



49 Battalion The Loyal Edmonton Regiment Association

By-Laws

Secretary

June 2017

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BY-LAWS

OF

THE 49TH BATTALION, THE LOYAL EDMONTON REGIMENT ASSOCIATION

ARTICLE 1 – GENERAL:

1.1 Name

- The name of the Society shall be: THE 49TH BATTALION, THE LOYAL EDMONTON REGIMENT ASSOCIATION

1.2 Office

- The office of the Association shall be at the Prince of Wales Armoury, in the City of Edmonton, in the Province of Alberta.

1.3 Fiscal Year

- The fiscal year of the Association shall be January 1 to December 31.

ARTICLE 2 – ORGANIZATION:

The Association shall be constituted as follows:

- Members
- Executive Committee

ARTICLE 3 – MEMBERSHIP:

3.1 Classification of Membership:

There are three categories of membership:

- Full members
- Associate members
- Honorary members

3.1.1 Full Membership

A Full Membership is defined as:

- All ranks, who are serving or have served in and worn the badge of The Loyal Edmonton Regiment.

3.1.2 Associate Membership

An Associate membership is defined as:

- The spouses, significant others, widows and near relations of all ranks serving or who have served in the Regiment.
- All ranks of other corps and units who have been attached for duty with the Regiment.
- An individual, company or society that has provided goods or services to the association.

3.1.3 Honorary Membership

An Honorary membership is defined as:

- A person whom the association wishes to honor in accordance with established criteria as set by the Executive Committee.
- All ranks of our Allied Regiments.

3.2 Admission of Members:

- Any individual may become a member in the appropriate category by meeting the requirements in Article 3.1(Classification of Members), being acceptable to the Executive Committee and paying the annual membership fees. The individual will be entered as a Member under the appropriate category in the Register of Members.
- All members are admitted only on the condition of submitting to the By-Laws and the Rules of the Association. Failure to comply with these Rules and By-Laws may result in revocation of that person's membership.

3.3 Membership Fees

3.3.1 Membership Fee Year

- The membership year is from October 1 to September 30.
- The annual membership fees are due on or before September 30 of every year.

3.3.2 Setting Membership Fees

- The Executive Committee shall set the annual membership fees for each category of membership.
- Honorary Life Members shall pay no annual membership fees.
- Life Membership in the Association is available on prepayment of the sum of Five Hundred dollars. Life Membership will be in the appropriate category per item 3.1.

3.3.3 Membership Fee Refunds

- Membership fees are not refundable.

3.4 Rights and Privileges of Members

3.4.1 Full Members

- Full members shall have full privileges of the Association and full voting privileges.

3.4.2 Associate Members

- Associate Members shall have the full privileges of the Association but shall have no voting powers.
- Associate Members may not be elected to the Executive Committee.

3.4.3 Honorary Members

- Honorary Members shall have the full privileges of the Association, but shall have no voting powers.
- Honorary Members may not be elected to the Executive Committee.

3.4.4 All members

- All members in good standing can attend and speak at any meeting of the Association and can exercise other rights and privileges given to members in these bylaws.

3.5 Suspension of Membership

- The Executive Committee, at a Special Meeting called for that purpose, may suspend a Member's membership for a period to be determined for one or more of the following reasons:
 - If a member has failed to abide by the bylaws.

- If a member has disrupted a meeting or a function of the Association.
- If the person was dishonorably discharged from the unit or brings disgrace to the unit.

3.6 Withdrawal from Membership

- Any member wishing to withdraw from membership may do so by giving notice in writing to the Secretary.

3.7 Expulsion from Membership

- Any member may be expelled from membership for any cause which the Association may deem sufficient. The expulsion hearing will be at a Special Meeting called for that purpose. The expulsion will be recorded as an Extraordinary Resolution.

Article 4 – MEETINGS OF THE ASSOCIATION

4.1 Types of meetings

- Annual General Meetings
- Special Meetings

4.1.1 The Annual General Meeting

- The Association holds the Annual General Meeting each year, in Edmonton, Alberta.
- The Executive Committee sets the place, date and time of the meeting.
- The secretary will notify each member at least twenty-one days before the Annual General Meeting and provide an agenda.

- Will be presided over by either the President or Vice-President.
- Twelve voting members of the Association shall form a quorum.
- Shall be held for the purpose of:
 - (a) Considering financial statements presented by the Treasurer;
 - (b) Reporting to the members on the year's stewardship.
 - (c) Transacting any other business.
 - (d) Electing officers and auditors.
- Shall be run in accordance with 'Roberts Rules of Order'.
- All motions including the election of officers shall be voted upon only by the full members of the Association and shall be decided upon by the majority vote. Voting shall be by a show of hands, except that any member may request that a secret ballot be taken.
- Nominations for office will be presented by the executive committee and will also be entertained from the floor if the nominee has agreed to let their name stand in advance of the meeting.
- The following is the suggested order of business:
 - (a) Circulation of an Attendance List
 - (b) Call to Order
 - (c) Adoption of the agenda
 - (d) Moment of Silence
 - (e) Adoption of the Minutes of the previous meeting
 - (f) Business arising from those minutes
 - (g) Reports of Executive Committee Members
 - (h) Presentation of the Financial Statements for the preceding period.
 - (i) Reports of any Sub-Committees
 - (j) COs Report
 - (k) 49er Report
 - (l) Museum Report
 - (m) LERAC Report
 - (n) Kit Shop Report

(o) Membership Report

New Business

(p) Election of Executive Committee members

(q) Motions and/or presentations of any new business.

(r) Adjournment.

4.1.2 Special Meetings

- Are called to resolve issues that cannot wait for the next Annual General Meeting.
- Are called by the president as directed by a motion of the Executive Committee.
- The secretary will notify each member at least twenty-one days before the Special Meeting and provide an agenda.

4.2 Remuneration

- Remuneration, whether in cash or kind, shall not be paid in respect to service as a member of any committee or sub-committee of the Association.

4.3 Omission to Give Notice of a Meeting

- The accidental omission to give notice of any meeting to any member shall not invalidate the proceedings of any such meeting.

4.4 Sub-Committees

- Sub-Committees may be formed to arrange for certain activities of the Association. Such sub-committees shall be responsible to the Executive Committee only for the period required to carry out the task for which the sub-committee was formed.

ARTICLE 5 – The GOVERNMENT OF THE ASSOCIATION

5.1 The Executive Committee

- governs and manages the affairs of the Association and shall consist of the following officers:

President	Elected by the Members.
Vice-President	Elected by the Members.
Secretary	Elected by the Members.
Treasurer	Elected by the Members.
Members at Large	Elected by the Members.
Past President	Per 5.8
Commanding Officer of the Regiment	
Regimental Sergeant Major of the Regiment	

5.2 The Executive Committee Meetings

- shall meet at least four times annually and consist of not less than five and not more than twelve members in good standing.

5.3 Additional Members

- The Executive Committee shall have the power to add additional members as required.

5.4 Ex-Officio Members

- The current serving Commanding Officer and Regimental Sergeant Major (of the Regiment) are ex-officio voting members of the Executive Committee.

5.5 Responsibilities

- The Executive Committee shall be responsible for the day to day conduct of the business of the Association and shall submit a report of its activities to the Annual General Meeting of the Association.
- The Executive Committee is responsible to interpret the By-Laws and thus maintain the general wellbeing of the Association and its' aims and objects.
- The Executive Committee shall have the authority to promulgate and enforce rules governing the conduct of the members of the Association, where such rules are not inconsistent with the rules and By-Laws herein.

5.6 Voting

- Each member of the Executive Committee shall be entitled to one vote. The President has the casting (tie-breaking) vote.

5.7 Quorum

- At all Executive Committee meetings five members of the Executive Committee shall form a quorum.

5.8 Nominations to Executive Committee

- The Executive Committee shall constitute the Nominating Committee for the purposes of the nominating of persons to fill Executive Committee positions at the Annual Meeting of the Association.

5.9 Term of Office

- The term of office of each elected Officer shall be one (1) year, provided however that if the President of the Association is not re-elected, then he shall continue as a non-voting member of the Executive Board for one further year following his term in order to provide continuity of administration.

5.13 Filling Vacancies

- In case an officer dies, resigns, or ceases to be a member, or for a reason becomes unable to attend the duties of his office, the vacancy thereby caused shall be filled for the unexpired portion of such officer's term of office by a substitute appointed by the Executive Committee.

5.14 Roles of the Executive Committee Members

5.14.1 President

- shall chair all meetings of the Association and Executive Committee and shall act as an ex-officio member of all committees.
- shall be the spokesperson for the Association.
- is responsible for the efficient operation of the Association and efficient discharge of committee member duties.
- shall ensure that all expenditures are properly authorized.
- shall handover all applicable documents pertaining to the operation of the Association to the incoming President upon his end of term of office.

5.14.2 Vice-President

- shall assist the President on all Association matters.
- shall act as President during the absence of the President.

5.14.3 Secretary

- shall attend all meetings of the Association and of the Executive Committee and keep accurate minutes of the same.
- shall have charge of the Seal of the Association.
- shall have charge of all the correspondence of the Association and be under the direction of the President and the Board.
- shall also keep a record of all the members of the Society and their addresses.
- shall send all notices of meetings as required.
- shall collect and receive the annual dues or assessments levied by the Association. Such moneys to be promptly turned over to the Treasurer for deposit in a chartered bank as herein required.
- shall file the annual return to Corporate Registries and changes to the bylaws and other incorporating documents.

5.14.4 Treasurer

(The office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.)

- shall receive all moneys paid to the Association and shall be responsible for the deposit of same in whatever Bank the Board may order.
- shall properly account for funds of the Association and keep such books as may be directed.
- shall present a full detailed account of receipts and disbursements to the Board whenever requested.
- shall prepare for submission to the Annual General Meeting a statement duly audited as herein after set forth of the financial position of the Association and submit a copy to the Secretary for the Associations records.
- has a supervisory role in the preparation of the financial review process.
- The books and records of the Association may be inspected by any member of the Association at any time upon giving reasonable notice and arranging a time satisfactory to the Treasurer. Each Member of the Board shall at all times have access to such books and records

ARTICLE 6 – EXPENDITURES

- Association funds and other assets received by the Association shall be accounted for through the financial records of the Association.

6.1 Financial Statements

- will be prepared as required.

6.2 Use of Funds

- Association funds shall be accumulated and used to:
 - Meet continuing obligations and;
 - Establish adequate reserves for expenditures at the direction of the Executive Committee.

6.3 Payments

- shall be made by cheque. All cheques shall be signed by two authorized signing authorities (authorized by the Executive Committee).

6.4 Contracts

- All contracts of the Association must be signed by the Officers or persons authorized to do so by resolution of the Executive.

ARTICLE 7 – APPEALS

- A member being expelled from membership (item 3.7) has the right to appeal to the President and Vice-President. Their combined decision shall be final.

ARTICLE 8 – AMENDING THE BYLAWS

8.1 Process to Amend

- The By-Laws may be rescinded, altered or added to by an Extra-Ordinary Resolution.

8.2 Notice of Proposed Changes

- Notice of proposed changes in the By-Laws or Rules of the Association, shall be notified in writing to the Secretary not later than two (2) months before the Annual General Meeting.

8.3 Notice of Meeting

- On receipt of such amendments, the Secretary shall mail notices to all full members at least thirty (30) days prior to the date of the Annual General Meeting, setting down the times, date and place for the Meeting and the details of the proposed amendment as directed by the Executive Committee.

8.4 Votes Requirements for Amending / Changing the By-laws

- A three-fourths majority of voting members at the meeting are required to approve the amendment.

ARTICLE 9 – AUDIT

9.1 Process

- The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the Association.

ARTICLE 10 – DISPUTES

- In the event of a dispute arising out of the affairs of the Association; such dispute shall be decided by arbitration pursuant to the provisions of the Arbitration Act.
- A decision made pursuant to such arbitration is binding upon all parties and may be enforced on application to a District Court and there shall be no appeal there from.

ARTICLE 11 – BORROWING POWERS

- For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manners as it thinks fit and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society and in no case shall debentures be issued without the sanction of an extra-ordinary resolution of the Association.

ARTICLE 12 – DONATIONS

- Subject to wishes expressed by donors, the allocations of donations towards the objects of the Association shall be vested in the Executive Committee.

ARTICLE 13 – ADDRESS FOR CORRESPONDENCE

- All correspondence on Association matters shall be addressed to the Secretary of the Association at: Post Office Box 501, Edmonton, Alberta T5J 2K1 and not to individuals by name.

ARTICLE 14 – “THE FORTYNINER”

- “The Fortyniner” shall be published annually and the annual subscriptions are included in the annual membership dues and in life member dues. Contributions should be addressed to “The Editor- The Fortyniner”, Post Office Box 501, Edmonton, Alberta T5J 2K1. Email articles for submission to lermus1@telus.net – in a microsoft document and JPEG format for the pictures

ARTICLE 15 – TOKENS

- Tokens of sympathy will be sent to all Members or wives on the occasion of the death of a member/wife or on the occasion where the member or wife is hospitalized for a serious malady and if the information is available.

ARTICLE 16 – DISTRIBUTING ASSETS AND DISSOLVING THE ASSOCIATION

- The Association does not pay any dividends or distribute its property among its members.
- If the Association is dissolved, funds or assets remaining after paying all debts are to be paid to a registered and incorporated charitable organization. Members shall select this organization by Special Resolution. In no event will any members receive any assets of the Association.

DATED at the City of Edmonton, in the Province of Alberta, this _____ day of _____, A.D. 20____.

By Laws



**49 Battalion
The Loyal Edmonton Regiment
Association**