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Civil Society Bahamas Bylaws

These are the Bylaws of CIVIL SOCIETY BAHAMAS

ARTICLE 1 – NAME AND PURPOSE

Section 1: The name of the association shall be “Civil Society Bahamas” (CSB).

Section 2: CSB shall be a non-partisan, non-governmental, civil society organization, which focuses on the betterment of individuals through improvement of their general social, economic, spiritual and mental welfare.

Section 3: Wherever in these bylaws the male reference is used, it is understood that the reference applies equally to the female.

Section 4: It shall be the goal of CSB generally that wherever possible equal numbers of females and males be elected to the CSB Board of Directors and to all CSB committees.

ARTICLE II – ADDRESS OF THE ASSOCIATION

P.O. BOX N 1353, Nassau, Bahamas

ARTICLE III – MEMBERSHIP

Section 1: Membership shall be open to all CSO's, NGO's and individuals as defined in the interpretation in Article 1 of the Articles of Association.

Section 2: Qualified candidates for election to the Board of Directors shall consist of persons holding membership in CSB prior to December 31st of the year preceding the election. The secretary shall keep a register of eligible members.

ARTICLE IV – MEMBERSHIP FEES

Membership fees are as follows: \$25.00 group membership; \$10.00 individual members. Other fees may be assessed and periodically levied.

ARTICLE V – INFORMATION

Any member may request and is entitled to receive information about the organization, operations, communications, activities, and meetings of the association. Information is to be requested through the Secretary of the association.

ARTICLE VI– MEETINGS

Section 1: General Meetings. The general meetings of the association shall be held on the second Thursday of March, June, and September of each year.

Section 2: Executive Board Meetings. The executives of CSB shall meet once monthly on the third Thursday of each month at a specified time and place.

Section 3: Annual General Meetings. The Annual General Meeting (AGM) of the association shall be held on the fourth Thursday of January (each year). In the case where this is not possible, the board of directors shall be empowered to set a new date, such date should not extend beyond 15 days after the regularly scheduled AGM. At every second AGM in the two year cycle, elections of officers of the association shall be held.

Section 4: In the event that vacancies occur during the two year cycle, special elections will be held to fill that vacancy. If the vacancy occurs with

less than six months in the term of office, the board may fill that vacancy by appointing a representative of their choice.

Section 5: The reports of the President, Secretary, Treasurer, and heads of sub-committees on the previous year's operations shall be submitted to the members for discussion and approval.

Section 6: Special/Extraordinary Meetings. Special meetings may be called by the president of the association or by the executive committee following a vote by a two-thirds majority for such a purpose.

Section 7: Meeting Notice. Notice of meetings shall be given to each member, by email, telephone, fax or any reliable communication method not less than seven days before the meeting.

Section 8: Conduct of Meetings: meetings shall be conducted in accordance with Robert's Rules of order unless otherwise agreed by a majority vote of members.

Section 9: A Quorum: a quorum for a meeting of the executive board shall be a majority of its members. A quorum for all general and other meetings shall be fifteen (15) members.

Section 10: In the event a meeting cannot be held on the appointed date, the board shall reschedule that meeting within 15 days after the designated date.

ARTICLE VII - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The board is responsible for overall policy and direction of the association, and delegate's responsibility for day-to-day operations to the association's director and committees. The board shall have up to 16 members and not fewer than 14 members. The board shall receive no set compensation other than coverage for reasonable expenses.

Section 2: Meetings. The board shall meet at least once monthly, at an agreed upon time and place. A board member who is absent from three (3) consecutive board meetings without informing the president or the secretary of his intention of being absent, is automatically expelled from the board.

Section 3: Voting.

A) Questions at meetings shall be decided by a show of hands or by secret ballot. All financial members of CSB shall be entitled to be present at general meetings and the annual general meeting and if present, to vote upon any resolution, question or matter put to the meeting and in the event of an equality of votes, the President/Chairman shall be entitled to a second or casting vote. All valid decisions of the board shall have a minimum of seven (7) votes in the affirmative.

B) All votes to amend these Bylaws shall be by secret ballot.

Section 4: Board Elections. Election of new Directors or re-election of current Directors to a second term will occur following the annual reports as the first item of business at every second annual general meeting of the association. Directors will be elected by a majority vote of the current members.

Section 5: Terms. The term of each Director shall be twenty-four (24) months from the annual general meeting and Directors may be elected to serve additional terms without limitation save that the President may not serve more than two full consecutive terms, although he may serve again after an intervening period of two years.

Section 6: Board members shall refrain from being officers or candidates of a political party in order to maintain the appearance of non-partisanship of CSB. An officer of CSB who becomes a candidate or officer of a political party shall immediately resign from the board, but shall maintain membership in CSB.

Section 7: Appointments. The president may appoint committees (in addition to the following standing committees):-

- a) Governance and National Affairs ,
- b) Finance,
- c) Membership and Education,
- d) Public Relations.

to complement the work of, and make reports to the board. If vacancies occur on a committee, the President may appoint members to fill the vacancies.

Section 8: role and functions of members of the Board of Directors

i) The President.

The President shall be the Chief Executive Officer of Civil Society Bahamas (CSB), and shall preside at all meetings of members. The President shall be the chief spokesperson for CSB, and shall be authorised to make public statements on behalf of the organisation. The President shall sign all official documents and, along with the treasurer and a Director, shall be a signatory on cheques issued by the organisation. The President is an ex-officio member of all committees.

ii) The Vice President.

The Vice President shall assist the President in the performance of his duties. In the absence of the President, the Vice President shall preside at all meetings of members.

In the absence of both the President and Vice President, the meeting shall elect a Chairman from among the members present to preside over the meeting.

iii) The Secretary.

The Secretary shall issue the call for all meetings of the organisation and shall keep a record of the proceedings of all meetings. The Secretary shall keep a record of the membership of the organization and shall issue membership cards to all members. The Secretary shall conduct the official correspondence of the organisation and shall have custody of all the official documents of the organisation. Along with the president, the Secretary shall be authorised to make statements on behalf of CSB.

iv) The Assistant Secretary.

The Assistant Secretary shall assist the secretary in the performance of his duties, and shall perform any special duties assigned to him. In the absence

of the Secretary, the Assistant Secretary shall perform the duties of the Secretary.

v) The Treasurer.

The Treasurer shall receive all monies paid to the organization and shall be responsible for the safe keeping of the same. The Treasurer shall prepare all cheques to be issued on behalf of the organisation and along with the President and a Director, shall be a signatory on all cheques. The Treasurer shall keep proper financial records and shall present financial reports to the annual general meeting, and to general meetings and board meetings as requested. The Treasurer shall arrange for financial records to be audited when required.

vi) The Assistant Treasurer.

The Assistant Treasurer shall assist the Treasurer in the performance of his duties, and shall perform any specific duties assigned to him.

Section 9: Committees. Committees established by the association shall perform such functions and may exercise such powers as may be mandated to them by the Board of Directors. All committees must meet at least monthly and make monthly reports to the Board of Directors.

Section 8: The Presidential Advisory Council (PAC).

The Presidential Advisory Council (PAC) shall consist of former Presidents of Civil Society Bahamas, two (2) former Board Members, and two (2) presidents of affiliated Civil Society Organisations (CSO's) or Non-Governmental Organisation (NGO's) chosen by the President.

The role of the PAC shall be:

- a) To advise the President on any matter on which the president wishes to be advised;
- b) To advise the President on matters referred to the council by CSB;
- c) To advise the President on matters raised by PAC members;

- d) To generally assist the President, at his request, in the performance of his duties, and

- e) To recommend to CSB those issues of national importance on which public comment should be made by CSB.

ARTICLE VIII – OTHER PROVISIONS

Section 1: Ratification and Amendments to Bylaws. Amendments to Bylaws are proposed and shall be ratified by the general membership at annual general meetings or special/extraordinary meetings called for this purpose.

Section 2: Proposals to amend the Bylaws must be submitted to the Secretary, in writing, twenty- eight (28) days prior to the start of the AGM. The secretary shall circulate the proposed amendments to all members fourteen (14) days prior to the meeting.