of members

6.02.01 Reporting

For each UNF of Canada Triennial Convention, the UNF BOD, including the National Executives of the Affiliates is obliged to prepare a written organizational, financial and managerial report on the status of the Association from the time of the last UNF of Canada & AO's Triennial Convention.

6.03 Functionality

6.03.01 Date & Location

The date and location of the Convention shall be decided upon by the UNF of Canada Board of Directors, which shall notify all UNF of Canada Branches and Affiliates in writing, via email, on the UNF website as well as an



announcement in "The New Pathway" at least six (6) weeks prior to the date of the Triennial Convention.

6.03.02 Persons Entitled to be Present at the Convention

Each Branch and Affiliate Branch shall elect one (1) member as a Delegate for each 15 members or part thereof to attend the Convention as well as an alternate delegate. Elected delegate alternates may take part in discussion and committee work, but they are not entitled to vote unless an active delegate transfers his vote to an alternate in writing.

Directors of the UNF Board of Directors may also be appointed as delegates to the Convention. Members of the UNF who are registered guests may attend the Convention.

6.03.03 Voting at the Convention

Each Delegate shall have only one (1) vote at the Convention. On matters pertaining specifically to an Affiliate, only Delegates who are members of that Affiliate shall vote.

Alternate Members and Guests who are UNF members may participate in the Convention, but are not entitled to vote.

6.03.03.1 Approvals

All matters, with the exception of amendments to the Bylaws, shall be approved and decided on the basis of simple majority vote. Voting normally takes place by an open show of hands, but at the request of the Triennial Convention or on the chairman's directive, voting can be undertaken by secret ballot.

6.03.03.2 Amending Bylaws

Suggested changes to the Bylaws should be submitted to the Board of Directors in writing 60 days before the Annual Meeting (or Triennial convention). Amending the Bylaws must be approved by two-thirds (2/3) of all voting delegates in attendance at any Annual Meeting (or Triennial convention).

6.03.04 Quorum of the Convention



The quorum for the Convention will be established on the basis of the number of allowed delegates based on 1 delegate per 15 members or part thereof. 2/3 of the number of registered delegates constitutes a quorum. It is the duty of the Verification Committee of the Convention to ensure that all delegates are properly registered and to announce quorum.

If a quorum is not present at such time, the Triennial Convention shall lawfully take place one hour later at the same location and with the same agenda, regardless of the number in attendance. ***amendment required to comply with CNCA Act.**

6.03.05 Presidium of the Convention

The Presidium of the Convention shall consist of a Chairperson, Vice-Chairperson, English Language Recording Secretary and Ukrainian Language Recording Secretary. The Presidium shall be chosen at the Convention by those Delegates present.

The duty of the chairman is to conduct the meeting in adherence with the accepted convention agenda and in conformity with Robert's Rules of Order.

6.03.06 Nominations for Directors and Affiliate National Executives

At least four (4) months before a Convention, the Board shall appoint a Nominations Committee consisting of at least two (2) Members from each Affiliate as chosen by the Affiliate and at least two (2) additional members. The Nominations Committee shall receive nominations for candidates for the Board of Directors of the UNF of Canada, including those members of the board forming the National Executive of each Affiliate.

6.03.07 Eligibility

No person shall be eligible for election as a Director of the Organization unless they have been a member for a minimum of six (6) months as of the record date for notice of the Convention. It is possible to have an



exception if the Convention Delegates choose to make a motion to accept a newer member (less than 6 months) to a Director position which must be supported by a vote of fifty percent (50%) plus one of the convention delegates.

6.03.08 Election of Officers

It is the traditional practice of the UNF to elect the Board officers as well as the rest of the Board of Directors at its Triennial Convention.

The Nominating Committee will present a slate of officers from whom they have received confirmation that they wish to serve.

6.04 Extraordinary Meeting

A UNF of Canada Extraordinary Meeting may be called to settle special matters specified ahead of time.

6.04.01 Scope/Purpose

The UNF of Canada Extraordinary General Meeting shall have the authority of a regular Convention, but only in the matters for which it has been convened, and which have been stated in the notice of the Extraordinary General Meeting sent not less than three (3) weeks prior to the date of the Meeting.

6.04.02 Convening Authority

The UNF of Canada Extraordinary General Meeting may be convened as a result of a special resolution of the UNF of Canada BOD, at the request of the UNF of Canada National Auditing Committee, or at the request of half of all UNF of Canada Branches. The UNF of Canada Board of Directors is obliged to call the Extraordinary General Meeting within six (6) weeks of receiving in writing one of the above petitions.

6.04.03 Rules

The rules governing the conduct of meeting during the UNF of Canada Extraordinary General Meeting and the representation of delegates, shall be the same as those



incumbent upon a regular Triennial Convention.

6.05 Conferences

From time to time various committees of the UNF Board of Directors may wish to hold a conference. (eg. RIDNA SHKOLA).

6.05.01 Scope/Purpose

The conferences should adhere to the vision, mission and objectives of the UNF.

6.05.02 Authority

The Board of Directors committee will forward a motion which includes a budget, seeking the approval of the Board of Directors to conduct the conference in the name of the UNF of Canada. Upon approval of the BOD, the committee may hold the conference and must provide a report on the outcome of the conference at a meeting of the UNF BOD.



Section VII – Board of Directors

7.01 General

The UNF of Canada Triennial Convention shall elect the UNF National Board of Directors which shall be the highest representative, co-ordinating and Board body of the organization.

7.02 Purpose and Scope

The UNF National Board of Directors shall co-ordinate all organizational matters pertaining to the Association as a whole, control and approve the economic and financial transactions of the Association and its Branches and Affiliates, and direct all policies of the organization.

The Board of Directors shall maintain and permanently manage the Head Office of the organization; manage the collection from UNF Branches of the Organization's administrative budget approved by the Triennial Convention; maintain a membership roster; collect membership dues; maintain constant contact with UNF Branches; and manage the organization's moveable property and real estate.

In order to fulfill the duties imposed on it by the UNF of Canada Triennial Convention, the Board of Directors may appoint various committees or chairs and grant them such powers, as it deems necessary. The Board of Directors itself, shall be accountable to the UNF of Canada Triennial Convention for the operation of the committees and chairs appointed by it.

7.03 Structure

See appendix for Organizational Chart.

7.03.01 Composition

The UNF Board of Directors shall be comprised of a President, four (4) Vice Presidents-one from each of three (3) Affiliates



plus one (1) from the general membership, Secretary, Treasurer and members totaling no fewer than twenty-two (22) individuals. Every attempt should be made to ensure cross Canada representation on the Board of Directors.

7.03.02 Rights

All members of the UNF Board of Directors shall have equal rights at meetings and shall fulfill all duties assigned to them from time to time by the UNF National Board of Directors or its President.

7.03.03 Term of Office

The term of office is for three (3) years.

7.03.04 Terms of Reference

President

The function of the UNF President shall be to head the Organization, representing it in all fields of community and socio-political life, and to fulfill all duties imposed upon the President of the Association by the Bylaws and CNCA (Canada Not For Profit Corporations Act). In the event of the President's absence, the Board First Vice President or any other Board Member, approved at a board meeting, shall chair the Board of Directors' meeting.

First Vice President

The First Vice President shall fulfill all duties entrusted to him by the President. On the written authorization of the President, he shall manage all affairs of the Association in the capacity of Acting President. In the event of the resignation incapacitation or death of the President, the duties and title of President shall be assumed by the Board First Vice President, who shall head the organization in that capacity until the expiration of that UNF National Board of Directors term of office.

Vice President and Chair of Affiliate Organizations



The Vice President & Chair of each of the three (3) Affiliates shall be responsible for chairing the Affiliate's National Executive, and working with the Affiliate's Members At Large to coordinate the strategy and direction of the Affiliate within the UNF. The individual shall represent the Affiliate in all official delegations and capacities and is also responsible for executing programs and activities on behalf of the Affiliate ensuring that they are communicated, coordinated and implemented throughout the Affiliate's branches in Canada.

Secretary

The Secretary shall be in charge of UNF National Board of Directors Head Office, be responsible for safeguarding all official documents and archives of the Association, be custodian of the official seal of the Association, and direct all Board of Directors administrative matter including managing staff. The Secretary will work with the President to set the monthly agenda.

Treasurer

The Treasurer shall manage all Board of Directors monetary transactions and shall be responsible for the Quickbooks accounting system which shall be located on the computer in the Board of Directors Head Office. The Treasurer shall be aware of all income and expenses. All invoices will be paid by cheque which shall be signed by the Board Director and one other Officer of the Board. There is oversight of this procedure as a Financial Statement (Profit and Loss) must be produced for each Board Meeting.

Member at Large

The Member at Large shall be a member in good standing of the UNF of Canada and is expected to take an active role chairing or being a member of one or more of the organization's standing committees.

Affiliate Representative Member at Large



The Member at Large of the Affiliate shall be a member in good standing of the designated Affiliate Organization and shall be expected to serve on the Affiliate National Executive Committee in the role of Secretary, Financial Representative or General Representative for the course of the three (3) year term. Together with the Vice President of the Affiliate they will form the Affiliate National Executive and provide overall Coordination and Direction of Affiliate activities across Canada. The Member at Large of the Affiliate should also take an active role in the standing committees of the UNF of Canada.

7.04 Ceasing to Hold Office

A Director ceases to hold office when the Director dies, resigns, is removed from office by the Members in accordance with Section 7.09, or no longer fulfils all of the qualifications to be a Director as determined at the sole discretion of the Board.

7.05 Resignation

In the event of the resignation or death of the Board Secretary, Treasurer, or Board of Directors member, the Board of Directors shall have the right to institute changes to the positions mentioned above to co-opt a member of the Association to replace the resigned or deceased Board of Directors member. Every effort should be made to search for a candidate from a Branch which is not already represented on the Board.

7.06 Removal

The Members may, by Ordinary Resolution passed at a special meeting of Members, remove any Director from office before the expiration of the Director's term and may elect a qualified individual to fill the resulting vacancy for the remainder of the term of the Director so removed, failing which such vacancy may be filled by the Board. A Director who is being removed or has been removed may not submit to the UNF Board of Directors a written statement pursuant to



section 131 of the Act.

7.07 Filling Vacancies

Subject to the Act and the Articles, a quorum of the Directors may fill a vacancy in the Board, except a vacancy resulting from an increase in the number or the minimum or maximum number of Directors, or from a failure of the Members to elect the number of Directors required to be elected at any meeting of Members. If there is not a quorum of the Board, or if the vacancy has arisen from a failure of the Members to elect the number of Directors required to be elected at any meeting of Members, the Board shall forthwith call a special meeting of Members to fill the vacancy. If the Board fails to call such meeting or if there are no Directors then in office, any Member may call the meeting. A Director appointed or elected to fill a vacancy holds office for the unexpired term of their predecessor.

7.08 Remuneration of Directors

As required by the Articles of Incorporation, Directors shall serve without remuneration, and no Director shall directly or indirectly receive any profit from his or her position as such, provided that a Director may be reimbursed for reasonable expenses incurred in performing his duties. A Director shall not be prohibited from receiving compensation for services provided to the UNF in another capacity.

7.09 Honourary Board Member

The UNF Triennial Convention may convey upon a member the title of Honourary Board Member in recognition of their years of distinguished service to the organization. As Honourary Members are not elected to the Board of Directors they are not covered by Director and Officers Liability Insurance, they may not vote at meetings of the Board of Directors.

Operating Policies & Procedures



<p>As unelected positions, unless they are designated by their branch as a delegate to the Triennial Convention, their status would otherwise be as a non-voting guest.</p>	
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Section VIII – Meetings of Directors

8.0 Meeting of the Board of Directors

Meetings of the Board of Directors may be held at the head office of the UNF or at any other place within or outside of Canada as the Board may determine.

8.01 Schedule

As a minimum, meetings are to be held monthly on a schedule established by the Board.

8.02 Chair

The President will chair the meetings. In his absence one of the Board Vice Presidents or any other Board member may chair the meeting.

8.03 Agenda

The Agenda will be set by the Secretary of the Board of Directors and circulated at least forty eight (48) hours in advance of the meeting. It will be posted on the UNF website on the password protected Board of Directors tab.

8.04 Quorum

A quorum of seven (7) Directors must be present at the UNF Board of Director meetings either in person, via conference call or electronic means such as skype.

8.05 Voting

Each Director (except for the Chair) may exercise one (1) vote. A simple majority will carry a motion. In the case of a tie, the Chair will vote to break the tie.
No person shall act for an absent Director at a Board meeting.

8.06 Dissent at Meeting

A Director who is present at a Board meeting or a meeting of a committee of Directors is



deemed to have consented to any resolution passed or action taken at the meeting unless:

- a) the Director requests a dissent to be entered in the minutes of the meeting; or
- b) the Director sends a written dissent to the secretary of the meeting before the meeting is adjourned; or
- c) the Director sends a dissent by registered mail or delivers it to the registered office of the organization immediately after the meeting is adjourned.

A director who votes for or consents to a resolution may not dissent.

8.07 Dissent of an Absent Director

A Director who was not present at a meeting at which a resolution was passed or action taken is deemed to have consented to the resolution or action unless, within seven (7) days after becoming aware of the resolution or action, the Director:

- a) causes a dissent to be placed with the minutes of the meeting; or
- b) sends a dissent by registered mail or delivers it to the registered office of the Corporation.

8.08 Resolutions in Writing

A resolution in writing, signed by all the Directors entitled to vote on that resolution at a meeting of the Board or committee of Directors, shall be as valid as if it had been passed at a Board meeting. A copy of every such resolution in writing shall be kept with the minutes of the proceedings of the Board or committee of Directors.

8.09 Meetings in Camera

Where matters confidential to the UNF are to be considered at a meeting of the Board, the part of the meeting concerning such matters may be held in camera. In addition, where a matter of a personal nature concerning a person may be considered at a meeting of the Board, the part of the meeting concerning the person shall be held in camera, unless there is mutual agreement to the contrary by the Board and such person.



(generally this pertains to staff).

8.10 Disclosure of Interest

The chairperson of Board meetings shall request any Director who has made a disclosure referred to in Section 8.16(a) to absent himself during the discussion of the matter, with such action being recorded in the minutes. The Director shall not vote on any resolution to approve such contract except as provided by the Act.

See the Appendix D - Conflict of Interest Policy for more detail.

8.11 Confidentiality

Every Director, Officer, committee member, employee and volunteer, shall respect the confidentiality of matters brought before the Board or before any committee of the Board, or any matter dealt with in the course of employment or involvement of such person in the activities of the UNF.



Section IX – Officers

Officers of the UNF Board of Directors are the signing officers- the President, the First Vice President, Secretary and Treasurer.

A Board Director may be authorized by the Board of Directors to act in the capacity of a signing officer in particular circumstances.



Section X – Protection of Directors Officers & Others

The UNF Board of Directors shall purchase yearly General Liability Insurance with five million dollars (\$5,000,000) minimum coverage and Directors and Officers Liability Insurance with five million dollars (\$5,000,000) minimum coverage.

All branches must carry general liability insurance indemnifying the branch and the national executive on any real property managed by the branch on behalf of the BOD.

Branches SHOULD also carry Director and Officer liability insurance for their local executives and additional coverage on any programs operated by the branch, as deemed necessary by the branch executive.

Any UNF Branch renting out its facility, hall, office, or camp ground must insist on the tenant arranging proper insurance for the event/tenancy. A minimum limit of two million dollars (\$2,000,000) liability must be present. The branch MUST obtain a proper Certificate of Insurance showing the Ukrainian National Federation of Canada and the Branch as additional insureds. If the tenant will be serving alcohol, a proper Host Liquor Liability Clause must be included. This goes for weddings, dances, picnics, etc.

Any corporate entity renting a facility should be able to extend the coverage of its existing Liability insurance. If they don't have any, then the entity might be suspect and perhaps renting to them would not be a wise idea. A person renting a facility for a wedding/stag/shower, etc. should be able to purchase coverage just for the event for approximately one hundred and fifty dollars (\$150.00) for the day. This may vary from province to province, but **the requirement for**

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the coverage is mandatory.	
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Section XI - Branches and Affiliates

11.01 Branches - Purpose and Governance

As of October 1st 2015 there are twenty five (25) Branches of the UNF, including branches of the Affiliate Organizations which function as branches of the UNF with their own Executive.

- Montreal UNF
- Montreal UWOC
- Ottawa UNF
- Oshawa UNF
- West-Toronto UNF
- West-Toronto UWOC
- West-Toronto UNYF
- West-Toronto UWVA
- Toronto UNF
- Toronto UWOC
- Toronto UNYF
- Sudbury UNF
- Hamilton UNF
- Hamilton UWOC
- Hamilton UNYF
- St. Catharines UNF
- Windsor UNF
- Windsor UWOC
- Winnipeg UNF
- Regina UNF
- Regina UWOC
- Saskatoon UNF
- Edmonton UNF
- Edmonton UWOC
- Edmonton UNYF

11.01.01 Affiliate Organizations

The UNF of Canada has within it three (3) affiliate organizations, each with a unique purpose and objective. The Affiliates function within the UNF of Canada and are governed by a National Executive body which is comprised of elected members of the UNF of Canada Board of Directors. The Affiliates establish branches which exist as branches within the organization and coordinate their

Українська Стрілецька Громада Канади (УСГ)

Українська Стрілецька Громада Канади (УСГ)



activities across Canada with all other branches of the UNF of Canada and AO's.

The Ukrainian War Veterans Association

The Ukrainian War Veterans Association of Canada (UWVA) was established January 30, 1928 in Winnipeg, inspired by the President of the Ukrainian Military Organization, col. Evhen Konovalets, who later became the Chair of the Organization of Ukrainian Nationalists. Veterans of the Ukrainian Galician Army, the Ukrainian Sich Riflemen and the Army of the Ukrainian National Republic filled the ranks of the UWVA. UWVA laid the foundation for the establishment of the Ukrainian Women's Organization of Canada, the Ukrainian National Federation and the Ukrainian National Youth Federation of Canada. The work of the UWVA has always been based on the important ideals of national unity, maintenance of the Ukrainian identity, historical truths and cultural riches of the Ukrainian people here in Canada, as well as the struggle for a free and independent Ukrainian Nation. To date, the UWVA has been financially responsible for the upkeep and maintenance of col. Evhen Konovalets' grave in Rotterdam (Holland).

The activities of the UWVA include:

- encouraging members to participate in culturally significant events;
- assisting in the organization of veteran, cultural, educational and recreational events;
- organizing outings to historic events;
- spiritually, morally and materially assisting seniors in the Ukrainian Canadian community;
- participation in decision-making for the betterment of the UNF Ukrainian School and Camp "Sokil", as well as offering financial assistance to youth wishing to attend school and/or camp where necessary;
- gathering of new materials and expanding contacts with other groups.

створена 30 січня, 1928 року у Вінніпезі. В той час у Канаді перебував Голова Української Військової Організації (УВО) полк. Євген Коновалець, який пізніше був обраний Головою Проводу Організації Українських Націоналістів (ОУН). Інспіровано полк. Коновальцем, УСГ включало воїнів Армії Української Галицької Армії, Українських Січових Стрільців та воїнів Армії Української Народної Республіки. За ініціативою УСГ створено Організацію Українок Канади, Українське Національне Об'єднання та Молодь Українського Національного Об'єднання. Діяльність УСГ базована на високих ідеалах національного єднання, збереження української ідентичності, історичного надбання та культурних цінностей українського народу на терені Канади. Члени УСГ даліше підтримують ідеал вільної та незалежної української держави. По нинішній день, УСГ відповідає і фінансово отримує могилу полк. Євгена Коновальця в Роттердамі (Голляндія).

Праця УСГ включає:

- заохочування членів до участі в суспільно-громадських подіях;
- допомогу в організуванні ветеранських, культурних, освітніх та розвагових імпрез;
- допомогу в організуванні поїздок до історичних імпрез;
- духову, моральну та матеріальну допомогу сеньорам української громади;
- участь у дискусіях про покращення праці Рідної Школи УНО та табору «Сокіл», як і фінансову допомогу потребуючі молоді яка бажає брати участь у науці в Рідні Школі або на таборі;
- пошук нових матеріалів та поширення зв'язків із іншими організаціями.

Детальні проєкти та імпреди описанні на одобреному річному календарі.

Організація Українок Канади (ОУК) - відділ Українського Національного Об'єднання



<p>Projects and events are detailed on an annually ratified calendar.</p> <p><i>The Ukrainian Women's Organization of Canada</i></p> <p>The UWOC, a founding Branch of the Ukrainian National Federation of Canada since 1932, is aligned with the objectives of the UNF as outlined in the Articles of Incorporation (Form 4031), with a distinct focus on women's issues.</p> <p>As such, UWOC is a social, cultural, educational organization based on Christian principles, advocating patriotism towards Canada and allegiance to the heritage of Ukraine.</p> <p>UWOC aims to be a visible and active member of the community by:</p> <ul style="list-style-type: none"> - organizing and supporting Ukrainian Canadian women in community involvement, - by creating UWOC branches, promoting Ukrainian language, culture, customs, traditions, furthering Ukrainian Canadian issues, commemorating Ukrainian historical figures and events, publishing, encouraging the establishment of Ukrainian schools, child care centers, summer camps and establishing and maintaining contact with women's organizations in Canada, Ukraine and internationally, - by providing assistance to the needy and - by supporting the democratic, economic, and social development of a democratic Ukraine. <p><i>The Ukrainian National Youth Federation</i></p> <p>The UNYF is the Youth Branch of the UNF of Canada, and was established with the aim to:</p>	<p>Канади, (УНО) заснована в 1932 році, працює з УНО згідно їх спільної мети діяльності, як передбачено законодавством некомерційних організацій (Форма 4031), з акцентом на справи жінок.</p> <p>В зв'язку з цим ОУК є суспільна, культурна, освітня організація, заснована на християнських принципах, що пропагує патріотизм до Канади і відданість надбаням України.</p> <p>Метою ОУК є бути поміченим і активним членом суспільства через: організацію і підтримку участі канадських жінок українського походження в громадському житті, через створення відділів ОУК, пропагування української мови, культури, традицій, розвиток канадсько-українських зв'язків, вшанування українських історичних подій і особистостей, поширення заснування українських шкіл, дитячих садків, літніх таборів, встановлення і підтримування зв'язків з жіночими організаціями Канади, України, і на міжнародному рівні, також через надання допомоги потребуючим і через підтримку демократичного, економічного і суспільного розвитку демократичної України.</p>
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- Involve and organize young Ukrainian Canadians and develop future leaders of the UNF of Canada,
- To educate Ukrainian - Canadian youth about their heritage and their roles and responsibilities in the Ukrainian Canadian community,
- To develop youth programming and engagement projects across Canada,
- To uphold the principles of Christianity, Social Justice and Morality while promoting the Ukrainian-Canadian cultural and social identity among young Ukrainian Canadians.

11.01.01 General

The function of a UNF of Canada Branch shall be to work toward the achievement of the objectives of the UNF, outlined in the Mission, Vision and Values sections of this Operating Policies and Procedures Manual and to fulfill all administrative duties imposed within these documents.

11.01.02 Establishment of a Branch

11.01.02.1 Process

Upon the petition of at least seven (7) individuals qualified to become members of the UNF and their certification that they wish to become members of a proposed UNF of Canada Branch, the Board of Directors can agree to the establishment of a New Branch.

A registration fee in the amount of fifty dollars (\$50.00) shall accompany the petition and written request to form a Branch.

Affiliate branches shall follow the same process detailed in this section; however, they will be approved by the National Executive of their respective Affiliate Branch and be endorsed by the UNF of Canada Board of Directors. The fifty dollar (\$50) registration fee of an Affiliate Branch shall be allocated to the operations of that Affiliate's National Executive.



11.01.02.2 Approval

The Board of Directors shall consider the request at the next scheduled meeting subsequent to the receipt of the request, and if they deem the request to be in order, a formal motion shall be made and passed accepting the request. Written notice of the acceptance shall be communicated to the Branch in a timely manner. Once the approval has been received by the proposed Branch in question, it can proceed to hold a Special General Meeting to elect a Branch Executive. Once a Branch Executive is elected, the Branch shall have full membership rights and privileges within the Association.

11.01.03 Dissolution of a Branch

11.01.03.1 Process

The dissolution of a UNF Branch can occur as a result of:

- a) Branch inactivity
- b) The number of UNF Branch members falls below seven
- c) Request by the Branch that it be dissolved
- d) Activities of the Branch that are contrary to the Bylaws, or the Operating Policies of the UNF of Canada

11.01.03.1.1 Lack of Membership/Activity

In the case of a), b) or c) of the above, the Board of Directors shall schedule an Extraordinary General Meeting of all known members of the Branch in question and in such case, shall forward to their last known address, a notice regarding the matter of deciding upon the further existence of the UNF Branch. A person, so delegated by the Board of Directors shall conduct the UNF of Canada Branch Extraordinary General Meeting convened for the purpose of deciding on the future existence of the Branch. If there are at least seven members (7) in attendance at such a meeting, and two-thirds (2/3) of the total Branch



membership or three-fourths (3/4) of all voting members present at the Meeting confirm the intention to dissolve the Branch, then on this basis the Branch shall lose its status as well as the right to refer to itself as a Branch of the UNF of Canada.

If there are less than seven members in attendance at such a meeting, and the person delegated by the Board of Directors to conduct the meeting concludes there is no realistic possibility of reviving the branch, then on this basis the Branch shall lose its status, as well as the right to refer to itself as a Branch of the UNF of Canada.

11.01.03.1.2 Acts Contrary To The UNF

In case of d) of the above, the Board of Directors shall schedule an Extraordinary General Meeting of all known members of the Branch in question and shall forward to their last known address/email address, a notice regarding the matter of deciding upon the further existence of the UNF Branch. A person so delegated by the Board of Directors or AO Board Bodies, shall conduct the Branch Extraordinary General Meeting convened for the purpose of deciding on the future existence of the Branch. At such meeting, the Board of Directors' delegate shall inform the Branch that it is in non-compliance with its responsibilities to act according to the Bylaws, as well as Operating Policies of the UNF of Canada and the details of this non-compliance shall be presented. The Branch will be requested to present a plan of action that will bring it into compliance with the Bylaws, as well as Operating Policies of the UNF of Canada. Should the delegate of the Board of Directors not be satisfied that the Branch is willing and able to implement such a plan, then the Branch shall lose its status, as well as the right to refer to itself as a Branch of the UNF of Canada.

11.01.03.2 Approval

At the next scheduled meeting subsequent to



the holding of the Branch Extraordinary General Meeting scheduled to consider the dissolution of the Branch, the designated Board of Directors delegate that conducted the Extraordinary General Meeting shall present his or her recommendations as to the dissolution of the Branch. Should the Board of Directors deem it necessary that the Branch be dissolved, then a formal motion shall be made and passed to dissolve the Branch in question. Written notice of the dissolution shall be communicated to the Branch in a timely manner.

11.01.03.3 Dissolved Branch Assets

In the event of the dissolution of a UNF of Canada Branch, its assets will be disposed of as outlined in the Appendix.

11.01.04 Branch Executive

11.01.04.1 Structure

The Branch Annual General Meeting of a UNF Branch shall elect a Branch Executive, comprised of the following members: President, Vice President, Secretary, Treasurer and not less than 2 members of the Board at large. Only paid-up members of the UNF, who have been approved members for a minimum of six months (6), can be elected to serve on the Branch Executive.

The annual Branch General Meeting must also elect an Audit Committee consisting of at least three members. Audit Committee members have all the rights and privileges of Branch Executive members except that they may not vote on any Board motions. At their first meeting subsequent to their election, the Audit Committee shall elect a Chair of the Committee by simple majority vote of the Audit Committee. Audit Committee members may attend all Branch meetings and are to be notified when the other members are notified of the meeting date. It is simplest if the Branch can establish a regularly scheduled meeting day and time for the



whole year.

11.01.04.2 Branch Annual General Meeting (AGM)

11.01.04.2.1 Scheduling

In the course of the first three (3) months of the calendar year, the UNF of Canada Branch Executive shall call an Annual General Meeting (AGM), and notify all members of the branch of the details of such meeting at least two weeks (2) prior to the scheduled date of the meeting. A detailed agenda must be provided with this notice, including all proposed resolutions that will be brought to a vote at the AGM.

In cases where a branch of the UNF and Affiliate Organization exists at the same location/city, the Branch Executives of the branch/affiliate branch may choose to hold their AGM's concurrently so as to inform the entire membership in that location of the activities of the branch and all affiliate branches. However the rights and terms of reference, including voting rights and reporting obligations within this section, shall continue to pertain to the specific branch/affiliate branch.

11.01.04.2.2 Rights

The UNF of Canada Branch AGM shall be lawfully constituted if half of the members of the Branch are present. If the number of members constituting a quorum fails to appear at the designated time and place, then the AGM may take place at the same location one half hour later, as long as no fewer than twenty five percent (25%) of the membership are in attendance.

11.01.04.2.3 Attendees

All current paid-up members of the UNF, who have been approved members of the Branch for at least three months (3), are entitled to vote on all matters raised at the AGM however, they may not be elected to hold



office until after a period of six (6) months membership. This restriction does not apply in the case of an AGM convened to establish a branch as per Section 11.01.02.1

11.01.4.2.4 Voting

AGM resolutions shall be approved on the basis of a simple majority of votes of members in attendance. Resolutions regarding the acquisition or disposal of real estate or the incurrance of financial liability for such, shall be decided by a two-thirds (2/3) majority vote of members in attendance and all such decisions shall be subject to approval by the Board of Directors prior to their taking effect.

11.01.04.2.5 Reporting

The Branch AGM shall be authorized to

- a) hear reports of Branch Executive and Auditing Committee members,
- b) to approve the dissolution of the outgoing Board,
- c) to determine additional membership dues,
- d) to approve work plans for the following year,
- e) to approve additional policies for Branch operation within the framework of this Policy and Procedures Manual,
- f) to elect a new Branch Executive and Auditing Committee.

11.01.04.2.6 Presidium

The assembled members will nominate a Chair, a Vice Chair and a Recording Secretary (or two secretaries – one to record in the English language and one to record in the Ukrainian language (third Secretary possible if French is used) or they can decide to translate the minutes once they are completed.

It is a tradition that if a member of the UNF BOD is in attendance at a Branch AGM, that they may be nominated to Chair the meeting, but this is solely at the discretion of the assembled members and if they so move.

11.01.04.2.7 Reporting For Approval

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Within 30 days following the AGM, a list of newly elected UNF Branch Executive and Auditing Committee members, together with a copy of the Annual General Meeting Minutes and the Branch Financial Statement shall be forwarded to the Board of Directors for approval. The Board of Directors may reject the entire elected UNF Branch Executive, or part thereof, giving a reason for their decision and calling for a new AGM.

11.01.4.2.8 Nominations

The Branch Executive shall appoint a nominating committee consisting of at least three (3) members of the branch in good standing. In cases where an AGM is run concurrently at the same location of multiple Branches/Affiliate Branches an amalgamated nominating committee may be appointed, based on mutual agreement of each branch executive. However the committee shall put forward a slate of candidates for each branch executive, and voting shall be restricted to each Branch's/Affiliate Branch's membership.

The role of the Nominations Committee is to review if any of the current Executive members wish to let their name stand for election and to search for suitable candidates for the positions of President, Vice President, Secretary, Treasurer and two members at large. Branches may add other positions such as Representative to UCC, or Hall Custodian etc, but these positions are not considered to be part of the Executive.

The Nominating Committee will endeavor to select individuals for positions based on merit, qualifications and experience and will present a slate of officers from whom they have received confirmation that they wish to serve. A member of the nominations committee cannot nominate himself for any position, however he can accept a nomination from another member for any position on a branch



executive provided that they excuse themselves from discussions/voting of the committee related to the nomination.

11.01.04.2.9 Regular Meetings

Regular Meetings of the Branch Executive should be established by the Board and made known to all members at the first meeting after elections through an email, via the website or by telephone. It is suggested to set the meeting date for the whole year in advance (eg. the first Tues. of every month) as it minimizes the need for canvassing members for availability. A reminder notice should be emailed forty eight (48) hours before the established meeting date.

The Branch Executive must provide regular financial reports at each meeting of the Board. Minutes must be taken at all meetings and be available for the subsequent meeting. If meeting minutes are taken in the Ukrainian language or the French language there SHALL be an English version available in the minute book as English is the official language of record of the organization.

11.01.04.2.1 Electronic Voting & Records

Where a Branch Executive needs to make a quick decision and there is not time to get together personally or via email and phone calls are made, there should be a summary email that states what the issue was, who was called and how they voted. That email is to be sent to all referenced in order to ensure accuracy. This email should be filed in the minute book as a record.

11.01.04.3 Extraordinary General Meetings

11.01.04.3.1 Purpose

In order to resolve urgent and important matters, the UNF of Canada Branch Executive or the UNF Board of Directors may call an Extraordinary General Meeting of the Branch.



The Branch Executive is obliged to call an Extraordinary General Meeting at the request of the Branch Auditing Committee, the UNF BOD or one-third (1/3) of the total membership of the Branch.

11.01.04.3.2 Convening Authority

The UNF Branch Extraordinary General Meeting shall be convened and conducted in the same manner as a regular AGM as per Section 11.01.04.2. The Extraordinary General Meeting shall have the authority to decide only those matters for which it was convened and which have been included in notices about the Extraordinary General Meeting.

11.01.04.3.3 Attendees

Members of the Board of Directors, as well as the UNF National Auditing Committee, may take part in, an advisory capacity, in the General Meeting, either ordinary or Extraordinary, of a UNF of Canada Branch and in all of its other official meetings.

11.01.04.4 Elections

11.01.4.4.1 Term of Office

There is no maximum term of office for a member of a Branch Executive. He will be eligible for re-election on a consecutive basis provided that he continues to meet the qualification requirements to be a member of the executive.

11.01.04.4.2 Replacement of a Member

In the event of the resignation, suspension or death of any UNF Branch Executive or Audit Committee member, the remaining Branch Executive members may, by a majority of votes, co-opt to the Board or Audit Committee any Branch member in good standing. No more than three (3) co-opted members can be on the Board at any given time.

11.01.04.4.3 Replacement of Executives

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In the event of the resignation, suspension or death of the UNF Branch President, the First Vice President shall assume his functions and title until the end of the Branch Executive's term of office. In the event that the First Vice President withdraws from the Board for any reason, the functions of the Vice President shall be assumed by another member of the Board, elected by a majority vote of the remaining Board members and he shall function as Acting President until the end of a term determined by the Board.

A co-opted member of a UNF of Canada Branch Executive cannot become its President after the elected President and Vice-President have withdrawn, except with the express permission of the UNF BOD.

11.01.04.4 Branch Executive Obligations

11.01.04.4.1 Meeting Obligations

The UNF of Canada Branch Executive is obliged to hold its meeting not less than once every two (2) months, with a simple majority of all Board members, elected at the Annual Branch General Meeting, or their co-opted replacements, constituting a quorum.

11.01.04.4.2 Membership Meeting

The UNF of Canada Branch Executive is obliged to call a membership meeting at least once every two months (2) in order to discuss and resolve current matters at hand. The Branch Treasurer must present a report at all monthly meetings on the current financial status of the branch. All other reports shall be presented at the request of the Branch President as the need arises.

11.01.04.4.3 Auditing

Each year, prior to the Annual General Meeting, the UNF of Canada Branch Executive must order an audit of all its property, assets, financial transactions and official records for the current fiscal year to be



prepared by the Audit Committee. Results of the audit must be presented to the Branch Annual General Meeting and a copy forwarded to the Board of Directors of the UNF.

11.01.04.4.4 Reporting

Each year, prior to the General Meeting, the UNF of Canada Branch Executive must prepare a written report detailing all of the Branch's organizational activities during its term of office and forward a copy of the report to the Board of Directors of the UNF.

At a minimum the report shall include an Income Statement, Balance Sheet and summary of the branch's current financial obligations.

11.01.0.4.5 Special Committees

In order to implement certain initiatives or to deal with specific issues the UNF Branch Executive may appoint special committees. Such committees shall act as auxiliaries of the Branch Executive in certain aspects of its activity and shall report to the Board. The Branch Executive shall be responsible at all times for the work of all special committees.

11.01.04.4.6 Notification

The UNF Branch Executive is obliged to notify Branch members at least fourteen days ahead of time that a membership meeting is being called for the purpose of electing UNF of Canada General Convention delegates. Delegates shall be elected by a simple majority vote of members in attendance.

11.01.4.4.7 Board Notifications

The UNF Branch Executive is obliged to notify the Board of Directors, either in writing or by e-mail of the names of elected delegates and their alternates, no less than thirty (30) days prior to the date of the UNF of Canada General Convention.

11.01.04.8 Audit Committee Rights

The members of the UNF Branch Auditing

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Committee shall have the right to take part in Branch Executive meetings in an advisory capacity. For that purpose, the President of the Board or a member so authorized, shall inform the Auditing Committee Chair about the date and location of every Branch Executive meeting.

11.01.04.4.9 Audit Committee Role

The UNF Branch Auditing Committee shall monitor the whole of Branch activities and inform the Branch Executive and the Board of Directors of any shortcomings it has observed. The Auditing Committee shall suggest resolutions to all controversial matters within the Branch which have been submitted to it for consideration by the Branch Executive. The Auditing Committee shall have the right to enter into direct contact with the Board of Directors without the knowledge of the Branch Executive.

11.01.05 Activities of the Branch

The activities of a UNF Branch shall be consistent with the aims and objectives of the Corporation and may include, though not necessarily be restricted to the following activities:

- a) To endeavor to familiarize its membership and the Ukrainian community with all aspects of public and national life in Canada; to promote good Canadian citizenship among members and to help include them in the process of fostering the multicultural character of Canada;
- b) To provide support in maintaining a free, independent and democratic Ukraine;
- c) To raise funds and organize charitable and humanitarian assistance for the victims in the struggle of the Ukrainian people for freedom;
- d) To found and manage kindergartens, Ukrainian heritage schools, educational and holiday camps, cultural-educational institutions, etc., in order to raise the cultural standard of the Ukrainian community in Canada;
- e) To support and promote the development of Ukrainian credit unions and businesses;



- f) To publish and distribute newspapers, magazines, books and various publications in Ukrainian and other languages, for the enlightenment and strengthening of the Ukrainian community in Canada and abroad;
- g) To organize readings, lectures and debates on cultural, educational, economic, scholarly and political topic;
- h) To organize and arrange, socials, concerts, theatrical presentations, dances, etc. in maintaining a strong Ukrainian community presence in Canada;
- i) To develop and propagate cultural, educational and artistic activities for UNF of Canada members and to support the activities of the whole UNF of Canada organizational system;
- j) To inform Canadians about Ukraine and Ukrainian culture by taking part in various non-Ukrainian organizations and clubs, by organizing cultural and artistic exhibits, by participating in public debates, and by organizing radio and television programs on cultural and political topics;
- k) To lobby for the interests of Ukrainians in Canada and abroad;
- l) To encourage members of the UNF to take an active part in the educational, scholarly, and socio-political life of Canada.

11.02 – Branch Assets

See Appendix J



Section XII – Notices

12.01 Method of Giving Notices

Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served), other than notice of a meeting of members or a meeting of the Board, pursuant to the Act, the Articles, the By-laws or otherwise to a Member, Director, Officer, member of a committee of the board, or the public accountant shall be sufficiently given:

- a) if delivered personally to the person to whom it is to be given, or if delivered to such person's address as shown in the records of the UNF, or in the case of notice to a Director to the latest address as shown in the last notice that was filed by the UNF in accordance with the Act and received by Corporations Canada; or
- b) if mailed to such person at such person's recorded address by prepaid ordinary or air mail; or
- c) if sent to such person by telephonic, electronic or other communication facility at such person's recorded address for that purpose; or
- d) if provided in the form of an electronic document in accordance with the Act.

A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice so sent by any facsimile, email or other electronic means, shall be deemed to have been given when it is received by the addressee or when the notice enters the information system designated by the addressee, whichever is earlier. The secretary may change or cause to be changed the recorded address of any Member, Director, Officer, public accountant, or member of a committee of the board in accordance with

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any information believed by the secretary to be reliable. The declaration by the secretary that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice. The signature of any Director or Officer of the UNF to any notice or other document to be given by the UNF may be written, stamped, type-written or printed or partly written, stamped, type-written or printed.

12.02 Computation of Time

Where a given number of days' notice or notice extending over a period is required to be given under the By-laws; the day of service, posting or other delivery of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

12.03 Undelivered Notices

If any notice given to a Member is returned on two consecutive occasions because such Member cannot be found, the UNF shall not be required to give any further notices to such Member until such Member informs the UNF in writing of his or her new address.



Section XIII – Amendments

Any amendment of these policies cannot contravene the Bylaws; therefore any change to these policies would have to be ratified at an AGM by a simple majority vote and if the change is substantial the Bylaw would need to be forwarded to the Government of Canada for approval before they can take effect.

See Bylaws page 23 for more detail



Section XIV - Identification and Repeal of Former Bylaws

The Bylaws of 1986 are repealed as the UNF of Canada has received continuance under the CNCA in October of 2014 and now operates under BYLAW No.2.

See Bylaws page 23 for more detail.



Section XV – Dissolution of the Organization

15.01 General

The Organization may be dissolved at the request of Canadian official authorities or as a result of a resolution of a UNF of Canada Extraordinary General Convention especially convened to consider this matter. In order to be valid, the approval for dissolution requires a three-fourths (3/4) majority vote of all voting delegates present at the Extraordinary General Convention.

15.02 Dissolution Committee

The UNF of Canada Extraordinary Convention shall authorize the last UNF of Canada BOD, or elect a Dissolution Committee, to liquidate the affairs of the Organization and re-distribute property.

In the event of the dissolution of the Organization its net property and assets shall be divided as follows:

a) One half (1/2) to the UNF Foundation (registration no. 075678-4), a charitable organization,

b) The other half (1/2) to the UNF Education and Recreation Society (Registration no. 077105-8), a charitable organization.

Should one of these two institutions not exist at the time of the dissolution of the Organization, all of the property shall pass to the remaining institution.

If none of the above institutions exist at the time of the dissolution of the Organization, its property shall pass to the Ukrainian Cultural and Educational Centre in Winnipeg, Manitoba (Oseredok).



In the event that this institution does not exist at the time of the dissolution of the Organization, all property shall pass to Ukrainian Canadian Foundation of Taras Shevchenko currently in Winnipeg, Manitoba.

Appendix A Membership Application

Ukrainian National Federation of Canada

Українське Національне Об'єднання Канади
La Fédération Nationale Ukrainienne du Canada



Branch - Філія

Ukrainian National Federation / Українське Національне Об'єднання
 Ukrainian Women's Organization / Організація Українок Канади
 Ukrainian National Youth Federation / Молодь Українського Національного Об'єднання
 Ukrainian War Veterans Association / Українська Стрільцька Громада

City / Місто _____

Application Type - Тип Заяви

New / Нова
 Renewal / Поновлення
 Transfer From / Перенесення від _____

Personal Information - Особисті Дані

Surname Name / Прізвище _____
 Given Name / Ім'я _____
 Address / Адреса _____
 City / Місто _____ Province / Провінція _____ Postal Code / Пошт. код _____
 Date of Birth / Дата народження _____ Tel / Тел _____ e-mail / е-пошта _____ Fax / Факс _____
 Canadian Citizen / Громадянин Канади Landed Immigrant / Імігрант Other / Інший _____

Professional Information - Професійні Дані

Position / Title / Посада _____ Company / Місце праці _____
 Address / Адреса _____
 City / Місто _____ Province / Провінція _____ Postal Code / Пошт. код _____
 Tel / Тел _____ e-mail / е-пошта _____ Fax / Факс _____

I agree to uphold the aims and objectives in the Constitution and By-Laws of the Ukrainian National Federation of Canada.
Я згідний/-а підтримувати цілі та завдання, які записані в Статуті Українського Національного Об'єднання Канади.

Applicant's Signature / Підпис заявника _____ Date / Дата _____

Sponsor's Information - Інформація Спонсора

Name & Surname / Ім'я & прізвище _____
 Branch Membership / Член Філії _____
 Signature / Підпис _____

Branch Executive Confirmation

Підтверджено Управою Філії
 Branch / Філія _____
 President / Голова _____
 Secretary / Секретар _____
 Accepted Date / Дата прийняття _____

Board of Directors Approval

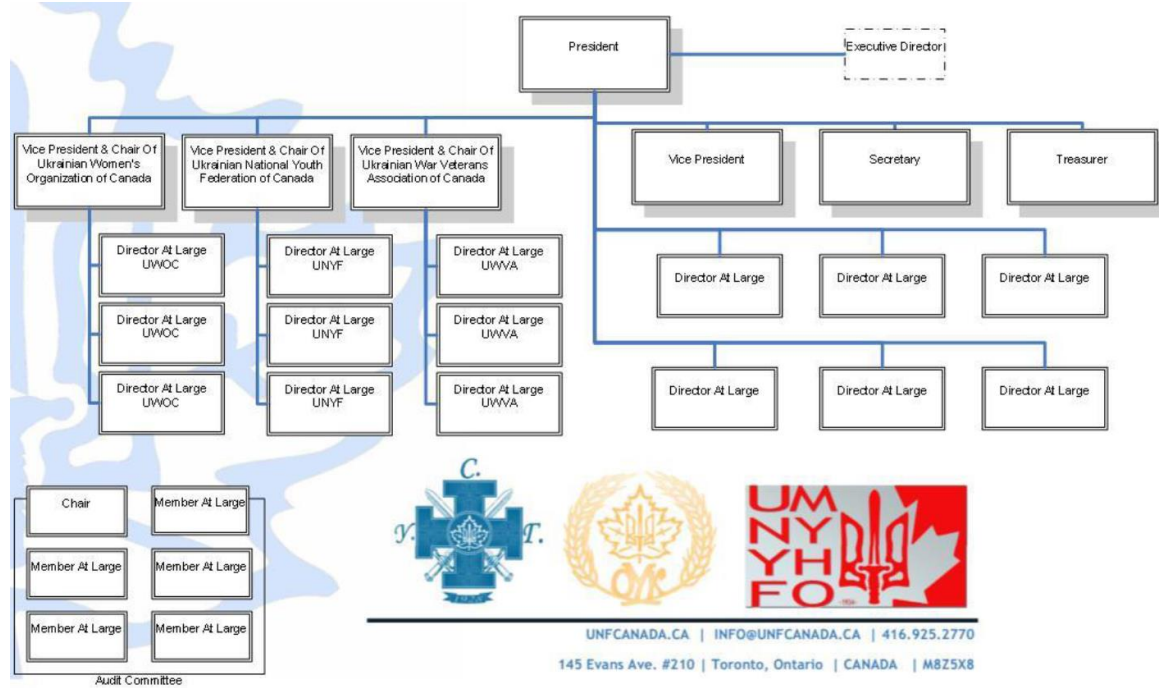
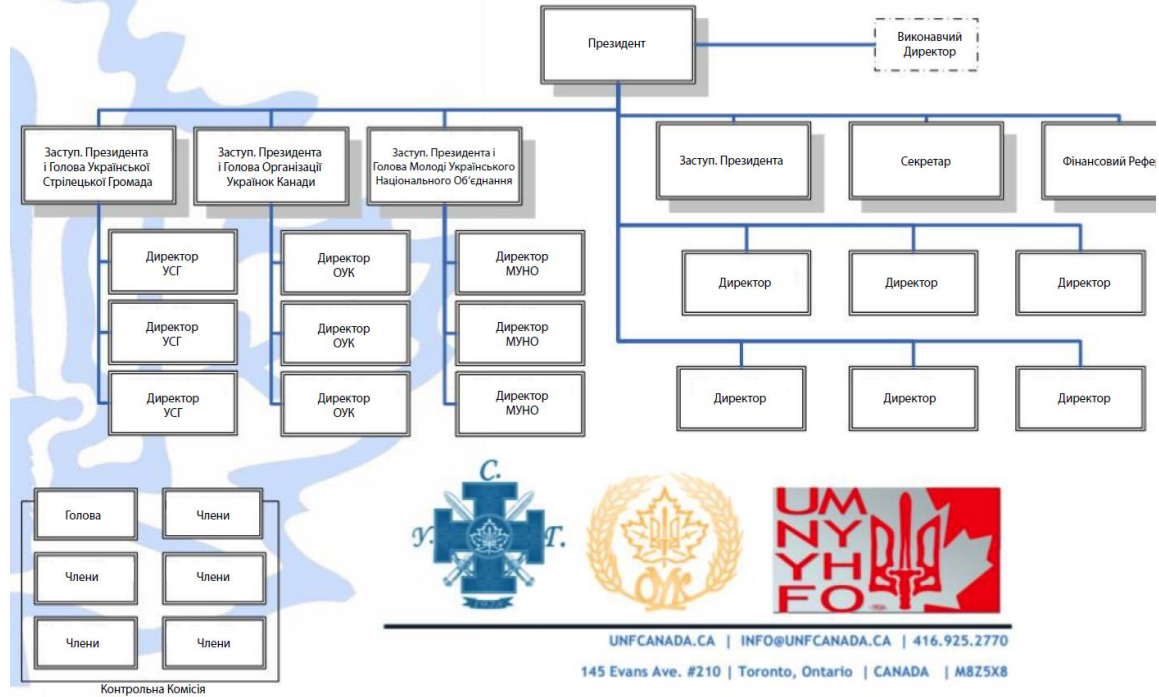
Схвалено Дерекцією
 President / Голова _____
 Secretary / Секретар _____
 Approval Date / Дата затвердження _____

Complete the above forms and submit to your desired branch for acceptance.





Appendix B Board of Directors Organizational Chart



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Appendix C Committees of the Board

The following is a list of the committees of the UNF Board of Directors:

- UNF National Executive Committee
- UWVA National Executive Committee
- UWOC National Executive Committee
- UNYF National Executive Committee
- National Ridna Shkola Initiative Committee
- New Pathway Oversight Committee
- Paul Yzyk Institute Managing Committee
- External Affairs & Inter Organizational Committee
- Digital Knowledge Project Committee
- UNF / UCU Steering Committee
- National Strategy Committee



Appendix D Conflict of Interest Policy

Definition and Context

A conflict of interest exists whenever an individual could potentially benefit, disproportionately from others, directly or indirectly, from access to information or from a decision over which they might have influence or when someone might reasonably perceive there to be such a benefit or influence.

It is important to note that a conflict of interest exists if it could appear that a benefit is possible or that a decision could be influenced – it is not necessary that influence takes place or that a benefit is realized.

A conflict of interest exists in the context of an individual's personal interests or the interests of associated persons. Associated persons include a close friend, family member, business associate, or a person to whom you owe an obligation. These interests include the individual's and associated persons' involvement with a business or organization in which they are an officer, director, shareholder, employee or hold a position of authority.

A conflict of interest exists when the interests of an individual have the potential to be at odds with the best interests of the UNF. In order to protect the best interests of the UNF, it is not sufficient for the UNF to benefit from a decision, but how the decision is made is also important. The decision making process must be transparent, objective, informed, reasonable and follow all policies and procedures of the organization.

"Conflict of interest" and "divided loyalty" are used interchangeably in this policy.

Policy Statement

Members of the Board of Directors and Staff have a duty to disclose any personal, family

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or business interests that they have, that, by creating a divided loyalty, could influence their judgment and hence the wisdom of decisions.

Members of the Board of Directors and Staff are expected to act in the UNF's best interests and to represent the UNF fairly, impartially and without bias.

In particular, a situation of divided loyalty may occur because directors also belong to (and may hold a position of authority with) a branch and the branch may expect the director to vote in a particular way. In this circumstance, the director can and should voice the concerns and position of the branch to ensure that all perspectives are acknowledged and discussed. However, the director must be guided by and make the best decision for the UNF as a whole. The fiduciary duty of the director is owed to UNF National and not to the branch.

Procedure

At the start of a Board or Committee meeting, a Director or Staff person with a conflict of interest shall disclose all material facts related to the conflict.

Such disclosures shall be recorded in the minutes of the meeting.

A person with a conflict will not participate in the discussion or vote on the matter. Such person shall not attempt to exert his or her personal influence with respect to the matter, before, during or after the meeting.

In the event that it is not clear whether you are in a conflict of interest, you must disclose the circumstances and request the advice of the Board which shall determine whether or not there exists a conflict of interest that is subject to this policy.

In the event that the conflict is deemed significant, the Chair can require the individual to leave the room prior to discussion and voting on the matter.

In the event that a person with a conflict is not present at the meeting at which the matter is discussed, he or she will disclose the

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conflict at the next meeting which they attend.	
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Appendix E Role and Duties of a Director

Policy Statement

The UNF Board of Directors adopts this document (describing the roles, duties and code of conduct of directors) as the official position of the board and requires its directors to read, understand and fully comply with its content. Having done so, they must sign an Acknowledgment Code of Conduct (below), attesting to their understanding of the document.

The Roles of Directors

Synopsis

The board of directors is responsible for the management of the organization. In general terms, this means that the board is responsible for providing strategic planning to the organization, developing and implementing corporate policy and supervising senior staff. Board members must be knowledgeable about the business and financial affairs of the corporation.

In discharging its mandate to manage the organization's affairs, the board must comply with the objects of the corporation as stated in the letters patent or articles of incorporation and with the bylaws of the corporation. The board must also comply with the relevant provision of the organization's statute under which the organization is incorporated and the rules established under the common law (the law established by courts) governing directors' duties.

Practical implications

The Panel on Accountability and Governance in the Voluntary Sector, chaired by Ed Broadbent, identified eight tasks

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required of the boards of charities and not-for-profits to further develop effective governance:

- steering toward the mission and guiding strategic planning
- being transparent, including communicating to members, stakeholders and the public and making information available upon request
- developing appropriate structures
- ensuring the board understands its role and avoids conflicts of interest
- maintaining fiscal responsibility
- ensuring that an effective management team is in place and overseeing its activities
- implementing assessment and control systems
- planning for the succession and diversity of the board

The Duties of Directors

Directors are required to exercise their power with competence (or skill) and diligence in the best interests of the corporation. They owe what is called a "fiduciary duty" to the organization. The duty is a "fiduciary" duty because the obligation to act in the best interests of the corporation, at its core, is an obligation of loyalty, honesty and good faith. The formulation of the fiduciary duty of directors has been developed at common law by Canadian and English courts.

Directors' fiduciary duties can be divided into two main branches with the first further subdivided into two:

1. the duty of care
 - a. the duty of skill or competence
 - b. the duty of diligence
2. the duty of loyalty



1) The Duty of Care

The duty of care imposes on directors a duty of competence or skill and a duty of diligence.

2) The Duty of Skill or Competence

Synopsis

In carrying out their obligations, directors of not-for-profit corporations must use an appropriate degree of skill. The common law holds that directors:

exercise such degree of skill and diligence as would amount to the reasonable care that an ordinary person might be expected to take in the circumstances on his or her own behalf, but he or she need not exhibit in the performance of his or her duties a greater degree of skill than may be expected from a person of his or her knowledge and experience.

The standard can be applied differently among board members. For instance, a lawyer or an individual with business experience will be held to a higher standard of care than someone with less education or experience.

Although it imposes a slightly higher standard, the conventional wisdom is that a director is required to act in accordance with conduct expected of a reasonably prudent person.

Practical implications

The common law has imposed some reasonable limitations on what can be expected of directors:

- a director is not liable for mere errors in business judgment (e.g., considered decisions to pursue a particular course made after honest and good faith evaluation)
- directors are justified in entrusting



certain matters of business to officers of the corporation

- directors are justified, in the absence of grounds for suspicion, in trusting that officers of the corporation will perform their duties honestly

In practical terms, the following applies:

- directors should make decisions affecting the corporation based on full consideration of all appropriate material and on the advice of professionals where required
- directors should oversee all aspects of the corporation's operations
- directors may delegate certain functions to key senior management, but must maintain a supervisory role by regularly reviewing the performance of senior staff to whom they are entrusting the implementation of the corporation's mandate

3) The duty of diligence

Synopsis

The duty of diligence requires a director to attend meetings and to become as fully informed as possible regarding all aspects of the corporation, including any issues that affect the corporation.

Directors have a duty of diligence in their management of the affairs of the corporation that requires, to the greatest possible extent, regular meeting attendance and development of a sound knowledge of all aspects of the corporation.

The duty of diligence refers to the obligation of directors to educate themselves about the corporation's mandate and all aspects of its operations. It is not enough to merely attend board of directors' meetings. The duty of diligence requires active and concerted effort on the part of directors to be



knowledgeable and ready to make informed decisions affecting the corporation.

Practical implications

The duty of diligence has a number of practical implications. Directors should:

- ensure that the board of directors meets regularly
- attend meetings of the board of directors whenever reasonably possible
- be thoroughly informed about any decisions the board has to make and ensure that they are provided in a timely manner before the board meeting with all relevant documents necessary to make knowledgeable and informed decisions at the board meeting
- exercise independent judgment when voting in all corporate decisions, and not simply vote with the majority for no well-informed reason
- ensure that minutes of meetings of the corporation accurately reflect any comments or votes in opposition to matters acted upon
- carefully review all reports relating to the corporation's financial affairs, including interim and year-end financial statements
- with the assistance of senior staff, carefully review and participate in formulating the annual budget and strategic plan
- understand and comply with the stated purposes of the corporation as provided for in the letters patent of the corporation
- understand and carry out their obligations under the corporation's bylaws
- require senior management to provide them with any ongoing operational and program information
- monitor and supervise the executive

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director and regularly assess his or her performance

- be aware of all internal policies affecting the organization and ensure that certain key policies are in place
- be aware of the laws affecting the corporation and obtain necessary legal and accounting advice.

4) Duty of Loyalty

The duty of loyalty requires that a director act honestly and in good faith in the best interests of the corporation. The duty of loyalty is a personal duty and cannot be delegated (the "no-delegation rule"). Among other implications, it means that a director is not allowed to profit from his or her office (the "no-profit rule") and must avoid all situations in which his or her duty to the corporation conflicts with his or her interests (the "no-conflict rule").

Synopsis

Directors must act with honesty and in good faith in what they reasonably believe to be the best interests of the corporation.

As noted above, the position of a director with respect to the not-for-profit corporation is that of a fiduciary. As a result, a director is considered to be acting for the corporation's benefit, and must subordinate his or her personal interests to the best interests of the corporation.

This duty of loyalty involves good faith, trust and special confidence. It requires high standards of honesty and good faith in the exercise of a director's powers and discretions. It means that a director must always use his or her powers in the best interests of the corporation. The director may not delegate his or her duty, except under certain circumstances and with adequate supervision; the director must not profit from his or her position and must always disclose



the entire truth in his or her dealings with the corporation; and, the director must avoid all conflicts of interest.

The 'good faith' requirement is the core of the fiduciary relationship and requires a director to act with pure intentions and with a view to serving the best interests of the corporation.

Practical implications

The duty of loyalty has various practical implications. Directors must:

- disclose the entire truth in their dealings with the corporation and actively avoid any impropriety or dishonesty
- have full allegiance to the corporation's mission and further its cause
- resign as a director where the director has any personal prejudices or beliefs that are inconsistent with the corporation's mission and that might interfere with the duties owed to the corporation
- place the interests of the corporation above personal self-interest in all dealings with the corporation and actively avoid all potential conflicts of interest
- fulfill all of the corporation's reporting obligations with honesty and good faith, and accurately represent the corporation's financial or other position
- maintain adequate and accurate books of account, records and minutes of the corporation
- ensure that all corporate decisions are implemented in accordance with the applicable board resolution
- accurately portray the corporation's programs and objectives to the general public and to any requesting government authority
- not disclose any information acquired in connection with their position as

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directors that might be harmful to the interests of the corporation and that is not already available to the public

Code of Conduct Acknowledgment

(Example)

The UNF Board is committed to ethical, businesslike and lawful conduct, including proper use of authority and professional decorum when acting as board members.

Towards this end board members will:

- abide by the constitution, bylaws and all policies that apply to the board
- represent the UNF actively and positively in the community
- speak from broad member and community interests
- refrain from speaking for the organization unless authorized to do so
- direct the activities of the organization as a whole
- prepare for, attend and actively participate in board meetings
- contribute to discussion and decision-making in a positive, constructive, courteous and respectful fashion
- support board decisions by “speaking with one voice” even if one’s own view is different
- maintain the confidentiality of the details and dynamics of board discussions, as well as those items designated as confidential
- refrain from giving direction, as an individual board member, to the Executive Director. The President is the communications link between the Board and the Executive Director.
- not accept gifts, hospitality or personal benefits that are connected directly or indirectly with the performance of duties as board members. Such gifts or benefits can be accepted only under the following circumstances:
 - they have no more than token value
 - they could not be construed by

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<p>an impartial observer as a bribe, pay off or an improper or illegal payment</p> <ul style="list-style-type: none">○ they are lawful and in accordance with ethical practice and standards○ they are received as in the normal exchange of hospitality, a social obligation or a customary gesture of courtesy between persons doing business together <p>Signature _____ Name Printed _____ Date _____</p>	
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*Appendix F Financial Report
Template*

	2014	2013	2012
Revenue			
Membership Fees			
Hall Rentals and or Catering			
Ridna Shkola Fees			
Donations			
Food Sales			
Fundraising Event/Programs 1			
Fundraising Event/Programs 2			
Fundraising Event/Programs 3			
Fundraising Event/Programs 4			
Fundraising Event/Programs 5			
Grants			
Other			
Other			
Total			
Expenses			
Rent			
Property Taxes			
Hall Insurance			
Hall Maintenance / Repairs			
Hall Supplies			
Hall Supplies for Catering			
Ridna Shkola Expenses			
Donations			
Fundraising Event/Programs 1			
Fundraising Event/Programs 2			
Fundraising Event/Programs 3			
Fundraising Event/Programs 4			
Fundraising Event/Programs 5			
Telephone			
Water			
Power			
Office Supplies			
Advertising and Public Relations			
Membership and Branch Fees to UNF NE			
Membership Fees to other Organizations			
Other			
Other			
Total			
Balance			

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*Appendix G Audit Committee
Procedure Template*

To be completed...

*Додаток G Шаблон
процедури Контрольної
Комісії*

Заповнюється ...



Appendix H Roberts Rules

For a full index of Robert Rules of Order please consult www.robertsrules.com

Додаток Н правила "Robert Rules"

Для повного індексу правил "Robert Rules of Order", відвідайте www.robertsrules.com



Appendix I Rules of Order for Conventions

Convention Operating Language - Ukrainian and English

Robert's Rules of Order shall govern the convention in all cases to which they are applicable and in which they are not inconsistent with the bylaws of the Ukrainian National Federation of Canada and these standing rules.

General Protocol and Principles of becoming involved in a Convention

All delegates are expected to become involved in all aspects of a convention but when you get there, you might find it hard to say what you think. This is because Conventions are usually run by 'rules of order'. The larger the meeting gets, the more formal your meeting structure will need to be in order to ensure that everyone has a chance to be heard. Meetings don't need to be dry and dull. Rules of order are in place for the following reasons:

- To help the business of the meeting flow smoothly and efficiently
- To make sure that every member gets the opportunity to speak
- To ensure that decisions are made democratically

To Ensure Smooth Discussion

1) **Raise your hand if you wish to speak.** The Chairperson / Speaker will take note and ask you to speak at the appropriate time.

2) **State your name and Branch before speaking to the topic at hand.**

3) **Speak to the topic or motion at hand!** If you wish to raise something not on the agenda, there are always other opportunities throughout the Convention.

4) **If you wish to make a suggestion regarding the**



motion on the floor, form it in terms of an amendment. Your amendment will need seconding, after which it will become the current item on the floor.

5) **Try not to repeat points other people have already made** unless you have something new to add to the point.

Why Speak Up?

First of all, delegates need to speak up because the Convention belongs to its delegates and as a delegate you have the right to control the discussions and decisions. If delegates don't speak up, they will leave the control in the hands of a select few. Secondly, delegate ideas and opinions are as valuable as those of anyone else. Some people are more used to meetings and feel more comfortable with the way they are run. But that does not mean that you can't learn to get your ideas across. Try these tips. The more often you speak up, the easier it gets.

How to Get Delegates to Talk About Your Idea

You need to put the issue on the agenda. You can add your item at the meeting if it is short or urgent, but if it is more complex and requires thorough discussion, get in touch with your Chairperson / Speaker or President and ask her/him to put the discussion item on the agenda for the next scheduled opportunity. When the Chairperson / Speaker asks the members to approve the agenda, say: "I would like to add something to the agenda." You can also suggest where your item might fit on the agenda.

How to Find Out if Members Agree With Your Idea: Making a Motion

You should make a motion. A motion is simply a proposal to the members at the meeting. To make a motion, write out what you want to say. The clearer the motion, the better. Then raise your hand until the Chairperson / Speaker acknowledges you. When the Chairperson / Speaker calls on you, say: "I move that..." and say what you want. Another person who supports the motion will second it before the members can



discuss it. If you didn't make the motion, but want the members to talk about it, say: "I second the motion."

How to Give Your Opinion

If you made the motion, the Chairperson / Speaker will let you start the discussion. The Chairperson / Speaker will be keeping a list of the members signaling that they wish to speak to the motion, and will call on them in turn. If you didn't make the motion, but have an opinion, raise your hand at any time during the discussion on the floor until the Chairperson / Speaker acknowledges you.

When the Chairperson / Speaker calls on you, say what you think as clearly and as briefly as possible. Remember, you must speak to the motion. It helps to start with "I want to speak in favour of the motion because..." or "I want to speak against the motion because..."

How To Change the Motion

If you want to make some changes to the motion before you are prepared to support it, then you should amend the motion. Raise your hand and when it is your turn to speak, say: "I move to amend the motion to read..." and give the wording you want. If someone seconds this motion to amend, then it will be discussed and voted on.

Note: An amendment can add, take away or change parts of the original motion . The amendment, however, cannot go completely against the main motion. If you don't like the motion at all, vote against it. If the motion is defeated, then you can make a new motion. If you think that the movers and seconders of the main motion will agree to your amendment, then say: "I hope this will be considered a friendly amendment."

The Chairperson / Speaker will then ask the members who moved and seconded the main motion if they agree to the change. If they do, then the amendment is incorporated into or becomes the main motion. If they don't, then the meeting stops talking about the main motion and discusses and votes on the change. If the



amendment passes, it becomes part of the main motion, which is then voted upon. If the amendment does not pass, the members go back to discussing the main motion in its original form.

How to Take Back the Motion

If you made a motion, and then during the discussion realize that 1) it was not the right time to make a decision on the issue, or 2) it would be better to talk about another motion, say: "I wish to withdraw the main motion."

How to Stop the Discussion

If you think there has been full discussion, or that the discussion is going in circles, then raise your hand and, when the Chairperson / Speaker calls on you, say: "I call the question". If someone seconds your motion, then the Chairperson / Speaker will ask members to vote on whether to end the discussion. If two thirds (2/3) of the members vote for your motion, then the meeting must vote immediately on the motion or amendment being discussed.

To Turn Over the Decision to Another Group for Recommendations: If you want a working group or sub-committee of the Convention to study the issue and report recommendations back to the membership, say: "I move to refer the question to a committee."

To Set Discussion Aside Indefinitely If members clearly don't want to deal with this issue in the near future, say: "I vote to table the motion."

When You Can Speak Out of Turn

The only three times you can jump ahead of your turn on the speaker's list are the following:

- If you think the Chairperson / Speaker is not following the proper meeting procedure, then call out "Point of Order" and explain what you think is wrong.
- If you need clarification on a point already raised, then call out "Point of Information" and then ask your question as briefly as possible. You must go back on the speaker's list if you wish to follow up on that information



with an opinion.

- If you can't hear the Chairperson / Speaker or, for example, members will faint if someone doesn't open a window, call out "Point of Privilege" and then say what you want to be done.

Voting

When the Chairperson / Speaker calls for the vote, you can:

- vote yes, when the Chairperson / Speaker says "All in favour"
- vote no, when the Chairperson / Speaker says "All against"
- raise your hand when the Chairperson / Speaker says "Abstentions" if you don't want to vote.

Sometimes members don't vote because they don't understand the motion. It is better to ask for explanations during the discussion so that you can vote. *Don't be afraid to ask a "dumb question".*

Call to Order

This occurs at the beginning of the meeting once quorum has been attained. Quorum for the Convention is at least fifty percent (50%) of all voting delegates, excluding the Chairperson / Speaker.

Motions

Business is resolved at meetings by voting on propositions put forward by members. Such propositions are called *motions*. Any person who is eligible to vote at a meeting may make a motion. Depending on the type of motion, another delegate is usually needed to *second* the motion. Motions are then debated and voted upon. **No delegate may speak more than once to any motion until all that wish to speak to the motion have done so** (although the Chairperson / Speaker may choose not to enforce this rule if he deems it appropriate). A member must raise his hand. A speakers list is kept acknowledging individuals in the order in which they have raised their hands.



Amendments

A motion may be amended by a subsequent motion. If the mover and seconder of the original motion consent to the amendment, the amendment is deemed "friendly" and it does not require a seconder and is not subject to debate. If an amendment is not deemed friendly, it does require a seconder. Such a motion must then be debated and voted upon before the debate resumes on the original motion.

Motions which take Precedence

Normally, a motion cannot be made while another motion is being debated. There are, however, certain types of motions that take precedence over "normal" motions...

1. **Motion to Amend** (as above)

2. **Motion to Table** – This is a motion to defer further debate on the main motion until some future time. The motion requires a seconder and is debatable only as to the length of time that the main motion will remain tabled.

3. **Motion to Refer** – This is similar to a Motion to Table, except that instead of deferring a motion for a specific amount of time, it is deferred until advice can be sought from another body.

4. **Motion to Call the Question** – This is a motion to cease debate and proceed to the vote on the main motion. If there is an objection to the motion, the motion requires a seconder and must pass by a two-thirds (2/3) vote. The motion is not debatable.

5. **Motion to Reconsider** – This is a motion to re-open debate on a motion that has already been voted upon earlier in the same meeting. This motion requires a seconder.

6. **Motion to Adjourn** – A motion to end the meeting. Requires a seconder and is not debatable.

Points



There are several special motions called “Points” that have priority over all other motions or discussion. Points are considered serious enough that a speaker may be interrupted by another individual who wished to make a Point. Points do not require a seconder.

1. **Point of Order** - An individual may raise on a point of order if they feel that business is proceeding incorrectly. The speaker must either agree or disagree with the point raised. An individual may also use this point if they do not understand the proceedings and/or wish to have a clarification made on a specific ruling.

2. **Point of Privilege** – Individuals may raise Points of Privilege if it is felt that their rights as members of the assembly have been violated. This Point can also be used if an individual is unable to participate in the discussion due to an inability to hear the speaker, because the room is too hot or cold, or because he is unclear on matters of procedure. **If you do not understand what is happening, you can interrupt the speaker and request clarification on a Point of Privilege.**

3. **Point of Information** - This point is the most misused one in the book. This Point is used to **ASK** for information that you feel is essential to your understanding of the debate. **It may not be used to give information.** The member may decide not to answer the question by refusing to yield the floor. Again, it is not in order to give someone information on a point of information.

4. **Challenge to the Chairperson / Speaker** – This Point is used when an individual disagrees with the Chairperson / Speaker's ruling. The mover must state why he or she disagrees with the ruling. The Chairperson / Speaker may then give the reasoning behind the ruling. A vote is then taken to affirm the Chairperson / Speaker's ruling.

Voting

Voting on motions normally requires a simple majority. Voting is normally done by a show of hands; however, anyone eligible to vote has the



right to demand a vote by roll call. Voting by secret ballot normally occurs only when an election to fill a position is required and the assembly does not desire to conduct the election by a show of hands. In the case of a tie vote, the Chairperson / Speaker will have the deciding vote.

Procedure to Make a Motion

1. Member raises hand and stands after recognition from the Chairperson / Speaker.
2. The member gives his name and states the motion. e.g. "I move that _____."
3. Member may give a brief explanation for introducing the motion.
4. Another member must second the motion to continue.
5. Chairperson / Speaker calls for discussion on this motion. The member who introduced the motion has the right to speak first. Members wishing to discuss the motion raise their hands and wait for recognition from the Chairperson / Speaker before speaking, enabling everyone to share their opinions.
6. Chairperson / Speaker calls for a vote on the motion.
7. Chairperson / Speaker states results of vote and resulting action.

Members may "call the question" to end discussion on the motion if discussion seems to be dragging on or becoming redundant; however, it is NOT acceptable to call the question in order to prevent someone from expressing their opinion or while someone is speaking. If a member calls the question, a second and a two thirds (2/3) majority vote are required (no discussion) to close discussion and proceed to voting on the motion.

Procedure to Amend a Motion

During discussion, it may become apparent that



an amendment (modification) to the original motion is necessary. Anyone may request to amend the original motion, but the proposed amendment must be related to the subject of the main motion.

1. Member raises hand and stands after recognition from the Chairperson / Speaker.
2. Member states the amendment (e.g. striking and/or adding words/phrases).
3. Amendment must be seconded.
4. Chairperson / Speaker calls for discussion on the amendment.
5. Chairperson / Speaker calls for a vote on the amendment and announces result.

If the amendment passes, the motion on the floor is now the amended motion. If the amendment fails, the original motion remains on the floor.

Other technical stuff:

Point of Privilege: Pertains to noise, personal comfort, etc. - may interrupt only if necessary!

Parliamentary Inquiry: Inquire as to the correct motion - to accomplish a desired result, or raise a point of order

Point of Information: Generally applies to information desired from the speaker: "I should like to ask the (Chairperson / Speaker) a question."

Point of Order: Infraction of the rules, or improper decorum in speaking. Must be raised immediately after the error is made

Divide the Question: Divides a motion into two or more separate motions (must be able to stand on their own)

Amend: Inserting or striking out words or paragraphs, or substituting whole paragraphs or resolutions

Withdraw/Modify Motion: Applies only after question is stated; mover can accept an amendment without obtaining the floor



Extend Debate: Applies only to the immediately pending question; extends until a certain time or for a certain period of time

Limit Debate: Closing debate at a certain time, or limiting to a certain period of time

Postpone to a Certain Time: State the time the motion or agenda item will be resumed

Object to Consideration: Objection must be stated before discussion or another motion is stated

Lay on the Table: Temporarily suspends further consideration/action on pending question; may be made after motion to close debate has carried or is pending

Take from the Table: Resumes consideration of item previously "laid on the table" - state the motion to take from the table

Reconsider: Can be made only by one on the prevailing side who has changed position or view

Postpone Indefinitely: Kills the question/resolution for this session - exception: the motion to reconsider can be made this session

Previous Question: Closes debate if successful - may be moved to "**Close Debate**" if preferred

Appeal Decision of the Chairperson / Speaker: Appeal for the Convention to decide - must be made before other business is resumed; NOT debatable if relates to decorum, violation of rules or order of business

Suspend the Rules: Allows a violation of the Convention's own rules (except Constitution); the object of the suspension must be specified



Appendix J Policy on Use & Disposition of Assets of Dissolved, Dormant and Merged Branches

Definitions

Dissolved Branch: a branch that has formally been declared dissolved by the Board of Directors in accordance with section 11.01.3 of the Policies and Procedures Manual.

Dormant Branch: a branch that meets the criteria for dissolution in section 11.01.3 of the Policies and Procedures Manual, but has not been formally declared dissolved by the Board of Directors.

Merged Branch: a branch formed from the amalgamation (union) of two or more branches.

Assets: for purposes of this policy, assets mean items of ownership convertible into cash; total resources such as cash, notes, accounts receivable, securities, inventories, fixtures, machinery, or real estate.

Board, Board of Directors: means Board of Directors of the Organization.

Policy Statement

The use and disposition of the assets of a dissolved branch are determined entirely at the sole discretion of the Board of Directors. However, notwithstanding this statement, the Board may provide funds to newly established branches and in particular to those in communities where there were dissolved or dormant branches, providing they meet the guidelines specified below.

The use and disposition of the assets of a dormant branch are determined by the terms mutually agreed upon by the Board of Directors and the Branch Executive at the time the branch became dormant. Such terms will override this policy. However, to the extent that such terms are unclear, lacking

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details or cannot be verified, the terms of this policy, with respect to dissolved branches, will then apply to the assets of dormant branches.

If two or more branches of the UNF decide and agree to merge together into one branch, they may do so upon meeting the following conditions:

- The passing of a resolution at a Branch General Meeting of each of the merging branches supported by a two-thirds (2/3) majority vote of members in attendance
- Written approval from the Board of Directors

All assets and liabilities of the merging branches shall become the assets and liabilities of the newly merged branch. Any use, disposition or acquisition of assets by the newly merged branch shall be governed by the terms of section 11.02 of Bylaw #2 and the pertinent policies of the UNF of Canada.

Rationale

In the case of a dissolved branch, by definition the branch ceases to exist and further, according to section 11.02 of Bylaw #2, its assets come under the direct administration of the Board of Directors. If at some time in the future, in accordance with Section 11.01.2 of the Policies and Procedures Manual, a branch were to be established in the same community or geographic area as a dissolved branch, it is in reality a new branch and not the re-establishment of a previous branch, regardless of whether or not the dissolved branch and the new branch have the same name, members, location, etc. or have some other characteristics in common. Therefore, the use and disposition of the assets of a dissolved branch are determined entirely at the sole discretion of the Board of Directors to use for whatever purposes it deems appropriate within the provisions of the Bylaw #2 and the Policies and Procedures Manual.

Since the Board of Directors also aims to:

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- Increase the number of branches and the number of members of the UNF and affiliated organizations
- Expand the activities of branches to better achieve the objectives of the association
- Ensure the ongoing viability, vitality and sustainability of the organization and its branches,

Therefore, the above policy statement notwithstanding, the Board of Directors, at its sole discretion, may allocate funds under its administration, including the assets of dissolved and dormant branches, to existing branches and newly established branches and in particular to those in communities where there were dissolved or dormant branches, in order to achieve these aims subject to the guidelines specified below. In some cases, branches became dormant, but were not declared dissolved by the Board of Directors and in some of these cases, agreements were made between the Board of Directors and the Branch Executive regarding the disposition and use of the assets of the dormant branch. The Board will honour these agreements, assuming, there is supporting documentation, or in the absence of such documentation, that the terms can be verified in an acceptable way. To the extent that such agreements or terms are unclear, lacking details or cannot be verified, the Board will take into consideration relevant past practices and then will apply the terms of this policy with respect to dissolved branches to the assets of dormant branches.

Requesting Funds from the Board of Directors

The following guidelines, criteria and procedures will apply to branches who wish to request funds from the Board of Directors.

- The Board has very limited funds available for branches, other than those which came from the assets of dissolved or dormant branches. Therefore, preference for the allocation

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of funds to branches will be made in the following priority order:

- Newly established branches in communities where there were dissolved or dormant branches
 - Newly established branches in other communities
 - Existing branches (only in exceptional circumstances)
- All requests must be made in writing with an accompanying business case describing the use of, and need for, the funds. The business case should have sufficient details, appropriate to the size of the request and which will enable the Board to determine the viability and necessity of the request. Each request will be reviewed on a case by case basis by the Board who will accept, deny or modify the request or may request additional information. A representative from the requesting branch may participate in the discussion in order to provide more details and answer questions.
 - The funds are not to be used for ongoing operating or recurring expenses or in lieu of new and ongoing fundraising initiatives. Therefore the requesting branch should demonstrate its financial sustainability and long-term viability. In the case of newly established branches within the first few years of their inception, a request for a reasonable amount of funding for operating expenses will be considered.
 - Funds should be used to support the activities of the UNF branch within its community, to advance the objectives of the organization or to increase membership, but not to support other organizations or charities not directly associated with the UNF

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<ul style="list-style-type: none">• If the funds are intended to purchase or lease real estate to be used by the branch:<ul style="list-style-type: none">○ Section 11.01 of Bylaw #2 applies○ It is strongly advised to begin discussions with the Board of Directors in the early stages of planning○ A substantial business case will be required○ Joint ownership will be subject to further due diligence to ensure that:<ul style="list-style-type: none">▪ The joint owner(s) have compatible objectives to the UNF, or at least nothing that would conflict with those of the UNF▪ The joint owner(s) demonstrate and practice good governance and operate in a transparent and competent manner▪ A proper legal agreement is drafted that protects the investment and business interests of the UNF○ In the case of a lease, further due diligence will be required to ensure that the owners and the other tenants of the property have compatible objectives to the UNF, or at least nothing that would conflict with those of the UNF • Other creative, compelling and innovative uses for funds that do not readily fit within the above guidelines may be considered on an exception basis	
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