

canadian association for sound ecology



association canadienne pour l'écologie sonore

Canadian Association for Sound Ecology (CASE) By-Laws

1. Corporate Seal

Identification:

The name of the organisation shall be the Canadian Association for Sound Ecology, hereby referred to as CASE.

Description:

CASE is a coalition of Canadian individuals and institutions concerned with the soundscape as an entity that reflects both the social and the environmental state of our world. As Acoustic Ecology is the study of the relationship between living organisms and their sonic environment, it is CASE's mission to draw attention to sonic tensions, and sonic consequences of environmental decline; to document, through research or artistic endeavours, important soundscapes, sonic landmarks, and environments and to strive to improve the acoustic quality of a place wherever possible; and

As a field inspired by listening to the environments of Canada and beyond, CASE recognizes that our relationship to sounds and listening necessitates a commitment to work against the detrimental effects of climate change, and to advocate, socially and politically, for the preservation and rewilding of natural ecologies in wild and urban spaces.

Mission Statement:

As a multidisciplinary and transdisciplinary organisation, CASE encourages and supports research into the aesthetic, ecological, philosophical, sociological and cultural aspects of the sonic environment. A special emphasis of research is placed upon sound ecology in Canada.

Primary areas of research include:

1. *documenting the historical changes (morphology) in the regional and national soundscapes of Canada.*
2. *studying different attitudes towards noise and silence in regions throughout Canada.*
3. *monitoring and evaluating the impact of human and technological intervention on specific acoustic environments.*

4. *developing innovative approaches to re-designing the sonic environment, based on models devised by sound designers in Canada and other parts of the world*
5. *Liaising with communities interested in sound, and actively working to decolonize acoustic ecology and soundscape studies*

CASE encourages the publication and distribution of research in many forms of media including books, brochures, audio recordings, educational media, documentaries, websites, public exhibits, and presentations at international conferences and festivals on the subject of sound and environment.

Aims and Objectives:

- a. *Create a large and imaginative variety of situations that encourage the practice of listening to the soundscapes, sharpening aural skills and deepening listeners' understanding of sounds and their meanings*
- b. *Encourage and support research into the aesthetic, ecological, philosophical, sociological and cultural aspects of sonic environments.*
- c. *Monitor and evaluate actions that affect the quality of sonic environments in order to take advocacy actions to protect them*
- d. *Dedicate CASE activities towards engaging the public in listening and education about listening*
- e. *Promote the adoption of sonic considerations into urban planning, education, and architecture*
- f. *Commit to decolonizing acoustic ecology as a discipline, a movement, and a practice*
- g. *Provide a forum, physical and virtual, where those who study acoustic ecology, media sound, and other related topics can meet and exchange ideas about their work*
- h. *Encourage all practitioners of acoustic ecology to be critical and self-reflexive listeners tuned into the most important issues of our time: climate change, habitat decline, mass extinction, social and ecological justice, and global peace.*
- i. *To the extent possible attempt to secure ongoing funding in order to be more active and efficient at working towards the goals of the organisation.*

Location:

The head office of CASE is located in Toronto, ON

Fiscal Year:

Fiscal year end for CASE shall be December 31st.

2. Membership

2.1. Membership in the corporation, CASE, shall consist of persons, organisations, institutions interested in furthering the aims and objectives of CASE. Members agree to abide by the bylaws and policies.

2.2. Any individual or institution, within Canada or outside Canada, can become a member of CASE by joining the CASE email list. Voting and participation on the board of directors is

reserved for Canadian citizens only. Members who have the resources are requested to donate annually to support basic operating costs.

Membership categories are as follows:

- Member (individual)
- Student member (individual)
- Honorary Member

Honorary membership recognizes sustained, long-standing contribution to acoustic ecology regionally, nationally, or internationally. Honorary members of CASE shall not exceed 10% of its members.

Decisions based on nominations for honorary members are to be decided by the Board at confidential Board-only meetings.

Honorary members may be asked to participate in a consultative process in the business of CASE, including speaking, writing, or acting on behalf of CASE.

Membership comes with the following rights:

- Will receive copies of all CASE publications
- May vote in meeting and in elections, and may serve on the Board of Directors
- Will be invited to participate in CASE projects
- May be able to participate in CASE-affiliated events at reduced rates

Members will remain active until they request to be removed from the CASE email list.

Any member may be required to resign by a vote of $\frac{3}{4}$ of the members present at an Annual General Meeting or an extraordinary general meeting called for that purpose.

3. Board of Directors

The property and business of CASE shall be managed by a Board of Directors consisting of 6 or more directors elected by the membership at an Annual General Meeting of the organisation.

Elections may be held at a scheduled Annual General Meeting (AGM) of CASE. Voting may occur by mail-in ballot, electronically, or in another way as determined by the Board.

Directors (members of the Board) will be elected for a term of two years. There is no limit as to how many times a director may be voted into the Board.

Nominations and self-nominations for the Board of Directors shall be sent in, by mail or electronically, to the Secretary of CASE.

Any Board position shall become immediately vacated in the case of written resignation submitted to the Secretary of CASE, or in other special circumstances (e.g. death).

In the event a Board position becomes vacated the Board may appoint, by majority vote, a new director for the remainder of the term.

Meetings of the Board shall be held as often as the business and activities of CASE require, as determined by the Board, and with reasonable notice. At minimum, CASE will have one meeting per year.

Three directors shall constitute quorum for a Board meeting.

Remuneration and expenses

From time to time the Board may employ a person to perform specific duties deemed necessary for the effective functioning of CASE. Such duties, as well as the remuneration, and duration of work shall be determined by the Board of Directors by resolution.

4. Positions of the Board

The positions of the Board of Directors at CASE shall be as follows: President, Vice-President, Secretary, Treasurer, Member(s) at Large, and any other positions the Board might deem necessary to secure the operations of CASE. Any two positions may be held by the same person.

Positions on the CASE Board shall be appointed by resolution of the Board at any time as required. Each member is to be elected by majority vote at the next Annual General Meeting following their appointment.

The President is responsible for the general and active management of CASE, and shall preside over all meetings of the Board.

The Vice-president, in the absence of the President shall perform their duties, and other duties as directed on an ongoing basis.

The Secretary is responsible for administrative duties around CASE, including minute-taking and sending notices of meetings.

The Treasurer shall have custody of the funds and securities of CASE and maintain all financial records as needed. Monies and assets belonging to CASE shall be held in a trust bank account, and the treasurer shall disburse or authorise the disbursement of any funds towards projects, contracts, etc. as authorised by the Board. The treasurer shall maintain transparent accounts and present financial reports at each Annual General Meeting of CASE and any other Board meetings as needed.

The duties of other positions shall be determined by the Board as required.

5. Functions and Powers of directors

Signing authority:

Contracts, documents and any other written materials requiring the approval of CASE need to be signed by any two director positions one of which is the President or a designate of the President.

Use of the CASE seal:

The CASE seal or logo may be affixed to any document, correspondence, contract, or other as needed, provided they are authorised by the Board or President.

Expenditures:

The directors shall be able to authorise expenditures on behalf of CASE from time to time, or delegate such authority to other board members/directors. Expenditures are to be incurred for purposes of furthering the mission of CASE and its assets such as website, etc.

Revenue:

The Board shall take such steps as they see fit to enable CASE to acquire, receive, accept, solicit, legacies, gifts, donations, settlements, or endowments, for the purposes of furthering the objectives of CASE.

Books and Records:

The Board shall see to it that any books and records required by the bylaws or CASE for any applicable statute or law are regularly and properly kept.

Rules and Regulations:

The Board may prescribe such rules and regulations as needed on a situational basis as long as they are not inconsistent with the bylaws hereby stated. Such rules or regulations shall have force and effect within the year before the next Annual General Meeting where they shall be confirmed into effect. Failing their confirmation, they will cease to have any force or effect.

Minutes:

The minutes of the Board shall not be available to the general membership, but shall be made available to each director of the Board.

6. CASE Board Advisory Groups

The CASE Board may form, where needed, special advisory groups composed of directors, members and/or external consultants for such purposes as special projects, activities, conferences, partnerships, etc.

7. Liability

Any director of CASE or person working on contract with CASE who assumes liability on behalf of CASE shall be indemnified and covered out of the funds from CASE for all costs

incurred in any action brought against the individual or with respect to the individual, except when such expenses are incurred by the director or individual's own wilful neglect or default.

8. Meetings

The location of the meetings - both Board meetings and AGMs - can take place anywhere, in a physical or virtual location and on any date of convenience to be determined by the Board.

Board meetings:

Board meetings are held whenever the board of directors has business to attend to, make decisions, update each other on activities, and the like. Board meetings are generally not publicised to the general membership, however special guests, regardless of membership status, might be invited from time to time for purposes of presentation or collaboration.

General meetings:

At every AGM, in addition to regular business that may be transacted, voted on, and decided, the report of the directors and the financial statement shall be presented to the membership.

Special meetings:

The Board or the president or vice-president shall have the power to call, at any time, a special meeting of the members of CASE. An extraordinary meeting of members may be called upon by a minimum of 15 members of CASE.

Notice of meetings:

A written (electronic) notice specifying the place, date and time of the meeting, and in the case of special meetings, the nature of special business, shall be given to each member of CASE 14 days ahead of time, or 7 days in the case of any extraordinary meeting of members.

Presenting motions: any member in good standing can present motions at CASE meetings. Every member in good standing shall have one vote on motions and no more.

Quorum: At least six members present at a meeting shall constitute a quorum. At least three directors of the Board must be present.

Majority decisions: every question or proposal / motion shall be determined by simple majority vote, unless otherwise determined by the Board.

Meeting rules: unless directed otherwise by the president/chair of CASE, all meetings shall be conducted using Robert's rules of order.

Minutes: taking minutes is recommended as best practice for Board meetings, and mandatory for Annual General or special general meetings of the CASE membership. General meeting minutes shall be made available to the membership via email or website.

Tabling of business: any issues, proposals, actions or motions not discussed or decided on within a meeting must be tabled and brought up in the next available meeting to be dealt with.

2/3rds Majority Decisions: any alterations or amendment of by-laws must be sanctioned by an affirmative 2/3rds vote of the members present at an AGM meeting duly identified as a meeting dedicated to alterations or amendments giving members enough notice to review the changes.

Chair's vote: The Chair or President of the CASE board would not normally vote. If there is a tie in the vote the chair may cast a vote.

Language of minutes: CASE commits to using inclusive language everywhere possible including non-gender specific address and other anti-racist, anti-oppressive language.

The Undersigned hereby affirm their Letters Patent with the Minister of Consumer and Corporate Affairs under the name Canadian Association for Sound Ecology (CASE) and are satisfied that the name is not used by another organisation, befits the activities of the organisation and is not objectionable on public grounds.

The bylaws of the Corporation shall be those approved with the last 2/3rds majority vote of the general membership of CASE until such time that they are repealed, altered, or amended. Previous bylaws dated April 30, 1997, in the city of Toronto and further revised on June 2, 2022 and July 19, 2023.

The Corporation will continue its activities in no way accruing profit, but if any funding is assembled it is to be used solely for the purposes of furthering the organisation's aims.

Signed by email correspondence, by the current elected members of the Board in August 2023:

Claude Schryer, Chair

Carol Ann Weaver, Vice Chair

Wendalyn Bartley, Treasurer

Julie Andreyev, Secretary

Aaron Liu-Rosenbaum, Webmaster

Milena Droumeva, Project Liaison

Mickey Valley, WFAE Representative

Leonardo Cabrera, Member at Large
