

BYLAWS
of the
CANADIAN COMMUNICATION ASSOCIATION
Established June 1983 (with amendments)
Last amended May 2022

Article I

Name

1. The name of this organization shall be the Canadian Communication Association (CCA), and referred to in French as the Association canadienne de communication (ACC).

Article II

Purposes

- 2.1 To encourage and develop the study of communication and its relationship with other disciplines.
- 2.2 To hold conferences, meetings and exhibitions for the discussion of communication problems and the exchange of views in matters relating to communications.
- 2.3 To purchase, acquire, take by gift, any device, bequest, or donation for the objects of the association.
- 2.4 To give grants, scholarships or fellowships to deserving individuals, groups of persons or organizations in pursuance of the objects of the association.

Article III

Membership

- 3.1 Membership Categories. Membership in this Association shall be divided into two categories: Active (including Regular, Students, Retired, Part-time/Sessional, and Honorary); and Affiliate. Only Active Members shall enjoy voting privileges, or be eligible for nomination, election, or appointment to office.
- 3.2 Active Members
 - a) Regular. Any person interested in the purposes of this Association shall be duly accepted into its active membership as a Regular Member after payment of the annual dues specified for such membership. Regular Members shall have voting privileges, be eligible to hold office and sit on awards juries, and shall receive all regular publications of the Association.

- b) Student. Any person currently enrolled full-time in a degree program at an accredited university, college, or other higher learning institution, shall be duly accepted into active membership as a Student Member after payment of the annual dues specified for such membership. Student members shall have voting privileges, be eligible to hold office as a student representative on the Board, and shall receive all regular publications of the Association.
- c) Retired. When Active Regular Members retire from their place of employment they may pay the reduced rate for Retired Members. Retired Members shall pay dues in the amount specified for such membership, and shall enjoy the same rights and privileges as Regular Members.
- d) Part-time. Any person currently employed as a part-time or sessional instructor at a university, college or other higher learning institution, shall be duly accepted into active membership as a Part-time/Sessional Member. Part-time/Sessional members shall enjoy the same rights and privileges as Regular Members.
- c) Honorary. On recommendation to the Board of Directors, a simple majority vote at an Annual General Meeting may designate an individual as an honorary member. Honorary members are entitled to all rights and privileges of regular members except voting.

3.3 Affiliate Members.

- a) Institutional. Any accredited scholarly institution or professional organization shall be eligible to affiliate with the Canadian Communication Association upon the receipt of the annual dues specified for such membership. Institutional Affiliates may neither vote nor hold office.

3.4 Membership Year. Membership shall be for the calendar year, beginning January 1st and ending on December 31st. Membership dues paid anytime during a calendar year are for that year only, and will expire on December 31st.

3.5 Membership Dues. The membership dues shall be determined by the Board of Directors. Failure of a member to pay dues automatically terminates the individual's membership in this Association, unless otherwise stipulated by the Board of Directors. Upon the request and payment of tardy and current dues, any person whose membership has been automatically terminated for non-payment of dues may be reinstated by the Treasurer of the Association.

Article IV
Officers, Nominations, Elections

- 4.1 Officers. The officers of this Association shall be President, Vice-President, Secretary, Treasurer, Local Arrangement Coordinator for the annual conference.
- 4.2 Terms of Office.
- a) The terms of office of the Local Arrangement Coordinators shall be one year, and is not renewable. The term of office of the President and the Vice-President shall be two years, and is not renewable. The term of office of the Treasurer and Secretary shall be three years and is renewable twice for up to two years each (seven years total). Where possible, the terms of President and Treasurer should not end in the same year. The Vice-President automatically becomes President at the expiration of the President's term.
 - b) A term of office shall begin on the last day of the Association's Annual Conference. If an emergency prevents the Annual Conference, a term of office shall begin on July 1st following the normal date of the Annual Conference, and shall continue until a successor is entitled and prepared to take office. If an elected officer is not ready to take office within one month of the initiation of their term, the Board of Directors may declare the office vacant and appoint a substitute to complete the unexpired term.
- 4.3 Board of Directors.
- a) The Board of Director of the Association shall consist of the President, Vice-President, Secretary, Treasurer, Local Arrangement Coordinator, Members-at-Large (six to eight), and Student Representatives (two). The Members-at-Large shall serve three-year terms; the Student Representatives, one-year terms. The Members-at-Large positions are not renewable. Student Representative positions are renewable for one year, pending a majority vote by the student caucus.
 - b) All members of the Board of Directors must be members in good standing of the Canadian Communication Association.
 - c) The Board of Directors shall carry out policy as determined by a duly constituted general meeting of the Association. It shall have the power to approve the budget and to direct and review the general affairs of the Association with the limits set forth in these bylaws.
 - d) The Board of Directors shall confer regularly throughout the year electronically (e.g. conference call, online meetings, e-mails)-or otherwise.

- e) One half of the members of the Board of Directors shall constitute a quorum for the official transaction of business. Unless otherwise specified herein, decisions shall be based on a simple majority vote.
- f) As much as possible, the Board of Directors shall reflect the make-up of the Association and ensure that diversity is properly represented in its members, including but not limited to regional, linguistic, ethnic, gender, and racial diversity.

4.4 Executive Committee.

- a) A subcommittee of the Board of Directors consisting of the President, the Vice-President, Secretary, and Treasurer shall be designated the Executive Committee. *(Amended 2000 to remove mention of immediate Past President).*
- b) The Executive Committee shall implement and enforce the policies and decisions of the Board of Directors, and assist the President in managing the affairs of the Association.
- c) All actions taken by the Executive Committee shall be reported regularly to the Board of Directors.

4.5 Conference Executive Committee

- a) A subcommittee of the Board of Directors consisting of the President, Vice-President, and Local Arrangement Coordinators shall be designated the Conference Executive Committee.
- b) The Vice-President will be designated Conference Chair and shall assume responsibility for planning the Annual Conference with the support of the Conference Executive Committee.
- c) All actions taken by the Conference Executive Committee shall be reported regularly to the Board of Directors.

4.6 Nominations and Elections

- a) A subcommittee of the Board of Directors consisting of the President and Vice-President shall be designated the Nomination Committee
- b) At each Annual General Meeting, as appropriate for the terms of office, the Vice-President will present a slate or slates of names for the offices of Vice-President, Secretary, Treasurer, and Members-at-Large. When possible, at least two new Members-at-Large will be elected each year.

- b) After the Nomination Committee presents its slate or slates, any Member of the Association will be able to present a name. If the nominee is present and/or has advised the Vice-President that they agree to stand for election and if the nomination is seconded that name will be added to the candidates for the election.
- c) Election will be by anonymous written or electronic ballot and the votes will be counted by the Secretary and a teller chosen by the assembly at the Annual General Meeting.
- d) Election will be by simple majority. In case of a tie, the President will cast the deciding vote.

4.7 Vacancies.

- a) When a vacancy in the office of the President occurs at any time during his/her term, the Vice-President shall succeed to the office and serve to the end of the unexpired term.
- c) When a vacancy occurs in the office of the Vice-President, Secretary, or Treasurer, the President or their designate shall assume the duties of the office until the position is filled by the usual procedure at the next Annual General Meeting.
- d) When a vacancy occurs in either the Student Representatives or Members-at-Large, the position will remain vacant until it can be filled by the usual procedure at the next Annual General Meeting.

4.8 Duties of Officers.

- a) The President shall preside at all business meetings of the Association, its Board of Directors and its Executive Committees. In addition, the President shall create and appoint such temporary committees as deemed necessary; receive and analyze the annual reports of the officers and committees of the Association preceding the Annual Conference; conduct the Association's public relations; represent the Association at meetings of other educational and professional organizations when possible; chair the Association's prize juries; present an annual report of the Executive Committee and the Board for the Annual General Meeting; and perform those duties usually associated with this office.
- b) The Vice-President shall assist the President when requested, and assume the duties of the President in the event of the latter's absence, disability, or request. The Vice-President shall be designated Conference Chair.
- c) The Secretary shall act as recording secretary for all general meetings, meetings

of the Board of Directors and the Executive Committee. They shall carry on all routine correspondence in the name of the Association or as directed by the Board. The Secretary shall receive and circulate reports of committees and maintain the Association's mailing list, the Association's email account and maintain and update the website.

- d) The Treasurer of the Association, collects all membership dues, performs all bookkeeping and financial duties, and liaises with the bank and professional auditors. The Treasurer shall maintain the Association's membership list. In addition, the Treasurer shall submit an annual financial report to the Board of Directors and to the Association's membership.
- e) The Local Arrangement Coordinators shall assume the responsibility for local arrangements for the Annual Conference under the direction of the Conference Chair, with the support of the Conference Executive Committee.
- f) Student Representatives shall hold a meeting of all students at the Annual Conference, where they will elect the new Representative(s) or be confirmed for a second term of office. When possible, the term of the two Student Representatives should not end the same year. The incoming Student Representatives must advise the President of their election before the Annual General Meeting. It is the responsibility of the President and the outgoing Student Representatives to both inform the incoming Student Representatives of their duties and to introduce the incoming Student Representatives to the Board and the Executive.

It shall be the responsibility of the Student Representatives to work with the Conference Executive Committee to organize at least one professional development workshop for students at the Annual Conference.

The election of Student Representatives shall adhere to the "Terms of Reference for the Election and Office of the Student Representatives to the Canadian Communication Association Board of Directors."

- g) Members-at-Large shall advise and assist the President and the Executive Committee in the conduct of their duties, and shall act as peer-reviewers for the Annual Conference.

Article V *Committees*

5.1 Committee Structure. The committee structure of this Association shall consist of

- a) Standing Committees

- b) Special Task Committees, and
- c) Annual Committees

All committees shall be accountable to the general membership and to the Board of Directors between annual meetings. The President shall appoint the chairperson of each committee. All committees shall be established or discontinued by the Board of Directors

Article VI

Finances

- 6.1 Annual dues of all classes of membership shall be set by the Board of Directors in accordance with the Association's financial needs. Upon the petition of twenty percent of the Active Members, however, the Board of Directors must submit to the Active Members for their approval at the Annual General Meeting or by mail ballot any decision to change the dues structure. A simple majority of those responding within 30 days of mailing the ballots shall then decide the issue.
- 6.2 The Treasurer shall receive dues and other payments, keep accounts, authorize outgoing cheques, and render reports as provided in Article IV, Section 7 (c) above.
- 6.3 An auditor shall be hired by the Treasurer in consultation with the President to perform the following duties:
 - a) Examine annually the Financial Statement of the Treasurer, including such tests of accounting records and other information as will enable him/her to give an opinion on the financial statements.
 - b) File reports with the Treasurer prior to the Annual General Meeting. The report shall be submitted to the Annual General Meeting at which time it shall be read and shall be opened to inspection by all members of the Association. The report of the Auditor shall also be included in the Annual Report to Members of the proceedings of the Board of Directors.
 - c) Examine and report on other financial affairs of the Association at any time during the year upon the request of the Board of Directors.
 - d) Remuneration of the auditors shall be fixed by the Board of Directors.
- 6.4 Unless otherwise stipulated, funds received by the Association shall be handled and deposited by the Treasurer in an appropriate financial institution approved by the Board of Directors.
- 6.5 By affirmative vote of a simple majority of voting members of the Board of Directors, the Treasurer shall invest stated amounts of the funds of the Association as directed from time to time.

- 6.6 All revenues derived from dues, assessments, grants or any other source shall be used entirely for the work of the Association. Such funds shall be expended in accordance with the Association purposes consistent with its budget, or with the special terms of a grant or bequest consistent with Association purposes. No part of the incomes of the Association shall be paid to any member as a share or dividend; but officers, committee members and employees may be reimbursed for necessary expenses related to their duties; and employees may be paid wages and salaries as authorized by the Board of Directors.
- 6.7 No member or group of members shall commit the funds or other assets and resources of the Association in any way except as stipulated in these Bylaws.
- 6.8 Disposal of Assets.
- a) In the event the Association is dissolved, the Board of Directors shall remain in existence for not more than 12 months to terminate the affairs of the Association in accordance with the provisions of this section.
 - b) After payment of debts and obligations, the Board of Directors shall transfer the net assets of the Association to one or more recognized charitable organizations in Canada, having similar goals.
 - c) Should the authorized transfer of funds not have been completed by the end of the twelfth month after dissolution of the Association, the Executive Committee of the Association shall have authority to complete the provisions of this section.
- 6.9 No member or group of members shall use the name of the Association or its logo in any activity without the prior written permission of the Secretary acting with the advice and consent of the Board of Directors.

Article VIII

Meetings and Reports

- 7.1 Except for sufficient reason, there shall be an Annual Conference of the Association. One general session of the Annual Conference shall be arranged for and designated as the Annual General Meeting for the purposes of legislating policy, reporting and reviewing all decisions of the Board of Directors. The Annual General Meeting may be held in person or electronically (e.g., fully online, or in a hybrid form to include mix of in-person and online attendees). All decisions of the Board of Directors shall be reported to the Association membership at the Annual General Meeting of the Association.
- 7.2 The Board of Directors may decide to hold a Special Members Meeting outside of the framework of the Annual General Meeting at the Annual Conference. The Special Members Meeting may be held electronically (e.g., fully online, or in a hybrid form to include a mix of in-person and online attendees). Members in good standing are eligible

to participate in such meeting and vote on any matter pertaining to the conduct of the Association. Notice of Special Members Meetings will be sent out to the membership at least 15 days in advance. Quorum will consist of 10 per cent of the Active members and no voting may take place by proxy.

- 7.3 The Board of Directors of the Association shall have the authority to set the time, place and registration fees of the meetings and conferences of the entire Association. On the petition of twenty percent of the Active Members, however, the Board of Directors must call a Special Members Meeting to be held within 30 days from the date of the petition.
- 7.4 Announcement of the time and place of any meeting or conference of the entire Association shall be made as far ahead as is reasonably possible; except for the Special Members Meetings, notice shall be sent in time to reach Active Members at least 30 days in advance of the meeting or conference date.
- 7.5 Active Members of the Association may vote on matters referred to the Association at the Annual General Meeting, and may initiate business at such meetings. Motions passed at the Annual General Meeting shall be acted upon by the CCA Board of Directors.
- 7.6 Items of Business requiring the vote of the Active Members may be transacted by mail or electronically (e.g., by email or an online platform), when the Board of Directors considers such action desirable.
- 7.7 At the Annual General Meeting the Active Members by a simple majority vote may refer any business to the entire Active Membership for a vote by mail or electronically (e.g., by email or an online platform). A resume of pertinent discussion on the floor will be included in the materials sent to the members. A motion requesting this form of vote is subsidiary and may be made and voted on while a principal motion is pending.
- 7.8 Minutes of the preceding Annual General Meeting, with a summary of any other material which concerns a program of the Association for its membership, shall be included in the annual report by the Secretary.
- 7.9 A copy of all financial statements from the previous year as approved by the Board of Directors shall be available at the Annual General Meeting.

Article VIII

Amendments and Revisions

- 8.1 **Initiation of Change.** Amendments to, or other changes to, these Bylaws may be initiated in any of the following ways:
 - a) The Board of Directors may formulate proposals for amendment of these Bylaws

and submit them, with any arguments it chooses, to the Active Membership for vote.

- b) The President may appoint a committee to consider revising the Bylaws in general or in particular, and subsequently submit to the membership of the Association the committee report, together with recommendations of the Board of Directors for or against the proposals.
 - c) Five Active Members of the Association may submit to the Board of Directors a proposed amendment or amendments in writing and signed by the sponsors. The Board of Directors shall then submit the proposed amendment(s) with any arguments advanced by its sponsors, and with the board of Directors' recommendation for or against the proposed change, to the members of the Association for action. An amendment formulated in this manner may not be submitted to the Board of Directors within a period of 60 days preceding and 60 days following the date of the Annual General Meeting.
- 8.2 Amendments or revisions to this document may be considered formally by the Active Members of the Association. An affirmative vote of at least two-thirds of those voting shall be required for acceptance of the amendment(s). Members may designate a proxy vote by written notification to the Secretary or the President, 30 days in advance of any meeting.
- 8.3 Unless otherwise specified, an amendment approved by the Active Members becomes effective on the date selected by official action of the Board of Directors, but in no case later than the next Annual General Meeting.

Article IX

Parliamentary Authority

In the absence of any provision to the contrary in these Bylaws, all business meetings of the Association and its various components shall be governed by the parliamentary rules and usages contained the current edition of Roberts Rules of Order, Revised.

This document was prepared in November 2001 and revised in June 2007, June 2012 and May 2022.