

BURIN AREA FOOD PANTRY INC.

BY-LAWS

ARTICLE 1

Name of the Organization

The name of the organization shall be Burin Area Food Pantry Incorporated, a body incorporated under the Corporations Act.

ARTICLE 2

Objective

The purpose of the Burin Area Food Pantry is to address food insecurity issues, mainly through the operation of a food bank to provide food to needy individuals/families. This will be achieved by accepting food and monetary donations, storing food, and distributing same in an equitable manner to those who seek assistance.

ARTICLE 3

Catchment Area

The following communities will be served by Burin Area Food Pantry Inc.:
Burin, Fox Cove/ Mortier, Winterland, Garnish, Frenchman's Cove, St Lawrence, Little St. Lawrence, Lawn, Epworth, Big Salmonier and Lewin's Cove.

ARTICLE 4

Membership

Any resident over the age of 16 years in any of the communities in the catchment area is eligible to become a member of the Burin Area Food Pantry Inc. Board of Directors.

ARTICLE 5

Directors

A Board of seven (7) Directors shall be elected from the individual members, by secret ballot, at each Annual General Meeting and shall assume office immediately after the Annual General Meeting. The number of Directors can be amended by resolution at the Annual General Meeting.

A Director's term of office shall be from the date on which he /she is elected until the close of the next Annual General Meeting.

Each Director shall hold office for three (3) years following his /her election. Retiring Directors are eligible for re-election for two (2) consecutive terms. After a one (1) year absence from the Board of Directors, past members are again eligible for nomination and election at the Annual General Meeting. Retiring Directors may also be reappointed if deemed necessary by the Board of Directors due to recruitment challenges.

Any vacancy created on the Board during the year may be filled by appointment by the Board of Directors.

Directors will receive no remuneration for acting as Directors.

ARTICLE 6

Officers

The Officers of the Burin Area Food Bank Inc. shall be the Chairperson of the Board, the Vice Chairperson and the Secretary-Treasurer, hereafter referred to as the Executive. All Executive must be members of the Board of Directors, and each shall be elected by secret ballot, if there is more than one (1) nominee, by the Board of Directors at its first meeting after each Annual General Meeting.

No Director shall hold more than one office at a time.

The Chairperson shall preside at all meetings of the Board of Directors and at all General Meetings of the members of the Burin Area Food Pantry Inc. at which he/she is present and shall exercise supervision and control, subject to the directions of the Board of Directors, over the business, officers, and agents of the Burin Area Food Pantry Inc.

The Vice Chairperson shall assist the Chairperson in the performance of his/her duties and, in the absence of the Chairperson or in the case of his or her inability to act, the powers and duties vested in the Chairperson shall be assumed by the Vice Chairperson.

The Treasurer shall have care and custody of all the funds and securities of the Burin Area Food Pantry Inc. and shall ensure the deposit of same in the name of the Burin Area Food Pantry Inc. in such bank or banks as the Board of Directors may direct. The Treasurer shall be responsible for disbursements of funds as well as the preparation of monthly and yearly financial statements.

The Secretary shall record the minutes for all meetings, provide notice of meetings and perform all other duties related to the Office.

The Directors At Large support the Executive as required and represent the general interests of the Board of Directors as a whole.

ARTICLE 7

Indemnity

The Directors of the Burin Area Food Pantry Inc., acting honestly and in good faith, shall be indemnified out of the assets of the Burin Area Food Pantry Inc. from any and all actions, debts, causes of action or claims advanced against them in connection with actions taken on behalf of the Burin Area Food Pantry Inc. in their capacity of Director.

ARTICLE 8

Fiscal year

The fiscal year of the Burin Area Food Bank Inc. shall be January 1st to December 31st.

At each Annual General Meeting of the members of the Burin Area Food Bank Inc., the Board of Directors shall provide a profit and loss account and a balance sheet for the immediately preceding fiscal year.

ARTICLE 9

Control of Funds

The Board of Directors shall:

- be the trustee for all funds and assets of the Burin Area Food Pantry Inc.
- ensure all funds received are deposited in a registered financial institution in the province of Newfoundland and Labrador to the credit of Burin Area Food Pantry Inc.
- arrange that all assets of the Burin Area Food Pantry Inc. be maintained as the Board deems appropriate.
- arrange for a qualified individual to review the financial records of the Burin Area Food Pantry Inc. at least once every two (2) years.

ARTICLE 10

Signing Officers

The Signing Officers for Burin Area Food Bank Inc. shall be the three (3) Executive members, with at least two (2) signatures required on all cheques.

ARTICLE 11

Annual General Meeting

The Annual General Meeting of the Burin Area Food Pantry Inc. shall be held in April of each year at a time and place determined by the Board of Directors.

Notice of same shall be posted on social media sites as well as posted at the Food Pantry.

ARTICLE 12

Meetings

The Board of Directors shall meet a minimum of three (3) times per year with a quorum consisting of simple majority, one of whom should be the Chairperson or Vice Chairperson.

When time is of the essence, or when an in-person meeting is not possible for some reason, the Chairperson may request a vote on a particular issue of importance be held by electronic means.

ARTICLE 13

Limitation of Liability

No Director or Officer of the Burin Area Food Pantry Inc. shall be liable for the acts, neglects or defaults of any other Director or Officer or for any loss or damage or expense happening to the Burin Area Food Pantry unless the same shall happen through his/her willful neglect or default.

ARTICLE 14

Amendments to By-Laws

Any member of the Burin Area Food Pantry Inc. can propose a change to the By-Laws. Proposed amendments to the By-Laws shall be submitted, in writing, to the Secretary by February 28th for presentation at the next Annual General Meeting where all amendments shall be discussed and voted upon. Such notice shall set forth the Article proposed to be amended, together with the proposed amendments.

ARTICLE 15

Dissolution

Upon dissolution of the Burin Area Food Pantry Inc., after payment of all debts and liabilities, its remaining assets shall be distributed to one or more qualified donees described in the subsection 149.1 (1) of the Income Tax Act (Canada). The beneficiary organization(s) shall be determined by the Board of Directors at or before the time of dissolution.

Revised by resolution at the Annual General Meeting of the Burin Area Food Pantry Inc.
this 18th day of April 2024.

Florence Drake
Director

Roberta Mayo
Director

Jeannette Lundrigan
Director

Cecelia Bungay
Director

Maureen Power
Director

Janice Brushett
Director

Howard Lundrigan
Director