

**Canadian Weed Science Society**  
**Société canadienne de malherbologie**

Bylaws  
(Revisions Approved October 24, 2002)  
(Revisions approved November 26, 2009)

# Table of Contents

1.0	NAME .....	1
2.0	GOALS AND OBJECTIVES .....	1
3.0	MEMBERSHIP AND FEES.....	2
4.0	BOARD OF DIRECTORS.....	2
5.0	EXECUTIVE COMMITTEE .....	3
6.0	ELECTION AND APPOINTMENT OF OFFICERS AND DIRECTORS.....	3
7.0	NOMINATION OF ELECTED DIRECTORS.....	3
8.0	MEETINGS .....	3
9.0	COMMITTEES .....	4
10.0	WORKING GROUPS .....	4
11.0	FISCAL YEAR.....	4
12.0	REPEAL OR AMENDMENTS OF BYLAWS .....	4
13.0	MANUAL OF OPERATING PROCEDURES.....	5
14.0	AUDITOR.....	5
15.0	EXECUTION OF DOCUMENTS.....	5
16.0	CORPORATE SEAL .....	5
17.0	HEAD OFFICE .....	5
18.0	DISSOLUTION.....	5
19.0	BOOKS AND RECORDS .....	6
20.0	INTERPRETATION .....	6

**Canadian Weed Science Society**  
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**Bylaws Approved July 31, 1999**  
**Revised Bylaws Approved October 24, 2002**  
**Revised Bylaws Approved November 26, 2009**

**1.0 NAME**

- 1.1 The organization shall be known as the Canadian Weed Science Society / Société canadienne de malherbologie (CWSS/SCM).
- 1.2 The CWSS/SCM is a national organization representing the interests of its members involved in weed research, extension, education, product development, marketing or regulation and of all other individuals and groups with an interest in weed management.

**2.0 GOALS AND OBJECTIVES**

- 2.1 The Goals of the CWSS/SCM are to:
  - 2.1.1 Establish and maintain a process for sharing and disseminating weed science knowledge in Canada.
  - 2.1.2 Provide a forum for discussion of weed management issues in Canada.
  - 2.1.3 Take a proactive stand on behalf of all stakeholders on issues related to weed management at provincial and federal levels.
- 2.2 The Objectives of the CWSS/SCM are to:
  - 2.2.1 Identify weed-related problems or issues, review results of current weed research, discuss weed management priorities and strategies for consideration by extension, regulatory and industry personnel, and where appropriate, formulate and implement action plans.
  - 2.2.2 Recommend priorities and short and long-term goals for weed management in Canada.
  - 2.2.3 Promote the coordination of weed research activities in Canada.
  - 2.2.4 Encourage standardization of terminology with respect to weeds and weed control methods.

- 2.2.5 Encourage a unified approach concerning provincial regulations dealing with noxious weeds, weed seed dissemination, herbicide use, residues and environmental impact.
- 2.2.6 Encourage liaison between Canadian weed scientists, with members of weed science societies outside of Canada, and with scientists or other individuals in other relevant disciplines.
- 2.2.7 Hold an annual meeting to facilitate all of the above.

### **3.0 MEMBERSHIP AND FEES**

- 3.1 Membership in the organization shall be open to individuals and organizations who are interested in the goals and objectives of the CWSS/SCM and shall consist of anyone who has paid the required fees, if applicable.
- 3.2 Membership in the CWSS/SCM is based on the calendar year.
- 3.3 The right to vote, nominate candidates for election, present motions, sign petitions and to hold elected office in the organization is restricted to individuals holding a valid membership. Valid membership types are identified in the Manual of Operating Procedures.

### **4.0 BOARD OF DIRECTORS**

- 4.1 The affairs and activities of the CWSS/SCM shall be governed by a Board of Directors.
- 4.2 The Board of Directors of the CWSS/SCM shall consist of the following:
  - President
  - 1<sup>st</sup> Vice-President
  - 2<sup>nd</sup> Vice-President
  - Past President
  - Secretary
  - Treasurer
  - Publications Director
  - Research Representative
  - Extension Representative
  - Eastern Member-at-Large
  - Western Member-at-Large
  - two (2) CropLife Canada Representatives (as designated by CropLife Canada)
  - two (2) Regulatory Representatives (as designated by Pest Management Regulatory Agency (PMRA) and Canadian Food Inspection Agency (CFIA))
  - Graduate Student Representative (as designated by graduate students)

- Current Local Arrangements Chair
- Upcoming Local Arrangements Chair

The number of directors of the CWSS/SCM may be changed only by amendment of these bylaws.

4.3 Seven (7) members of the Board of Directors, three (3) of whom shall be members of the Executive, shall constitute a quorum at meetings of the Board of Directors. All members of the Board who are eligible to vote shall have equal voting rights.

## **5.0 EXECUTIVE COMMITTEE**

5.1 The Executive Committee of the CWSS/SCM shall be the President, 1st Vice-President, 2nd Vice-President, Secretary and Treasurer.

## **6.0 ELECTION AND APPOINTMENT OF OFFICERS AND DIRECTORS**

6.1 No one under the age of eighteen (18) years shall be eligible to hold office in the CWSS/SCM.

6.2 Officers shall be subject to removal by resolution of the Board of Directors at any time.

## **7.0 NOMINATION OF ELECTED DIRECTORS**

7.1 The Nominating Committee shall be responsible for recommending a list of candidates for vacant Board and committee positions to the Board.

7.2 Elected members of the Board of Directors shall be elected by mail or electronic ballot of all regular members of the CWSS/SCM at least 30 days prior to the annual meeting.

7.3 No member's name shall be placed in nomination without the consent of the nominee.

7.4 Elections will be decided by majority vote. In the case of a tie vote, the winner shall be determined by a coin toss in the presence of both nominees or their representatives at a meeting of the Executive Committee.

7.5 Director positions, terms, and duties are described in detail in the Manual of Operating Procedures.

## **8.0 MEETINGS**

8.1 The CWSS/SCM shall hold an annual meeting no less than 30 days and no more than 90 days after the end of the fiscal year at a time and place to be decided by the Board of Directors.

- 8.2 The Board of Directors or any committee shall meet regularly, either in-person or by teleconference call, to conduct required business.

## **9.0 COMMITTEES**

The Board of Directors may establish/dissolve standing committees and ad hoc committees, as it deems necessary to conduct the CWSS/SCM affairs. It shall also prescribe committee terms of reference and shall be responsible for the functioning of all committees. All committees shall report to the Board of Directors via the appropriate Executive Committee member. Committee members shall not receive any stated remuneration for their services nor directly or indirectly receive any profit from their positions as committee members, but may be paid reasonable expenses incurred by them in the performance of their duties. The composition and responsibilities of standing committees are outlined in the Manual of Operating Procedures.

## **10.0 WORKING GROUPS**

- 10.1 The Board of Directors may establish/dissolve Working Groups on specific topics as it deems necessary to conduct the activities and affairs of the CWSS/SCM. The members and officers of each Working Group shall be responsible to the Board of Directors for the conduct of the affairs of the Working Group and shall render an annual report from the Working Group to the Board of Directors, as necessary. Examples of specific Working Groups and further details are outlined in the Manual of Operating Procedures.
- 10.2 Working Groups may become inactive as CWSS-SCM priorities or meeting programs change. When CWSS-SCM objectives may be met through its working groups, the appropriate working group(s) can be re-activated and tasked at the request of the Board.

## **11.0 FISCAL YEAR**

- 11.1 The fiscal year of the CWSS/SCM shall be from October 1 to September 30.

## **12.0 REPEAL OR AMENDMENTS OF BYLAWS**

- 12.1 The bylaws of the CWSS/SCM may be repealed or amended upon approval of at least two-thirds majority of regular members voting at any annual meeting of the CWSS/SCM or by a special mail or electronic ballot, if approved by a simple majority of the regular members voting.
- 12.2 No amendment will be put to a vote at the annual meeting unless written notice of the motion has been circulated by regular mail or electronically to all members at least thirty (30) days prior to the meeting.
- 12.3 Amendments to these bylaws may be proposed by the Board of Directors or by any eight (8) regular members. In the case of changes proposed by members, the

Board of Directors shall consider such proposals and submit them to the membership with its recommendations.

- 12.4 No change to these bylaws shall take effect until such change has been approved by the Minister of Consumer and Corporate Affairs of Canada.

### **13.0 MANUAL OF OPERATING PROCEDURES**

13.1 Operational details for the conduct of business by the Board of Directors or the CWSS/SCM shall be contained in a Manual of Operating Procedures.

13.2 Changes to the Manual of Operating Procedures shall come into effect with an approved motion by the Board of Directors.

### **14.0 AUDITOR**

14.1 By motion from the floor at the annual meeting, the members of the CWSS/SCM shall annually appoint qualified auditors to certify the correctness of the books of the organization, in accordance with provincial requirements.

14.2 The auditors so appointed shall hold office until the next annual meeting. The Board of Directors may fill by appointment any vacancy in the position of auditor that occurs between annual meetings.

14.3 An annual audit shall be made at the end of the fiscal year and reported at the next annual meeting of the CWSS/SCM.

### **15.0 EXECUTION OF DOCUMENTS**

15.1 Contracts, documents or any instruments in writing requiring the signature of the CWSS/SCM shall be signed by the President and one other officer or director, and all contracts, documents and instruments in writing so signed shall be binding upon the CWSS/SCM without any further authorization or formality. The seal of the organization, when required, may be affixed to contracts, documents and instruments in writing signed as aforesaid.

### **16.0 CORPORATE SEAL**

16.1 The seal of the organization shall be as prescribed by the Board of Directors and shall include the words, "Canadian Weed Science Society/Société canadienne de malherbologie". The seal shall be entrusted to the care of the Secretary.

### **17.0 HEAD OFFICE**

17.1 The Head Office of the Organization is identified in the Manual of Operating Procedures.

### **18.0 DISSOLUTION**

18.1 In the event of dissolution of the CWSS/SCM, the physical assets shall be sold and, after payment of all debts, money possessed by the organization shall be given equally to agricultural degree granting institutes to support undergraduate weed science teaching as follows:

- Nova Scotia Agricultural College
- Université Laval
- Macdonald Campus of McGill University
- University of Guelph
- University of Manitoba
- University of Saskatchewan
- University of Alberta
- University of British Columbia.

#### **19.0 BOOKS AND RECORDS**

19.1 The Board of Directors shall see that all necessary books and records of the CWSS/SCM required by the bylaws and by any applicable statute or law are regularly and properly kept.

#### **20.0 INTERPRETATION**

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