

THE BYLAWS AND OBJECTIVES OF THE 1292 ARMY CADET SUPPORT SOCIETY

AIMS AND OBJECTIVES OF 1292 ARMY CADET SUPPORT SOCIETY

- *The purpose of the 1292 Army Cadet Support Society shall be to work in partnership with the 1292 Lord Strathcona's Horse (Royal Canadians) Army Cadet Corps staff to ensure viability of the cadet unit.*
- *The society is intended to compliment the resources available from the Department of National Defence and the Army Cadet League of Canada.*
- *Support shall be in the form of fundraising, assisting with the Corps social functions and providing assistance as needed.*
- *The society does not have input into the operation of the Corps, the training program, the promotion of individual cadets or the selection of individual cadets for specialized training programs. Nor shall it dictate the use of any funds that it provides to the Corps.*

1292 ARMY CADET SUPPORT SOCIETY BYLAWS

1.0 MEMBERSHIP

- 1.1 Membership fees in the Society shall be determined at an Annual General Meeting by a majority vote.
 - 1.1.1 In keeping with the objectives of the Army Cadet League of Canada, enrollment in the Corps should be at no cost to the Cadet or the Cadet's family.
- 1.2 Membership categories are:
 - 1.2.1 Regular Member - Any parent or guardian who has a child aged 12 to 18 years that is enrolled in 1292 Army Cadet Corps is automatically considered to be a Regular Member of the 1292 Army Cadet Support Society. In keeping with these Bylaws, Regular Members are entitled to one vote per Cadet Family; and, are eligible to hold any office in the Society.
 - 1.2.2 Alumni Member - Any Member who is in good standing and wishes to continue their membership after their child is no longer an active member of 1292 Corps, may request that the Executive Committee consider such continuance as an Alumni Member. Where the Executive Committee deems it appropriate applicants may be granted Alumni Membership. Alumni Members do not have Regular Member voting privileges and are not eligible for nomination or election to any office in the Society.
 - 1.2.2.1 Alumni Members who have agreed to complete their term of office as Directors of the Board shall continue to have Executive Committee privileges until their current term of office expires.
 - 1.2.3 Honourary Member - In recognition of exemplary efforts, the Executive Committee may bestow Honourary Membership to any individual they deem worthy of such membership. Honourary Members have no voting privileges and are not eligible for nomination or election to any office in the Society.
 - 1.2.4 Guest Member – The Commanding Officer or a designated staff member may attend meetings as a guest in an advisory capacity especially in the areas of cadet protocol, additional funding needs or wishes and other areas where the Society's help may be required. Guest Members will have no voting privileges.
- 1.3 Each army cadet family in good standing is entitled to only one vote, regardless of the number of active

cadets within the family. Such votes must be cast in person and not by proxy or otherwise.

- 1.4 No member of the Society shall be liable for any debt or liability of the Society.
- 1.5 Directors of the Society may be suspended or expelled from the Board of Directors if he/she has significantly hampered the Society's ability to conduct business or for any other cause the Society may deem reasonable.
 - 1.5.1 The Director in question must first be given, in writing, a warning from the Executive Committee outlining the Society's concerns and requesting the subject Member cease the described behavior.
 - 1.5.2 If the problem as outlined continues, the Board may call a Special Meeting of the general membership to review suspension or expulsion of the subject Director.
 - 1.5.3 A Motion to Suspend or Expel must be ratified by a majority vote of Regular Members at a meeting properly called and constituted.
- 1.6 A member of the Society may resign in writing to the Board of the Directors.

2.0 BOARD OF DIRECTORS

- 2.1 "The Board of Directors" or "the Executive Committee" or "the Board" shall mean the Board of Directors of the Society and the Board shall consist of the following five Directors:
 - 2.1.1 President
 - 2.1.2 Vice President
 - 2.1.3 Secretary
 - 2.1.4 Treasurer
 - 2.1.5 Fundraising Director
- 2.2 The Board shall have full control and management of the affairs of the Society, subject to the Bylaws and directions given it by a majority vote at any General Meeting properly called and constituted.
 - 2.2.1 The President shall convene meetings of the Board as often as required but there shall be at least five meetings during the cadet training year (September – June).

- 2.2.2 The President or Vice President and any two members of the Board shall constitute a quorum of the Board, and meetings may be held without notice if a quorum of the Board is present.
- 2.2.3 A Special Meeting may be called on the instruction of any two Members thereof, provided they request the President in writing to call such meeting and state the business to be brought before the meeting.
- 2.2.4 In supporting the Board and the General Membership, the Directors shall use their best efforts to execute their duties and to promote the objects of the Society.
- 2.2.5 Any Director of the Board, who during his/her term of office becomes an Alumni Member, may retain their executive position until the full term of their office expires.

2.3 The President

- 2.3.1 The President shall be elected for a two-year term.
- 2.3.2 The President shall be an ex-officio member of all committees and he/she shall, when present preside as Chairman at all meetings of the Society. In his/her absence the Vice-President shall preside at any such meeting, and in the absence of both, a chairman may be elected at the meeting to preside thereat.

2.4 Vice President

- 2.4.1 The Vice President shall be elected for a two-year term.
- 2.4.2 It shall be the duty of the Vice President to attend all meetings of the Society and to assist the President in conducting the business of the Society.

2.5 The Secretary

- 2.5.1 The Secretary shall be elected for a two-year term.
- 2.5.2 It shall be the duty of the Secretary to attend all meetings of the Society including Board meetings, and to take accurate minutes of those meetings.
- 2.5.3 The Secretary shall be responsible to keep the minutes for his/her term.
- 2.5.4 In case of the absence of the Secretary, such officer as may be appointed by the Board shall discharge his/her duties.
- 2.5.5 The Secretary shall have charge of and keep all the correspondence, minutes and records of the Society, and under the direction of the President and the Board maintain, manage and store all such documents for a period of two years. Upon completion of their term of office, the secretary shall turn over all records to the incoming secretary.
- 2.5.6 The Secretary shall also keep a record of all the members of the Society; complete with mailing addresses and home phone numbers. The Secretary shall ensure that due notice of meetings is given to all members.

2.6 The Treasurer

- 2.6.1 The Treasurer shall be elected for a two-year term.

- 2.6.2 The Treasurer shall receive all moneys paid to the Society and shall be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order.
- 2.6.3 He/she shall properly account for the funds of the Society and keep such books as may be directed.
- 2.6.4 He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as hereinafter set forth of the financial position of the Society and submit a copy of same to the Secretary for the records of the Society.

2.7 The Fundraising Director

- 2.7.1 The Fundraising Director is elected for a one-year term.
- 2.7.2 The Fundraising Director shall attend all Fundraising meetings as the Society's representative. He/she shall present a report on Fundraising activity to the Board whenever requested.
- 2.7.3 The Fundraising Director shall submit a statement on Fundraising activity at the Annual Meeting.
- 2.7.4 The Fundraising Director is the manager of all Fundraising activities, including recruiting and organizing of volunteer workers for fundraising activities such as bingos and casinos.
- 2.7.5 He/she shall be responsible to coordinate financial activities arising from fundraising activities with the Treasurer.

2.8 Vacancies on the Board

- 2.8.1 Should the President not be able to complete the full term of office for any reason, the Executive Committee may deem the position to be vacant and the Vice President shall assume and discharge the President's duties until the full term of the office expires.
- 2.8.2 Should the Vice President, Secretary, Treasurer, or Fundraising Director be unable to complete the full term of office for any reason, the Executive Committee may deem the position to be vacant. The Executive Committee shall fill such vacancy on the Board by electing another member to fill the position. The duly elected member shall assume and discharge the duties of the vacated position until the full term of the office expires.

3.0 MEETINGS

- 3.1 The Society shall hold an Annual General Meeting (AGM) on or before October 15th in each year.
- 3.2 General Meetings of the Society may be called at any time by the Secretary upon the instructions of the President or the Board.
- 3.3 A Special Meeting may be called by the President or the Secretary upon receipt by him/her of a petition signed by one third of the membership in good standing setting forth the reasons for calling such meeting.
- 3.4 The President shall ensure that the Secretary provides due notice of all meetings to the membership.

- 3.4.1 Notices of Annual Meetings, General Meetings and Special Meetings shall be posted by either mail, fax, e-mail or telephone at least fourteen days prior to the date of such meetings.
- 3.5 A quorum for the transaction of business at an Annual General Meeting, a General Meeting or a Special Meeting shall be constituted by the following conditions:
 - 3.5.1 Three Directors of the Board including the President or Vice President and eight (8) Regular Members shall be present.
 - 3.5.2 A majority vote is required to ratify that a quorum has been duly formed and the Secretary shall record in the minutes of the meeting the number of members attending.

4.0 ELECTIONS

- 4.1 Elections for Directors of the Board shall be held at the Annual General Meeting in accordance with the following schedule:
 - 4.1.1 Each year nominations and elections for Fundraising Director, shall be duly held.
 - 4.1.2 In even numbered calendar years, nominations and elections for President and Treasurer shall be duly held.
 - 4.1.3 In odd numbered calendar years, nominations and elections for Vice President and Secretary shall be duly held.

5.0 AUDITING

- 5.1 The books, accounts and financial records of the Treasurer shall be audited/reviewed at least once each year by a duly qualified accountant or by two members of the society appointed by the executive.
- 5.2 The auditor/reviewers shall submit a complete and proper statement of the standing of the books for the previous year to the Treasurer for presentation at the Annual General Meeting.
- 5.3 The fiscal year of the Society in each year shall be June 30th.
- 5.4 Any financial records and any other records of the Society may be inspected by any Member of the Society at the Annual General Meeting; or,
 - 5.4.1 at any other time upon giving reasonable notice and arranging a satisfactory time with the President and Treasurer to inspect such records.

6.0 REMUNERATION

- 6.1 In keeping with Alberta Gaming Regulations, under no circumstances shall the Society make payments to individuals from gaming funds.
 - 6.1.1 No Officer, Director, or Member shall receive any remuneration for his/her efforts as a member of the Society. However, individuals may be hired for their professional expertise provided that payment is made to a professional corporation or formal business and not an individual.
 - 6.1.2 If the Board of Directors deems it to be appropriate to cover expenses incurred by a Member while carrying out Society business, the Society shall pay for transportation, accommodation, food, admission fees, or other expenses. Such expenses shall be preauthorized and the Society shall arrange for payment by cheque for the goods or

services being purchased on behalf of the subject member.

- 6.2 If the Board of Directors deems it to be appropriate to cover out of pocket expenses, incurred directly by a Member while carrying out Society business, and those expenses do not fall within the guidelines of Alberta Gaming Regulations, the Society shall reimburse that Member for such expenses from non-gaming funds.

7.0 BORROWING POWERS

- 7.1 For the purpose of carrying out its objectives, the Society may borrow, raise, or secure funds in any manner it deems appropriate, however the Society shall not enter into such agreements, loans or debentures without the ratification of a Special Resolution duly passed by a majority vote (75%) of the Regular Members of the Society in attendance at a duly called Annual General Meeting, a General Meeting or a Special Meeting with the required quorum outlined in 3.5.

8.0 BYLAWS

- 8.1 These Bylaws may be rescinded, amended, altered or added to, only by the ratification of a Special Resolution duly passed by a majority vote (75%) of the Regular Members of the Society in attendance at a duly called Annual General Meeting, a General Meeting or a Special Meeting with the required quorum outlined in 3.5.

9.0 DISSOLUTION CLAUSE

- 9.1 The Society shall be dissolved and wind down activities upon the occurrence of either of the following events:
- 9.1.1 The ratification of a Special Resolution duly passed by a majority vote of the Regular Members of the Society authorizing the Executive Committee to wind down the affairs and terminate operation of the Society.
 - 9.1.2 The current Commanding Officer of the Corps may order the Society to dissolve, should he/she feel that the Society is acting in a way detrimental to the 1292 Lord Strathcona's Horse (Royal Canadians) Army Cadet Corps or to Cadets in General.
- 9.2 When one of the events defined under Section 9.1 of these Bylaws occurs, the President, in counsel with the Executive Committee, shall ensure that the following procedures are carried out:
- 9.2.1 Firstly, all debts, loans and bills of the Society are to be paid out in as much as the Society has funds to do so.
 - 9.2.2 Secondly, any funds remaining after the Society has satisfied all of its liabilities shall be dispersed in the following manner:
 - 9.2.2.1 Assuming that the 1292 Lord Strathcona's Horse (Royal Canadians) Army Cadet Corps is still active and a duly sanctioned member of the Army Cadet League of Canada, all remaining funds shall be donated in Trust for 1292 RCACC to the Army Cadet League of Canada. The Society's Executive Committee shall negotiate the conditions for bursaries with the Sponsoring Committee. However, in all cases, such bursaries must be to the satisfaction of the Alberta Gaming Commission.
 - 9.2.2.2 Should the 1292 Lord Strathcona's Horse (Royal Canadians) Army Cadet Corps no longer be an active Corps, all remaining funds shall be donated to the Army Cadet League of Canada to be held in trust for 2 years against the return of the

1292 Lord Strathcona's Horse (Royal Canadians) Army Cadet Corps at which time the funds would be used to support Corps in the greater Calgary area. However, in all cases, such disbursements must be to the satisfaction of the Alberta Gaming Commission.

10.0 GENERAL

10.1 Meetings of the Society shall be conducted in accordance with Robert's "Rules of Order".

10.2 The business of the Society shall be deemed to be conducted in the Province of Alberta and is subject to the laws of the Province.

FIRST READING - Dated this 5th day of February, 2004

SECOND READING - Dated the 12th day of February, 2004

FINAL READING - Dated th day of , 2004