

38 Signal Regiment Association- Constitution and Bylaws

Effective October 20, 2023

ARTICLE 1 - NAME

The name of this Association shall be "38 Signal Regiment Association". Within the Constitution and By-laws, the 38 Signal Regiment Association is also known by the expression as - "the Association".

ARTICLE 2 - OBJECTIVES

1. To maintain the spirit of the Regiment together with comradeship and mutual regard amongst all ranks.
2. To assist the Regiment, its members and ex-members in all ways possible.
3. To circulate information regarding the Regiment amongst Association members.

ARTICLE 3 - PLACE OF OPERATIONS

1. The registered mailing address of the Association shall be:

38 Signal Regiment Association, C/O Adjutant 38 Signal Regiment, 969 St. Mathews Avenue, Winnipeg, Manitoba, R3G 0J7

2. The Association may publish additional contact information, including phone and email addresses for the President, Vice President, Directors, and Secretary Treasurer of the Association.
3. Due to the dispersed locations of 38 Signal Regiment, its sub-units and members, the 38 Signal Regiment Association Executive and Annual General Meetings shall be held electronically via a video conferencing software/application.

ARTICLE 4 - FINANCES

1. All monies received on behalf of the Association shall be deposited in the name of the Association in such Chartered Bank, Credit Union or Trust company as the Executive may decide.
2. Payments of monies on behalf of the Association shall be made by cheque or electronic transfer of funds and in accordance with rules adopted in the By-laws.
3. The Executive shall have power to invest funds not required for the immediate operation of the Association in such investments and/or securities as may be authorized from time to time for investment of Trust Funds in accordance with the Manitoba Trustee Act.

ARTICLE 5 - ORGANIZATION

The following shall be the By-laws of the 38 Signal Regiment Association:

1. The Association shall be composed of members as set out in Article 5 Section 1.
2. The affairs of the Association shall be managed by its Officers and the Executive Committee which shall be constituted as set out in Article 5 Section 2 Paras a and b.

SECTION 1 - MEMBERSHIP

Membership is open to the following:

- a. Ordinary Membership - all ranks who have served or are serving with 38 Signal Regiment or the historical units of 734 (Regina) Communication Squadron, 735 (Winnipeg) Communication Regiment, 736 (Thunder Bay) Communication Squadron, and 737 (Saskatoon) Communication Squadron.
- b. Associate Members -
 - i. Members of other Canadian Signal Squadrons and Regiments.
 - ii. Members of service support units attached to other Canadian Signal Squadrons and Regiments.
 - iii. Family and friends of ordinary members of the Regiment past and present.
- c. Affiliated Membership - Affiliation may be granted to any organization approved by the majority of the Association membership. Members of an affiliated organization may become either Ordinary or Associate members of the Association as determined by the Membership Committee.
- d. Life Members - Life membership may be bestowed upon any member who in the opinion of the majority of the Executive merits such an honour.
- e. Honorary Members - Honorary memberships may be bestowed upon any member who in the opinion of the majority of the Executive merits such an honour.

Section 2 - RIGHTS AND PRIVILEGES

- a. Every member as defined in Section 1 of the By-law shall be entitled to vote and hold office on the Executive of the Association.
- b. Every member of the Association, in good standing, shall be eligible to serve on the Executive of the Association.
- c. No member of the Association shall run for President unless he or she has served as a member of the Executive for one (1) full year.

SECTION 3 - DUES

Every member shall be required to pay annual dues in the amount to be determined by the Executive according to the needs of the Association. Such members that have paid their annual dues are considered members in good standing for that year.

SECTION 4 - OFFICERS

- a. The Officers of the Association shall consist of the Past President, President, Vice-President, Secretary, Treasurer.
- b. The Executive shall consist of the Officers and not more than nine (9) additional members.
- c. The election of officers and members of the Executive shall be made at the Annual General Meeting and elected by a simple majority.
- d. All Officers and members of the Executive shall hold office for a term of two (2) years. Any vacancy occurring during the term of office shall be dealt with at the next Executive meeting and a replacement shall be appointed by the Executive.

- e. No President shall be elected for more than two (2) consecutive terms of two years each.
- f. Elected Officers shall be expected to attend all Executive and General Meetings, and meetings held at the call of the President. Any Officer or member of the Executive who fails to attend three (3) consecutive meetings without satisfactory cause shall be unseated. The vacancy shall be filled in accordance with the provisions of Section 4, sub-section (d) above.

SECTION 5 - DUTIES OF OFFICERS

- a. The President shall preside at all meetings of the Association and shall be (ex-officio) a member of all committees.
- b. In the absence of the President, the Vice-President shall preside and in the absence of both, the Past President shall preside.
- c. The Vice-President shall attend to all correspondence and membership records and manage the Association social media accounts.
- d. The Secretary shall maintain an account of the proceedings of all meetings, maintain a record of notices of motions which affect the Constitution, By-laws and procedures, and maintain a record of attendance of all members at all meetings.
- e. The Treasurer shall collect all monies payable to the Association and issue official receipts. Deposit such funds in a chartered bank, credit union or trust company to the credit of the Association. Disburse the funds of the Association as may be ordered by the Executive making proper vouchers for each disbursement. Ensure that all cheques are signed by two of the four authorized signing officers consisting of the Past President, President, Vice-President, and Treasurer. Present a financial statement or review engagement report at the Annual General Meeting.

SECTION 6 - EXECUTIVE POWERS

- a. The Executive shall have the power to deal with special projects as they arise, provided that:
 - i. the project conforms to the objectives of the Association as defined in Article two (2) of the Constitution; and
 - ii. they shall not have the power to authorize an expenditure in excess of four thousand dollars (\$4,000.00) for each of any project without approval of the General Membership.
- b. Matters of urgent importance shall be dealt with by the Executive and if approval of the General Membership is required, an Extraordinary meeting shall be called by the President upon the recommendation of the Executive.
- c. In the event that a member is delegated to perform a specific function and is unable to do so due to illness, or other causes, the Executive shall appoint a temporary substitute.
- d. The Treasurer will submit all accounts to the Executive for approval.

SECTION 7 - MEETINGS

- a. Annual General Meetings (AGM) shall be held annually at the time and place designated by the Executive.
- b. Notice of an AGM shall be given at least thirty (30) days prior to the date of the meeting.
- c. Executive meetings shall be at the call of the President or at the request of twenty (20) members in good standing.

- d. Extraordinary meetings shall be at the call of the President or at the request of twenty (20) members in good standing.
- e. Notice of an extraordinary meeting shall be given at least seven (7) days prior to the date of the meeting.
- f. Ten (10) members in good standing shall constitute a quorum at AGMs. Five (5) members in good standing shall constitute a quorum at Executive meetings.
- g. The AGM shall be held as early as practical after the end of each fiscal year for the purpose of:
 - i. taking a report of Officers and Committees; and
 - ii. the election of Officers for the ensuing year as per Section 4 para c.

SECTION 8 - AUDITORS

One (1) individual or firm will be appointed at the AGM to conduct a review of engagement or audit for the ensuing year and shall not be an Officer of the Association.

SECTION 9 - COMMITTEES

Committees will be stood up as required by the Executive. The following committees will be permanently established and chairpersons for both the permanent and as required committees, shall be appointed at the AGM by the President, in consultation with the Executive:

- a. Finance Committee - consisting of the Treasurer and up to three (3) members. The duties of this committee shall be to scrutinize the finances of the Association and to make appropriate recommendations in connection therewith.
- b. Nominating Committee of three (3) members. This committee will consist of the immediate Past President as Chairperson and two (2) other members.

SECTION 10 - CHANGE IN CONSTITUTION AND BY-LAWS

- a. Notice of any proposed change in the Constitution and By-Laws shall be made in writing and submitted to the Secretary in time to be distributed by means of electronic and/or hard copy correspondence to the membership prior to the next AGM.
- b. The proposed changes shall be dealt with and voted upon at that meeting and shall require the approval of two-thirds ($\frac{2}{3}$) of the membership present. Amendments to the Constitution and By-laws so authorized shall be effective from the date of their approval. A copy of the Constitution and By-laws shall be made available to all members of the Association.

SECTION 11 - ANNUAL GENERAL MEETING ORDER OF BUSINESS

- a. Roll call of Officers, members of the Executive and members
- b. Reading and acceptance of the minutes of the last meeting
- c. President's report
- d. Treasurer's report
- e. Report of the Committees
- f. Regiment's report
- g. Old business
- h. Election of the Officers and Executive members
- i. Election and appointment of committees
- j. New business

- k. Notice of Motion
- l. Adjournment

SECTION 12 - FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January of each calendar year and shall end on the thirty-first day of December next following.

Historical Reference:

Attending Committee - 2023

Kelvin Shepherd

Jackie Janzen

Gregory Parent

Pete Nordstrom

John Groves

Approved by the Founding Executive Committee of 38 Signal Regiment Association on October 20, 2023

President Jackie Janzen

Vice President Pete Nordstrom

Secretary John Groves

Treasurer Kelvin Shepherd