

**BY-LAWS OF
THE INUKSHUK HOUSING CO-OPERATIVE
AS OF SEPTEMBER 26, 2010**

**As Amended at the AGM
on Sept 26, 2010**

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INTRODUCTION

1. In these by-laws, "Act" means the *Co-operative Associations Act*; "member" includes a joint member.

MEETINGS

District Meetings

2. (1) Where the association divides the area within which it operates into districts, the directors shall

- (a) from time to time call meetings of members by districts and set the times and places of such meetings; and

- (b) ensure that at least one meeting of the members in each district is held each year in each district before the date on which the annual meeting of the association is held.

- (2) District meetings may be held for the following purposes:

- (a) to review the financial results, progress, problems and business of the association;

- (b) to elect delegates to attend the annual general meeting of the association, if the by-laws of the association so provide;

- (c) to elect a director or directors to represent the district at meetings of the board of directors of the association, if the by-laws of the association so provide;

- (d) to adopt resolutions or approve of recommendations for the benefit of delegates and others who will attend the annual meeting of the association.

- (3) Where district meetings are held in accordance with the provisions of this section, each member shall vote only at meetings held for the district in which he or she resides.

- (4) Where there is a dispute as to which district a member resides in, the directors of the association may, after considering the number of members in each district, decide in which district any member may belong and vote.

- (5) Where a quorum is not present at any regularly called meeting of the members in a district to elect delegates, the directors have the power to continue the present delegates in office or to

appoint others from the district to act as delegates who shall serve until their successors have been elected.

- (6) The delegates of each district may meet together for

- (a) the dispatch of business,

- (b) the election of a chairperson from their number who shall be entitled to vote, and

- (c) the appointment of a secretary who may be an officer of the association, and the delegates may regulate their meetings as they consider proper.

- (7) Questions arising at any meeting of the delegates of a district shall be decided by a majority vote, and where there is an equality of votes the motion or resolution before the meeting shall be declared, by the chairperson, as lost.

- (8) The delegates of each district shall cause to be kept minutes of all resolutions and proceedings at all meetings of the delegates of the district and of all business transacted by them and a copy of the minutes, certified by the chairperson and secretary of the meeting, shall without delay after the meeting be transmitted to the secretary of the association.

- (9) A meeting of the delegates of any district shall be called by the secretary of the association, at any time, at the written request of any three delegates for the district.

First General Meeting

3. The business at the first general meeting of the association shall include the election of directors and the appointment of an auditor.

General Meetings and Notice

4. (1) Every association shall hold an annual general meeting in every calendar year, and may provide for semi-annual, quarterly or other general meetings at which any matter affecting the association or its affairs may be dealt with.

- (2) A notice of every general meeting shall be mailed to each member and delegate entitled to attend the meeting not less than 10 days before the date of the meeting at the address given in the register of members, but where an extraordinary

resolution is to be presented at the meeting, the notice

(a) shall be mailed at such time as to give each member or delegate not less than 30 days' notice; and

(b) shall specify the intention to propose the resolution as an extraordinary resolution.

Notice of Special Meetings

5. (1) The directors may, at any time, call a special meeting of the members or of the delegates or of the members and delegates, as the case may be, and where 10% of the members or 25% of the district delegates request the directors to call a special meeting for the purpose of disposing of specific business, the directors shall call a special meeting.

(2) Notice of all special meetings, together with a statement of the purpose of the meeting shall be mailed to each member and delegate entitled to attend the meeting, at least 10 days before the date of the meeting at the address given in the register of members, but where an extraordinary resolution is to be presented at the meeting, the notice

(a) shall be mailed at such time as to give each member or delegate not less than 30 days' notice; and

(b) shall specify the intention to propose the resolution as an extraordinary resolution.

(3) No business other than that specified in the notice shall be transacted at a special meeting.

Power of Supervisor to Call Meetings

6. (1) If the association fails to hold an annual general meeting, the Supervisor may call a general meeting of the association to enable the members to secure such information regarding its affairs as they are entitled to receive under the Act and to deal with any matter affecting the association or its affairs.

(2) The Supervisor may call a special meeting of the association for the purpose of reporting to the members the result of any audit, examination or other investigation of the affairs of the association ordered or made by him or her.

Proceedings Not Invalidated

7. The non-receipt by a member of a notice of a meeting does not invalidate the proceedings at the meeting.

Quorum at Meetings

8. (1) At any annual, semi-annual, general, special or district meeting of the association, four members or 10% of the members, whichever is the greater, shall constitute a quorum, but in no case shall the number of members which constitute a quorum be less than the number of directors plus one, except where all members are directors a majority shall constitute a quorum.

(2) Where meetings of the association consist partly of delegates and partly of members, a quorum shall consist of 25% of the delegates entitled to attend providing those delegates represent at least 1/2 of the districts to be represented and 10% of the members entitled to representation, however, in no case shall a quorum exist where there are less than four representatives in attendance.

(3) Where the members of the association are represented exclusively by delegates, the delegates from 1/2 of the districts entitled to be represented constitute a quorum, provided that the total number of those delegates is not less than 25% of the delegates entitled to attend.

(4) At a meeting of the delegates of any district, a quorum is a majority of the delegates.

(5) The continuing delegates of each district may act notwithstanding any vacancy in their body, so long as their number is not reduced below the number fixed as a quorum for meetings.

Adjournment

9. If within two hours from the time appointed for any meeting of the members or delegates or members and delegates of the association a quorum is not present, the meeting shall stand adjourned until called again by the directors and the Supervisor shall be so notified.

Meetings of the Directors

10. (1) Regular meetings of the directors shall be held at such times as may be required by the business of the association and, unless otherwise

approved by the Supervisor, a meeting shall be held at least once every three months.

(2) The president may call a special meeting of the directors at any time and he or she shall, on the written request of the majority of the directors, call a special meeting.

(3) The directors shall, by resolution, set out the manner in which notice for regular meetings of the directors shall be given.

(4) Unless otherwise provided by resolution of the directors, the secretary shall mail to each director, not less than five days before a special meeting, a notice specifying the time, place and purpose of the special meeting.

(5) When all directors are present at any meeting of the directors, however called or notified, the meeting shall be deemed to have been regularly and properly constituted.

(6) The quorum necessary for the transaction of business by the directors at a regular or special meeting is a majority of the directors.

(7) Questions arising at any meeting of the directors shall be decided by a majority vote.

(8) The president or other presiding officer may vote on any question, but shall not have a second or casting vote in the event of a tie.

(9) If there is not a majority vote in favour of a motion, the motion shall be declared lost.

ORDER OF BUSINESS AT MEETINGS

Annual General Meeting

11. The order of business at the annual general meeting of the association shall be as follows:

- (a) call to order by the president or chairperson;
- (b) reading and disposal of the minutes of the preceding annual general meeting;
- (c) business arising out of the minutes;
- (d) reports of president, directors, manager, treasurer and other officers;
- (e) reports of the auditors and consideration of any financial statements;
- (f) discussion, consideration and disposal of reports set out in paragraphs (d) and (e);

(g) resolutions, recommendations and bylaws;

(h) election of directors;

(i) reports of special committees, and of delegates from the association to other cooperative organizations and reports of other co-operatives;

(j) unfinished business;

(k) election of auditors;

(l) new business;

(m) adjournment.

Special Meetings of Members

12. The order of business at a special meeting of the members shall be as follows:

- (a) call to order by the president or chairperson;
- (b) election of a chairperson if the president of the association or person who calls the meeting to order is not to be chairperson of the meeting;
- (c) appointment of a secretary, if the secretary of the association is unable to act;
- (d) reading of notice of meeting;
- (e) consideration and disposal of the matter for which the meeting was called;
- (f) adjournment.

Regular Meetings of Directors

13. The order of business at regular meetings of the directors shall be as follows:

- (a) call to order by the president or, in his or her absence, by the vice-president;
- (b) reading and disposal of the minutes of the preceding meeting;
- (c) business arising out of the minutes;
- (d) manager's report on the condition of the business;
- (e) discussion, consideration and disposal of manager's report;
- (f) reports of special committees, if any;
- (g) discussion, consideration and disposal of reports of special committees;
- (h) communications received from suppliers since last meeting, if any;

- (i) other correspondence;
- (j) consideration and disposal of applications for membership;
- (k) consideration and disposal of applications for transfers and withdrawals from membership;
- (l) reports of the educational or public relations committee, if the association has such a committee;
- (m) new business;
- (n) adjournment.

Special Meetings of Directors

14. The order of business at special meetings of the directors shall be as follows:

- (a) call to order by the president or, in his or her absence, by the vice-president;
- (b) reading of notice of special meeting;
- (c) consideration and disposal of the matter for which the meeting was called;
- (d) adjournment.

VOTING

Eligibility to Vote

15. Where the territory in which the association does business is divided into districts, each member shall have one vote at the meeting of the association for the district in which he or she resides.

Method of Voting

16. (1) At any meeting of the association, a resolution put to the vote of the meeting shall be decided by a show of hands unless a poll is demanded by at least three members or delegates.

(2) If a poll is demanded it shall be taken by ballot, in such manner as the chairperson directs.

(3) The chairperson of the meeting at which a show of hands takes place or at which a poll is demanded, shall have the right to vote, but shall not be entitled to a second or casting vote, in the event of a tie.

(4) In case of an equality of votes, whether on a show of hands or on a poll, the motion shall be declared lost.

ELECTION OF DIRECTORS

Eligibility for Election

17. (1) A member whose application for membership has been approved by the directors and has been allotted a share or has paid his or her membership fee, if any, is eligible to be elected as a director of the association.

(2) Where the association is governed by delegates elected at district meetings, any member in good standing and any delegate who is a member of the association in good standing, is eligible to be elected a director of the association.

Nominations

18. (1) Where a vacancy on the board of directors is to be filled, candidates for the position shall be nominated either by written or oral nomination at a general or special meeting of the association.

(2) The president may, with the approval of the directors, appoint at or before the meeting three members as a nominating committee who shall place in nomination one or more names for each vacancy, with provision being made for further nominations from the meeting.

(3) The consent of a candidate to fill a vacancy on the board of directors shall be obtained orally or in writing before he or she is nominated for the position.

(4) Every election shall be by secret ballot.

Method of Election

19. (1) Unless the members or delegates provide otherwise by resolution, the method of electing directors shall be that, with only one ballot, the number of candidates receiving the highest number of votes shall be declared elected.

(2) Notwithstanding subsection (1) the members or delegates may, by a resolution carried by a majority of those present, provide that the following method of electing directors shall be adopted for the meeting:

(a) the candidates who have received the highest number of votes cast shall be declared elected,

provided that every candidate elected shall be required to have a majority of all votes cast;

(b) if, on the first ballot, the number of candidates who have received a majority of all votes cast is not sufficient to fill all the vacancies, additional ballots shall be taken to fill the vacancies remaining, by dropping the name of the candidate with the smallest number of votes on ballot number one and so on until the vacancies have been filled.

Number of Candidates

20. Where the number of candidates for election does not exceed the number of directors to be elected, all the candidates shall be declared elected.

Voting for Directors to be Elected

21. Every member or delegate voting shall vote for the number of directors to be elected, and any ballot that contains the names of more or less than the number to be elected is void.

Term of Office for Directors

22. (1) At the first general meeting of the association, three directors shall be elected where the association has fewer than 10 members and six, nine, or 12 directors shall be elected where the association has 10 or more members.

(2) Of the directors elected at the first general meeting,

(a) 1/3 of the directors shall hold office until the third annual general meeting;

(b) 1/3 of the directors shall hold office until the second annual general meeting; and

(c) 1/3 of the directors shall hold office until the first annual general meeting.

(3) Every director elected at an annual general meeting other than the first general meeting shall hold office for three years.

OFFICERS

Election of Presiding Officers

23. (1) The directors shall meet within 14 days after the first general meeting of the association, and within 14 days after each annual general meeting after that and shall elect for the current year, from their number, a president and one or more vice-

presidents, and shall appoint a secretary-treasurer or secretary and treasurer, who may or may not be a member of the association.

(2) The directors may at any time remove the president or any appointee from the office to which he or she has been elected or appointed by them and may elect or appoint, as the case may require, another person to fill the vacancy.

Election Report to the Supervisor

24. A report of the results of every election including elections at the first general meeting, the annual general meeting and any special meeting called for that purpose, or elections by directors to fill vacancies, the removal of directors, and the election and appointment of officers by the directors, shall be forwarded to the Supervisor by the secretary of the association within 15 days after the date on which the election, removal or appointment took place and the report shall state

(a) the name, address and occupation of the person elected, appointed or removed;

and

(b) the position to which the person was elected, appointed or removed from and the period during which he or she will hold office.

DUTIES OF DIRECTORS

Transfer of Shares or Membership of a Director

25. Where an assignment, transfer, redemption or repurchase of shares or membership certificates is applied for by a director, he or she shall not have a vote respecting the assignment, transfer, redemption or repurchase.

Approval of Withdrawal of Member

26. When approving the withdrawal of a member from membership in the association that has been organized without share capital or on a member being retired from the association by resolution of the directors, the membership fee or fees paid by the member may, on resolution of the directors, be retained in the association and the member withdrawing or being retired shall have no further claim to the membership fee paid.

Officers and Employees

27. (1) The directors may appoint, define the duties and fix the remuneration of the secretary-treasurer or secretary and treasurer, the manager and such other employees as they consider necessary for carrying on the business of the association.

(2) The remuneration of the members of the board of directors, if any, shall be fixed by the members of the association at the annual general meeting.

Examination of the Business by the Directors

28. (1) The directors shall examine carefully and regularly the business and property of the association and shall require the manager or secretary-treasurer or another employee in charge of the records of the association to furnish monthly or at such other times as the directors may determine, a report or reports disclosing the results of the operations of the association during a specified period, including information respecting accounts receivable and payable, assets and liabilities, income and expenses, purchases and sales and a comparison of that information with the results of operations during the corresponding period of the preceding fiscal year.

(2) Where goods, wares and merchandise are sold at retail or where supplies are otherwise used for the purposes of the association, the directors shall at least semi-annually, prepare or cause to be prepared a statement of operations and a balance sheet and shall direct or supervise the taking of an inventory at that time.

(3) When an officer or employee of the association who is responsible to the directors for the supervision or management of goods, wares and merchandise or other supplies ceases for any reason to be responsible, the directors shall immediately, and before his or her successor is appointed, prepare or cause to be prepared, an inventory of the goods, wares and merchandise.

29. (1) The directors of every association shall require each officer or employee appointed to office touching the receipt, management or expenditure of money or the receipt of goods, wares or merchandise for the purpose of the association, to furnish in addition to any other security required, a fidelity bond in an amount not less than that set out as follows:

(a) \$500 bond for sales up to \$10,000 a year;

(b) \$1,000 bond for sales from \$10,000 to \$25,000 a year;

(c) \$2,000 bond for sales in excess of \$25,000 a year.

(2) The secretary shall notify the Supervisor of the nature and amount of security and the names of the officer or officers furnishing the security.

Credit Transactions

30. (1) Where goods, wares and merchandise are sold at retail, the directors shall give the manager, secretary or secretary-treasurer or other persons having supervision or management of goods, wares and merchandise or other supplies on behalf of the association, written instructions as to the policy to be followed in buying and selling goods, wares and merchandise on credit.

(2) The directors shall examine regularly all credit transactions for the purpose of determining whether or not they are in conformity with the instructions issued in accordance with subsection (1) and if, in the opinion of the directors, such transactions are likely to impair the financial position of the association, the directors shall direct the proper officers or employees to curtail or terminate credit transactions for such period of time as the directors may determine.

Surplus from Yearly Business

31. (1) No patronage refund shall be made or allocated to the members of the association so long as the share capital is impaired.

(2) When the share capital of the association is impaired the surplus arising from the yearly operations shall be apportioned

(a) by first applying the surplus against the deficit account resulting from the share capital being impaired until no deficit remains;

(b) by paying interest on share capital at a rate not exceeding 5% for each year; and

(c) by apportioning any amount of the surplus remaining after fulfilling the requirements of paragraphs (a) and (b) and section 30 of the Act, as payments in proportion to patronage in the manner provided for in the by-laws.

Reserve Fund

32. (1) The reserve fund provided for in Section 30 of the Act may be used for the following purposes:

(a) the net losses resulting from the business operations of the association in any year may be charged against the reserve fund;

(b) the equity of a member which has been transferred to the reserve fund may be charged to the reserve fund when paid to the member or his or her estate on satisfactory proof of claim.

(2) Where the reserve fund is depleted or reduced as a result of losses being charged against it, the amounts to be placed in the reserve fund each year from the surplus arising from the business of the association, as provided for by section 30 of the Act, shall be not less than 20% of the surplus each year until the amount of the reserve fund has reached the amount that it stood at before losses were charged against it.

COMMITTEES

Executive Committee

33. The directors may appoint an executive committee which shall consist of the president, vice-president and a third member of the board of directors for the purpose of making such recommendations to the directors regarding the business of the association as may be necessary from time to time.

34. (1) The directors may appoint a credit committee of three or more members of the board of directors.

(2) The credit committee shall examine the accounts receivable and all credit transactions of the association and report to the board of directors on the amount and condition of the accounts receivable and whether credit transactions are being carried on in accordance with the by-laws and the trading policy set out by the directors under section 30.

Other Committees

35. (1) The directors may appoint other committees for purposes such as carrying out programs for education, member relations, public relations and other activities.

(2) Programs for education, membership relations and public relations may be carried out by one committee if the directors consider it advisable.

36. (1) The members or the directors of associations' operating branches may appoint local committees at any or all branches of the association to act in an advisory capacity to the directors and to keep the membership informed of the activities of the association.

(2) Committees referred to in subsection (1) shall report to the members at district meetings and at annual, general or special meetings of the association.

37. (1) The executive committee, credit committee and other committees appointed by the directors shall carry out such duties and functions allotted to them by the directors as are not required by the Act or these by-laws to be carried out by the directors, and all committees appointed by the directors shall be subject to the general direction and control of the board of directors.

(2) Meetings of committees appointed by the directors or by the members may be called by the president or the chairperson of the committee whenever he or she considers it necessary, but the directors or members may prescribe the minimum number of meetings to be held by committees.

(3) Minutes of all committee meetings shall be kept by the secretary of the association.

(4) Copies of all minutes and reports of committee meetings shall be sent to all directors following committee meetings.

(5) All minutes shall be submitted to the next directors' meeting, but shall have no effect unless approved at the meeting. R-089-95,s.19.

Membership Administration

38. The directors shall keep the members informed of the business of the association and encourage interest, discussion and support on the part of the members and, with the objective of developing and fostering a sense of ownership and responsibility on the part of the membership, shall

(a) present to the members periodic reports regarding the condition of the business and the operations of various business policies;

- (b) publicize the activities of the association in the local press and in other ways;
- (c) arrange for business and educational meetings of the association as frequently as conditions warrant;
- (d) maintain direct and personal contact with members to explain the business and progress of the association and solicit their support;
- (e) encourage active participation in the affairs of the association at meetings, appoint special committees of the members where feasible and publicize the activities of committees;
- (f) encourage the organization of study and discussion groups regarding the principles and practices of co-operation and dissemination of co-operative literature;
- (g) furnish after each annual meeting, to each member of the association, a statement showing his or her share capital or other amounts held to his or her credit in the association at the end of the previous fiscal year and the amounts, if any, credited to him or her out of the apportionment of the surplus resulting from the operations of the association during such fiscal year.

AMALGAMATION

39. Where the association is considering amalgamation with any other co-operative association, the following shall apply:
- (a) a notice of a general meeting shall be prepared and mailed to give not less than 10 days notice to the members and the notice shall specify
 - (i) the intention to present a resolution that the associations be amalgamated,
 - (ii) the intention to authorize the amalgamation agreement, and
 - (iii) the place of the meeting and the date and time of the meeting;
 - (b) the resolution to authorize the amalgamation agreement shall specify the date on which it is proposed that the amalgamation shall become effective;
 - (c) for the information of the members of each amalgamating association at their respective meetings, a financial statement and an operating

statement of the association shall be prepared containing information current to a date not more than two months before the date of the meeting.

DISSOLUTION

40. Where the association is to be dissolved under section 32 of the Act, the following procedure shall be followed:

- (a) a notice of meeting shall be prepared and mailed to give not less than 30 days' notice to the members, and the notice shall specify the intention to present an extraordinary resolution that the association be dissolved, the place of meeting and the date and the time of the meeting;
- (b) an audit of the association's books, as at a date not more than two months before the meeting to consider dissolution, shall be made and the auditor's report and financial statement showing the financial position at the time of audit, shall be read at the meeting.

DUTIES OF PRESIDENT

41. (1) The president shall, unless some other member is appointed by the meeting to do so, preside at all meetings of the association and shall preside at meetings of the directors and of the executive committee, if any.

(2) The president is *ex officio* a member of all committees appointed.

(3) The president shall, with the secretary treasurer, sign, execute and deliver all deeds or conveyances of personal or real property, all agreements for sale or purchase of land, all mortgages, leases and other legal documents which the directors may order executed and shall sign all certificates of allotment of shares or membership certificates that are approved by the directors.

(4) If no other person is authorized to do so by resolution of the board or if the person so authorized is unable to do so, or unless the directors have by resolution authorized some other person or persons to have authority to countersign cheques, the president shall countersign all cheques, notes, bills of exchange and financial documents signed by the treasurer or secretary-treasurer on behalf of the association.

(5) The president shall submit to the annual general meeting or any semi-annual general

meeting or other general meeting of the association, the directors' report of the affairs of the association.

DUTIES OF VICE-PRESIDENT

42. (1) Where the president is absent or unable to act, the vice-president shall discharge the duties of the president.

(2) If the office of the president becomes vacant, the directors may appoint the vice-president or any other director to be president until the next annual general meeting.

DUTIES OF SECRETARY

Meetings

43. The secretary shall attend all meetings of the association, of the directors and of the executive committee, if any, keep correct minutes of those meetings, and keep the directors informed with respect to the minutes of any special committee meetings.

Signing Officer

44. The secretary shall, with the president, sign, execute and deliver all deeds and conveyances of real or personal property which the directors may order executed, and shall sign all certificates of allotment of stock or membership certificates, applications for which have been approved by resolution of the directors.

Correspondence

45. The secretary shall conduct the correspondence of the association and shall have charge of all records, books, papers and documents.

DUTIES OF TREASURER

Deposits

46. (1) The treasurer shall receive and deposit in a credit union, a chartered bank or trust company authorized to receive money on deposit, which the directors may order, all moneys received by or paid to the association and shall give receipts for the moneys.

(2) If the association is a member of another incorporated co-operative association or co-operative organization, the treasurer may, with the consent of the directors, transfer the moneys to

the incorporated cooperative association or co-operative organization.

(3) Moneys of the association shall not be deposited in a credit union where the manager, treasurer or other person having custody of cash, books, and records of the credit union is also in charge of or has custody of cash, books, and records of the association.

Signing Officer

47. The treasurer shall, with the president or any other person appointed for the purpose, sign all cheques, notes, bills of exchange and other documents necessary to carry on the business of the association.

Books and Accounts

48. (1) The treasurer shall keep a proper set of books showing accurately all transactions of the association and shall on request present to the directors a full and detailed account of all receipts and disbursements.

(2) The system and adequacy of bookkeeping and accounting records shall be subject to the approval of the Supervisor.

Statements

49. The treasurer shall prepare or cause to be prepared for submission to the annual general meeting a complete statement of the financial position of the association and shall prepare interim financial statements for submission to any semi-annual meeting or any other general or special meeting for which submission is requested by the directors.

DUTIES OF SECRETARY-TREASURER

50. The office of the secretary and treasurer may be held by one person to be known as the secretary-treasurer, whose duties shall be as prescribed in sections 43 to 49.

OTHER OFFICIALS

Duties of Other Officials

51. (1) The duties of secretary and treasurer or secretary-treasurer may be modified or altered in keeping with the allotment of such duties as may be assigned by the directors to the manager and other employees of the association.

(2) Where the duties of secretary and treasurer or secretary-treasurer are modified under subsection (1), instructions as to their duties shall be given in writing to the employees concerned.

District Officials

52. (1) Where the territory in which the association does business is divided into districts, the members in attendance at the annual district meeting shall, under such conditions as may be laid down by the directors, elect a secretary to keep a record of the proceedings of such meetings.

(2) A complete record of the proceedings, certified as correct by the chairperson of the meeting and the secretary, shall be filed with the secretary of the association before the annual business meeting of the association.

SEAL OF THE ASSOCIATION

Custody and Use of Seal

53. (1) The secretary or secretary-treasurer shall have custody of the seal of the association.

(2) The seal of the association shall not be affixed to any instrument except by the authority of a resolution of the directors and shall be affixed only by the president and secretary or secretary-treasurer or such other person as the directors may appoint, and the president and secretary or secretary-treasurer or other persons shall sign every instrument to which the seal of the association is so affixed in their presence.

MEMBER APPROVED BY-LAWS

54. The Standard By-laws specified under the NWT Co-operative Associations Act, including any amendments that are made under the Act from time to time, shall form the first sections of the Inukshuk Housing Co-operative By-laws. The by-laws following, together with the Standard By-laws, constitute the only By-laws of the Inukshuk Housing Co-operative, and supercede and replace any previous By-laws.

55. The business of the Inukshuk Housing Co-operative is to provide affordable housing to and facilitate a sense of community among its members.

56. An Annual General Meeting of the members shall be called by the Board of Directors in the month of either September or October to receive information about the business of Inukshuk Housing Co-operative and to fill any vacancies on the Board of Directors.

57. The Board of Directors shall be composed of between five and seven members. At each Annual General Meeting, the number of positions on the Board of Directors shall be brought to seven if there are candidates available to fill those positions.

58. All residents of the Inukshuk Housing Co-operative shall become members upon

a. Payment of share capital in the amount of in the amount established from time to time by the Board of Directors, and

b. Possession and continued residency in a housing unit.

59. All residents of a housing unit who are 16 years of age or older shall be considered members of the Co-operative if they or a member of their family has met the requirements of Section 57. All residents of each housing unit who are 16 years of age or older must be a member.

60. Notwithstanding the provisions of Section 58, only one member from each housing unit is allowed to exercise a vote at any meeting of the members or to hold a position on the Board of Directors.

61. All members of the Inukshuk Housing Co-operative are expected to:

a. Contribute to the welfare and betterment of the Co-operative through volunteer activities;

b. Pay all housing charges on time except with the authorization of the Board of Directors;

c. Maintain their housing unit in good repair, and to report to the Board of Directors (or its delegate) any substantial repairs that should be made to maintain the value of the property. Repairs that are

not the result of normal wear shall be charged to the member.

d. Use their units for residential housing of their family and short term guests only, except with the written approval of the Board of Directors;

e. Follow the bylaws and occupancy agreement of the Co-operative as they may from time to time be amended.

f. Avoid behaviour which interferes with other members' quiet enjoyment of their unit(s).

62. At least one member from housing unit shall be an active member of one of the Standing Committees of the Co-operative or the Board of Directors. Active committee members are those who participate in two out of every three meetings of the committee, or who participate in volunteer activities organized by a committee at least twice annually. The Standing Committee are from time to time determined by the Board of Directors.

63. If a member is in arrears on the housing charges applicable to his or her housing unit, and those arrears continue for a period of 15 days, the share capital of that member shall be transferred to the person's housing account, and the President or any member of the Board of Directors shall issue a notice of eviction to be effective on the final day of the month for which the arrears applies.

a. The membership of the member(s) of a unit whose share capital has been transferred to cover arrears shall be considered to be suspended, and all rights and privileges as a member shall be suspended.

b. Where an eviction notice is issued because of arrears, at the discretion of the Board of Directors, the eviction notice may be vacated if the member eliminates the arrears and agrees to a payment plan to restore the share capital required of members. Once the share capital has been brought back to its full level, the member(s) in the unit shall be considered full members.

64. A member may not, without written permission of the Board of Directors, sell, give, or transfer his or her membership in the Inukshuk Housing Co-operative.

65. The Board of Directors may, at its discretion, authorize the contracting with and remuneration of those members or non-members who provide a skilled service to the Co-operative at the request and discretion of the Board. A skilled service is a trade or specialized skill that is recognized through a certificate, diploma, degree, professional designation, or journeyman trade status.

66. The Board of Directors may, at its discretion, authorize the short-term or long-term contracting or employment of a Member to perform clerical or handyman services.

67. The payment to a member employed under the provisions of Sections 65 and 66 shall not exceed the amount that would be paid to a non-member with similar qualifications.

68. Notwithstanding the provisions of Section 66 and 67, no member of the Board of Directors may receive remuneration for his or her volunteer activities serving on the Board of Directors.

69. No member shall permit in their housing unit a dog or cat that is, or likely to grow to, an animal of more than 25 pounds without the permission of the Board of Directors.

70. Members who wish to use their unit to operate a business, home day care, or any other enterprise or activity that is likely to cause increased wear and tear on the unit or an increase in traffic going through the driveway must seek the approval, by resolution, of the Board of Directors at its regular monthly meeting.

71. No member shall permit or install in a common area of the Co-operative any equipment, material, or substance which could affect the safety of members or visitors, particularly young children. This includes attractive nuisances such as but not exclusively

above-ground swimming pools, trampolines, or sliding areas. A member who violates this by-law will be responsible for the cost of removal and disposal of the hazard.