

**KEMPTVILLE DISTRICT HOSPITAL
AUXILIARY
CONSTITUTION AND BY-LAWS**

Clause 1. The name of the Corporation shall be the Kemptonville District Hospital Auxiliary.

Clause 2. The objectives for which the corporation is incorporated are:

To support and assist Kemptonville District Hospital, its patients and staff, and also the local community in meeting healthcare needs through services and fundraising, such forms of support and assistance (without limiting the generality of the foregoing) enumerated as follows:

- To promote and encourage volunteers in the community through communications and educational programs
- To raise funds through various enterprises, such funds to be expended on medical equipment, patient and staff needs and services
- To provide assistance to patients in and outside of the hospital for the purpose of enhancing quality of life
- To provide services to the community and promote public relations

Clause 3. Membership fees of \$2.00 per year will be collected at the September meeting, but fees may be paid at other times during the year if not paid in September. Voting privileges shall be limited to members who are in good standing 60 days prior to the Annual General Meeting in June. Membership fees incurred by the President or replacement Officer as a result of him/her sitting on the Hospital Board shall be reimbursed by the Auxiliary.

Clause 4. Quorum at the Annual General Meeting and at regular meetings of the Auxiliary shall be six (6) members in good standing. All decisions shall be decided by simple majority vote of members present at the meeting.

Clause 5. Board of Directors

- (A) There shall be ten Directors of the Auxiliary, elected every two years at the Annual General Meeting by the members of the Auxiliary. Directors in office at the time are retired and may seek re-election for another term.
- (B) The Auxiliary shall appoint a nominating committee, consisting of at least three Auxiliary members, to prepare and present a slate of nominations for Director positions to the Annual General Meeting at which elections will be held.

- (C) The Auxiliary may remove and replace any Director who has been absent for three consecutive meetings.

Clause 6. Officers of the Auxiliary

- (A) The officers of the Auxiliary shall then be elected from among the Directors:
 - 1. Immediate Past President (this post shall be filled by acclamation, by the person who has just completed his/her term as President.)
 - II. President
 - III. Vice-President
 - IV. Recording Secretary
 - V. Treasurer
- (B) Officers hold office for a term of two years

Clause 7. Duties of Officers

- (A) Immediate Past President -shall guide and support, and turn over any pertinent Auxiliary records to the incoming president.
- (B) President -shall preside at all regular meetings of the Auxiliary, preserve order, regulate debate according to Robert's Rules of Order and be an ex-officio member of all standing and special committees.

The President shall represent the Auxiliary as a member of the Kemptonville District Hospital Board of Directors and the Kemptonville District Hospital Foundation Board of Directors unless she/he is precluded from these offices as a hospital staff member. The President shall prepare the Annual Auxiliary report and present it at the Annual Meeting of the Kemptonville District Hospital Corporation.

- (C) Vice-President – in the absence of the President, shall carry on the duties of the President and shall assume the Presidency for the next term.
- (D) Recording Secretary -shall attend all regularly scheduled meetings of the Auxiliary, shall prepare the meeting agenda, shall record the minutes of procedure and shall present same at the following regular meeting. If unable to attend a meeting, the President shall ask for an alternate minute taker so that the meeting may proceed. She/he shall have charge of all the records of the Auxiliary.
- (E) Treasurer- shall receive all fees and take charge of all money belonging to the Auxiliary General Account, and deposit same in a chartered bank. Accounts must be paid by cheque, signed jointly by two of the authorized signatories on the account. The Treasurer shall submit a detailed statement at the regular meeting of the Auxiliary and prepare and submit an annual financial report, in accordance with recognized financial accounting practices.

Clause 8. Executive Committee – shall be composed of the above-mentioned officers and the Auxiliary representative on the Hospital Board (if the Auxiliary President is precluded from this office).

Clause 9. The other five Directors shall be Directors at large with duties assigned by the Board.

Clause 10. Elections

- (A) Directors shall be elected for a term of two (2) years, at every second annual meeting of the Auxiliary.
- (B) The same person shall not be eligible for the office of President for consecutive terms.
- (C) The Auxiliary may select and elect such standing or other committees as may be decided upon from time to time.

Clause 11. Meetings

- (A) The Annual General Meeting of the Auxiliary shall be held in June.
- (B) The regular monthly meeting shall be held on the third Monday of September, November, January, March and May. No regular meetings will be held during the months of July, August, October, December, February, and April.
- (C) The President may call special meetings of the Executive Committee or of the Auxiliary as required.

Clause 12. Financial Matters

- (A) The books of the Auxiliary require a compilation engagement at the end of the year's business, as of March 31st or are to be audited as deemed necessary. The members shall appoint an external accountant at each annual meeting to hold office until the next annual meeting.
- (B) The Auxiliary shall appoint two executive members other than the treasurer to conduct a review and internal audit of all financial records at the end of each fiscal year, and to report their findings at the next auxiliary meeting.
- (C) Payment of all Auxiliary expenses requires the approval of the Auxiliary at a regular or Annual General meeting.

Clause 13. When an officer of the Auxiliary retires from office, all property of the Auxiliary such as books, papers, documents and money pertaining to said office shall be handed over to the successor. The position shall be filled at the next regular meeting.

Kemptville District Hospital Auxiliary -Constitution and Bylaws

Clause 14. Delegates be handed over to the successor. The position shall be filled at the next regular meeting.

Clause 14. Delegates Annual Convention of Hospital Auxiliaries (HAAO).

Clause 15. This Constitution may only be amended or changed by a general vote of the Membership at an Annual General Meeting of the Auxiliary.

A simple majority vote is required.

Approved at the Annual Auxiliary Meeting of June 18, 2018