

# OKANAGAN CHEFS ASSOCIATION

Constitution

ESTABLISHED 1979



Updated: April 2017

## Article 1 - Identity

The name of the society is: Canadian Culinary Federation Okanagan (CCFCC) also known as the Okanagan Chefs Association (OCA).

## Article 2 – Purpose

- A. The advancement of the general interest of the profession of chefs in the Province of British Columbia.
- B. To promote the good name of the members throughout the profession, integrity among themselves and fidelity to employees and patronizing public.
- C. To promote education in the profession, active community involvement, thus, increasing the opportunities for youth in the culinary, hospitality industry
- D. To publicize the training, knowledge and skills of the professional chef, so that his/her capabilities are appreciated and that he/she shall receive industry standard compensation
- E. To set standards for the professional chef and supervise these standards to maintain a high successful performance.

## Article 3 - Business

The business of the Okanagan Chefs Association shall be carried only in the Province of British Columbia, with the principle office in the city of Kelowna.

## Article 4 – Code of Ethics

Section 1 – Rules of Conduct: The National Board of Directors and Okanagan Chefs Association may suspend or strike off the rolls for non-payment of dues, any member, provided that such member shall have the right to be reinstated through the Okanagan Chefs Association upon full payment of the said dues and arrears.

Section 2 – Code of Ethics: I hereby embrace this Code of Ethics as laid down by the Canadian Culinary Federation and Okanagan Chefs Association and I certify that I shall abide by the constitution of these associations and uphold the dignity of our profession before personal advantage. I shall not use unfair means to gain professional advancement or to injure the chance of another colleague to secure or hold employment. I shall at all times conduct myself so as not to bring discredit or dishonor upon the Canadian Culinary Federation or Okanagan Chefs Association.

Section 3 – Code of Conduct: This code of conduct is meant to be parallel and support the mission, values and principles of the CCFCC. It provides visible and transparent guidelines for behavior and reflects the covenant that the CCFCC has committed to uphold.

- A. Conduct shall at all times, reflect integrity, professionalism, courtesy and respect towards others as well as the industry at large. Honesty is an essential component of trust.
- B. All members shall work co-operatively together for the betterment of the OCA and treat one another fairly and with dignity.
- C. Any behavior that could be construed as harassment or discrimination on any grounds protected by human or civil rights law will not be condoned.
- D. Respect the dignity and identity of all members, and acknowledge indigenous knowledge, culture, religious faith and values.
- E. Support the growth of knowledge and the free interchange of ideas within the profession, respect and honor of the views and opinions of colleagues and their right to express them. We may not always agree, but disagreement is no excuse for poor behavior, disrespect and poor manners.
- F. It is important that we resolve disagreement and differing views with constructive discussion and a documented process.

Section 4 – Representation: No member of the OCA shall formally represent the OCA, at any time, without prior and written authorization of the President and a majority vote of the Board of Directors

Section 5 – Conflict of Interest: Each individual, acting in any capacity for this Association shall disclose to the Board of Directors any situation that may be construed as a material conflict of interest.

# BYLAWS

## Article 1 – Meetings

Okanagan Chefs Association shall meet once per month (excluding July and August). Special meetings may be called by the majority vote at a regular meeting at which a quorum is present. Regular monthly meetings shall commence at 6:00pm, the meetings shall begin with the code of ethics being read. Membership shall be notified of the place of such meetings in the monthly minutes and on the website. No meetings are scheduled for July and August.

## Article 2 – Initiation Fees and Dues

Every member of this society shall pay fees and dues as prescribed in the bylaws of this society. Members who are appointed by the CCFCC or the OCA Board of Directors as lifetime members will be excluded from paying fees and dues.

## Article 3 – Officers

- a) The officers of the Okanagan Chefs Association shall be; a President, Vice President, a Secretary Treasurer, Membership Director, Junior Director and as may be provided for in the bylaws. All officers together with the immediate Chairman (past president), shall constitute the Board of Directors, having general administrative powers. The officers shall be selected as provided for in the bylaws of this society.
- b) The terms of each officer shall commence from the date of the Annual General Meeting and shall continue for a term of two years. The board executive officer terms will rotate in the following unpaid membership positions biannually, slate one consists of the President, Secretary, Junior Director; slate two consists of the Vice President, Membership Director and Treasurer. In addition to the board executive there will be a position held for a national director (if one is held by a members of our association) and for Chairman (also known as Past President). As well, the President may appoint a maximum of four additional directors who will serve a term of one year, these four board positions will be dissolved annually at the annual general meeting. All members of the board will have voting rights.

## Article 4 – Quorum

33% (thirty three percent) of active members shall constitute a quorum for the transaction of all business of the Okanagan Chefs Association. However, a quorum will never be less than 10 (ten) voting members.

## Article 5 – Affiliation

The Okanagan Chefs Association shall be a member of the Canadian Federation of Chefs and Cooks (CCFCC) and The World Association of Chefs Societies (WACS) Okanagan Chefs Association shall make payments on all eligible members as required by the CCFCC, provided however, there shall be no change affecting the financial obligation of Okanagan Chefs Association to the CCFCC, except after a motion has been ratified by convention of the CCFCC.

## Article 6 – Amendments

This constitution may be amended to change the name of this society resolution adopted by three fourth majority vote at a regular meeting of the Okanagan Chefs Association, but such amendment must be proposed in writing by an active member at the meeting preceding that at which the amendment is to be voted on. Other amendments may only be made at the Annual General Meeting of the Okanagan Chefs Association in a manner provided for in the bylaws. No amendments shall become effective unless confirmation of change has been received from the registrar of Companies.

## Article 7 – Membership

Section 1 – Any person who is employed or trained in culinary, tourism and agriculture may become a member of the association.

Section 2 – Applicants who become members shall be classified by the membership committee. The membership of the Okanagan Chefs Association shall be divided into three classifications; Chef Member, Associate Member or Junior Member.

Section 3 – Chef members shall be entitled to all national benefits, rights and privileges of this society and shall share in its responsibilities.

Section 4 – Associate Members are companies whose primary business is to serve the culinary, tourism or agricultural industries. Associate members are entitled to vote on behalf of this societies activities.

- A. An associate member company must forward to the Membership Director the name of their representative and may not delegate someone else to attend in the place of the registered member.
- B. The number of associate members may not exceed 49% of active members.

Section 5 – Junior Members are not qualified as full active members. Their voting rights or privileges will be considered as a half a vote. Open to any person actively engaged in the preparation of food in a commercial establishment or is enrolled in a recognized course of culinary studies at a college, school or institute. Is actively involved in work /study in the trade of cooking at the time of the application. A member may be a junior member for a maximum of five years from joining the OCA and CCFCC and may remain a junior member for a maximum of one year after receiving his/her red seal certification.

Section 6 – Traveling Members: Are active members and are entitled to at large status. To be eligible he/she has to work or live from Penticton South, Vernon North and the Kootenays and is not based within the Central Okanagan. They still have all rights and voting privileges of membership.

Section 7 –Members: Application for membership shall be made in writing on a form provided by Okanagan Chefs Association. The application shall be signed by two active members in good standing, vouching for the applicant’s eligibility. Such application, accompanied by the initiation fees and dues shall be returned to the Membership Director.

Section 8 – All Chef and Junior membership certificates shall be mailed directly to the member by the CCFCC. Certificates must be returned upon termination of membership. Chef and Junior members will receive an Okanagan Chefs Association Chefs Jacket, Associate members will receive golf shirts.

Section 9 – No applicant for active membership shall be eligible to membership unless he/she has been in actual service as an Executive Chef, Sous Chef, Chef for three years or more, or basically trained in apprenticeship, or trade school or journeyman ticket and executing a supervisory position in food management for three years or more. Members are accepted on their own merit.

Section 10 – Every Chef and Junior member will join the Canadian Federation of Chefs and Cooks, and World Association of Chefs Society provided that he/she meets the eligibility requirements of the Federation.

Section 11 – Any member whose conduct contravenes and/or disobeys the tenets of the Code of Ethics and Code of Conduct may be suspended from membership in the Association on the recommendation of the Board of Directors and may be suspended or expelled by the President, provided that such suspension and removal may be appealed by the member to a special meeting of the Board of Directors and the General Membership, (with 60 days notice) which will be called specifically during the next Annual General Meeting, to hear the appeal of the suspension of the member. At such special meeting, the General Membership may vary, approve, or rescind the decision of the Board of Directors by a two-thirds majority of the eligible voters registered at the convention.

Section 13 – If a member no longer wants his/her membership they will submit in writing to the Membership Director declaring this or if a member has not paid his/her annual dues by January 15 each calendar year they will be considered nonmembers.

Section 14 - A member may bring prospective members to the regular meetings of the Okanagan Chefs Association and will pay the required guest fee. Space for guests is based on availability.

## Article 8 – Fees and Dues

Section 1 – Every member must pay fees and dues as prescribed in the bylaws of Okanagan Chefs Association.

Section 2 – The annual dues of this Okanagan Chefs Association will be reviewed by the board of directors annually and if dues are to be increased will be presented to the membership at the September meeting for voting. Invoicing and annual dues for the upcoming year will be done annually in

October. Members will have the opportunity to pay by cheque, cash or credit card with a deadline of January 15<sup>th</sup> each year.

## Article 9 – Election of Officers and Directors

Section 1 – The officers of Okanagan Chefs Association shall include a President, Chairman (Past President), Vice President, Secretary, Treasurer, Membership Director, Junior Director and up to four Directors. All officers shall constitute the Board of Directors of this Okanagan Chefs Association, having general administrative powers. The officers shall be selected as provided by the bylaws of the Okanagan Chefs Association.

Section 2 – The terms of each elected officer shall commence on the date of the Annual General Meeting and shall continue for a term of two years. The board elected executive officer terms will rotate in the following unpaid membership positions biannually, slate one consists of the President, Secretary, Junior Director; slate two consists of the Vice President, Membership Director and Treasurer. In addition to the board executive there will be a position held for a national director (if one is held by a member of our association) and for Chairman (also known as Past President). As well, the President may appoint a maximum of four additional directors, the four additional directors will serve a term of one year, their terms will begin once appointed and dissolve at the next annual general meeting. All members of the board will have voting rights.

Section 3 – The election of officers and Directors shall take place at the Annual General Meeting

Section 4 – At the January meeting, the President shall appoint a nominating committee led by the Vice President. This committee shall consist of active members. This committee shall present its report at the February meeting and shall present only the names of active members who have consented to serve if elected. In February, further nominations may be made from the floor and be made by an active member. Nominations will be accepted from the floor at the Annual General Meeting only when there are no nominations for an officer position. Nominations will be accepted until fourteen days prior to the Annual General Meeting. All elections shall be by secret ballot at the annual general meeting, unless secret ballot is dispensed with by unanimous consent, a majority vote of all voting members as are present, necessary for a choice.

Section 5 – Chef, Associate, and Traveling members may vote by proxy if they are unable to attend. Such proxy must be filed the Friday prior to the meeting and must be sent to the Vice President.

Section 6 – Any vacancy in office shall be filled by a special election held at the next general meeting following the announcement of the vacancy.

Section 7 -- The society shall retain the power of vacating the office of any member of the Board of Directors at a special meeting called for this purpose. An affirmative vote of not less than fifty percent of voting members shall be required for this purpose.

Section 10 – The Board of Directors shall have authority consistent with the Constitution and Bylaws of Okanagan Chefs Association to act in all matters pertaining to the management of the Okanagan Chefs Association and conduct of its members.

Section 11 – Any and all acts of the Board of Directors may be rescinded at the next regular meeting. A two-thirds vote of the members present shall be required to annual or amend any action of the Board. Exceptions to these rules are:

- A. Conduct of routine business
- B. Appointment to Provincial Boards and Committees.
- C. All motions must be presented to the membership by an active member, followed by open floor discussion, Moved to be accepted by an active member, seconded by an active member and voted on by the present voting membership. In order for a motion to be passed it must be accepted by two thirds of active members present and recorded in the meeting minutes.

Section 12 – This Okanagan Chefs Association is entitled to representation at all CCFCC conventions. Okanagan Chefs Association shall select its representatives in sufficient time for the Secretary of the society to prepare proper credentials for them. In the event that the Okanagan Chefs Association is not represented at the convention by a personal representatives elected for this Okanagan Chefs Association, the Board of Directors shall appoint and authorize a proxy with authority to act.

## Article 11 – Duties of Officers

Section 1 -- President: The President, or in his/her absence the Vice President, shall preside at all meetings and appoint all committees unless otherwise ordered. He/She sign all warrants, along with the Treasurer and in general have a supervisory power over the affairs of the Okanagan Chefs Association and ensure that the rules and regulations are enforced.

Section 2 -- Vice President; shall take over in the absence of the President and shall be a member of the Board of Directors and to assist other board executive positions if they are absent or unable to perform duties. The Vice President will also lead the annual nomination committee and will assist with recruitment of new members.

Section 3 – Secretary: The Secretary shall keep accurate minutes of all the proceedings of the Okanagan Chefs Association and of different committees in a fair and impartial manner. He/She shall file and endorse all papers and documents. In the absence of both President and Vice President, shall bring the meeting to order and look after all the Okanagan Chefs Association publicity, community and industry relations. The Secretary shall provide notice of meetings to the membership and shall be responsible for collecting RSVPs from the membership. The secretary is also responsible for booking all of the year’s meetings and meeting with the month’s host Chef to help plan the meeting. The secretary is responsible for being at every meeting to not only keep minutes, but to register everyone in to the meeting. He/She is also responsible to receive and disseminate information from our branch as well as from the CCFCC. With the assistance of the Membership Director, the Secretary is responsible for keeping and maintaining accurate records of membership contact information.

Section 4 – Treasurer: The Treasurer will keep accurate records of all banking transactions, and collection of dues and report to the membership at every meeting on the financial status of the



Okanagan Chefs Association. He/She will file the necessary paperwork to maintain the non-profit society status of the OCA. The Treasurer assists the Secretary at each meeting by collecting any money owing at the door. The Treasurer will ensure that the host Chef is paid at the end of the monthly meeting.

Section 5 – Membership Director: The Membership Director shall be responsible for the registration of new members to our branch and to the CCFCC. The Membership Director shall be responsible for the collection of membership dues on behalf of the treasurer and for keeping current records of the membership roll. The Membership Director also looks after the ordering/distribution of the OCA Chefs Jackets as well as membership dues invoicing and issuing of receipts pertaining to membership dues. Along with the Secretary, He/She is responsible for keeping and maintaining accurate records of membership contact information.

Section 6 – Junior Director: The Junior Director shall be responsible for representing the Junior membership on the Board of Directors and for reporting the actions and status of the Junior membership to the general membership at the request of the President. He/She is also responsible for recruitment of new Juniors (presentations at the College and/or other Junior locations). He/She is also responsible for finding, booking and setting up Junior events and educational field trips as well as any Junior meetings. He/She is responsible for any correspondence between any Junior member, and from any member of the association regarding Junior matters.

Section 7 –Chairman: The Chairman (Past President) will sit on the Board of Directors as an advisor to the board and shall take over in the absence of the President and Vice President. He/She shall have the casting vote, this being the only vote given in the event of a tie on any questions brought forward.

Section 8 – There is no remuneration for any board member, however if business for the Okanagan Chefs Association involves going out of town or hosting guests; the board of director will be reimbursed for pre-approved expenses. The amount to be paid will be reviewed, determined and voted on by the board of directors. The designated member traveling on Okanagan Chefs Association business shall receive a \$100 per day honorarium to assist with incurred expenses.

## Article 12 – Rules of Order

Section 1 – The rules contained in Robert’s Rules of Order, revised shall govern the proceedings of the Okanagan Chefs Association, in all cases which they are applicable and in which they are not inconsistent with any provisions of the Okanagan Chefs Association and these bylaws.

Section 2 – Alteration of Bylaws or Constitution

A. No alteration of these bylaws or constitution or additions there to shall be affected, except at the annual general meeting of the Okanagan Chefs Association or a special meeting convened for that purpose and not until the proposed changes have been posted for at least thirty days previous to being acted upon by special resolution. The required majority for passing there of shall be two thirds of the members present at said meeting, who being entitled to do so vote in person or by proxy.

Section 3 – Borrowing Powers: If this Okanagan Chefs Association is required to take out any financial loans it must be brought forward at a regular meeting and voted on by the membership.

Section 4 - The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the association shall be placed for safekeeping.

a) Financial Year: The financial year of the association ends on December 31 in each year or on such other date as the Board may from time to time by resolution determine.

b) Banking: The board of directors will designate three individuals from the board to act as signatories on the association banking. Cheques written by the association must be signed by two of the three signatories.

Signed and Dated February 2017. Update April 2017

<b>Member Name</b>	<b>Position</b>
Jeremy Luypen	President
Bernard Casavant	Chairman
Jesse Croy	Vice President
Willi Franz	Treasurer
Shea Monteith	Secretary
Christina Ferreira	Membership Director
Melissa Masters	Junior Director
Tina Tang	National Junior Director

