UBUNTU LEGACY COMMUNITY CARE
COMPREHENSIVE BY-LAWS

Legal Entity: 15563879 CANADA Association
Operating Name: Ubuntu Legacy Community Care
Date of Enactment: May 19, 2024

BY-LAW NO. 6 - GOVERNING THE DESCRIPTION OF OFFICES

WHEREAS Ubuntu Legacy Community Care (Legal Entity: 15563879 CANADA Association) is a nonprofit organization incorporated under the laws of Canada;

AND WHEREAS the organization requires clear definition of officer roles and responsibilities to ensure effective governance and operations;

AND WHEREAS Tresha Wallace has been elected by the Board of Directors as Executive Director with responsibilities equivalent to those traditionally held by a President;

NOW THEREFORE, the Board of Directors of Ubuntu Legacy Community Care hereby enacts the following by-law:

ARTICLE 1 - DEFINITIONS

1.1 "Organization" means Ubuntu Legacy Community Care (Legal Entity: 15563879 CANADA Association)

1.2 "Board" means the Board of Directors of the organization

1.3 "Officer" means any person elected or appointed to hold an executive position within the organization

1.4 "Executive Director" means the chief executive officer of the organization, holding responsibilities equivalent to a President

1.5 "Member" means any individual who has paid membership dues and is registered with

the organization

1.6 "Personal Information" means any information about an identifiable individual, including but not limited to name, contact details, health information, and financial data

ARTICLE 2 - EXECUTIVE DIRECTOR (CHIEF EXECUTIVE OFFICER)

2.1 APPOINTMENT AND AUTHORITY
The Executive Director shall be the chief executive officer of the corporation and shall be responsible for implementing the strategic plans and policies of the corporation as determined by the Board of Directors.

2.2 GENERAL SUPERVISION
The Executive Director shall, subject to the authority of the Board of Directors, have general supervision of the affairs of the corporation, including but not limited to:

- Day-to-day operational management
- Implementation of board decisions and policies
- Strategic planning and execution
- Staff supervision and management (when applicable)
- Financial oversight and budget management
- External relations and community engagement

2.3 SPECIFIC RESPONSIBILITIES
The Executive Director shall:

- Serve as the primary spokesperson for the organization
- Execute contracts and agreements on behalf of the organization (with board approval for amounts exceeding $5,000)
- Prepare and present reports to the Board of Directors
- Ensure compliance with all legal and regulatory requirements
- Oversee program development and implementation
- Manage organizational partnerships and collaborations
- Lead fundraising and grant-writing activities
- Represent the organization at public events and meetings

2.4 PRESIDENTIAL EQUIVALENCY
The Executive Director position holds all responsibilities and authorities traditionally associated with a President role in nonprofit organizations, including:

- Chief executive authority subject to board oversight
- Strategic leadership and vision implementation
- Organizational representation and advocacy
- Operational decision-making within board-approved parameters

ARTICLE 3 - CURRENT OFFICE HOLDER

3.1 ELECTED EXECUTIVE DIRECTOR
Tresha Wallace has been duly elected by the Board of Directors to serve as Executive Director, effective from the 2024 Annual General Meeting held on May 19, 2024.

3.2 TERM OF OFFICE
The Executive Director shall serve for a term consistent with the director term provisions outlined in By-law No. 4, subject to annual performance review by the Board of Directors.

3.3 COMPENSATION
The Executive Director position may be compensated upon securing adequate organizational funding, as determined by the Board of Directors.

ARTICLE 4 - ADDITIONAL OFFICERS

4.1 CHAIR OF THE BOARD
If appointed, the Chair of the Board shall:
- Preside over all board meetings
- Serve as liaison between the board and Executive Director
- Provide leadership to the board in governance matters
- Represent the board at official functions when required

4.2 VICE-CHAIR
If appointed, the Vice-Chair shall:
- Assist the Chair in board leadership duties
- Assume Chair responsibilities in their absence
- Chair specific committees as assigned
- Support the Executive Director in strategic initiatives

4.3 SECRETARY
If appointed, the Secretary shall:
- Maintain accurate records of all board meetings
- Ensure proper notice of meetings is provided
- Maintain corporate records and documents
- Handle official correspondence as directed

4.4 TREASURER
If appointed, the Treasurer shall:
- Oversee financial record-keeping and reporting
- Present financial reports to the board
- Ensure proper financial controls are in place
- Work with the Executive Director on budget preparation

ARTICLE 5 - OFFICER SELECTION AND TERMS

5.1 SELECTION PROCESS

- The Executive Director is elected by the Board of Directors
- Other officers may be appointed by the Board as organizational needs require
- Officers serve at the pleasure of the Board of Directors

5.2 TERM LENGTH

- Executive Director serves according to director term provisions
- Other officers serve one-year terms, renewable annually
- Officers may be removed by majority vote of the Board

5.3 VACANCY

In the event of Executive Director vacancy:

- The Board shall appoint an interim Executive Director within 30 days
- A permanent replacement shall be selected within 90 days
- Other officer vacancies may be filled at the Board's discretion

ARTICLE 6 - AUTHORITY AND LIMITATIONS

6.1 EXECUTIVE DIRECTOR AUTHORITY

The Executive Director may:

- Make operational decisions within approved budgets
- Enter into contracts up to $5,000 without board approval
- Hire and supervise staff (when funding permits)
- Represent the organization in community and professional settings

6.2 BOARD APPROVAL REQUIRED

The Executive Director must obtain board approval for:

- Contracts or commitments exceeding $5,000
- Major policy changes or new program initiatives
- Significant partnerships or collaborations
- Annual budget and strategic plan modifications
- Legal matters or regulatory compliance issues

6.3 REPORTING REQUIREMENTS

The Executive Director shall provide:

- Written reports for all board meetings
- Quarterly financial summaries
- Annual performance and impact reports
- Immediate notification of any significant issues or opportunities

ARTICLE 7 - PERFORMANCE AND ACCOUNTABILITY

7.1 ANNUAL REVIEW

The Board shall conduct an annual performance review of the Executive Director, assessing:

- Achievement of organizational goals and objectives
- Financial management and stewardship
- Program effectiveness and community impact
- Leadership and professional development

7.2 PROFESSIONAL DEVELOPMENT

The organization shall support the Executive Director's professional development through:

- Conference attendance and training opportunities
- Networking and collaboration with peer organizations
- Continuing education relevant to nonprofit leadership

ARTICLE 8 - SUCCESSION PLANNING

8.1 SUCCESSION PLAN

The Board shall maintain a succession plan for the Executive Director position, including:

- Identification of potential internal and external candidates
- Leadership development opportunities for board members
- Emergency interim leadership procedures

8.2 TRANSITION PROCESS

In the event of Executive Director transition:

- Comprehensive handover documentation shall be prepared
- Key relationships and partnerships shall be formally transferred
- Ongoing projects and commitments shall be clearly documented

ARTICLE 9 - PRIVACY AND CONFIDENTIALITY

9.1 PURPOSE AND SCOPE

This policy establishes standards for the collection, use, disclosure, retention, and disposal of personal information in compliance with applicable privacy legislation, including the Personal Information Protection and Electronic Documents Act (PIPEDA) and provincial privacy laws.

9.2 PRIVACY PRINCIPLES

The organization commits to the following privacy principles:

- Accountability for all personal information under its control
- Collection of personal information only for identified purposes
- Obtaining consent for collection, use, or disclosure of personal information
- Limiting collection to what is necessary and relevant
- Using and disclosing personal information only for stated purposes

- Maintaining accurate, complete, and up-to-date information
- Protecting personal information with appropriate safeguards
- Being transparent about privacy policies and practices
- Providing individuals access to their personal information
- Addressing privacy concerns and complaints

9.3 COLLECTION OF PERSONAL INFORMATION

The organization may collect the following types of personal information:

- Name, address, telephone number, and email address
- Date of birth and age
- Emergency contact information
- Health information relevant to program participation
- Dietary restrictions and accessibility needs
- Membership and payment information
- Program attendance and participation records
- Photographs and video recordings from events (with consent)

9.4 USE OF PERSONAL INFORMATION

Personal information collected shall be used only for:

- Processing membership applications and renewals
- Communicating program information and updates
- Ensuring participant safety and accommodating special needs
- Administering programs and events
- Processing payments and issuing receipts
- Evaluating program effectiveness
- Complying with legal and regulatory requirements
- Marketing and promotional activities (with explicit consent)

9.5 CONSENT

The organization shall:

- Obtain express consent for collection, use, and disclosure of personal information
- Clearly explain the purposes for which information is being collected
- Allow individuals to withdraw consent at any time, subject to legal restrictions
- Obtain separate consent for use of photographs or testimonials in promotional materials

9.6 DISCLOSURE AND SHARING

Personal information shall not be disclosed to third parties except:

- With the individual's consent
- When required by law or legal process
- To service providers bound by confidentiality agreements
- In emergency situations to protect health and safety
- To funding agencies as required by grant agreements (aggregate data only)

9.7 SECURITY SAFEGUARDS

The organization shall implement appropriate security measures including:

- Physical security of paper records in locked cabinets
- Password protection and encryption for electronic records
- Limited access to personal information on a need-to-know basis
- Secure disposal of records through shredding or permanent deletion
- Regular review and updating of security practices
- Training for board members, staff, and volunteers on privacy obligations

9.8 RETENTION AND DISPOSAL

Personal information shall be:

- Retained only as long as necessary for stated purposes
- Retained for minimum of seven years for financial records
- Retained for duration of membership plus two years for member records
- Securely destroyed when no longer required

9.9 ACCESS AND CORRECTION

Individuals have the right to:

- Request access to their personal information held by the organization
- Request correction of inaccurate or incomplete information
- Receive a response to access requests within 30 days
- Challenge the organization's compliance with privacy principles

9.10 CONFIDENTIALITY OBLIGATIONS

All board members, officers, staff, volunteers, and contractors shall:

- Sign a confidentiality agreement upon commencement of duties
- Maintain confidentiality of all personal and organizational information
- Not disclose confidential information during or after their association with the organization
- Report any privacy breaches immediately to the Executive Director
- Use personal information only for authorized organizational purposes

9.11 BREACH NOTIFICATION

In the event of a privacy breach:

- The Executive Director shall be notified immediately
- The Board shall be informed within 24 hours
- Affected individuals shall be notified if there is a real risk of significant harm
- Appropriate authorities shall be notified as required by law
- A breach report shall be prepared documenting the incident and response
- Corrective measures shall be implemented to prevent future breaches

9.12 PRIVACY OFFICER

The Executive Director shall serve as Privacy Officer and be responsible for:

- Overseeing privacy compliance
- Responding to privacy inquiries and complaints
- Conducting privacy training
- Reviewing and updating privacy policies
- Investigating privacy breaches

ARTICLE 10 - CODE OF CONDUCT FOR MEMBERS

10.1 PURPOSE
This Code of Conduct establishes behavioral expectations for all members to ensure a safe, respectful, inclusive, and welcoming environment that reflects the Ubuntu philosophy of "I am because we are."

10.2 CORE VALUES
All members shall uphold the following core values:
- Ubuntu: Recognizing our shared humanity and interdependence
- Respect: Treating all individuals with dignity and consideration
- Inclusion: Welcoming diversity and ensuring everyone feels valued
- Integrity: Acting honestly and ethically in all interactions
- Community: Contributing positively to the collective wellbeing
- Cultural Sensitivity: Honoring Afro-Canadian heritage and diverse backgrounds

10.3 EXPECTED BEHAVIORS
Members are expected to:
- Treat all members, staff, volunteers, and visitors with respect and courtesy
- Use inclusive and respectful language at all times
- Listen actively and value diverse perspectives and experiences
- Participate constructively in programs and activities
- Arrive on time for scheduled programs and events
- Respect the physical space and property of the organization and venues
- Follow instructions from facilitators, instructors, and organizational leaders
- Support fellow members and foster a sense of community
- Maintain confidentiality of personal information shared by other members
- Report safety concerns or policy violations to leadership
- Honor cultural traditions and practices
- Contribute to a positive and welcoming atmosphere

10.4 PROHIBITED BEHAVIORS
The following behaviors are strictly prohibited:
- Discrimination based on race, ethnicity, age, gender, sexual orientation, religion, disability, or any other protected characteristic
- Harassment, bullying, or intimidation of any kind
- Physical violence or threats of violence

- Verbal abuse, profanity, or aggressive language
- Sexual harassment or unwelcome sexual advances
- Theft or damage to organizational or personal property
- Substance abuse or attending programs while impaired
- Disruption of programs or activities
- Unauthorized photography or recording of individuals
- Sharing personal information of other members without consent
- Fraudulent representation or misuse of membership privileges
- Solicitation or unauthorized commercial activities

10.5 RESPECTFUL COMMUNICATION

Members shall:

- Communicate respectfully in person, by phone, email, and social media
- Avoid gossip, rumors, or negative commentary about other members
- Address concerns directly with appropriate leadership
- Provide constructive feedback through proper channels
- Respect confidentiality of organizational discussions

10.6 PROGRAM PARTICIPATION

Members shall:

- Register in advance for programs when required
- Notify organizers if unable to attend after registering
- Follow health and safety protocols
- Disclose relevant health information affecting participation
- Respect capacity limits and allow others opportunity to participate
- Pay membership fees and program costs in a timely manner

10.7 SOCIAL MEDIA AND ONLINE CONDUCT

When engaging with the organization online, members shall:

- Represent the organization positively
- Respect privacy and confidentiality
- Avoid posting offensive, discriminatory, or harmful content
- Not use organizational platforms for personal commercial purposes
- Report inappropriate online behavior to leadership

10.8 CONFLICT RESOLUTION

When conflicts arise, members are encouraged to:

- Address issues directly and respectfully with the involved party
- Seek mediation from organizational leadership if needed
- Focus on resolution rather than blame
- Maintain confidentiality during the resolution process
- Accept decisions made by leadership in good faith

10.9 REPORTING VIOLATIONS

Members who witness or experience violations of this Code shall:

- Report concerns to the Executive Director or a Board member
- Provide specific details of the incident
- Cooperate with any investigation
- Maintain confidentiality during the review process

Reports may be made:

- In person to any Board member
- By email to the Executive Director
- In writing submitted confidentially
- Anonymously if preferred (though this may limit investigation)

10.10 INVESTIGATION PROCESS

Upon receiving a complaint:

- The Executive Director shall acknowledge receipt within 48 hours
- A fair and impartial investigation shall be conducted
- Both parties shall have opportunity to provide their perspective
- Confidentiality shall be maintained to the extent possible
- A decision shall be rendered within 30 days when feasible
- Both parties shall be notified of the outcome

10.11 CONSEQUENCES OF VIOLATIONS

Violations of this Code may result in:

- Verbal Warning: For minor first-time infractions
- Written Warning: For repeated or more serious violations
- Temporary Suspension: Exclusion from programs for a specified period
- Membership Termination: Permanent removal from the organization
- Legal Action: Involvement of law enforcement for serious violations

The severity of consequences shall be determined based on:

- Nature and severity of the violation
- Impact on other members and the community
- Previous conduct history
- Willingness to accept responsibility and make amends

10.12 APPEALS PROCESS

Members subject to disciplinary action may:

- Submit a written appeal to the Board within 14 days
- Present their case at a Board meeting
- Receive a final decision from the Board within 30 days
- Have the Board's decision be final and binding

10.13 ACKNOWLEDGMENT
All members shall:

- Receive a copy of this Code of Conduct upon joining
- Acknowledge receipt and understanding in writing
- Agree to abide by the Code as a condition of membership
- Review updates to the Code as they are issued

ARTICLE 11 - AMENDMENTS AND REVIEW

11.1 AMENDMENT PROCESS
This by-law may be amended by two-thirds (2/3) majority vote of the Board of Directors.

11.2 ANNUAL REVIEW
This by-law shall be reviewed annually to ensure it reflects organizational needs and best practices in nonprofit governance.

11.3 MEMBER NOTIFICATION
Members shall be notified of any amendments to privacy policies or the Code of Conduct within 30 days of approval.

ARTICLE 12 - EFFECTIVE DATE

This by-law shall take effect immediately upon passage by the Board of Directors.

PASSED BY THE BOARD OF DIRECTORS OF UBUNTU LEGACY COMMUNITY CARE

This 19th day of May, 2024

Tresha Wallace Executive Director	Nicholas Knights Board Member
Tanya Davis Board Member	Wendel Clarke Board Member
Jabari Dunkley Board Member	

SEAL OF THE ORGANIZATION