



BY-LAWS OF  
**MUNACA**

**MCGILL UNIVERSITY NON-ACADEMIC CERTIFIED ASSOCIATION**

**ARTICLE 1 - HEAD OFFICE**

The head office of the Association is located at the place designated by the Executive Board.

**ARTICLE 2 - MEMBERSHIP**

- A) In order to become and remain a regular member of the Association a person must:
- i) Be a member of the bargaining unit in respect of which the Association was certified;
  - ii) Sign an application for membership;
  - iii) Pay dues and any other fees approved by the Association;
  - iv) Be accepted by the Board of Representatives or the General Assembly;
  - v) Comply with the PSAC Constitution, Regulations and By-laws of the Association.
- B) Every member in good standing shall receive a membership card signed by the PSAC National President.
- C) In recognition of special service to the Association, a person who is retired or who is no longer an employee of McGill University may be declared by the Executive Board to be a Member Emeritus of the Association. A Member Emeritus will have the right to attend all meetings of the Association, with no voting or other privileges. Member Emeritus status may also be revoked by the Executive Board.

**ARTICLE 3 - DUES**

The Association may, by decision of the General Assembly, establish dues for its members.

Each member of the bargaining unit for which the Association is certified shall pay dues in the amount of one point six percent (1.6 %) of her/his salary-scale minimum, excluding bonuses and overtime.

These dues shall be deducted each pay period.

Furthermore, the membership dues, by majority vote of the Board of Representatives, may be increased during each calendar year by a percentage within the range of zero percent (0%) to a maximum of ten percent (10%), as deemed necessary by the Board of Representatives to ensure MUNACA's sound financial condition.

## **ARTICLE 4 - FISCAL YEAR**

The fiscal year shall begin on May 1st and shall end on April 30th.

## **ARTICLE 5 - STRUCTURE OF THE ASSOCIATION**

The Association is composed of a General Assembly, the Executive Board, the Board of Representatives, the Classification Councils, and the Stewards.

## **ARTICLE 6 - THE GENERAL ASSEMBLY AND MEETINGS**

The General Assembly is the supreme body of the Association with all powers.

The General Assembly must hold an Annual Meeting in the manner determined by the By-laws.

The By-laws of the Association may provide for special meetings and determine the manner in which such meetings may be convoked.

### **A) STRUCTURE:**

The General Assembly shall comprise members in good standing of the Association.

### **B) ANNUAL MEETING:**

The Association shall hold its Annual Meeting before June 15th each year. Notice of twenty-five (25) working days shall be given to all members.

### **C) SPECIAL MEETINGS:**

A Special Meeting may be convened by the Board of Representatives upon giving written notice of at least two (2) working days but no more than ten (10) working days to all members.

A Special Meeting must also be convened by the President upon written motion of ten percent (10%) of the membership, by giving written notice of at least two (2) working days but no more than ten (10) working days to all members.

The agenda of the Special Meeting shall consist solely of the items mentioned in the written notice.

### **D) QUORUM AT ANNUAL AND SPECIAL MEETINGS**

A quorum of at least five percent (5%) of the Association's members is required in order to conduct the Association's business at any Annual or Special Meeting.

The quorum is established once at the opening of the General Meeting based on those members present at that time. The quorum thus obtained will not be affected by the subsequent departure of any members from the assembly.

**E) MINUTES TO BE READ AT ANNUAL AND SPECIAL MEETINGS:**

The minutes to be read at Annual and Special Meetings shall be the minutes of the last Annual Meeting and any Special Meetings.

**F) VOTING PROCEDURE AT ANNUAL AND SPECIAL MEETINGS:**

Any member in good standing shall have the right to vote at any Annual or Special Meeting of MUNACA. Voting shall be by show of hands or by secret ballot as deemed appropriate by the Chair of the meeting. A secret ballot must be held if requested by a majority of the members present.

In the event of a secret ballot, nominations from the Annual or Special Meeting will be put forth proposing a scrutineer and assistants as necessary to distribute, receive and count the ballots.

**ARTICLE 7 - EXECUTIVE BOARD**

**A) DUTIES OF THE EXECUTIVE BOARD:**

The principal duties of the Executive Board shall be the following:

- i) To manage the Association's business;
- ii) To implement the members' decisions taken at Annual and Special Meetings as well as the decisions taken by the Board of Representatives;
- iii) To keep all contracts, books, records and all other property of the Association, furnishing these items when required to do so by the General Assembly;
- iv) To admit new members;
- v) To authorize all proceedings, legal or otherwise, in the Association's interest, excepting those proceedings for which the law requires an authorizing motion from the General Assembly;
- vi) To present an Annual Report to the General Assembly;
- vii) To designate persons amongst Executive Board members authorized to sign monetary documents in the name of the Association;
- viii) To name the official delegates (Steward or elected representative) of the Association to represent the Association and to receive the delegates' reports;
- ix) To meet with Stewards, along with Council Representatives, and to respond to their concerns;

- x) To name the auditor and receive the auditor's report at the end of the fiscal year;
- xi) To meet at the request of the President or any two (2) Executive Board members.

**B) STRUCTURE OF THE EXECUTIVE BOARD:**

The Executive Board shall be comprised of the following five (5) officers:

- President
- Vice-President
- Vice-President (Communications)
- Vice-President (Finance)
- Vice-President (Labour Relations)

**C) DUTIES OF EXECUTIVE BOARD OFFICERS:**

*i) President*

- a) The President shall preside over the Annual and Special Meetings and meetings of the Executive Board and the Board of Representatives, preserving order, directing debate and enforcing the Constitution and By-laws. If the President wishes, then she/he may name a replacement in this role;
- b) The President shall be responsible for carrying out the decisions and policies of the Association;
- c) The President shall not normally vote, but in the case of a tie, shall cast the deciding vote;
- d) The President shall be an ex-officio member of all committees of the Association that are appointed by the Board of Representatives or the General Assembly;
- e) The President shall be the official spokesperson for the Association;
- f) The President shall present the Annual Report of the Executive Board to the General Assembly;
- g) The President shall see that all persons holding elected office in the Association fulfil their mandates.

*ii) Vice-President*

- a) The Vice-President shall be responsible for giving general assistance to the President;

- b) During any period when the President is absent or is for any other reason unable to perform the functions of the Office, those functions shall be assumed and performed by the Vice-President, until such time as a President of the Association is elected in accordance with Article 8;
- c) The Vice-President shall be an ex-officio member on all committees of the Association that are appointed by the Board of Representatives or the General Assembly.

***iii) Vice-President (Communications)***

- a) The Vice-President (Communications) shall record or cause to be recorded the minutes of the meetings of the Executive Board and the General Meeting and shall, jointly with the President, sign these minutes;
- b) The Vice-President (Communications) shall convene meetings when requested to do so by the President or the Executive Board;
- c) The Vice-President (Communications) shall be an ex-officio member of any communications committee.

***iv) Vice-President (Finance)***

The Vice-President (Finance) shall be responsible for carrying out the financial transactions of the Association, and in particular shall have the following duties:

- a) keeping records of monies and securities belonging to the Association;
- b) receiving the members' dues from PSAC Central and any other revenues;
- c) keeping the accounts in a manner approved by the Executive Board;
- d) depositing Association receipts in one or more of several chartered banks chosen by the Executive Board;
- e) signing cheques and other negotiable instruments jointly with the President or any other officer duly authorized to do so by resolution of the Executive Board;
- f) submitting a preliminary budget of projected income and expenditures to the Executive Board for its approval within thirty (30) days of his or her election;
- g) submitting an annual financial statement to the General Assembly at the end of every fiscal year;

- h) ensuring that the members of the Executive Board be bonded in an amount to be determined by the Executive Board for the faithful performance of the trust reposed in her/him, the cost to be borne by the Association.

**v) *Vice-President (Labour Relations)***

- a) The duties of the Vice-President (Labour Relations) shall include receiving grievances and transferring such information to the PSAC Legal Representation Section for analysis. When necessary, she/he shall initiate the Grievance Procedure for purposes of negotiating with the University Administration a solution to the grievance, or proceeding to arbitration;
- b) The Vice-President (Labour Relations) must communicate all progress, actions and decisions concerning such grievances during each stage of the Grievance Procedure to the Grievance Committee, and those members immediately concerned;
- c) The Vice-President (Labour Relations) shall be an ex-officio member on all grievance-related committees of the Association.

**D) NOTICE OF THE EXECUTIVE BOARD MEETINGS:**

Notice of a meeting must be given to all members of the Executive Board at least twenty-four (24) hours before each Executive Board Meeting, though the President may call a meeting of the Executive Board with less notice if an urgent meeting is required.

**E) QUORUM:**

The quorum of the Executive Board shall be formed by the majority of its members.

**F) VOTING PROCEDURE AT EXECUTIVE BOARD MEETINGS:**

All voting at Executive Board Meetings shall be by show of hands with each member of the Executive having one vote, except the Chair of the meeting. All votes shall be decided by simple majority, with the Chair of the meeting casting the deciding vote in case of a tie.

Members of the Executive shall have the right to have their vote on a particular matter recorded in the minutes if they so request.

## **ARTICLE 8 - ELECTION OF THE EXECUTIVE BOARD**

- i) The Executive Board shall be elected and remain in office for a period of three (3) years. Elections must be held between January 1st and June 15th of the year in which the term ends.
- ii) Nominations shall be invited from the members of the Association commencing at least twenty-five (25) working days prior to the Annual Meeting.
- iii) The Executive Board of the association shall appoint a Chief Returning Officer (CRO) for the elections who shall be responsible for setting up a volunteer committee to handle the scrutineering process and the counting of votes. The CRO may not be a candidate in the elections. The CRO will have sole jurisdiction and final authority in all Executive Board electoral matters.
- iv) The Association shall make available prescribed nomination forms, prepared by the CRO, at least twenty-five (25) working days prior to the Annual Meeting.
- v) The closing date for receiving nominations shall be announced as part of the notice inviting nominations and shall be at least fifteen (15) working days prior to the Annual Meeting.
- vi) Nominations received after 17:00 hours on the closing date shall not be entertained.
- vii) The CRO shall validate the nominations and publicize them at least ten (10) working days prior to the election, together with notice of the election procedures.
- viii) The information to be circulated by the CRO on each nominee shall contain only the following:

**NAME:**

**CLASSIFICATION:**

**DEPARTMENT:**

**TELEPHONE NUMBER:**

A pensketch of two hundred (200) words or less shall be provided by the nominee prior to the deadline for receiving nominations.

- ix) Only members of the Association in good standing may place names in nomination.
- x) No members of the Association may propose, second or sign the nomination form for more than one nominee for the same office.
- xi) The persons nominated must be members of the Association in good standing and must be identified by name and department and must have agreed beforehand, in writing, to serve on the Executive Board if elected.

- xii) Nominations for Officers of the Executive Board must be proposed and seconded and agreed to by at least ten (10) members of the Association who will all have signed the nomination form and shall have identified themselves by name and membership number.
- xiii) After the closing date for nominations, the names of all candidates duly nominated shall be printed on ballot papers.
- xiv) Members shall be asked to return mail-in ballots according to instructions published by the CRO.
- xv) All members in good standing shall be eligible to vote in the elections.
- xvi) Ballots shall be counted publicly under the supervision of the Chief Returning Officer at the end of the election, and the results will be officially announced at the Annual Meeting.
- xvii) Ballots shall be considered spoiled if returned in a manner inconsistent with the instructions published by the CRO.
- xviii) Of the persons nominated, the one gaining the most votes shall be declared the winner. In case of a tie a recount will be conducted, and if the recount upholds the tie a new vote shall be taken immediately on those persons only and all other nominees dropped.
- xix) Any person nominated who is not satisfied with the results of the vote may request a recount. Upon the request being granted by a majority vote of the General Assembly, the recount shall take place in the presence of the General Assembly and the members shall be permitted to inspect the ballots. The results shall be announced to the meeting and shall be the final result. Pursuant to paragraph (iii), any dispute concerning the validity of the ballots shall be resolved by the CRO whose decision shall be final and binding.
- xx) All ballots shall be kept for a period of at least one (1) year.
- xxi) If for any reason a vacancy occurs on the Executive Board, the remaining Executive Officers must assume the duties of the vacant position if the vacancy occurs six (6) months or less prior to the next regularly scheduled election.
- xxii) If a vacancy occurs on the Executive Board more than six (6) months before the next regularly scheduled election, a by-election must be held.
- xxiii) A position will be declared vacant when the incumbent resigns or has been declared delinquent in fulfilling the duties of that office.



## **ARTICLE 9 - BOARD OF REPRESENTATIVES**

### **A) Mandate**

The duties of the Board of Representatives are set out in the By-laws. Fundamentally, the Board of Representatives is the legislative body of the Association and has all powers to that effect, including the powers to adopt and modify the By-laws of the Association, pending ratification by the General Assembly at the next Annual Meeting or Special Meeting, which shall be held within thirty (30) working days of the adoption of the amendment(s).

### **B) STRUCTURE:**

The Board of Representatives shall comprise of the following twelve (12) members:

- President
- Vice-President
- Vice-President (Communications)
- Vice-President (Finance)
- Vice-President (Labour Relations)
- The seven (7) Council Representatives referred to in Article 10(A).

### **C) DUTIES:**

The Board of Representatives exercises duties as set out in these By-laws. The principal duty of the Board of Representatives shall be to formulate and set out the policies of the Association, notably by adopting or modifying the By-laws of the Association, pending ratification by a majority of the members in good standing who exercise their right to vote at the next meeting. The Board of Representatives shall meet at the request of the President or five (5) members of the Board of Representatives. All Council Representatives elected to the Board of Representatives shall act as District Heads to specified districts.

### **D) NOTICE OF BOARD OF REPRESENTATIVES MEETINGS:**

Notice of a meeting must be given to all members of the Board of Representatives at least twenty-four (24) hours before each Board of Representatives meeting.

### **E) QUORUM:**

The quorum of the Board of Representatives shall be formed by the majority of its members consisting of at least two (2) Executive Officers.

### **F) VOTING PROCEDURE AT BOARD OF REPRESENTATIVES MEETINGS:**

All voting at Board of Representatives meetings shall be by show of hands with each member of the Board of Representatives having one (1) vote, except the Chair of the meeting. All votes shall be decided by simple majority, with the Chair of the meeting casting the deciding vote in case of a tie.

Members of the Board of Representatives shall have the right to have their vote on a particular matter recorded in the minutes if they so request.

## **ARTICLE 10 - CLASSIFICATION COUNCILS**

### **A) IDENTIFICATION OF COUNCILS:**

There shall be three (3) Classification Councils (hereafter referred to as “the Councils”) serving the members of the Association. Each Council shall be composed of and elected by only those members of the Association who are in that classification grouping. The three (3) classification groupings shall be as follows:

- C:** Clerical and Secretarial positions (including all McGill campus members of the Association who are in the University’s “C”, “R” and “G” classifications, plus those in any new classifications that may in the future be established by the University and placed in this group by the MUNACA Executive);
- L:** Library Staff (includes all McGill campus members of the Association who are in the University’s “L” classification, plus those in any other classification including any new classifications that may in the future be established by the University and placed in this group by the MUNACA Executive);
- T:** Technical Positions (including all McGill campus members of the Association who are in the University’s “T” and “N” classifications, plus those in any new classifications that may in the future be established by the University and placed in this group by the MUNACA Executive).

### **B) DUTIES OF COUNCILS:**

- i) It shall be the duty of the Councils to meet with and advise their representative(s) to the Executive Board on all matters affecting the members they represent.
- ii) On the majority advice of the Council members, the Councils shall transmit to the Executive Board through their classification representative(s), all matters concerning the members they represent.
- iii) Each Council Representative, upon election, will also agree to serve as a Steward in their area, and to serve as a District Head should they be elected to the Board of Representatives, in an area to be determined by the Board of Representatives. Council Representatives will, in conjunction with the Executive, be responsible for recruiting Stewards and coordinating their functions.
- iv) The Councils must select responsible representatives to all committees as required. The Council Representatives must attend the committee meetings and report back to their respective Councils.

- v) It shall be the duty of each Council, through its Council Representative, to investigate as thoroughly as possible, in conjunction with Stewards and the Vice-President (Labour Relations), all potential grievances which are specific to employees represented by that Council. In cases that are initially rejected by the Vice-President (Labour Relations) and where the employee concerned appeals this decision to the Classification Council in question, the Council must decide, by majority vote, whether a grievance should be supported.
- vi) Each Council shall meet at the request of its Chair, or at the request of one third (1/3) of its members.
- vii) Each Council shall hold at least one (1) meeting per year at Macdonald campus.

**C) ELECTION OF COUNCILS:**

Voting will be conducted by mail-in ballots as per instructions published by the CRO following procedures outlined in Article 8. Each Council shall have, respectively, the following number of seats:

C	Classification – thirteen	(13) seats
T	Classification – nine	(9) seats
L	Classification – nine	(9) seats

Should any candidate from the Macdonald campus be nominated for any Council, she/he shall have priority for one (1) seat on each Council. Council members shall be elected and remain in office for a period of two (2) years.

**D) NOTICE OF COUNCIL MEETINGS:**

Notice of meetings must be given to all members of the Council at least two (2) working days before each Council meeting.

**E) QUORUM AT COUNCIL MEETINGS:**

Quorum for all Council meetings shall be at least fifty percent (50%) of the number of seats on each of the respective Councils.

**F) VOTING PROCEDURE AT COUNCIL MEETINGS:**

All voting at Council meetings shall be by show of hands, with each member of the Council having one vote, except the Chair of the meeting. All votes shall be decided by simple majority, with the Chair of the meeting casting the deciding vote in case of a tie.

Members of the Classification Councils shall have the right to have their vote on a particular matter recorded in the minutes if they so request.

## **ARTICLE 11 - COUNCIL REPRESENTATIVES**

### **A) ELECTION OF COUNCIL REPRESENTATIVES:**

- i) Each Council shall elect the following number of representatives to the Board of Representatives:
  - Four (4) members representing “C” Classification (McGill campus)
  - Two (2) members representing “T” Classification (McGill campus)
  - One (1) member representing “L” Classification (McGill campus)
- ii) The elected members to the Board of Representatives will each agree to serve as District Heads, and be directly responsible for communicating, along with the members of the Executive, with each Steward in their district.
- iii) Each Council must meet within fifteen (15) working days following its election for the purpose of electing from Council its Representative(s).
- iv) The first item of business at the first Council meeting shall be to elect a Council Chair and Council Secretary. These positions may be rotated.
- v) The second item of business shall be to elect the Council Representative(s) to the Board of Representatives and committees as required.
- vi) Each of these positions shall be determined by a majority vote of the Council members. Each member of the Council shall be eligible for election to each of these positions unless the Council member wishes to withdraw his or her name from consideration.

### **B) DUTIES OF COUNCIL REPRESENTATIVES**

The Council Representatives shall be responsible for representing the interests of their respective classifications on the Board of Representatives and shall participate equally with other members of the Board and in all Board of Representatives' decisions. It shall be their specific responsibility to bring to the Board of Representatives the views of their Councils and to raise with the Board of Representatives those matters which are of particular concern to their classification.

It shall be the responsibility of the Representatives to keep their respective Classification Councils fully informed of the work of the Board of Representatives and of the status of all matters before the Board of Representatives.

It shall be the responsibility of the Representatives to act as Stewards in districts that are relative to their physical location.

## **ARTICLE 12 – STEWARDS**

### **A) DUTIES**

The duties of each Steward are to address any concerns of members in their area regarding the members' working conditions and to ensure these concerns are addressed by their respective Councils and the members of the Executive Board. These concerns include recommendations of issues to bring forward during negotiations with the University. Stewards would be charged with the investigation of any complaints, the gathering of information, and the passing of recommendations to file grievances to both Council Representatives, District Heads and the Vice-President (Labour Relations) if necessary.

### **B) MEETINGS**

Six (6) meetings per year with all Stewards will take place with the Executive and Council Representatives, following which a report will be issued by the Vice-President (Labour Relations) or delegate and Council Representatives within the following two (2) weeks, dealing with all matters raised at the meeting.

### **C) RESPONSIBILITY FOR DISTRICTS**

- i) The elected members to the Board of Representatives will each agree to serve as District Heads, and be directly responsible, along with the members of the Executive, for communicating with each Steward in their district. District Heads will serve as contacts and ask for monthly reports from each Steward in their area. They may be assisted in these tasks by the Executive Board.
- ii) Each Council Representative, upon election, will also agree to serve as a Steward in their area, and to serve as a District Head should they be elected to the Board of Representatives, in an area to be determined by the Board of Representatives. Council Representatives will, in conjunction with the Executive, be responsible for recruiting Stewards and for coordinating their functions.
- iii) Should Stewards be required to be absent from work due to addressing members' concerns, they shall inform the Executive, in addition to their supervisors, so that a report is kept of these activities and any questions from management responded to.

**D) REMOVAL OF STEWARDS**

- i) Any questions regarding Steward behaviour would be brought to the Board of Representatives for discussion and resolution. The Board of Representatives would have the mandate to remove Stewards, following an investigation of a complaint by members in the Steward's area or from the District Head.

**ARTICLE 13 - COMMITTEES**

**A) APPOINTMENT AND DUTIES**

The Board of Representatives can appoint standing and ad-hoc committees and the committee chair. Committees shall make investigations, conduct studies and hearings, and make recommendations to the Board of Representatives.

**B) AUTHORITY OF COMMITTEES**

No action by any committee shall be binding upon or constitute an expression of the policy of the Association until it is approved by the Board of Representatives.

**C) DISSOLUTION OF COMMITTEES**

Committees appointed by the Board of Representatives may be discharged by the Board of Representatives when their work is completed or the mandate of the committee(s) is no longer deemed necessary.

**ARTICLE 14 - TERMINATION OF MEMBERSHIP**

**CLASSIFICATION COUNCIL REPRESENTATIVE**

- i) If any Classification Council Representative is alleged to have been delinquent in her/his duties and if a petition to remove this Representative from office is made by one-third (1/3) of the members of this Council Representative's Classification Council or twenty-five percent (25%) of the classification's membership, and submitted to the said Council's Chair, or if the Chair is also the Council Representative being removed from office, to an acting Chair as selected by majority vote of Council, a motion for removal from office shall be inscribed on the agenda of the next Council Meeting.
- ii) On adoption of such a motion by a three-quarters (3/4) majority of the full Classification Council, the position shall be declared vacant.

## **ARTICLE 15 - GRIEVANCE PROCEDURE**

- A)** It shall be the responsibility of the Association to investigate as fully as possible all aspects of each potential grievance and to judge the validity of each grievance according to the following procedures:
- i) Grievances shall be investigated by the Vice-President (Labour Relations) and the Stewards, and be approved or rejected by the Vice-President (Labour Relations) and the Grievance Committee.
  - ii) In the event that a grievance is rejected by the Vice-President (Labour Relations) and the Grievance Committee, the employee(s) concerned may appeal the decision to their Classification Council.
  - iii) In the event that a grievance is rejected by the Classification Council, the employee(s) concerned may appeal the decision of the Council to the Board of Representatives.
  - iv) In the event that a grievance is not dealt with within a reasonable time frame by the Vice-President (Labour Relations) and/or the Council Grievance Representative, the employee(s) concerned may refer the grievance to the Board of Representatives.
- B)** Any Council or Board of Representatives' members or Stewards personally involved with a grievance shall be required to be absent from the meeting for all discussions or voting on that grievance, except when presenting testimony to the meeting concerning said grievance.
- C)** Once a grievance has been found valid by the Association, the Vice-President (Labour Relations) shall be responsible for following the Grievance Procedure up to arbitration. During this process, the Vice-President (Labour Relations) may, for legitimate reasons, refer the grievance back to the body which approved it for a decision on whether the grievance should continue to be supported by the Association.
- D)** The Vice-President (Labour Relations) shall keep the Grievance Committee and the responsible Stewards advised of all developments and progress concerning each grievance.
- E)** The Vice-President (Labour Relations) may delegate her/his role in the Grievance Procedure for a particular grievance, in whole or in part, to another Executive Officer by agreement among the Executive Officers.
- F)** If the Vice-President (Labour Relations) is personally involved in a particular grievance, her/his role in the procedure must be assumed by another Executive Officer.

**ARTICLE 16 - RULES OF PROCEDURE**

In matters not provided for in whole or in part herein, "Robert's Rules of Order" shall serve as the basis for the rules of procedure of the various bodies of the Association.

**ARTICLE 17 - INTERPRETATION OF THE BY-LAWS**

In all questions concerning the official interpretation of these By-laws, the interpretation shall be based on the English version, English being the language in which the By-laws were originally drafted.

**ARTICLE 18 - DEFINITION OF THE TERM "WORKING DAY"**

For the purpose of these By-laws, the term "working day" shall be defined to be any day on which the University Administration Offices are open.

**ARTICLE 19 - DECLARATION**

The preceding is the entire text of the general By-laws duly adopted by the Association.

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**PRESIDENT                      AND/OR  
SECRETARY**