

**Ontario Humanist Society**  
(Société Humaniste de l'Ontario)

**By - Laws**

**December 31, 2010**

**1.1. Objects**

- 1.1.1.** To promote education, understanding and development of the ethical principles, practices, and culture associated with a Humanist philosophical perspective;
- 1.1.2.** To establish communal spaces that will serve our members' needs for social support, shared cultural practices and interests and all of the benefits of belonging to a group of like-minded individuals;
- 1.1.3.** To communicate, liaise and affiliate openly with Humanists and Humanist groups throughout Ontario in order to support our communal needs;
- 1.1.4.** To provide a voice to government in matters under Provincial jurisdiction of concern to Humanists;
- 1.1.5.** To offer, throughout Ontario, dignified rites of passage ceremonies such as weddings, child naming and funerals grounded in the tenets of Humanism;
- 1.1.6.** To establish a program that will provide training and a process for qualifying Humanist Officiants as well as continuing education and professional development for qualified Officiants.

**1.2. Definition of Humanism**

Humanism is a democratic and ethical life stance, which affirms that human beings have the right and responsibility to give meaning and shape to their own lives. It stands for the building of a more humane society through an ethic based on human and other natural values in the spirit of reason and free inquiry through human capabilities. It is not theistic, and it does not accept supernatural views of reality.

**1.3. Other Definitions**

**AGM** – Annual General Meeting

**Board** - The Board of Directors of the **Corporation**.

**Ceremonies Committee** – This committee shall determine the rules and regulations and manage and govern the day-to-day operations of the OHS ceremonies program.

**Corporation** – The Ontario Humanist Society.

**Directors** - The Board of Directors of the **Corporation**.

**GM** – General Meeting of members – other than the **AGM**.

**Governing Official** – The person designated as the official contact to the Office of the Registrar General. The duties of this position are carried out by the **Registrar** on behalf of the **Governing Official**.

**Member in Good standing** – Any member not more than 90 days in arrears in their annual membership fees and continuing to act in support of OHS objectives.

**Officiant** – An active member who has completed the requirements and been recognized by the Ceremonies Committee to provide ceremony services to the public.

**OHS** – The Ontario Humanist Society.

**Registrar** - The person designated by the Ceremonies Committee to act for the **Governing Official** in communicating with the Office of the Registrar General and maintaining records of **Officiants**.

## **Religious Official - Officiant**

**Singular/Plural** - The singular includes the plural.

**Voting Members** – Includes all classifications of members with voting privileges – Individual Members, Lifetime Members and Sustaining Members.

## **2. Governance**

### **2.1 Members**

#### **2.1.1. Membership - Definition**

The membership shall consist of individuals who agree with the Objects of OHS and the Definition of Humanism as stated in the bylaws, agree to complete an application which includes valid contact information, agree to be listed on any membership roll or list as required by the laws of Canada and agree to pay the required fees as defined in their chosen category of membership. The Board may, by motion, refuse any particular membership application. No individual, corporation, or unincorporated association may hold more than one (1) voting membership in the Society, regardless of the category. Where membership renewal is required to maintain membership, all renewals shall come due on the first day of January following the current membership period.

#### **2.1.2 Rights of all members**

- i) shall receive e-mail notification of announced events and be informed of special news as posted on our website [www.ontariohumanists.ca](http://www.ontariohumanists.ca)
- ii) shall be allowed to communicate on any members' web group, based on the rules of that group.
- iii) shall be eligible to apply to serve on all Committees
- iv) shall be eligible to apply as a licensed Officiant.
- v) shall be allowed to participate by electronic polling. These polls will be conducted to determine actions that OHS is considering, to determine what committees are to be struck and similar decisions.
- vi) shall have the right to one (1) vote, if 18 or older, at all general meetings of members, after a period of six (6) months following the commencement of membership.
- vii) shall be allowed access, upon request, to the current membership list to be used for OHS purposes only.

#### **2.1.3 Categories of membership shall be:**

**2.1.3.1 Individual Members** - shall pay the annual fee as determined by the Board of Directors from year to year.

**2.1.3.2 Lifetime Members** – shall have requested a lifetime membership and have made a one-time membership payment as determined by the Board of Directors from year to year. No further fees shall be required to maintain membership for the life of the member.

**2.1.3.3. Sustaining Memberships** –Individual or life members may be honoured with the title 'Sustaining Member' by a 2/3 vote of the membership at a General Meeting in recognition of exceptional continuous service to the Society over of a period of five (5) years, or significant contributions to causes of concern to Humanists.

#### **2.1.4 Commencement of Membership**

Unless notified by the Secretary of the Board within 30 days of their application, that their application has been refused by motion of the Board, Membership shall commence when:

- i) a completed application form has been received
- ii) appropriate fees have been paid for the membership class requested.

When accepted, the Society shall provide the member with a confirmation.

### **2.1.5 Transferability of Membership**

Membership in the Society is not transferable.

### **2.1.6 Termination of Membership**

Termination of Membership will occur as follows:

- i) at the death of a member.
- ii) on receipt of written notice of the member's resignation by the Secretary or any other Officer of the Society.
- iii) if any member clearly acts in a manner detrimental to the purposes of the Society, the Board may request the resignation of the individual and, if not forthcoming, take a resolution for expulsion to a General Meeting
- iv) if renewal has not occurred, 90 days following the due date for renewal.

### **2.1.7 New Members**

For new Individual members, who have joined between June 1 and Dec 31, the dues paid on joining shall include their membership costs until Dec 31 of the following year. (A new individual member is a person who has never been an individual member of OHS)

## **2.2. Non-Voting Classifications**

### **2.2.1. Friends**

#### **2.2.1.1. Definition**

Friends shall consist of individuals who agree that they are Humanists based on the definition of Humanism and with the Objects of OHS as stated in the bylaws; agree to be contacted; and shall supply OHS with their contact information. This is a non-voting classification with no fees and requires no renewal for extension. No list of Friends will be published, sold or used for any purpose except OHS business.

#### **2.2.1.2. Benefits to Friend Classification**

- i) shall receive e-mail notification of announced events and be informed of special news as posted on our website [www.ontariohumanists.ca](http://www.ontariohumanists.ca)
- ii) be allowed to communicate on a web group offered by OHS, based on the rules of that group, except groups whose main purpose is the discussion of issues leading to a vote.

#### **2.2.1.3. Termination of Friend Classification**

Termination of Friend status will occur when any one of the following occurs:

- i) death of a Friend.
- ii) upon receipt of an application and payment for individual or lifetime membership.
- iii) when written notice of the Friend's resignation has been received
- iv) if any Friend clearly acts in a manner detrimental to the purposes of the Society, the Board may terminate their status and their benefits.

### **2.2.2. Honorary Membership**

May be awarded to non-members, with their approval, by a 2/3 vote of the general membership at the Annual Meeting in recognition of exceptional contributions to causes of concern to Humanists. Honorary members are not required to pay dues, fines or levies, and are admitted for life. Honorary members are not entitled to vote at meetings of the members of the Society but may be granted other privileges as determined by the Board from time to time. Honorary Members may become voting members at any time by paying the appropriate fee.

### **2.2.3. Humanist Group Associate**

Any local Humanist association within the Province of Ontario, with at least five (5) members, and

meeting regularly, shall be encouraged to become a supporter of OHS, and shall be referred to as a 'Humanist Group Associate'. It shall be the right of each and every group associate to negotiate the conditions of their relationship to OHS. However, no conditions thus set shall be prejudicial to the membership rights of any individual OHS member or any other Humanist Group Associate. Individual members of such supporting organisations may apply to become individual members of OHS.

### **2.3. Board of Directors**

The property and business of the Society shall be managed by a Board of Directors, hereinafter called the Board. Directors must be voting members, at least 18 years of age, with power to contract.

#### **2.3.1. Composition of Board**

There shall be up to nine (9) directors, four (4) of whom shall be officers. The officers shall be:

- President
- Secretary
- Treasurer
- Governing Official (Ex-Officio) – See Article 2.3. - may hold two Board positions.

No fewer than three (3) directors shall be Officers of OHS in good standing.

#### **2.3.2. Election of Directors**

**2.3.2.1.** Directors shall be elected to the Board for a term of two (2) years. Directors' terms shall be staggered so that no fewer than three (3) are elected every year. The maximum length of continuous service shall be three two-year terms. Directors may serve again after one full year off the Board. New directors will assume their positions at the beginning of the calendar year following the election.

**2.3.2.2.** If, at any time earlier than five (5) months before the date of a regularly scheduled election, the number of directors falls below six (6), an election shall be held to bring the number up to nine (9). The election shall be completed within sixty (60) days of the latest resignation.

#### **2.3.3. Conduct of Elections**

##### **2.3.3.1. Use of Electronics**

i) GIVING NOTICE - With the agreement of a voting member, the use of email notification shall be recognized as a legal way of providing notice of meetings, elections and other votes on OHS business. It is the responsibility of the member to ensure that OHS has their correct electronic address information.

ii) SUBMISSION OF NOMINATIONS – Any nominee or their nominators may submit nomination forms electronically with the understanding that the final approval of the validity of such submission shall rest with the Board, which approval will not be unreasonably withheld.

iii) MEMBERSHIP VOTING - With the agreement of a voting member, the use of email notification shall be recognized as a legal way of a member providing their vote on required ballots, with the stipulation that the member agrees to accept the voting security system designated by the Board for conducting the election. Any candidate shall have the right to attend, or assign a proxy to attend, and witness the voting process. See Clause 2.3.3.7.

**2.3.3.2.** New members' entitlement to vote after six (6) months of membership dues shall be based on the stipulated date of receipt of ballots.

**2.3.3.3.** Except when complying with Clause 2.3.2.2., elections shall take place at the annual general meeting (AGM) of the Society. Notice of the election of directors shall be not less than 30 days before the date of the election. Such notice shall include a call for nominations and shall be sent to all members at their last known address. Members without email may receive notices by postal mail upon prior request.

**2.3.3.4.** Nominations may be made in writing to the OHS postal address by any two members known to the candidate for at least one year prior to the closing date of nominations, and must include the signed consent of the candidate. Candidates and nominators shall have been members of the Society in good standing for at least one year, or since June 30, 2010, whichever is less, prior to the closing date of nominations. Nominations must be received in writing no less than 15 days before the date of the election.

**2.3.3.5.** A list of all nominees with ballot forms will be sent to all members not less than 10 days before the election. Ballots shall include a line providing the option to vote for none of the candidates. In the case of ballots with candidates for multiple positions, the voter may vote for any number up to the total number of positions being filled. Ballots containing more votes than permitted will be rejected. Ballots may be submitted by postal mail, sent electronically, with the agreement of a voting member, or submitted at the AGM if the member is attending.

**2.3.3.6.** Those not able to attend in person will be entitled to vote electronically or give a completed proxy to the Society or to another member who is attending regarding any matter on a ballot sent to the member. No member present may serve as proxy for more than five (5) members. Proxies shall be submitted electronically to the address of the Secretary not less than five (5) days before the election. Proxy holders must bring hard copies of their proxies to the meeting. If a proxy was appointed by e-mail, an e-mail print-out appointing the proxy holder will also be accepted. In the case of more than one competing proxy from the same member, the one bearing the latest date shall be accepted.

**2.3.3.7.** Scrutineers may represent candidates during a vote count. Only one scrutineer for each candidate is permitted. As a representative of a specific candidate, a scrutineer has the right to observe all of the proceedings of a vote count; from before the ballots are opened until the count is complete. A BALLOT OBJECTED TO by a candidate or scrutineer must be assigned a consecutive number, starting at 1. If the Objected Ballots could change the result of the election, they shall be secured for further determination by an independent adjudicator selected by the Board.

**2.3.3.8.** Prior to the notice of election or membership vote,

- the Board shall publish to all members an accurate, up-to-date and comprehensive list of those who are eligible to nominate, vote and run as candidates.
- Individuals who are responsible for counting the ballots shall maintain the secrecy of the voter with respect to any ballot.
- the result of a membership vote shall be made public to the members in a timely fashion.

## **2.3.4. Motions at General Meetings**

**2.3.4.1.** Motions for consideration at a meeting shall be submitted to the Board and received at least thirty-five (35) days before the date of the meeting. Both mover and seconder must be members of the Society in good standing.

**2.3.4.2.** Motions brought forward for consideration at a meeting, with less than the required notice, must be voted on at a subsequent meeting.

## **2.3.5. Election of Officers**

The officers shall be elected by the members of the Board of Directors.

## **2.3.6. Attendance at Meetings**

If a Director fails to attend three consecutive meetings of the Board without a reason satisfactory to the Board, the member may at the discretion of the Board be deemed to have resigned from the post and shall be so notified by mail.

With the exception of meetings held In-Camera, meetings of the Board shall be open to members. Members attending may participate in discussion at the discretion of the Board but may not vote.

### **2.3.7. Appointment of Directors**

Between elections, except as required in Clause 2.3.2.2., the Board may elect to appoint up to three (3) members to replace director's positions that have been vacated with members meeting the board membership requirements. The term of such appointed directors shall expire at the next election.

### **2.3.8. Public Pronouncements**

Public pronouncements shall be made on behalf of OHS by a member of the Board of Directors, and/or any other individual designated by the Board. The Chair of the Ceremonies Committee may also make pronouncements on behalf of that committee.

### **2.3.9. Authority to Sign**

Directors and officers shall have authority to execute legal instruments on behalf of the Corporation. The Board shall pass a resolution appointing specific directors authorized to carry out these duties in specific circumstances.

## **2.4. Governing Official**

**2.4.1.** The Governing Official of the Ceremonies Program shall be appointed by the Board of Directors on a recommendation from the Ceremonies Committee and shall hold office for an indeterminate term of time.

**2.4.2.** The Governing Official will be responsible for communication with the Registrar General of Ontario on behalf of the OHS in all matters, and in particular:

- notification of address changes of the Society
- notification of a change in Governing Official
- notification of appointment of new religious officials (Officiants)
- notification of changes in status of an official
- notification of change of address, death or disaffiliation of an official.

**2.4.3.** The administrative duties of the Governing Official shall be carried out by the Registrar on behalf of the Governing Official.

**2.4.4.** The Governing Official shall be relieved of their jurisdictional authority upon their own request or when the Ceremonies Committee deems that change in the Governing Official is beneficial to the good functioning of the Ceremonies Program.

## **3. Head Office**

The head office may be located anywhere within the Province of Ontario.

## **4. Meetings**

**4.1.** A general meeting of members (GM) may be held at any time, and an annual general meeting of members (AGM) shall be held at least once a year.

**4.2.** The members may consider and transact any business at any GM or AGM which is allowed under these bylaws and the Ontario Corporations Act. The Board or the President may call a GM or an AGM providing at least sixty (60) days notice is given. The AGM shall take place within five (5) months of the fiscal year-end. The report of the Board, the financial statements and the report of the auditors, shall be presented. The Board shall also call a GM, on written request of eight (8) voting members. The GM shall be held within 90 days of receipt of the request.

**4.3.** Items and resolutions may be added to the agenda of a general meeting upon submission of full details to the Secretary, and clear indication that the inclusion of such items is supported by at least three (3) directors of the Board or eight (8) voting members. Details, signed by the supporting members, shall be sent at least thirty (30) days prior to the date of the meeting. Posting of notices to voting members may be made by electronic means. Notice of each meeting of members must include a reminder that the member has the right to vote by proxy. The voting shall be conducted following the procedures laid out in Clause 2.3.3.6. Members present at a meeting shall constitute a quorum.

**4.4.** No minor error or omission in giving notice of any GM or any adjourned meeting of the members of the Society shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. For the purpose of sending notice to any member or director for any meeting or otherwise, the address of the member or director shall be the last supplied email or postal address recorded on the books of the Society for that member. The measure of a minor error shall include any or all of the following:

- i) accidental absence of timely notice to less than 5% of the members;
- ii) failure of no more than 30% of the members to receive notifications by more than three (3) days after the date specified; or
- iii) any meeting at which amendments to the Bylaws, Letters Patent or membership fees are not being presented for approval at the meeting.

**4.5.** The rules contained in the current edition of Robert's Rules of Order shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Society may adopt.

**4.5.** Approved minutes of the meetings of the Board shall be made available to the members of the Board as soon as possible after the date of the meeting. With the exception of In-Camera meetings, minutes of Board meetings shall be made available to members upon request.

**4.6.** All meetings, except those held In Camera, shall be open to any member who wishes to attend as an observer. Observers are not entitled to participate in the meeting unless invited specifically to do so.

**4.7.** In-Camera meetings are restricted to circumstances in which matters of a confidential or sensitive nature are to be discussed.

**4.7.1.** A separate agenda for in-camera sessions will be prepared and the circulation restricted to the participants of the in-camera session.

**4.7.2.** A Board motion with unanimous consent of Board members present is required to move into, and rise from, an In-Camera session of the Board.

**4.8** Any director or member of staff shall declare interest and take leave from a meeting in which matters are discussed in which they may have a direct or indirect pecuniary interest or other interest conflictual with their obligations to the society.. They may not vote on any decisions taken nor attempt in any way, or at any time, to influence the voting.

**4.9.** The quorum for any Board or committee meetings shall be 50% plus one.

## **5. Voting of Members**

At all meetings of voting members of the Society, the Board and its committees, every question shall be determined by a simple majority of votes, unless otherwise specifically provided by Letters Patent or these Bylaws.

## **6. Financial Year**

Unless otherwise ordered by the Board, the fiscal year-end of the Society will be December 31.

## **7. Committees**

### **7.1. Committees of the Board**

The Board may create standing and ad-hoc committees for the purpose of advancing the objectives of the Society. Unless otherwise indicated, the Board will appoint Chairpersons who must be voting members of OHS. Any voting member may volunteer to be on a committee. The size and membership of a committee shall be determined by the Board. Every committee shall submit to the Board an annual report one month in advance of the AGM. All reports of such committees shall be made available to members, upon request, subject to considerations of confidentiality

### **7.2. Ceremonies Committee (CC)**

The Ceremonies Committee (CC) shall manage the Ceremonies Program of OHS. It shall consist of six (6) elected members, at least four (4) of whom shall be OHS Officiants in good standing. From among these the following positions shall be filled:

- Chair
- Registrar
- Treasurer
- Secretary

The Governing Official shall be an ex-officio member of the Committee but may simultaneously hold another voting position on the Committee.

#### **7.2.1. Election of Ceremonies Committee**

Members shall be elected to the Committee for a term of two (2) years by OHS Officiants in good standing. Members' terms shall be staggered so that three (3) are elected every year. The maximum length of continuous service shall be three two-year terms. Members may serve again after one full year off the Committee. New committee members will assume their positions at the beginning of the calendar year following the election.

##### **7.2.1.1. Conduct of Elections**

Elections shall take place at the Annual General Meeting (AGM) of the Officiants.

Notice of the election of committee members shall be given in an electronic message not less than 30 days before the date of the election. Such notice shall include a call for nominations and shall be sent to all Officiants at their last known address. Nominations must be received no less than 21 days before the date of the election. A list of all nominees will be sent to all Officiants 14 days before the election. Those not able to attend in person will be entitled to give a proxy to another Officiant who is attending or to the committee. Proxies shall be submitted electronically to the Secretary not less than five (5) days before the election. Proxy holders must bring hard copies of their proxies to the meeting. If proxy was appointed by e-mail, an e-mail print-out appointing the proxy holder will also be accepted.

##### **7.2.1.2. Election of Committee Positions**

Positions on the Committee shall be elected by Committee members.

##### **7.2.1.3. Appointment of Committee Members**

The Committee may elect to appoint a member to replace a member's position that has been vacated, or to increase the membership of the committee. The term of such appointed directors shall expire at the next election.

##### **7.2.1.4. Complaints Review Committee**

When required, the Chair shall appoint an Ad-Hoc Committee to be called the Complaints Review Committee to adjudicate complaints against specific Officiants.

### **7.2.2. Appointment and Dismissal of Officials**

The Ceremonies Committee shall oversee the recruitment, training, appointment and dismissal of OHS Officials ensuring due process and procedural fairness. An appeal process shall be available for Officials recommended for dismissal.

### **7.2.3. Ceremonies Regulations**

The Ceremonies Program shall be managed by the Regulations which are appended to this document.

## **8. Dues and Fees**

Annual fees are based on the calendar year of January 1 to December 31. The due date for receipt of fees shall be January 1.

Any member who has not remitted annual fees within 90 days of the year-end shall be deemed to have withdrawn as a member. The member's status may be reinstated at any time by the payment of the fees owing.

### **8.1. Dues of Individual and Life Members**

Individual and Life Members will be required to pay membership dues which have been set by the Board of Directors and confirmed by a vote of the members at a General Meeting of members.

### **8.2. Officiant Fees**

**8.2.1.** Officials shall pay annual fees set from time to time by the Ceremonies Committee to ensure financial solvency of the Ceremonies Program, the operation of which shall remain self-sustaining. Payments shall be made to the Society and processed through the Society's accounts. The administration of these fees will be managed by the Ceremonies Committee.

**8.2.2.** Annual fees for newly appointed Officials shall be pro-rated to the actual date they received their licence from the Province.

**8.2.3.** The Officiant shall have 30 days from the date of the invoice to make payment of the net amount owing.

**8.2.4.** If payment is not received within 30 days, a late charge shall be applied. Thereafter, overdue interest shall be applied on a monthly basis. The amount of the late charge and the rate of interest shall be determined by the Committee. The Officiant shall be sent a reminder notice after this date.

**8.2.5.** If, due to extenuating circumstances, an Officiant is unable to pay the annual fee, the Officiant is required to notify the Chair of the Ceremonies Committee to request an exemption and submit an alternate payment plan to the Committee for special consideration, prior to the due date for fees payment. Potential reasons may include undue financial hardship, family, personal or medical circumstances.

**8.2.5.1.** The Chair will bring the request to the next Ceremonies Committee meeting for a decision on the Officiant's request. Once a decision on the request is made, the Chair will notify the Officiant of the decision.

**8.2.5.2.** If an Officiant does not request an exemption, or is denied an exemption, (s)he must pay the Officiant fee as stipulated above.

**8.2.6.** If payment in full is not received within 60 days of the due date, the Board will notify the Officiant in writing that revocation of their endorsement by OHS for non-payment of fees is under consideration by the Ceremonies Committee.

**8.2.7.** If payment is not received within the next 30 days (90 days after the due date), the Board will notify the Officiant in writing that their endorsement has been revoked and ask the Governing Official to notify the Office of the Registrar General that the Officiant is no longer endorsed by OHS.

### **8.3. Other Categories of Members**

The annual dues for a Sustaining Member shall be the same as for an Individual or Life Member, as the case may be.

There shall be no dues for Honorary Members, Friends or Humanist Group Associates.

### **8.4. Special Membership Rates**

By vote of the majority of the Board, the Board may from time to time, and at its sole discretion, offer a special "one time" membership rate to increase interest in renewing membership or in becoming a member. The Board may also allow discounts to membership dues based the need for relief due to financial hardship.

## **9. Amendments of Bylaws or Letters Patent**

**9.1.** The Bylaws of the Society may be repealed or amended when enacted by a majority of the Directors at a meeting of the Board. Such changes must be ratified at a General Meeting duly called for the purpose of considering the said Bylaws, or by email ballot, or at an Annual General Meeting.

**9.2.** Amendments to the Bylaws shall require the approval of at least half the total voting membership of the Society to pass. Amendments to the Letters Patent shall require that 2/3 of the total voting membership vote in favour.

**9.3.** Amendments to Clause 7.2. or 8.2. of the Bylaw respecting the Ceremonies Committee will require a majority vote from the Officiant Members, as well as a 2/3 majority vote from the membership as a whole to pass.

**9.4.** Whenever a change is proposed to the Bylaws or Letters Patent, information shall be sent out to the members with the ballots in advance of the vote which shall include full details of the changes proposed and arguments from both sides of the issue. Such arguments shall be written by proponents of each side.

**9.5.** If a General Meeting has been convened, those not able to attend in person will be entitled to vote electronically or give a completed proxy to the Society or to another member who is attending regarding any matter on a ballot sent to the member. No member present may serve as proxy for more than five (5) members. Proxies shall be submitted electronically to the Secretary not less than five (5) days before the election. Proxy holders must bring hard copies of their proxies to the meeting. If a proxy was appointed by e-mail, an e-mail print-out appointing the proxy holder will also be accepted. In the case of more than one competing proxy from the same member, the one bearing the latest date shall be accepted.

**9.6.** Those present at the General Meeting shall elect four (4) members to count the votes. In the case of an email ballot, the vote count shall be open to attendance by members to witness the count. Sufficient space for not less than four witnesses shall be provided. A BALLOT OBJECTED TO by any vote counter or witness must be assigned a consecutive number, starting at 1. If the Objected Ballots could change the result of the vote, they shall be secured for further determination by an independent determiner selected by the Board.

## **10. Auditors**

The Board shall appoint an auditor to conduct a review of the accounts of the Society for a report to the members at an AGM. The auditor shall hold office at the pleasure of the Board. The remuneration of the auditor shall be fixed by the Board.

## **11. Books and Records**

The Board shall see that all necessary books and records of the Society required by the Bylaws of the Society or by any applicable statute or law are regularly and properly kept. The Ceremonies Committee shall keep separate accounts and records and shall submit a financial report to the Board after the end of every fiscal year.

### **11.1 Bank Signing Officers**

There shall be three signing officers for the Society's bank account, two of which shall be required to sign any cheque. Pre-signing of any cheque shall not be permitted.

### **11.2 Client Card**

A banking client card may be issued. However it shall be valid only for deposits to account.

## **12. Rules and Regulations**

The Board may prescribe such rules and regulations not inconsistent with these Bylaws relating to the management and operation of the Society as they deem expedient. If any member wishes to object to a change in a policy or procedure, they must submit their objections in writing to the Board, in which case such rules and regulations shall have force and effect only until the next AGM of the Society. Failing the confirmation of such changes at an AGM by a majority of those present, they shall from that time cease to have any force and effect.

The Ceremonies Committee may prescribe such rules and regulations not inconsistent with these Bylaws relating to the management and operation of the Ceremonies Program. If any Officiant wishes to object to a change in a policy or procedure, they must submit their objections in writing to the Ceremonies Committee in which case such rules and regulations shall have force and effect only until the next AGM of the Officiants when they shall be confirmed. Failing the confirmation of such changes at an AGM, they shall from that time cease to have any force and effect.

## **13. Interpretation**

In these Bylaws and in all other Bylaws of the Society hereafter passed, unless the context otherwise requires, words importing the singular number or the feminine gender shall include the plural number or the masculine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

## **14. Indemnities to Directors and Others**

Every director of OHS, or other person who has undertaken or is about to undertake any liability on behalf of OHS, or any company controlled by it and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Society, from and against:

- a. all costs, charges and expenses whatsoever which such director, officer or other person sustains or incurs in or about any action, suit or proceedings which may be brought, commenced or prosecuted against them, or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them, in or about the execution of the duties of the office or in respect of any such liability;

- b. all other costs, charges and expenses, which they sustain or incur in or about or in relation to the affairs thereof, except such costs, charges or expenses resulting from their own willful neglect or default.

#### **15. Remuneration of Directors**

The directors shall serve as such without remuneration and no director shall directly or indirectly receive any profit from their position as such, but a director may be paid reasonable expenses incurred in the performance of their duties, as determined by the Board. Any director who is engaged in or is a member of a firm engaged in any business or profession may not act in, nor be paid the usual professional costs and charges for, any professional business required to be done in connection with the administration of the affairs of the Society.

**REGULATIONS****December 28, 2009**

- I. DUTIES OF CEREMONIES COMMITTEE
- II. HUMANIST OFFICIANT PROFILE
- III. RESPONDING TO INQUIRERS ABOUT BECOMING AN OFFICIANT
- IV. CRITERIA FOR ACCEPTING OFFICIANTS FOR TRAINING
- V. OFFICIANT TRAINING STANDARDS
- VI. APPROVAL OF OFFICIANTS
- VII. PROVINCIAL APPOINTMENT OF OFFICIANTS
- VIII. HUMANIST ACTIVISM OF OFFICIANTS
- IX. OFFICIANT RESIGNATION, RETIREMENT AND DISCHARGE
- X. GROUNDS FOR DISCHARGE AND APPEAL PROCESS
- XI. MEMORANDUM OF AGREEMENT