

**BY-LAWS
AIRBORNE SOCIAL CLUB (EDMONTON)**

**APPROVED BY AGM 2022
DATED: DECEMBER 17TH, 2022**

OFFICIAL NAME

1. The Official Name of the association is derived from a gathering of retired members of the Canadian Airborne Regiment (CDN AB REGT) who wished to create a social club of former Regimental members to foster comradeship and good cheer among ex-airborne troops. The name coined at the time was "Airborne Social Club". Subsequent to its establishment, to satisfy a requirement of the Alberta Societies Act this name was amended to "Airborne Social Club (Edmonton), hereafter referred to as the Club.

Note: Effective August 2nd 2018, the Club was dissolved from the Alberta Societies Act and is no longer associated with this organization.

2. In this document "his" or "he" shall be interpreted generically to mean "his" or "her" and/or "he"/"she".

OPERATION AND CLUB LOCATION

3. The Club will be home-based in the city of Edmonton, Alberta. The mailing address for The Club is:

Airborne Social Club (Edmonton)
Northtown PO, Box 71034
9308 - 137 Avenue
Edmonton, Alberta T5E 6J8

4. Club operations may be extended throughout Canada and elsewhere by linking with other aligned clubs, associations or airborne organizations.

OBJECTIVES OF THE CLUB

5. The prime objective of The Club is to foster and maintain esprit de corps and the Airborne Brotherhood of its membership.

MEMBERSHIP

6. Membership is open to all qualified military parachutists, Canadian or foreign. The following information will be required at time of registration:

- Name in full and military rank, if applicable
- Current mailing address, email address and telephone number,
- Unit affiliation
- First year's membership dues paid in full

7. Regular members have full voting privileges in all matters pertaining to the club.

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Life Membership

8. The Club currently has one (1) gratis Life Membership previously granted. Life memberships have been frozen at this number, with no additional Life Memberships being granted.
9. Life members will not be extended voting privileges within The Club.

Honorary Membership

10. A gratis honorary membership will be extended to all spouses of Club members who were members in good standing at the time of the member's death.

An honorary membership may also be extended to a person who has distinguished themselves by meritorious service in fostering the objectives and esprit de corps to the Airborne Brotherhood and its membership.

11. Honorary members will not be extended voting privileges within The Club.

MEMBERSHIP DUES/RENEWALS

12. Membership dues will be decided upon and approved by a resolution passed by The Club membership. There will be no separate initiation fees. The period of membership is from January to December each year.

13. Once a Club membership reaches end-December of the paid-up period, the membership will remain active until end-June the following year, i.e. December 2018/June 2019 unless a paid renewal is received during this period. Failure to renew prior by end-June will result in the membership name being placed on an inactive listing until such time as a paid-up renewal is received.

14. Membership dues will be levied at the full yearly rate regardless of the time of year the membership begins. Pro-rating of dues will not be calculated.

15. The Club Secretary and Treasurer will maintain a current membership listing of all members in good standing.

MEMBERSHIP/TERMINATION

Regular Member

16. A regular member will be automatically deemed to have ceased membership if their dues are not paid in full in accordance with para 13 above.

17. The Club Secretary and Treasurer will maintain an arrears/unpaid listing of those who have ceased paying dues until such time as the member renews his dues or notifies The Club of their desire not to reapply for membership.

18. Although an arrear/unpaid listing may be kept, The Club will not expend club funds against names contained on the arrears list. However, funds will be expended when special communication is necessary and it is voted in favor by the membership to do so.

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19. Any member may have his membership terminated if it is determined that the individual's actions are contrary to the objectives of The Club. The Club Executive will investigate all allegations and present the results to the membership for decision. Termination will only take effect after a majority vote of The Club regular membership at any monthly, AGM or special meeting.

20. In every case where a membership is terminated, the individual's entire paid up membership dues for future years will be reimbursed.

BOARD OF DIRECTORS

21. Board of Directors, herein referred to, as "The Board" will consist of five elected members in good standing from the regular membership. The primary responsibility of The Board will be to provide advice to the Club Executive.

22. The term of office for The Board will be for a period of two years with two members being rotated annually to provide continuity.

VARIATION OF DUTIES

23. In the event that both the President and the Vice-President are unable to carry out their responsibilities to The Club, the Board of Directors will appoint one of their members to hold the position of the President until either the President or the Vice-President are able to resume their duties.

ELECTION OF OFFICERS

24. Any regular member in good standing is eligible to hold any position or office within The Club.

25. Honorary members and Friends of The Club may volunteer to hold administrative positions on approval of the membership but may not hold executive positions or be on the Board of Directors. The only exception to this would be for the office of The Treasurer, who because of the unique duties and responsibilities of this office, The Treasurer may come from any category of members, be it Regular or Honorary.

26. The election of Club Officers and Board of Directors will take place with initial nominations for elected office being submitted/presented/taken at the September and October meetings.

27. Final nominations and elections for Officers and Directors will be held at the November Club meeting.

28. The month of December will be considered a transition period with newly elected Officers and Directors officially assuming their positions at the January club meeting.

EXECUTIVE OF THE CLUB

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29. The Executive of The Club will consist of The President, Vice-President, Secretary, and Treasurer and quartermaster. The same person may fill the office of the Secretary and Treasurer thereby holding the office of Secretary-Treasurer.

Variations of Duties

30. The Executive may from time to time vary, add to or limit the powers and duties of any officer or officers.

FUNCTIONS OF EXECUTIVE

Club President

31. The President will take his direction from consensus of the general membership and consider advice provided by The Board.

32. The President's term of office shall be for a period of 2 years and for the sake of continuity will not be rotated at the same time as the Vice-President. Specific duties are:

- Be charged with the overall supervision of Club business and affairs.
- The President may appoint special committees to investigate matters of concern or to organize Club functions.

Vice-President

33. The Vice-President will assist the President in carrying out his duties. During the absence of the President, the Vice-President will assume the full responsibilities of the President, including the chairing of the Club meetings. The Vice-President may have such other powers and duties from time to time assigned by the President or Executive of The Club.

34. The Vice-President's term of office shall be for a period of 2 years and when possible overlap the tenure of the President.

35. The Vice-President shall assume the position of President at the end of tenure of the President while the President's vacated position is open for election.

Treasurer

36. Because of the unique duties and responsibilities for this office, The Treasurer may come from any category of membership of The Club, be it Regular or Honorary. Only during periods where a regular member fills the Treasure position will the treasurer have voting privileges in the affairs of the Club. When an Honorary member fills this position, they may do so only in an administrative capacity, without voting privileges.

37. The Treasurer takes direction from the President. Specific duties are:

- Assist in the collecting, receiving, and deposit of the annual dues, assessments levied and monies received by The Club.

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- The Treasurer will account for the funds of The Club and keep such financial records as directed. In doing so, the Treasurer will coordinate all dealings with the financial institution of The Club.
- Present a full and detailed account of receipts and disbursements at the monthly meetings.
- Prepare for admission a yearly financial statement to the AGM and submit an original copy to the Secretary for the records of the Club.
- Hold for comparison, a list of members in good standing as supplied by the Club's Membership (Secretary) Member.

38. The Treasurer's term of office shall be for a period of 2 years. However, the incumbent may if accepted by the majority of the membership present at time of voting continue in this capacity for additional one year periods until the incumbent relinquishes this position and a new Treasurer is voted in.

Secretary

39. The Secretary will take his direction from the President and Executive. Specific duties are:

- Attend all meetings of The Club/Board of Directors to keep written record of the minutes of these meetings.
- Have charge of all the correspondence of The Club, including Newsletter distribution.
- Maintain a record of all members of the Club, complete with mailing address, emailing address and telephone numbers.
- Send notices of the various meetings as required.
- Assist in the collecting and receiving the annual dues or assessments levied.

40. In the absence of the Secretary, the President or his delegate will appoint a replacement elected officer to discharge the duties of the Secretary until his return.

41. The Secretary's term of office shall be for a period of 2 years. However, if the incumbent so wishes and a quorum of members votes in favor, the Secretary may continue in this capacity for

additional one year periods until the incumbent relinquishes this position and a new secretary is voted in.

Quartermaster

42. A Quartermaster is required to keep and safeguard the holdings of The Club. The Quartermaster will be a member in good standing of The Club and assume duties on a

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voluntary basis. The Quartermaster is to maintain an up-to-date inventory listing and produce an original copy to the executive at the AGM for placement on file as a permanent record of Club business.

43. The Quartermaster will hold position as an ex-officio member of the Executive.

Removal of Responsibilities Director/Officer

44. Any Director or Officer may be removed from officer for just cause. Removal will only take effect after executive investigation and a majority vote of The Club regular membership at a monthly, AGM or SGM.

MEETINGS

Executive

45. The Executive will, subject to this constitution and directions given it by a majority vote at any meeting properly called and constituted, have full control of the management of Club affairs.

46. Meetings of the executive will be held as often as may be required, but at least once every one hundred and eighty (180) days, and will be called by the President or his delegate.

Monthly Meetings

47. A monthly meeting will be held in the Edmonton area or at such convenient location that all members within the meeting area are able to attend without undo difficulty.

48. Monthly meetings will normally be held on the third Saturday of each month.

49. Club meetings will not be scheduled for the months of July and August.

50. The Club membership will be made aware of all other exceptions as they occur.

Annual General Meeting (AGM)

51. An AGM will normally be held during the month of November. In addition to Club general business that may be transacted, initial nominations for Executive and Board positions, nominations for club awards, requests for charity donations or sponsorship will be tabled at this meeting. Individual yearly donations to Cadet Corps will be in the amount not to exceed \$250 per Corps for a total yearly donation amount to all Cadet Corps of \$500 per year.

Other requested donations, regardless of the requesting organization or group may be received and reviewed at any time of the year. However, individual donation requests will be capped at \$250 per request, as with the cadet donation requirements.

52. The yearly Financial Statement will be tabled at the AGM. The Financial Statement is to include the balance sheet, auditor's reports, income statement and statement of changes in net assets.

Special General Meetings (SGM)

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53. A SGM of members in good standing within the Edmonton area may be called and held in the same manner as the AGM described above. The Executive will have the power to call a SGM at anytime. Notice of any such meeting will set for the purpose for which the meeting is called.

54. Notice of the time and place of every SGM will be delivered in person, by telephone or mail to each member at least five (5) days prior to the date of the meeting.

55. A SGM may be called on the request of any two members in good standing provided the request is submitted to the President in writing to call such a meeting. The reason for the SGM must be clearly stated and understood.

Voting – Quorum

56. With The Club membership being as diverse as it is, having members living in all regions of the country, it would be virtually impossible to get a consensus of the total membership for the passage of Club business on a routine basis. As such, the Club will adopt a defined quorum requirement of fifteen (15) regular voting members in attendance where the passage of club business is required. In the event a quorum is not achieved, all business requiring passage will stand adjourned to the next called meeting where a quorum is achieved.

57. Consistent with quorum requirements identified above, the business before The Club will be held in order that members can fully discuss, in a democratic manner, matters relating to its operation and arrive at decisions based on the will of the majority of those in attendance.

58. The business before The Club will be decided by simple majority vote of those members present at the respective meetings. All members shall have equal rights and voting power at the meeting with one vote being cast against the individual piece of business on the floor at the time of the vote. Votes will be indicated with the show of hands; with the exception of election of officers, which will be closed ballot or acclamation when voting is required.

59. The President may exercise his right to vote on any Club business; but as a general rule the President will refrain from doing so. The President may, in the case of equal votes, cast a vote to break a tie.

60. Subsequent to the vote, the President will declare the motion on the floor to be either carried or defeated. An entry to that effect will be recorded in the minutes of the meeting. The

entry will not indicate the number of or proportion of votes recorded in favor or against such motion voted on.

61. Members cannot be compelled to vote on a motion; however they should be encouraged to do so.

EXECUTION OF INSTRUMENTS

62. The term “Instruments in Writing” as used herein will, without limiting the generality thereof include contracts, documents, charges, conveyances, transfers and assignment of property

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(real or personal, immovable or movable), agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of debentures or other securities and all paper writings.

63. Any Executive Officer together with the Secretary or Treasurer will have authority to sign in the name of The Club all instruments in writing and any instruments in writing so signed will be binding upon The Club.

64. Authorization to execute any and all instruments in writing must have prior approval from the regular or executive membership in attendance by majority vote and be duly recorded in the minutes of the meeting.

AUDITORS

65. The fiscal year of The Club in each year will be ended on December 31st.

66. At least once yearly, two members elected as Auditors for the purpose of acceptance of the financial reports and for producing a report to the AGM will audit the books, accounts and records of the Secretary and Treasurer. At the AGM, such persons will table a complete statement of the standing of the books for the previous year.

67. Any regular member of The Club upon giving reasonable notice to conduct a review of The Club's books and records will be given access for such a review.

REMUNERATION

68. Unless authorized no officer or member of The Club will receive remuneration for services rendered to The Club.

CLUB AWARDS

69. Nominations for club awards will be submitted/presented/taken at the September and October meetings. Final nominations and voting for awards will be held at the November meeting. Presentation of awards will normally be conducted at the Annual Christmas Party.

BORROWING POWER

70. For the purpose of carrying out its objectives, The Club may borrow, raise or secure the payment of funds in such a manner as it deems fit within the law and with the full sanction of the membership.

FINANCIAL RESPONSIBILITIES

71. No individual officer or member will be responsible for the indebtedness of the Club.

WINDING UP/DISSOLUTION

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72. In the event of dissolution, or winding up of The Club, all its remaining assets after the payment of any liabilities will be disbursed in accordance with the decided wishes of the members in good standing at the time of dissolution.

PROMULGATION AND AMENDMENTS TO THE CONSTITUTION

73. This Constitution and By-Law shall be effective when accepted by majority vote at an AGM shall repeal all previous constitutions and amendments on the date of such approval.

74. This Constitution and By-Law may only be amended by a special resolution passed at the AGM or SGM. Any such amendment must be agreed upon by a vote of a minimum of 51% of the regular membership of votes cast.

75. Amendments may only be presented in writing to the executive not later than 21 days prior to the AGM or consistent with timelines for the SGM as noted above.

76. Witness whereof we have hereunto set our hands at EDMONTON in the Province of ALBERTA, this November 20th, 2021

Michel Crepeau President January 21st, 2023

Dave Paris Secretary January 21st, 2023

Sharon Skwarchuk Treasurer _____

**Original signed document
held on file with secretary**