



Constitution

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THE CONSTITUTION

1.0 Name

The name of the Association shall be "*The Ottawa Service Battalion Association*" and hereinafter referred to as "The Bn Association".

2.0 Purpose

The purpose of the Bn Association is to assist the Commanding Officer (CO) of the Battalion in maintaining a high level of morale and welfare of serving and former members of the Battalion and/or their families when required and to assist the CO in "Connecting with Canadians" as required and to foster a spirit of goodwill and comradeship between serving and former members (Regular or Reserve) and to promote esprit de corps amongst all members of the Battalion.

3.0 Vision

Our vision is to make a contribution to the well-being of members through the sponsorship and management of various activities of interest to them. The Association will collaborate actively with the CO and staff, and with other like-minded associations.

4.0 Mission

The mission of Bn Association in collaboration with other bodies, is to support the well being of the current and former members by promoting and maintaining the heritage, traditions, and culture of the Bn and to assist the chain of command when requested.

5.0 Membership

5.1 Membership to the Bn Association is open to all former and serving members of the Battalion, 33 Military Police Platoon/Company, 33 Field Ambulance and former and servicing members of:

- 26 North Bay Service Battalion;
- 28 Ottawa Service Battalion;
- 28 Military Police Platoon;
- Ottawa Medical Company;
- 10 Medical Company;
- 130 Transport Company;
- 3 Ordnance Company;
- 28 Technical Squadron (Royal Canadian Electrical Mechanical Engineers); and
- 113 Manning Depot.

The following shall be eligible as:

5.2 **Regular Member:** Any serving or former member (regular or reserve) who has served in any unit listed in paragraph 5.1 in any capacity is welcome to become a regular member of the Bn Association.

5.3 **Associate Member:** Any friend of the Bn Association may be nominated to become an Associate Member. This includes members of a foreign service in Canada. Membership shall be confirmed by a vote at a general meeting of the Bn Association. Associate members shall have the same rights and privileges as regular members except for the right to vote at general meetings and is not eligible to hold office.

5.4 **Honourary Member:** The Executive Committee may award Honourary membership to any person who for some special reason is considered to be entitled to such a distinction. Such Honourary Members shall not have voting power in the management of the Bn Association and shall not be eligible to hold office. Honourary membership shall terminate when the reason for appointment terminates.

5.5 **Distinguished Life Member:** A Distinguished membership may be awarded to a Regular Member of the Bn Association who is considered to be entitled to such a distinction by reason of long and distinguished service to the Bn Association. Such a Member shall retain the same privileges and obligations as a Regular Member.

5.6 **Regular Life Member:** *All members, existing or new, may opt to become Regular Life members at any time by payment of the optional lifetime membership fee as outlined in paragraphs 6.2 or 6.3.*

5.7 **Ex-Officio Members**

The Battalion Honourary Colonel, Honourary Lieutenant Colonel, Commanding Officer, Regimental Sergeant-Major and the immediate past President shall be "Ex-Officio" members of the Bn Association during the tenure of their appointments. These ex-officio members while not elected shall have full voting rights and privileges during their tenure of office, however shall not be eligible to hold a position on the Executive Committee.

5.7 Membership Approval

5.7.1 Application for all of the classes of membership shall be submitted formally via the Secretary to the Executive Committee of the Bn Association for approval.

5.7.2 All applicants must be in good standing with the community, Bn and the Bn Association. Former Canadian Forces members must have a favorable release. Former members of the Canadian Forces with release category 1A, 1B, 1C, 1D, 2A, 2B, 5D, 5E, or 5F will not be considered for membership to the Bn Association.

5.7.3 To remain a member in good standing, a member must pay his/her dues, not later than the date directed by the Executive Committee and abide by the Constitution and By-laws of the Bn Association.

5.7.4 A member may withdraw from the Bn Association at any time however Membership Fees will not be reimbursed.

5.7.5 Any member who uses the name of the Bn Association as a reference for financial gain and/or engages in conduct which may bring or tend to bring the Battalion or the Bn Association into disrepute may be suspended or expelled.

5.7.6 Upon termination of membership such member shall have no claim on any portion of the Membership Fees paid to the Bn Association, nor to the assets of the Bn Association.

5.7.7 Any former member of the Association whose membership was terminated for misconduct, who is requesting reinstatement of their membership, must do so through the Executive Committee.

6.0 Membership Fees

6.1 The membership fees shall be established annually by the Executive Committee. Membership Fees shall become payable yearly in advance on the 1st of January in each calendar year and must be paid no later than sixty (60) calendar days from this said date. The Secretary shall remind each member of annual dues, no later than 31 October of the prior year. There shall be no annual fees levied against current Life, Honourary, Ex-Officio Members and serving members of the Battalion.

6.2 Optional Life Membership Fee: As of January 2012, a new Regular Life membership fee option will be available to Bn Association members. A Regular Life membership requires the lump sum payment equivalent to 10 years' membership fees; to be calculated using the membership fees rate set for the year at the time the lifetime membership is paid. All members, existing or new, may opt to become Regular Life Members at any time. A Regular Life membership card will be issued to Regular Life Members. Regular Life Members will be exempt from paying yearly membership fees. Previously paid membership fees may NOT be applied to, or deducted from, the 10 years' lump sum payment required to become a Regular Life Member; however, given that the life membership fee option was not available in 2010 and 2011, a one-time exception, to this rule is being made for 2012 only. This means that members in good standing in 2011 that opt to become Regular Life Members in 2012 may deduct any previously paid membership dues from the required 10 years' life membership fees.

6.3 In recognition of the fact that serving members will at some point retire (and hopefully wish to become members of the Bn Association); and given that membership fees are likely to increase over the years; should they wish to do so, serving members may opt at any time to pay the optional life membership fee in order to benefit from life membership fee payment while it is most economical to do so. Further, given that the lump sum life membership fee option was not available in 2010 and that serving members were not required to pay membership fees in 2011, in 2012 only, serving members that opt to pay the life membership fee in 2012, who made a

donation to the Association for Founding Member status in 2010, may deduct that Founding Member donation from the required 10 years' membership fees.

7.0 The Executive Committee

7.1 An Executive Committee is responsible to administer the Bn Association. Membership on the Executive Committee shall normally be for a minimum of two years, and is limited to members in good standing of the Bn Association.

7.2 Serving members of the Battalion, any Regular or Primary Reserve member, any member on the Supplementary Reserve List or Cadet Instructors Cadre (CIC) members are not eligible to hold an elected Executive Committee position without the written approval of the Battalion Commanding Officer. This written approval must be renewed on an annual basis, or at a Change of Command.

7.3 The Executive Committee shall consist of the following:

- a. President;
- b. Vice-President;
- c. Treasurer;
- d. Secretary;
- e. Commanding Officer or designate (non-voting); and
- f. Regimental Sergeant-Major (non-voting).

7.4 Each Executive position, elected or appointed shall hold office for at least two years. Thereafter two (2) or more new Executive members shall be elected at a General Meeting. With the exception of the first elected Executive Committee, whereby the President and Treasurer will be elected for a two (2) term and the Vice-President and Secretary for a one (1) year term.

7.5 To assist the Executive Committee to meet their objectives sub-committees would be formed. Sub-committees such as but not limited to are as follows:

- a. Welfare;
- b. Heritage, Tradition and Culture;
- c. Kit Shop;
- d. Social; and
- e. Other (as required).

7.6 Members of the Executive Committee, with the exception of current CF Members appointed by the CO shall be elected from the regular membership at an Annual General Meeting (AGM). No limitation shall be placed on the length of former service of members of the Executive. In the event that a member of the Executive is unable to continue his/her duties throughout the year, a temporary replacement shall be named by the Executive until the next AGM.

8.0 The Executive Committee - Duties

8.1 President

The duties of the President are:

- a. to enforce the Constitution and By-Laws;
- b. to lead and supervise the affairs of the Bn Association;
- c. to preside at all General and Executive Meetings;
- d. ensure that proceedings of meetings are recorded and shall sign minutes;
- e. ensure the safe-keeping and accounting of all funds and property including those held in Trust;
- f. liaises with the Unit Chain of Command for the benefit of the Bn members;
- g. oversee and direct all members of the Executive as elected by the membership; and
- h. official spokesperson for the Bn Association.

8.2 Vice-President

The duties of the Vice-President are:

- a. assume responsibilities of President in his/her absence;
- b. assist the President in support of his/her duties
- c. assist the President on project proposals and cost estimates; and
- d. any other duties as assigned by the President.

8.3 Secretary

The duties of the Secretary are:

- a. prepare agenda and call all meetings;
- b. record and maintain minutes of all meetings;
- c. provide the Executive and members with copies of minutes;
- d. conduct correspondence of the Bn Association and keep the President informed of such correspondence;
- e. publish all proposals, notices and by-laws for the membership;
- f. keep an up-to-date address file of all members;
- g. be responsible for the safe-keeping of the Constitution and entering approved amendments thereto;
- h. provide members with a copy of the Constitution;
- i. have custody of all records connected with the concerns of the Bn Association; and
- j. collect fees and turn same over to the Treasurer.

8.4 Treasurer

The duties of the Treasurer are:

- a. keep account of all funds/fees received by him/her on the behalf of the Bn Association;
- b. arrange for all banking requirements;
- c. be responsible for the safe-keeping and handling of cash, and for deposits to the bank;
- d. receive and account for all monies belonging to the Bn Association;
- e. disburse the same monies under instructions of the Executive;
- f. ensure that the accounts of the Bn Association are kept by means of a suitable system of accounting;
- g. make suitable arrangements for the safe-keeping of financial documents and vouchers
- h. prepare financial statements as required;
- i. prepare the annual statement; and
- j. prepare a list of those members in default of annual membership fees on March 15th and September 15th for consideration and action by the Executive Committee

9.0 Meetings

9.1 Executive Meetings

9.1.1 The Executives shall meet monthly to pursue the work of the Association and maintain minutes recording the proceedings of the meetings. Sub-committees members and other advisors may be invited to assist the Executive members as required. An open invitation is extended to the Battalion CO, RSM and/or designate to all meetings however, they shall not have voting privileges.

9.1.2 The CO may veto in writing any proposal, motion, etc that would place the Battalion or any serving military member in conflict with QR&Os, CFAOs; DAODs and / or be detrimental to the welfare of the members of the Battalion.

9.1.3 The Executives may defer any proposal, motion, etc for a specified period of time, normally not to exceed 30 days, in order to provide additional information and/or documentation that the Bn Association did not have at that time and decide how or if to proceed.

9.2 Sub-Committee Meetings

Sub-Committee Members shall meet as required to pursue the work of the Association and maintain minutes recording the proceedings of the meetings. The Sub-Committee Chair is to submit minutes to the President and Secretary.

9.3 General Meetings

9.3.1 A general meeting shall be held once per year at the Armoury on a date to be determined by the Executive, normally in the Fall. Additional general meetings may be called by the President with the concurrence of at least two other members of the Executive.

9.3.2 The Secretary shall post the proposed notice of every general meeting to all members at least 30 days in advance by the most appropriate means. This notification shall include a copy of minutes of the previous, the proposed agenda for the general meeting and any other pertinent data.

9.3.3 The President, or in his absence the Vice President, shall preside. In the absence of the VP, the Secretary will chair the meeting.

9.3.4 Members wishing to have specific items included on the agenda should advise the Secretary at least 15 days in advance of the meeting.

9.3.5 All Bn Association members are encouraged to gather at the Mess on the 1st Thursday of each month during the Battalion's training year.

9.3.6 Quorum

A quorum for a meeting of the Executive Committee shall consist of three (3) members. A quorum for a general meeting shall consist of at least ten per cent of the paid up membership. This number may include proxies. If in one hour from the time appointed for the meeting a quorum is not present, the meeting shall be adjourned.

9.3.7 Order of Business

The following will be the Order of Business for Executive Committee and General Meetings.

Call to Order

“O Canada”

Moment of Silence for Fallen Comrades

Introduction of new members (if applicable)

Review of Previous Minutes

Treasurer's Report;

Sub-Committee Reports;

Old Business

New Business

Presidents Closing Remarks

Toast to the Queen

10.0 Voting

10.1 Regular, Life and Ex-Officio members who have paid their annual dues shall be entitled to one vote. All matters will be decided by a simple majority, and in the event of a tie vote the President or the presiding member of the Executive shall cast the deciding vote.

10.2 Voting shall be conducted by a show of hands unless the presiding member of the Executive believes that a secret vote is required.

10.3 Any eligible voter who is unable to attend a general meeting may appoint any eligible voter as his proxy by sending a signed note (electronic signatures accepted) to the Secretary giving the name of his/her proxy. For purposes of voting the person giving the proxy shall be deemed to be present for the meeting, and shall abide by the vote of his/her proxy.

11.0 Finance

11.1 Expenditures

The Executive Committee shall pay out of the Bn Association funds such expenses as are reasonable and necessary to conduct the business of the Bn Association.

11.2 Financial Year

The financial year shall be from 1 January to 31 December of the same year.

11.3 Membership Fees

Membership fees shall be established by the Executive and approved at the Annual General Meeting.

11.4 Financial Statements

The Treasurer will provide a financial statement at all Executive Committee Meetings and to all members at the Annual General Meeting. The Treasurer will also provide a financial statement and other financial records for audits and as required by the President.

11.5 Expenditure of Funds

Expenditure of funds shall be authorized as follows:

- a. the President may approve one-time expenditures not exceeding \$500; except for requesting payment to him/herself.
- b. the Executive Committee must approve any recurring expenditures and expenditures in excess of \$500 up to a maximum of \$2,000;
- c. expenditures in excess of \$2,000 to \$4,000 must be recommended by the Executive Committee and approved by the Unit CO;

- d. expenditures in excess of \$4,000 must be recommended by the Executive Committee and the Unit CO and approved by the General Membership; and
- e. expenditures relating to the by-laws will be processed through the Treasurer.

11.6 Financial Signing Authority

All financial instruments shall be signed by two (2) elected members of the Executive Committee, those members being the treasurer in conjunction with the President or Vice President. Each committee member shall not sign for themselves.

11.7 In circumstances where the Treasurer is unable to co-sign an expenditure, the President and Vice-President may sign. No more than two (2) sequential expenditures may be signed without the Treasurer.

11.8 Good & Welfare

The Executive Committee at its discretion may authorize donation/expenditure to the appropriate individual/organization or in memoriam to the appropriate charitable organization in order to signify a significant event in the personal life of a member of the Bn Association, a special friend to the association or any organization with special ties to the Bn Association or the Battalion.

12.0 Discipline

The Executive Committee, upon receiving a complaint in writing by another member of the Bn Association, will form a three-person panel consisting of current members of the Bn Association to investigate said complaint and provide the Executive Committee a confidential report of finding. Based on the report received, the Executive Committee may then impose sanctions against the member, including expulsion from the Association and forfeiture of their annual membership fee. If the complaint is found to be unfounded and frivolous, then the Executive Committee may impose sanctions against the member who submitted the complaint, including expulsion from the Association and forfeiture of their annual membership fee.

13.0 Dissolution

Members in a special General Meeting, called for the purpose, shall have power to dissolve the Bn Association and after discharging all liabilities, shall dispose of the remaining assets as decided. A seventy five 75% majority of the Regular and Life Members present shall be required to dissolve the Bn Association.

14.0 Elections

14.1 Schedule

The Secretary shall notify all members of an up coming election which will normally be held in the Fall.

14.2 Elected positions

The following positions within the Executive Committee will be elected in the following order:

- a. President;
- b. Vice-President;
- c. Secretary; and
- d. Treasurer

14.3 Nominations

14.3.1 Only Regular, Life and Ex-Officio members may nominate during the elections. All nominations must be seconded by Regular, Life or Ex-Officio members. The nominated members must acknowledge the nomination and accept or decline the nomination. Should a nominated member be unable to attend the elections he/she is required to submit their intent in writing to the Secretary prior to the elections. The nomination of an absent member with no written notice of intent will not be accepted.

14.3.2 Current Serving Canadian Forces Members, Associated Members, Honourary Members and Ex-Officio Members are not eligible to hold Executive Committee office

14.4 Voting

14.4.1 Regular and Life and Ex-Officio members who have paid their annual dues shall be entitled to one vote. All Executive positions will be decided by a simple majority, (50%+1) and in the event of a tie vote the presiding member of the election shall cast the deciding vote.

14.4.2 Should more than one member be nominated for an Executive position, voting shall be conducted by a written ballot. Ballots shall be destroyed following the election of each office of the Executive Committee.

14.4.3 Any eligible voter who is unable to attend a general meeting may appoint any eligible voter as his proxy by sending a signed note (electronic signatures accepted) to the Secretary giving the name of his/her proxy. For purposes of voting the person giving the proxy shall be deemed to be present for the meeting, and shall abide by the vote of his/her proxy.

14.5 Election Proceedings

14.5.1 The Secretary will preside over the Elections proceedings.

14.5.2 The following will be the proceedings for the elections of the Executive Committee.

Call to Order

“O Canada”

Moment of Silence for Fallen Comrades;

Introduction of new members (if applicable);

Briefing on election process;

Nominations and Election of President;

Nominations and Election of Vice-President;

Nominations and Election of Secretary (preside by the newly elected Vice-President);

Nominations and Election of Treasurer;

Past President's remarks;

Presidents Remarks;

Toast to the Queen

15.0 Changes to the Constitution

15.1 Any change to this Constitution shall be made only with the approval of a general meeting. Any proposed change must be notified to the Secretary at least sixty 60 days in advance of a general meeting, and will be circulated to members with the notice of the meeting.

15.2 Proposed amendments to the Constitution may be made by any member in good standing, but must be seconded by at least two other members, also in good standing.

15.3 The impracticalities of having full representational meetings require that such proposals and voting procedures may be dealt with by correspondence. In the event that amendment proposals, duly advertised, do not receive a response that constitutes a quorum of at least 20% of the membership within two (2) months of publication, the Executive Committee may approve or reject the amendment proposal on behalf of the general membership. All proposals and motions will be approved on the basis of a simple majority vote (50%+1). A record of decision will be maintained as an addendum to the Constitution.

15.4 A Sub-Committee Member, Life Member, nor the Membership can overrule or direct decisions on matters that have been conferred upon the Executive Committee.

16.0 By-Laws

16.1. The purpose of these By-Laws is to apply the basic principles laid down in the Constitution in order to ensure the efficient administration and operation of the Bn Association.

16.2. These By-Laws shall come into effect when accepted by a majority vote at a General Meeting, and shall repeal all previous By-Laws and amendments in effect at the date of approval.

16.3. Proposals to amend the By-Laws shall be made in writing to the Secretary and posted. Proposed By-Law amendments must be posted for seven (7) days or more, to be considered at the next General Meeting.

17.0 Authority

The terms and provisions of this Constitution having been adopted by a majority vote of the members at a General Meeting and approved by the Battalion Commanding Officer and supersede all previous Constitutions of the Bn Association.