

CONSTITUTION OF THE  
CORONARY ARTERY REHABILITATION GROUP INC.

Clause 1: NAME

1.1 The name of the organization shall be Coronary Artery Rehabilitation Group Inc.

Clause 2: DEFINITIONS

2.1 In this constitution and in all By-laws of the Coronary Artery Rehabilitation Group Inc. unless the context otherwise requires, the following definitions and acronyms shall apply.

- (i) "CARG" means the Coronary Artery Rehabilitation Group Inc.
- (ii) "Board" means the Board of Directors of the Coronary Artery Rehabilitation Group Inc.
- (iii) "Director" means a member of the Board of Directors of the Coronary Artery Rehabilitation Group Inc.

Clause 3: PURPOSES AND OBJECTIVES

3.1 The purposes and objectives of the Coronary Artery Rehabilitation Group Inc. are:

- (i) To support and associate with the Coronary Rehabilitation programs of the Saskatoon Health Region;
- (ii) To encourage persons with coronary artery disease to make use of the rehabilitation programs and facilities established by CARG;
- (iii) To encourage, where possible, families of persons with coronary artery disease to participate in the activities of CARG;
- (iv) To visit and encourage, with the approval of the health care provider, persons with coronary artery disease;
- (v) To distribute information of educational value to persons with coronary artery disease;
- (vi) To secure facilities and equipment, and to enhance established rehabilitation programs for persons with coronary artery disease as the knowledge base grows and resources become available;
- (vii) To plan and conduct suitable programs of social activities for encouraging interaction between individuals with coronary artery disease.
- (viii) To offer courses that would assist the members of CARG and other attendees on subjects specifically of coronary artery disease and generally of personal health and fitness;
- (ix) To raise funds to assist in research and development of treatment for persons with coronary artery disease, and supplement the offering of the programs of CARG.
- (x) To cooperate with other organizations in educational and research activities pertaining to coronary artery disease;

Clause 4: MEMBERSHIP AND FEES

4.1 The membership of the Coronary Artery Rehabilitation Group Inc. shall consist of:

- (i) Regular members;
- (ii) Support members;
- (iii) Associate members and;
- (iv) Honorary members.

- 4.2 Residents of the City of Saskatoon and neighboring areas, who have graduated from the Cardiac Rehab Program of the Saskatoon Health Region (Yellow Shirt Program) and are interested in furthering the objectives and purposes of CARG, shall be eligible for admission as Regular members on the payment of membership fees prescribed in the CARG By-laws.

Regular members shall have the following rights and privileges.

- (i) A right to vote at the Annual and other General Meetings of CARG.
- (ii) A right to be a candidate for election as a Member of the Board and a right to serve as a Director and Officer of the Board outlined in Clause 5 of this Constitution.
- (iii) Participate in all exercise, social and other programs organized by CARG.

- 4.3 Residents of the City of Saskatoon and neighboring areas, who support the activities of a regular member and are interested in furthering the objectives and purposes of CARG, shall be eligible for admission as Support members on the payment of fees prescribed in the CARG By-laws.

Support members shall have the following rights and privileges.

- (i) A right to be a candidate for election as a Member of the Board and a right to serve as a Director and Officer of the Board subjected to the limits outlined in Clause 5 of this Constitution.
- (ii) Participate in all exercise, social and other programs organized by CARG.
- (iii) A right to participate in discussions at the Annual and other General Meetings of CARG.
- (iv) Support members will not have a right to vote at the Annual and other General Meetings of CARG.

- 4.4 Residents of the City of Saskatoon and neighboring areas, who are interested in furthering the objectives and purposes of CARG, shall be eligible for admission as Associate members on the payment of fees prescribed in the CARG By-laws.

Associate Members shall have the following rights and privileges.

- (i) Participate in all exercise, social and other programs organized by CARG.
- (ii) A right to participate in discussions at the Annual and other General Meetings of CARG.
- (iii) Associate members will not have a right to vote at the Annual and other General Meetings of CARG.

- 4.5 An individual interested in furthering the objectives and purposes of CARG, may become an honorary member of CARG on the invitation of the Board.

Honorary members shall have the following rights and privileges.

- (i) A right to be nominated as an Ex-officio member of the Board of Directors of CARG.
- (ii) Participate in all exercise, social and other programs organized by CARG.
- (iii) A right to participate in discussions at the Annual and other General Meetings of CARG.
- (iv) Honorary members will not have a right to vote at the Annual and other General Meetings of CARG.

- 4.6 The Board of Directors may cancel the CARG membership of a person for just cause after reviewing the circumstances leading up to the cancellation. The procedure laid out in the By-Laws shall be followed in such cases.

## Clause 5: BOARD OF DIRECTORS

- 5.1 The Board of Directors of the Coronary Artery Rehabilitation Group Inc. shall consist of a minimum of six and a maximum of fifteen members. The following are members of the Board in a typical year and may vary from year to year:
- (i) President;
  - (ii) Past President;
  - (iii) First Vice-President;
  - (iv) Second Vice-President;
  - (v) Secretary;
  - (vi) Treasurer;
  - (vii) Membership Chairperson;
  - (viii) Program Coordination Chairperson;
  - (ix) Equipment Chairperson;
  - (x) Members at Large (up to a maximum of six);
- 5.2 The maximum tenure of any office bearer shall be three years
- 5.3 The maximum tenure of any individual on the Board irrespective of the office / offices held shall be ten consecutive years.
- 5.4 The Board of Directors shall manage the activities and affairs of the Coronary Artery Rehabilitation Group Inc.
- 5.5 Each Director shall be elected at the Annual General Meeting of CARG and shall hold office until the end of the next Annual General Meeting of CARG.
- 5.6 A Director shall be a regular member of CARG and must have been a member of CARG for at least one year.
- 5.7 At least three Directors shall be from the members normally participating in the exercise programs at each location of the CARG activities.
- 5.8 A maximum of two Support or Associate Members of CARG from each location of CARG activities may be elected Members-at-Large Director.
- 5.9 The duties of the Board shall be:
- (i) To determine and implement the policies of CARG for achieving the objectives set out in the articles of incorporation and the objectives enumerated in the Constitution and Bylaws of the Coronary Artery Rehabilitation Group Inc.
- 5.10 The Directors shall have the following rights and privileges.
- (i) The Directors shall have a right to participate in the discussions at the Board meetings.
  - (ii) All Directors, except the Ex-officio Directors, shall have a right to vote at the Board meetings.

## Clause 6: OFFICERS

- 6.1 The officers of the corporation shall be;
- (i) President of the Board, who shall also be the Chairman of the Board;
  - (ii) Past President of the Board;
  - (iii) First Vice-President of the Board;

- (iv) Second Vice-President of the Board;
- (v) Secretary of the Board;
- (vi) Treasurer of the Board;
- (vii) Membership Chairperson of the Board;
- (viii) Program Coordination Chairperson;
- (ix) Equipment Chairperson of the Board and
- (x) Such other officers as the Board of Directors may deem appropriate from time to time.

#### Clause 7: DUTIES OF THE OFFICERS

##### 7.1 The duties of the officers of the Board shall be:

- (i) The President is the chief executive officer, shall preside at all meetings of the Board of Directors and at the annual meeting and meetings of members and at all meetings of the Officers of the Board and shall be an ex-officio member of all standing committees;
- (ii) The Past President shall act as chairperson of the Nominating Committees and render such advice as may be required from time to time;
- (iii) The First Vice-President shall perform the duties of the President in the absence of the President, or at the request of the President, and shall perform other duties assigned by the President or the Board of Directors;
- (iv) The Second Vice-President shall perform duties of the President in the absence of the President and the First Vice President, or at the request of the President, and shall perform other duties assigned by the President or the Board of Directors;
- (v) The Secretary shall:
  - (a) Maintain adequate minutes of all meetings including, all meetings of the Board of Directors, meetings of members, and meetings of such committees as she/he may be asked to do from time to time;
  - (b) Receive and conduct correspondence at the request of the President;
- (vi) The Treasurer shall:
  - (a) Keep all confidential records pertaining to the incoming and outgoing funds of CARG including receiving all monies, issuing cheques for payment of expenditures and issuing receipts for all donations received;
  - (b) Report, at the President's request, the state of the association's finances;
  - (c) Prepare and submit information for registration of the Organization with the Provincial Government;
  - (d) Prepare and submit Registered Charity Information Return to the Canada Revenue Agency;
  - (e) Other related duties assigned by the President and or directed by the Board;
- (vii) The Membership Chairperson shall:
  - (a) Enroll members and maintain an up-to-date membership list;
  - (b) Make arrangements for collecting membership, exercise and other fees from the participants in the CARG programs;
  - (c) Make arrangements for issuing receipts for fees paid by participants in the CARG programs;
  - (d) Hand over to the Treasurer monies received from the participants;
  - (e) Make arrangements for printing of forms for receipts issued to participants;

- (f) Make arrangements for keeping adequate supplies of CARG Shirts on hand;
- (g) Receive and follow up the concerns of members of CARG and
- (h) Other related duties assigned by the President and or directed by the Board;

(viii) The Program Coordination Chairperson shall:

- (a) Rent tracks and exercise spaces for the CARG activities;
- (b) Ensure that the CARG programs at different locations are substantially identical;
- (c) Maintain contact with the Representative of Health Professionals and Representative of Health Instructors;
- (d) Report to the Board the changes that might enhance the usefulness of the CARG program;

(ix) The Equipment Chairperson shall:

- (e) Identify equipment needs for use by the members of CARG and report those to the Board for further action;
- (f) Make arrangements to maintain the equipment owned by CARG in good working condition;
- (g) Other related duties assigned by the President and or directed by the Board;

#### Clause 8: STANDING COMMITTEES

8.1 There shall be the following standing committees of the Board:

- (i) Heart Pillows Committee;
- (ii) Hospital Visitation Committee
- (iii) Membership committee;
- (iv) Social committee;
- (v) Nominating committee.

8.2 The Board may appoint special committees from time to time. For example,

- (i) Equipment committee;
- (ii) Newsletter committee;
- (iii) Phoning committee;
- (iv) Public relations and publicity committee;

8.3 The duties of the standing committees and the special committees shall be assigned to them by the Board.

#### Clause 9: SIGNING AUTHORITY

9.1 The Board of Directors shall appoint a panel of at least four members who would have the authority for signing all cheques drawn on the financial accounts of CARG.

9.2 All cheques must require the signatures of two members of the panel appointed by the Board in accordance with Clause 9.1. One of the signatories should be the treasurer.

9.3 In case the treasurer is out of town, the cheques may be signed by two members of the panel. One of the signatories shall be the President, First Vice-President or Second Vice-President.

#### Clause 10: FISCAL YEAR

10.1 The fiscal year of CARG shall end on the last day of August in each year.

#### Clause 11: MEETINGS

11.1 The Annual General Meeting of the association shall be held no later than four months from the end of the fiscal year.

11.2 A Special General Meeting may be called from time to time by the President on the advice of the Board.

11.3 A special General Meeting shall be called if a petition for calling such a meeting is received in writing by the President or Secretary of the Board. The petition must outline the issues to be discussed at the meeting and must bear the signatures of at least fifty regular members of CARG in support of the petition.

11.4 A notice specifying the time, date and place of a General Meeting and the agenda of the meeting shall be published in the CARG Newsletter distributed at the beginning of the month in which the meeting is to take place.

11.5 Business at all meetings of CARG shall be conducted in accordance with Roberts Rules of Order.

#### Clause 12: AMENDMENTS OF BYLAWS

12.1 The Board of Directors may approve changes in the Constitution and By-Laws of CARG by a resolution that receives affirmative vote from two-thirds of the Directors present at the meeting. The changes become effective on the day they are approved by the Board of Directors

12.2 The changes shall be presented to the Members at the next General Meeting for confirmation.

12.3 The additions, amendments or repeals of the Constitution or By-Laws may also be approved by the Members at a General Meeting of CARG. They become effective on the date recommended by the General Meeting. If no date is recommended at the General Meeting, the approved additions, amendments and repeals become effective thirty (30) days after the date of the General Meeting at which they are accepted.

#### Clause 13: QUORUM

13.1 Twenty-five regular members shall constitute a quorum for the transaction of business at a General Meeting of CARG including the Annual General Meeting.

13.2 Five members, including the President or one of the Vice-Presidents, shall constitute a quorum for the transaction of business at a meeting of the Board of Directors.

#### Clause 14: Auditors

14.1 An auditor shall be appointed at each Annual General Meeting of CARG. The following guide lines shall be adhered to.

- (i) The auditor may or may not be a member of CARG but must not be a Director or Officer of CARG.

- (ii) The auditor shall submit a statement on the finances of CARG verifying the accuracy of the financial records based on the information provided by the Treasurer
- (iii) The auditor's report shall be presented to the members at the Annual General Meeting of CARG.
- (iv) If a new auditor is not appointed at the Annual General Meeting, the current auditor remains the auditor for another year.
- (v) If an auditor cannot perform his/her responsibility at the end of a year, the Board shall appoint a replacement.

Clause 15: PRIVACY POLICY

15.1 The Coronary Artery Rehabilitation Group has a 'Privacy Commitment' in place. This commitment recognizes the importance of protecting the personal information of its members.

15.2 Some details of the commitment are outlined in the CARG By-Laws.

Clause 16: PROFESSIONAL ADVICE

16.1 The Board may invite Representatives of the Saskatoon Health Region and Representatives of the Health Instructors to attend the Board of Directors Meetings and provide advice and assistance in CARG activities.

Clause 17: DISSOLUTION

17.1 Subject to the provisions contained in The Non-profit Corporations Act, in the event of dissolution of CARG, its property and assets shall, after payment of all the Group's liabilities, be donated to one or more recognized charities or non-profit organizations in Canada, especially the organizations whose objectives are similar to the objectives of CARG

Approved by the Board of Directors on the 24th day of February, 2011

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Mohindar S Sachdev  
President

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Jim McKay  
Secretary