



## Jamaican Canadian Association of New Brunswick

### By-Laws

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**Date:** April 15, 2026

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#### **Board of Directors:**

- **Chairman:** Michael A. Grant
  - **Board Secretary:** Kalesha Wiggan-Gayle
  - **Director of Communications:** Sheryl McGaw-Douse
  - **Director of Membership:** Andre Scott
  - **Director of Partnership and Canadian Affairs:** Jane Mitton-Maclean
  - **Director of Community Education & Events:** Sasheka Davis-Maitland
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#### **Purpose:**

The By-Laws of the Jamaican Canadian Association of New Brunswick (JCANB) serve as the foundational governance document, outlining the structure, responsibilities, and guiding principles of the Association. These By-Laws provide a framework for operations, decision-making, and member engagement, ensuring alignment with the mission and values of JCANB.

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#### **Jamaican Canadian Association of New Brunswick (JCANB)**

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**Website:** <https://jcanewbrunswick.ca>

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## **By-Laws of the Jamaican Canadian Association of New Brunswick (JCANB)**

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### **Article 1: Name and Purpose**

#### **1.1 Name**

The name of the organization shall be the Jamaican Canadian Association of New Brunswick (JCANB), hereinafter referred to as the "Association."

#### **1.2 Purpose**

The Association is a non-profit organization dedicated to:

- Promoting and preserving the cultural heritage and identity of Jamaicans in New Brunswick.
- Supporting the integration and well-being of Jamaican immigrants and their descendants in the province.
- Providing a platform for cultural, social, educational, and economic development within the Jamaican community.
- Encouraging participation in and contribution to the broader New Brunswick community.
- Establishing partnerships with other organizations to promote multiculturalism and diversity.

#### **1.3 Mission Statement**

The mission of the JCANB is to promote, represent, and support the cultural heritage and integration of Jamaican migrants in New Brunswick, fostering a strong, connected, and vibrant community.

#### **1.4 Vision Statement**

The vision of the JCANB is to create a thriving and inclusive Jamaican community in New Brunswick, celebrated for its cultural richness, unity, and contribution to the province's diverse social fabric.

#### **1.5 Head Office**

The head office and chief place of business of the Association shall be in the city of Moncton, New Brunswick, Canada

#### **1.6 Seal**

The corporate seal of the Association shall be circular in form and shall bear the name of the Association and the year of its incorporation.

#### **1.7 Fiscal Year**

The financial year of the Association shall end on the 31st day of August.

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## **Article 2: Definitions**

2.1 JCANB: "JCANB" means The Jamaican Canadian Association of New Brunswick.

2.2 ASSOCIATION: "Association" means The Jamaican Canadian Association of New Brunswick.

2.3 ORGANIZATION: "Organization" means The Jamaican Canadian Association of New Brunswick.

2.4 BY-LAW: "By-Law" means these regulations, and any other By-Law of the JCANB from time to time in force.

2.5 BOARD: "Board" means the Board of Directors of the JCANB.

2.6 OFFICER: "Officer" means a member of the Board who is authorized to sign bank accounts and /or other documents by virtue of the position that he/she holds on the Board.

2.7 DIRECTOR: "Director" means each and every member of the Board, including Officers.

2.8 MEMBER: "Member" means any member of the JCANB duly admitted to membership under the terms of Article 4 of these By-Laws.

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## **Article 3: Members Code of Conduct**

3.1 Service - Members are encouraged to:

- Act with fairness, honesty, integrity and transparency.
- Respect the opinions of others.
- Treat all with equality and dignity without regard for gender, race, colour, creed, ancestry, place of origin, political beliefs, religion, marital status, disability, age or sexual orientation or any other characteristic. JCANB promotes an inclusive and welcoming environment for all.
- Promote the mission, objectives and ideals of the Jamaican Canadian Association of New Brunswick in all dealings with the public on behalf of and within the Association.
- Foster and provide a positive and valued experience for those stakeholders receiving service from the JCANB.

### 3.2 Accountability - Members should:

- Act at all times with honesty and integrity and, where applicable, act in accordance with any professional standards and/or governing laws and legislation that may apply to the duties and responsibilities that are being performed for and on behalf of the JCANB.
  - Comply with the letter and spirit of any training or orientation provided by JCANB in connection with those responsibilities.
  - Adhere to the stated policies and procedures of the JCANB and support the decisions and directions of the Board.
  - Take responsibility for their actions.
  - Adhere to established communication channels and reporting lines to facilitate the effective resolution of problems.
  - Not exceed the authority of their positions but should freely consult with the applicable Board member for further discussion.
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## **Article 4: Membership**

4.1 Membership in the Association shall consist of all persons or groups who are, from time to time, accepted as members in the manner hereafter prescribed, and whose membership has not been terminated by expulsion or withdrawal. Members are Jamaicans, those with Jamaican heritage or all who are interested in the mission of the Association whose applications for Membership in the Association have been approved and accepted by the Board.

4.2 There shall be three categories of membership: Regular, Honourable and Lifetime.

4.3 The categories of **Regular Membership** are adult, family, youth and senior; the requirements for Regular Membership shall be as follows:

4.3.1 Regular Membership shall be open to all persons of Jamaican heritage and their families, and anyone else who shares the aims and objectives of the Association.

4.3.2 Regular Members, sixteen years or older, shall take part in any of the Association's activities and may vote on JCANB matters.

4.3.3 A Regular Member, may hold any position on the Board of Directors or as Chair of Standing or other Committees.

4.3.4 Regular Members shall be required to pay an annual fee to the Association.

4.3.5 Application for Regular Membership shall be in writing or online and shall be approved by Resolution of the Board of Directors.

4.3.6 At the discretion of the Board of Directors, with approval from the membership, Regular Membership may be revoked, should the activities and/or objectives of the Regular Member become at variance with the interests of JCANB.

#### 4.4 Honorary Membership

4.4.1 Honorary Membership may be conferred upon individuals who have made a significant contribution to the Association or community, or who are recognized for their achievements and alignment with JCANB's mission.

4.4.2 Honorary Members may participate in Association activities but do not hold voting rights and are not eligible to serve as a Board Member or as Chair of a Committee.

4.4.3 Honorary Members shall not be required to pay an annual membership fee to the Association.

4.4.4 Nominations for Honorary Membership must be submitted to the Membership Committee for recommendation and approved by the Board.

#### 4.5 The requirements for **Lifetime Membership** shall be as follows:

4.5.1 At an Annual Anniversary Celebration, Lifetime Membership may be conferred on anyone who has made a significant contribution to the Association or community or who has been a member in good standing for at least twenty years.

4.5.2 Nominations for Lifetime Membership must be submitted to the Membership (Awards) Committee for recommendation to the Board for approval.

4.5.3 Lifetime Members shall not be required to pay an annual membership fee to the Association.

4.5.4 Lifetime Members may take part in any of the activities of the Association.

#### 4.6 Rights and Privileges of Members

- **Regular and Lifetime Members:** Entitled to vote at all general and special meetings, stand for election to the Board of Directors, and participate in all Association activities.
- **Honorary Members:** Entitled to attend meetings and participate in activities but do not have voting rights or eligibility for Board positions.

#### **4.7 Membership Termination**

- Membership may be terminated by resignation, non-payment of dues, or by a two-thirds vote of the Board of Directors if a member is found to be in violation of the by-laws or engaging in activities contrary to the interests of the Association.
  - Members have the right to appeal termination decisions to the Board. Appeals must be submitted within 30 days of receiving the termination notice, and each member is limited to a single appeal.
  - The Board will review the appeal, and its decision on the matter shall be final and binding.
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#### **Article 5: Dues**

- Annual dues shall be set by the Board of Directors and become due on September 1 and must be paid by September 30th of each year. The amount of dues may vary between membership classes as determined by the Board.
  - The Board shall communicate any change in membership dues 60 days prior to the fiscal year-end.
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#### **Article 6: Meetings of Members**

##### **6.1 Annual General Meeting (AGM)**

- The AGM shall be held within three months after the fiscal year-end at a time and place determined by the Board of Directors.
- The purpose of the AGM is to review the annual report, approve the financial statements, elect directors, and address other business as necessary.
- Notice of the AGM, including the agenda, must be provided to all members at least 30 days in advance.

##### **6.2 Bi-Annual General Meetings**

- General meetings of the membership shall be held bi-annually. The specific date, time, and location shall be determined by the Board of Directors and communicated to members at least 15 days in advance.
- These meetings provide a forum for discussing ongoing projects, upcoming events, and other matters of interest to the membership.

### **6.3 Special Meetings or Committee meetings**

- Special meetings may be called by the Chairman or the Board of Directors.
- Committee meetings may be called by the Committee lead
- Notice of special or committee meetings must be given at least seven days in advance and include the purpose of the meeting.
- Proceedings from special or committee meetings are to be documented and notes including all decisions circulated to the Chairman and all Board of Directors in a timely manner.

### **6.4 Quorum**

- A quorum for the AGM, Bi-Annual, regular meetings shall consist of Chairman and two Directors or in the Chairman's absence, four Directors.
- A quorum for special meetings or Committee meetings shall consist of the Chairman and two Directors or in the Chairman's absence, four Directors, or the Project/Committee Lead as applicable and at least one director.

### **6.5 Voting**

- Each Active/Regular, and Lifetime Member is entitled to one vote at any meeting where a vote is required.
  - Voting shall be by a show of hands, unless a secret ballot is requested by at least one-third of the members present.
  - Proxy voting is not permitted.
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## **Article 7: Board of Directors**

### **7.1 Composition of the Board**

- The Board of Directors shall consist of eight officers, which may include but are not limited to, the Chairman/President, Secretary, Director of Communications, Director of Membership, Director of Fundraising, Director of Partnership and Canadian Affairs, Treasurer and Director of Community Education & Events or a combination thereof.
- A Board member may hold a combination of no more than two separate portfolios.
- An immediate past President may serve as an ex-officio, non-voting member of the Board.
- The Board should comprise of not less than 80 per cent Jamaicans or individuals of Jamaican heritage, inclusive of up to third-generation Jamaicans.

## 7.2 Qualifications

- Directors must be Active/Regular Members in good standing, over 18 years of age, and either of Jamaican heritage or committed to the mission and objectives of the Association.

## 7.3 Election of Directors

- In the first three years, Directors shall be appointed by the Chairman and a vote by any of the existing Directors.
- Thereafter, Directors shall be elected at the AGM by a majority vote of the members present.
- The term of office for each Director is three years, with the possibility of re-election for a maximum of three consecutive terms.
- In the event of a vacancy, the Board may appoint a replacement to serve until the next AGM.

## 7.4 Duties of Directors

- **Chairman:** Provides leadership and direction to the Board, presides over meetings, represents the Association in all official matters, and serves as a signing officer.
- **President:** Assists the Chairman, assumes the Chairman's duties in their absence, and may oversee special projects as assigned by the Board.
- **Treasurer:** Manages the financial affairs of the Association, including budgeting, financial reporting, and maintaining financial records.
- **Director of Fundraising:** Director of Fundraising develops and implements fundraising strategies and initiatives to support the Association's activities.
- **Secretary:** Maintains the minutes of all meetings, manages correspondence, and ensures the safekeeping of official documents.
- **Director of Communications:** Oversees internal and external communications, including public relations, marketing, and member outreach.
- **Director of Technology:** Oversees the technological infrastructure of JCANB, including website management and digital strategy (and cybersecurity), to enhance communication and community engagement.
- **Director of Membership:** Manages membership growth and retention, works to build a strong connection within the Jamaican community and enhance the overall membership experience.
- **Director of Partnerships and Canadian Affairs:** Find and establish partnerships with various stakeholders that will help the organization achieve its mandate. Is the liaison officer between the association and other Canadian owned entities.
- **Director of Community Education and Events:**, Coordinates outreach initiatives, Educational activities that our members can benefit from and organizes events that foster connection and engagement.

## 7.5 Meetings of the Board

- The Board of Directors shall meet monthly, with additional meetings called by the Chairman as needed.
- A quorum for Board meetings shall consist of three directors.

## 7.6 Decision-Making

- Decisions of the Board shall be made by a majority vote of the directors present at the meeting including the Chairman. In the Chairman's absence, the President shall preside.
- All decisions must be communicated to the Chairman in a timely manner.
- In the event of a tie, the Chairman shall cast the deciding vote.

## 7.7 Conflict of Interest

- Directors must disclose any potential conflicts of interest and refrain from participating in discussions or votes related to such conflicts.
- The Board may take action to address any conflicts of interest that arise, including requiring the director in question to recuse themselves from relevant decisions.

## 7.8 Board of Directors' Code of Conduct

The Board of Directors is expected by its members, volunteers, staff, clients, funders and the community it serves to provide an environment that demonstrates respect for others; adherence to the democratic processes and outcomes; and respect for confidentiality in all matters that are deemed by the Board to be of a confidential nature.

7.8.1. Members of the Board of Directors will exercise sound judgment, conducting themselves appropriately when interacting with members, staff, volunteers, clients, stakeholders and fellow Board members so as to promote the utmost professionalism.

7.8.2. To ensure Board transparency and accountability, Board Members are required to sign off and adhere to all Policies, Protocols, and Procedures of the JCANB.

7.8.3. All Board Members are expected to adhere to decisions and positions taken by the Board, regardless of their individual views.

7.8.4. Board Members are expected to fulfill their duties as assigned, ensuring that responsibilities are carried out in a timely and effective manner. Board Members must not be absent from more than **three consecutive meetings** or **five meetings in a year** without valid reason. Failure to meet these attendance or meet performance expectations may result in a review of the member's position on the Board. Exceptions to this clause may be granted by Board consensus under special circumstances.

7.8.5. Board Directors must treat all individuals fairly and without discrimination based on race, gender, age, religion, ethnicity, disability, or any other characteristic. JCANB promotes an inclusive and welcoming environment for all.

### **7.9 Removal from the Board:**

The Board of Directors, by majority vote, shall have the right to first address and review the potential removal of a Board Member internally with the Chairman and Board. If warranted, the matter may then be recommended to the membership for removal of the Board Member for any of the following reasons:

7.9.1. For not adhering to the Codes of Conduct or Conflict of Interest policies;

7.9.2. For absences, without acceptable reason, from three (3) consecutive Board meetings;

7.9.3. For failure to perform the duties of his or her office as outlined in the Board's policy manual;

7.9.4. For conduct deemed to be unbecoming to the aims and objectives of the JCANB.

7.10 Individuals who resign from the Board prior to completion of their term and without cause, will not be eligible to serve on the Board for the period of two years following resignation.

7.11 Filling Mid-Term Vacancies: Vacancies occurring on the Board of Directors by reason of death, resignation, removal, or any other reason, shall be filled by appointment by the Board of Directors for the remainder of the term.

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## **Article 8: Committees**

### **8.1 Standing Committees**

- The Board may establish standing committees as necessary to carry out the work of the Association. These committees may include, but are not limited to, the Membership Committee, Cultural Events Committee, and Youth Engagement Committee.

### **8.2 Ad Hoc Committees**

- Ad hoc committees may be established by the Board for specific purposes and shall be dissolved upon the completion of their mandate.

### **8.3 Committee Membership**

- Each committee shall be chaired by a member appointed by the Board, with committee members drawn from both directors and general members of the Association

## 8.4 Reporting

- Committees shall report regularly to the Board on their activities and progress to ensure transparency and alignment with the Association's goals.
  - All decisions should be communicated promptly to the Board to uphold the reputation of the JCANB and prevent any potential negative impact.
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## Article 9: Volunteers Engagement and Code of Conduct

### 9.1 Engagement of Volunteers

Volunteers play a crucial role in the success of the Jamaican Canadian Association of New Brunswick (JCANB). They are engaged through various channels, including community outreach, recruitment drives, and personal referrals. Volunteers may support a wide range of activities, including event planning, fundraising, administration, community outreach, and cultural programming.

Volunteers are expected to:

- Commit to specific tasks or events based on the needs of the JCANB.
- Follow the direction of designated Board members or team leaders responsible for coordinating volunteer activities.
- Participate in any necessary orientations or training sessions prior to beginning their volunteer duties.

### 9.2 Volunteer Duties

Volunteers may be assigned to duties that align with their skills and experience, such as:

- **Event Support:** Assisting with set-up, registration, and overall logistics for JCANB events.
- **Community Outreach:** Engaging with the public, distributing information, and promoting JCANB initiatives.
- **Administrative Assistance:** Helping with office tasks, communications, and record-keeping.
- **Fundraising Efforts:** Supporting JCANB's fundraising campaigns and initiatives.
- **Cultural Programming:** Assisting in organizing and executing cultural events and educational programs.
- Any other volunteer duties as may be identified and assigned.

Volunteers are expected to complete their assigned duties to the best of their ability, maintain communication with their designated supervisors, and inform them in advance if they are unable to fulfill their responsibilities.

### **9.3 Volunteer Code of Conduct**

Volunteers represent the JCANB and are expected to conduct themselves in a manner that reflects the values and mission of the Association. All volunteers must adhere to the following code of conduct:

#### **9.3.1. Professionalism and Respect**

Volunteers must treat members, staff, other volunteers, stakeholders, and community members with courtesy, dignity, and respect at all times.

#### **9.3.2. Punctuality and Reliability**

Volunteers are expected to arrive on time for their assigned duties and complete tasks as agreed upon. If unable to attend or fulfill their duties, volunteers must notify their supervisor or team leader as soon as possible.

#### **9.3.3. Adherence to Policies and Procedures**

Volunteers must follow all JCANB policies, protocols, and guidelines, including those related to confidentiality, health and safety, and respectful conduct as they are developed and outlined.

#### **9.3.4. Confidentiality**

Volunteers may be entrusted with sensitive information about the JCANB, its members, or its operations. Volunteers must maintain confidentiality and refrain from disclosing any such information to unauthorized individuals.

#### **9.3.5. Non-Discrimination and Inclusion**

Volunteers must treat all individuals fairly and without discrimination based on race, gender, age, religion, ethnicity, disability, or any other characteristic. JCANB promotes an inclusive and welcoming environment for all.

#### **9.3.6. Positive Representation of JCANB**

Volunteers are ambassadors for the Association and should always strive to positively represent JCANB in their interactions with the public and other stakeholders.

#### **9.3.7. Conflict Resolution**

If any conflicts or issues arise during the course of their duties, volunteers are encouraged to communicate these concerns with their designated supervisor, who will assist in resolving the matter respectfully and constructively.

#### **9.3.8. Disciplinary Action**

Volunteers who fail to adhere to this Code of Conduct may be subject to disciplinary action, which could include warnings, reassignment, or dismissal from volunteer duties, depending on the nature of the violation.

## **Article 10: Financial Management**

### **10.1 Fiscal Year**

- The fiscal year of the Association shall begin on September 1st and end on August 31st of the following year.

### **10.2 Financial Records**

- The Treasurer shall maintain accurate records of all financial transactions, including receipts, disbursements, assets, and liabilities.
- Financial records shall be kept for a minimum of seven years and made available for inspection by members upon request.

### **10.3 Budgeting**

- The Board shall prepare an annual budget.
- The budget shall outline projected income and expenditures for the upcoming fiscal year.

### **10.4 Audits**

- The financial records of the Association shall be audited annually by a Public Accountant appointed by the Board.
  - A Public Accountant is determined by the guidelines provided by the Canada Not for Profit Corporations Act.
- The audit report shall be presented to the membership at the AGM.

### **10.5 Signing Authority**

- All cheques, contracts, and other financial instruments must be signed by two of the following officers: Chairman/President, and Director of Fundraising/Treasurer, or Secretary.
- No single officer or director may independently enter into any agreement on behalf of the Association without Board approval.

### **10.6 Borrowing Powers**

- The Board may authorize borrowing on behalf of the Association for specific purposes, provided it aligns with the mission and objectives of the Association.
- Any borrowing must be approved by a two-thirds majority of the Board.

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## **Article 11: Conflict of Interest and Indemnification**

### **11.1 Conflict of Interest**

11.1.1 Persons who accept a position on the Board of Directors must sign off on the Conflict of Interest Policy and a copy of said document will be maintained by the Secretary. Persons who accept a position on the Board of Directors have a fiduciary or trusteeship obligation to act honestly, in good faith, loyally, and in the best interest of the Association.

The Association's interest must be placed ahead of that of a Director, and a Director must disclose any and all information that may create a conflict of interest. A Director's obligations require that he/she shall not profit from any project or activity of the JCANB, except under the following conditions:

11.1.2 The Board decides, after competitive tenders have been sought, that it is in the interest of the JCANB, on the grounds of quality or special advantage to the Association, to award a contract to, or to purchase goods and/or services from, the Director.

11.1.3 The Director takes no part in deciding the awarding of the contract or the purchasing of goods and services.

11.1.4 Directors, officers, and committee members must avoid any situation in which their personal interests conflict with the interests of the Association.

11.1.5 Any member with a potential conflict of interest must disclose it to the Board and abstain from related discussions and decisions.

### **11.2 Indemnification**

- The Association shall indemnify and hold harmless its directors, officers, and committee members from any claims, liabilities, and expenses arising from their official duties, provided they acted in good faith and in the best interests of the Association.

### **11.3 Liability**

- No director, officer, or committee member shall be personally liable for the debts, obligations, or liabilities of the Association.

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## **Article 12: Amendments to the By-Laws**

### **12.1 Proposals for Amendments**

- Amendments to the by-laws may be proposed by the Chairman or by any Board Member, requiring approval from the Chairman and two other Directors.

### **12.2 Approval Process**

- Amendments must be documented and communicated to all Board Members prior to implementation.
- Amendments must be shared with the membership at the next AGM.

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## **Article 13: Dissolution**

### **13.1 Dissolution of the Association**

- The Association may be dissolved by a two-thirds majority vote of the members at a special meeting called for that purpose or as directed by the Canada Not for Profit Corporations Act.
- Upon dissolution, any remaining assets may be distributed to a charitable or not for profit organization with similar objectives, as determined by the Board.

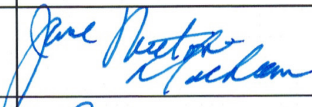

#### **ADDITIONAL REFERENCE RESOURCES for the JCANB By-Laws**

- Canada Not for Profit Corporations Act
  - <https://ised-isde.canada.ca/site/corporations-canada/en/not-profit-corporations/financial-statements-and-review>
  - <https://laws-lois.justice.gc.ca/eng/acts/C-7.75/index.html>
  - <https://ised-isde.canada.ca/site/corporations-canada/en/not-profit-corporations>
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**Approval of the Jamaican Canadian Association of New Brunswick (JCANB) By-Laws**

The Board of Directors of the Jamaican Canadian Association of New Brunswick (JCANB), we confirm that we have reviewed and approved the By-Laws as outlined. These By-Laws serve as the guiding principles and governing document for the Association's operations and future development. By signing below, we acknowledge our acceptance and support of these By-Laws.

**Board of Directors**

Position	Name	Signature	Date (YYYY-MM-DD)
Chairman	Michael A. Grant		2026-04-15
Board Secretary	Kalesha Wiggan-Gayle		2026-04-15
Director of Communications	Sheryl McGaw-Douse		2026-04-15
Director of Membership	Andre Scott		2026-04-15
Director of Partnership & Canadian Affairs	Jane Mitton-MacLean		2026-04-15
Director of Community Education & Events	Sasheka Davis-Maitland		2026-04-15

**For Internal Use Only**

Date of By-Laws Approval: April 6, 2026

Date of Completion of Signatures: 2026-04-15