

BY-LAWS of The King's Own Calgary Regiment (50/CEF / 14 CTR) Association

1. NAME

The name of the association shall be "The King's Own Calgary Regiment (50 CEF / 14 CTR) Association.

2. MEMBERSHIP

- (a) Anyone who at any time has served with The King's Own Calgary Regiment, or any of its predecessor units (including those who have served with the Regiment on attachment), or who is related to a current or former serving member of the Regiment or any of its predecessor units, or who has served with a Cadet Corps supported by the Regiment, or who is a loyal supporter of The King's Own Calgary Regiment, shall be eligible for membership in the Association.
- (b) For cause, and by a four-fifths (4/5ths) vote of the Members attending any General Meeting or any Special Meeting, a Member may be suspended or expelled from membership. Thirty (30) days' notice by mail or email to the last known address of all Members, and / or posted on the Association page of the regimental website, shall be given of any meeting at which it is intended to expel any Member.
- (c) A Member may resign by giving notice in writing to the President of the Association, either to the President through his or her e-mail address, or by post addressed to the President and mailed to the Registered Offices of the Association. A resignation shall become effective upon the President's receiving such notice. No member who resigns shall be entitled to a refund of any part of their dues.
- (d) A Member will automatically cease to be a member if membership dues are not received by the Association within three (3) months of the 1<sup>st</sup> of April in any year.

3. DUES

- (a) The annual dues for membership shall be: For Second World War Veterans, and/or spouses, the sum of One Dollar (\$1.00) per year. For every other member, the sum of Ten Dollars (\$10.00) per year, or such other amounts as may be decided on at any Annual General Meeting.
- (b) Dues are payable for the current year on the first of April of each year.
- (c) No Member shall be eligible for election to any office if their dues have not been paid for the current dues year.

4. EXECUTIVE COMMITTEE (DIRECTORS)

- (a) The Executive Committee of the Association shall consist of up to ten (10) Members (not including ex-officio or honorary members). Executive Committee Members may be proposed and seconded by any Members from the floor at an Annual General Meeting, and shall be elected by a show of hands at that Annual General Meeting. Unless by due

process relieved of their duties, Executive Committee Members shall hold office for two (2) years. Provided, however, that should the Members present at any Annual General Meeting so decide by majority vote, additional Executive Committee Members may be elected for the ensuing two (2) year period, and the number of Executive Committee Members may be changed for that two (2) year period.

- (b) Powers. The Executive Committee may, within the parameters of the By-Laws of the Association from time to time, make such rules and regulations, and take such actions, as it may deem fit for the operation of the Association and the governance of its Members.
- (c) Duties. The Executive Committee of the Association shall:
  - (i) enforce the By-Laws;
  - (ii) preserve the property of the Association;
  - (iii) attend to the welfare of the Members; and
  - (iv) generally carry out the objects of the Association
- (d) And for greater certainty, but so as not to restrict the generality of the foregoing, the Executive Committee shall have, among others, the following additional powers and duties:
  - (i) To authorize payment of all indebtedness and expenses of the Association, and to provide the Association with such articles as may be necessary for the conduct of the business of the Association, and for the welfare of its Members;
  - (ii) To delegate to sub-committees appointed by the Executive Committee such powers and duties as in the opinion of the Executive Committee may be properly and conveniently carried out by such sub-committees; such sub-committees shall not hold office for more than two (2) years, and shall be directly responsible to the Executive Committee, who shall be fully responsible to the members of the Association;
  - (iii) To appoint any ex-officio or honorary Officers as deemed necessary, not specifically provided for in the By-Laws. Such appointees shall be non-voting members of the Executive Committee, and they shall not hold office for longer than two (2) years;
  - (iv) To obtain, and if necessary lease premises as club rooms or meeting places, and to purchase and preserve such furniture and equipment as in the opinion of the Executive Committee may be necessary for the proper enjoyment of the Association of such premises; and to sell such portions of such furniture and equipment as shall, in their judgment become unnecessary or unsuitable for this purpose;

- (v) To arrange for, and hold without fail at least once in every year, a Social Event, the nature of which is suitable to the Members of the Association. This event may be either a 'stand-alone' Association event, or held concurrently and/or, in conjunction with current regimental events and celebrations, such as St George's Day in April, or the Dieppe Commemoration in August.
  - (vi) To promote and hold entertainments, dances or social functions for the entertainment of the Members of the Association and, if thought advisable, to raise money therefore; and
  - (vii) To perform such other acts and duties as are implied or expressed by these By-Laws.
- (e) The immediate Past President shall automatically become a member of the new Executive Committee each year.
  - (f) The Commanding Officer of the Regiment shall be an ex-officio, non-voting member of the Executive Committee.
  - (g) No Executive Committee Member shall be remunerated for their service, either directly or indirectly; however, nothing in this paragraph shall be construed as prohibiting reimbursement of an Executive Committee Member for substantiated out-of-pocket expenses.
  - (h) Executive Committee Members may be removed from office by Special Resolution.

## 5. OFFICERS

The Officers of the Association shall be members of the Executive Committee. The Officers shall be a President, a Vice-President, a Secretary, and a Treasurer (or a Secretary-Treasurer). Officers may be proposed and seconded by any Members from the floor at an Annual General Meeting, and shall be elected by a show of hands at that Annual General Meeting and Unless by due process relieved of their duties, Officers shall hold office for two (2) years. Provided, however, that should the Members present at any Annual General Meeting so decide by majority vote, additional Officers may be elected for the ensuing two (2) year period, and the number of Executive Members may be changed for that two (2) year period (if required).

## 6. PRESIDENT

- (a) The duties of the President shall include, but not be limited to, presiding at all meeting of the members of the Association, and of the Executive Committee.
- (b) The President shall be an ex-officio member of all Committees and shall perform such other duties as are defined in the By-Laws.

## 7. VICE-PRESIDENT

- (a) The duties of the Vice-President shall be to assist the President and to perform the duties of the President in his or her absence.

- (b) While acting for the President, the Vice-President shall be ex-officio, a member of all Committees.

#### 8. TREASURER

- (a) The Treasurer shall keep a just and true account of all monies received and paid out by the Association, and of all financial transactions whatever, including always a full and complete financial statement.
- (b) The Treasurer shall be responsible for the collection of all monies due the Association and shall deposit all funds in the name of the Association in the Chartered Bank approved by the Executive Committee.
- (c) The Treasurer shall pay out by cheque the monies required to meet obligations incurred by such claims as have been ratified by the Executive Committee, and shall make such payments only by cheque, countersigned by the President or Vice-President, or such other Officers as the Executive Committee may appoint.

#### 9. SECRETARY

- (a) The Secretary shall be responsible for keeping a record of proceedings of all meetings of the Association, of the Executive Committee and of such other Committees as may from time to time be appointed, and shall be responsible for the custody of such records.
- (b) The Secretary shall prepare and present to the Executive Committee such records, documents, and / or data as are required for the information of the Members.
- (c) The Secretary shall be responsible for the conduct of the correspondence of the Association.

#### 10. VACANCIES IN THE EXECUTIVE COMMITTEE OR OFFICER POSITIONS

- (a) Any vacancy in the membership of the Executive Committee or in the Officers of the Association shall be filled at the next General or Special Meeting of the Members of the Association following the occurrence of such vacancy. Provided, however, that the Executive Committee may in cases of emergency appoint a Member to fill any vacancy in the membership of the Executive Committee or any office required to be filled in the Officers of the Association; but their action shall be referred to the next General Meeting for ratification.
- (b) If a Member of the Executive Committee is absent from three consecutive regularly called meetings of the Executive Committee, their appointment may be declared vacant by the Executive Committee, unless just cause shall be shown by such Member, and the vacancy shall be filled in accordance with Section 11 (a) of these By-Laws.

#### 11. MEETINGS

- (a) The Annual General Meeting of the Members of the Association shall ordinarily be held in the month of April in each year in conjunction with the Regiment's St. George's Day celebrations. Provided, however, this date may be changed temporarily by a majority

vote at an Annual or Special General Meeting, so long as this does not result in an Annual General Meeting occurring more than 16 months following the immediately preceding Annual General Meeting. No fewer than twenty-one (21) days' notice of all Annual General Meetings shall be given by mail or by email to the last known address of all Members and / or posted on the Association page of the regimental website.

- (b) General Meetings of the Association shall be held at such time and at such place as shall be fixed from time by the Executive Committee. No fewer than twenty-one (21) days' notice of all General Meetings shall be given by mail or by email to the last known address of all Members and / or posted on the Association page of the regimental website.
- (c) Special Meetings of the Members of the Association shall be held at such time or times as the Executive Committee may appoint. The President shall, on the receipt of a request in writing, signed by no fewer than twelve (12) Members of the Association in good standing, convene a Special Meeting of the Members of the Association for the purpose set out in such request, to be held at a date not more than thirty (30) days subsequent to receipt of such request. If the Executive Committee fails to convene a Special Meeting pursuant to such request, the requisitionists themselves may convene the meeting. No fewer than twenty-one (21) days' notice of all Special Meetings shall be given by mail or by email to the last known address of all Members and / or posted on the Association page of the regimental website.
- (d) No business shall be transacted at any Special Meetings of the Association except such business as is mentioned in the notice of the meeting.
- (e) Meetings of the Members of the Executive Committee shall be called in such manner, on such notice, and held at such places, as the Members of the Executive Committee may by ordinary resolution decide.
- (f) All meetings of Members of the Association shall be conducted in accordance with Roberts' Rules of Order.

## 12. VOTES and VOTING

- (a) Unless otherwise decided by a majority of the Members present at any meeting of the Association, voting shall be by a show of hands.
- (b) Unless otherwise dictated by any Act, or by these By-Laws, all votes shall be on the basis of a simple majority.
- (c) No Member shall be entitled to vote at any meeting unless their dues have been paid in full.
- (d) Each Member present at any meeting shall have one vote. Vote by written proxy shall be allowed.
- (e) In the case of a tie at any meeting, the President or the person acting as Chairman, shall have the casting vote.

- (f) The President or the person acting as Chairman at any meeting shall not vote except in the event of a tie.
- (g) The Members nominated shall either be present in person or shall have in writing indicated previous to the meeting to any Officer, or Member of the Association who is present at the meeting, their willingness to accept such office and duties should they be elected.
- (h) The Treasurer shall have authority to withhold from the election the names of any nominees who are not in good standing in accordance with Section 3 (c) of the By-Laws.

### 13. QUORUM

At all meetings of the Association, fifteen (15) Members of the Association shall constitute a quorum, and five (5) Members of the Executive Committee shall constitute a quorum.

### 14. FINANCES

- (a) The fiscal year of the Association shall commence on the first day of January, and end on the 31st day of December in each calendar year.
- (b) A complete and proper set of Books of Account, after the most approved Business Methods, shall be kept by the Treasurer of the Association.
- (c) No payment shall be made otherwise than by cheque.
- (d) All cheques, promissory notes, drafts or orders for the payment of money by the Association shall be drawn in the name of the Association and shall be prepared and signed by the Treasurer of the Association, and countersigned by the President, Vice-President, or other designated signing officer of the Association.
- (e) All cheques, promissory notes, drafts or orders for payment of money to the Association shall be endorsed in the name of the Association by the Treasurer, or in their absence, such Member of the Executive Committee as the Executive Committee may designate for that purpose, and shall, together with all money of the Association, be deposited to the credit of the Association, in a Chartered Bank of the Dominion of Canada to be designated by the Executive Committee.
- (f) At the Annual General Meeting, the Treasurer of the Association shall present a financial statement setting out the Association's income, disbursements, assets and liabilities for the previous fiscal year. Such statement shall be audited and signed by the Association's Auditor.

### 15. AUDITOR

- (a) The Executive Committee, at their first meeting of each calendar year, shall appoint one auditor who shall hold office until the first Executive Committee of the following year. The first Executive Committee meeting of the calendar year shall be held at least one month prior to the Annual General Meeting.

- (b) All books, vouchers, cheques, documents and papers necessary to enable the Auditor to fully and completely audit the books and records of the Association, and to prepare a report thereof, shall be accessible to the Auditor at all times, and shall be delivered to the Auditor no fewer than thirty (30) days before the Annual General Meeting in order that the financial statement may be audited and signed in time for presentation at the Annual General Meeting.

#### 16. COMPLAINTS

Any Member desiring to make a complaint, against the Association or against any Officer, Committee, or Member of the Association, or in respect to any matter, shall deliver or send via post or email, to the Secretary of the Association a statement in writing called a complaint. The complaint must include details specific to the complaint, as well as regarding what redress the complainant seeks. Such complaint shall without any undue delay be considered by the Executive Committee and the Member notified of the decision of the Executive Committee at the earliest possible opportunity.

#### 17. AMENDMENT OF BY-LAWS

The By-Laws shall not be rescinded, altered or added to except by special resolution of the Association. Notice in writing will be sent by mail or by email to the last known address of all Members and / or posted on the Association page of the regimental website, no fewer than twenty-one (21) days prior to the date of the meeting. Such notice of meeting shall give, in addition to the time, date and place of meeting, an outline of the proposed, alteration or addition to the By-Laws. A majority of three-quarters of the Members present at such meeting will be required to carry any proposed rescission, alteration or addition to the By-Laws.

#### 18. BORROWING FUNDS

The Association will have no power to borrow funds.

#### 19. INSPECTION OF RECORDS

The books and records of the Association may be inspected at Mewata Armoury upon fourteen (14) days' notice in writing delivered or sent via post or email, to the Secretary of the Association.

#### 20. SEAL

The seal of the society shall be kept in the custody of the President of the Association. The seal may be used on all documents issued by the Association which require the personal approval of the President.

#### 21. GENERAL

Members shall behave in an orderly manner on the premises of the Association or in any place in use permanently or temporarily by the Association for any purpose.