

THE ALBERTA ELKS ASSOCIATION

BY-LAWS



Revised by Resolution June 2014

Approved Elks of Canada October 9, 2014

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ALBERTA ELKS ASSOCIATION

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PREAMBLE

This Society, having been formed on May 24 1928, at the City of Lethbridge, in the Province of Alberta, shall be known as “The Alberta Elks Association”, (herein referred to as the Association), was incorporated January 2, 2001, in the Province of Alberta and is part of the Elks of Canada, incorporated May 16, 1913, by Act 3-4 George V c. 110 as amended.

Revised October 9, 2014

ALBERTA ELKS ASSOCIATION

THE BY-LAWS OF THE ALBERTA ELKS ASSOCIATION

1. INTERPRETATION

- 1.1 In these By-laws the following words and expressions have the following meanings:
 - 1.1.1 “Board”, Board of Directors” or “Executive Committee” shall mean the Executive Members of the Association.
 - 1.1.2 “Special resolution” has the meaning ascribed to it by The Societies Act.
 - 1.1.3 “Lodge,” means a body of members chartered in accordance with the objectives of the Elks of Canada.
 - 1.1.4 “Audit” means to Audit or to conduct a Financial Review Engagement as determined from year to year.
- 1.2 Where used in these By-laws and the context permits, words importing the masculine gender include the feminine gender and the singular includes the plural and vice versa.

2. SEAL

- 3.1 The Association seal shall contain an Elks head in the centre and the words “The Alberta Elks Association”.
- 3.2 The Secretary-Treasurer of the Association shall securely retain the seal.
- 3.3 The seal shall be used on all official or formal documents, orders, reports, and legal documents issued by the Association.
- 3.4 The Provincial President, or Chairman of the Finance Committee along with the Secretary-Treasurer (or treasurer if separate) shall be Signing Officers of the Association for all deeds, transfers, leases, contracts on behalf of the Association and the Secretary shall affix the seal of the Association to such instruments.

3. MEMBERSHIP

3.1 The Association shall be a representative body of Elks, composed of the members of all Lodges within the jurisdiction of the Association.

3.2 MEMBERSHIP WITHDRAWAL – Any member Lodge wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member Lodge is in arrears for fees or assessment for any year, such member Lodge shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the Society until reinstated. Any member Lodge, upon a two-thirds vote of all members present at the Annual General Meeting of the Society in good standing, may be expelled from membership for any cause, which the Society may deem reasonable.

4. CONFERENCE ATTENDANCE

- 4.1 All Elks in good standing may attend the Annual Provincial Conference and shall be entitled to speak and vote provided they:
 - 4.1.1 Show proof of being a member of a Lodge, in good standing, of the Association.
 - 4.1.2 Pay the Conference registration fee.

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5. HONORARY MEMBERS AND VISITORS

5.1 Only members of Lodges of the Association, or any unit of the Association, will be permitted to attend any meeting of the Association or unit of the Association. The Presiding Chairman of a meeting may grant permission to a person or persons to attend all or part of a meeting.

6. WITHDRAWAL OR EXPULSION OF MEMBERS OR LODGES

6.1 Upon a member being suspended or expelled from a Lodge, or a Lodge surrendering or forfeiting its' Charter. The member or the members of the Lodge as the case may be, shall no longer be members of the Association.

6.2 Notwithstanding, a member of a lodge surrendering or forfeiting its Charter may choose to become a 'Member at Large' of Grand Lodge and shall be granted the privileges of a member of the Association upon remitting the annual per member fee to the Association.

7. ANNUAL CONFERENCE AND ANNUAL GENERAL MEETING

7.1 Twenty-five (25) voting members in good standing representing ten (10) Lodges, including a minimum of three (3) Officers of the Association, shall constitute a quorum.

7.2 The annual Conference and Annual General Meeting shall be held each year during the month of June and all official books and records of the Association may be inspected by members at that time and place. Notice in writing shall be sent to each Lodge by ordinary mail at least Sixty (60) days prior to the date of the meeting.

7.3 The Association shall, by regulation as hereinafter provided, fix the registration fee to be charged by the host Lodge to Association Conferences.

7.4 The place of the next Annual Conference shall be determined by a vote for the purpose of the Association at the Annual Conference or at a special meeting, or, in the absence of such determination, it shall be named by a majority of the Executive of the Association.

7.5 Applications from Lodges to host the Annual Conference must be submitted to the Secretary-Treasurer of the Association on or before April 30, two (2) years prior to the year of the Conference for which the application is made. If no applications are submitted, the Association Executive with the advice of the Site Committee shall select the Conference location.

7.6 After selection of a location as hereinbefore described, should it appear, for any reason, to the majority of the Association Executive that the location is unsuitable, the Association Executive shall have the authority to select an alternate location.

8. SPECIAL MEETINGS

8.1 Special meetings may be called by:

8.1.1 The President, or

8.1.2 By a majority of the Association Executive, or

8.1.3 By request of no less than ten (10) Lodges of whose membership no less than 10% of each Lodge have signed a petition for that purpose, and forward it to the Secretary-Treasurer of the Association. The reason for requesting the special meeting shall in all cases be clearly stated.

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- 8.2 The Association Secretary-Treasurer shall call a special meeting within sixty (60) days of the date of receipt of a proper petition on a date and at a time and location to be designated by the Association Executive.
- 8.3 Upon receipt of a proper Petition, the Association Secretary-Treasurer shall forthwith give all Lodges within the jurisdiction of the Association a written notice of the date, time and location of the Special Meeting and its purpose no less than thirty (30) days prior to the date of the Special Meeting, and all Lodge Secretaries, upon receipt of such notice, shall cause it to be read at the next regular or Special Meeting of the Lodge.
- 8.4 Twenty-Five (25) members in good standing representing ten (10) Lodges, including a minimum of three (3) Officers of the Association, shall constitute a quorum.
- 8.5 The business of a special meeting shall be restricted to that for which the special meeting was called, and all voting at such meeting shall be by secret ballot.

9. **VOTING**

- 9.1 Any member who has not withdrawn from membership nor has been suspended nor expelled as herein provided shall have the right to vote at any meeting of the Society. Such votes must be made in person and not by proxy or otherwise.

10. **ORDER OF BUSINESS**

- 10.1 The order of business for all meetings of the Association shall follow an agenda prepared by the Association Executive prior to the meeting. Agenda as per sample in the Officers Reference Manual.

11. **OFFICERS AND DIRECTORS**

- 11.1 The Officers and Directors of the Association shall be the President, Immediate Past President, First, Second, and Third Vice Presidents, Secretary-Treasurer, Finance Committee, Esquire, Inner Guard, Tyler, Chaplain and the Judiciary Committee who shall hold precedence in that sequence.
The Judiciary Committee members shall not have voting privileges.

11.2 **ELECTIONS**

- 11.2.1 The First Vice President, Second Vice President, Third Vice President, Esquire, Inner Guard, Tyler and Chaplain shall be elected annually.
The First Vice President is deemed to be 'President Elect' and will be installed President at the next Provincial Conference.

- 11.2.2 Elimination: In the event that there are more than two (2) candidates nominated for any office and none receives a majority of the votes cast in the first ballot, then the candidate receiving the least number of votes together with all those receiving 10% or less of the said votes shall be eliminated; and additional ballots shall be taken with the same elimination until one (1) candidate receives a clear majority which candidate shall then be declared elected to the office in question.

- 11.3 The Association Executive, upon the recommendation of the incoming Provincial President,

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shall appoint annually at the Provincial Conference the Secretary-Treasurer, Committee Chairmen and Committees.

- 11.4 The Finance Committee shall be three (3) in number and shall consist of the Immediate Past President, the next preceding Immediate Past President, and the Esquire. The next preceding Immediate Past President who is serving on the Finance Committee shall be Chairperson. In the event that a Past President declines to serve on the Board, then any Past President may be nominated by the President and approved by the Association Executive.
- 11.5 **INDEMNITY**- Every Director of the Association shall be deemed to have assumed office on the express understanding, agreement and condition that every Director of the Association and their heirs, executors and administrators and estate and effects respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the Association from and against all such costs, charges and expenses whatsoever which such Director sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or any other Director or Directors in or about the execution of the duties of their office, and also from and against all other costs, charges and expenses which they sustain or incurs in or about or in relation to the affairs thereof except such costs, charges and expenses as are occasioned by their own wilful neglect or default.
- 11.6 **REMOVAL OF DIRECTOR OR OFFICERS** – The Association Executive may, by a vote with three-fourths (3/4) majority, suspend any Director or Officer before the expiration of their term of office for conduct unbecoming of their office or dereliction of duties. The position of the suspended Director or Officer shall remain vacant until the election of Officers at the Annual Meeting.
- 11.7 **TENURE**
- 12.7.1 The Secretary-Treasurer shall be appointed annually and can be made for a maximum of (5) five consecutive terms.
- 12.7.2 Committee Chairpersons and Members appointed by the President and approved by the Executive shall not have voting privileges while attending Executive meetings.
- 12.7.3 The appointment of the Standing Committees Chairpersons shall be made annually on the recommendation of the incoming Provincial President. Individuals may be appointed and serve for a maximum of (3) three consecutive years as a chairperson of a specific committee.

12. DUTIES OF OFFICERS

12.1 PRESIDENT

- 13.1.1 The President shall be Chief Executive Officer of the Association, and shall preside at all meetings, preserve order, appoint all Committees not otherwise provided for, decide all questions of order subject to appeal to the Association, fill all vacancies unless otherwise specified, and perform all other duties that may be imposed upon the President by law, and such as are customary to be performed by presiding officers
- 12.1.2 It shall be the duty of the President to make such Official Visits to the Lodges of the Association as may be deemed proper in the interest of the Association, and the President shall have the power to direct any of the Vice Presidents to make such visits when, in his discretion, he may deem it proper. In the event the Vice Presidents shall

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not be available for such visits, he may direct any other Officer of the Association to make such visits. Any Officer making such visits under the direction of the President shall promptly thereafter make a report in writing to the President. Expenses incurred by the President, or other Officer visiting a Lodge, shall be paid by the Lodge so visited if a request for the visit was made by the Lodge. The operation of this section shall not interfere with the duties or the authority of District Deputies.

- 12.1.3 If upon the taking of a vote on any question the members are evenly divided, it shall then become the duty of the President to give the casting vote and in doing so he may, if he desires, give his reasons therefore. The President shall be entitled to vote during the ballot for the election of Officers, but shall not be privileged to cast a deciding vote in the event of a tie.
- 12.1.4 The President will submit a report in writing to the Annual General Meeting of the highlights of his activities during his term of office.
- 12.1.5 The President shall perform such other duties as may be required.

12.2 IMMEDIATE PAST PRESIDENT

The Immediate Past President shall:

- 13.2.1 Serve as a member of the Finance Committee of the Association;
- 13.2.2 Be Chairman of the Alberta Elks Past Presidents Association;
- 13.2.3 Act as Master of Ceremonies for the banquet held on the final night of the Annual Conference or appoint another in his place.

12.3 VICE PRESIDENTS

The Vice Presidents shall perform any duties on behalf of the President when they are asked. Each Vice President shall submit a report, in writing, to the Annual General Meeting, of their activities during their term of office.

12.3.1 The First Vice President shall

- 13.3.1.1 Be Liaison to the Membership Services Committee
- 13.3.1.2 Share the responsibilities for administrating and coordinating the training, activities and responsibilities of the District Deputies with the Second Vice President.
- 13.3.1.3 Be responsible for administrating and coordinating the activities and responsibilities of the Committee Chairmen.

12.3.2 The Second Vice President shall

- 12.3.2.1 Share the responsibilities for administrating and coordinating the training, activities and responsibilities of the District Deputies with the First Vice President.
- 12.3.2.2 Be a member of the Member Services Committee.

12.3.3 The Third Vice President shall

- 12.3.3.1 Be a member of the Member Services Committee;

12.4 SECRETARY-TREASURER

The Secretary Treasurer shall have the following duties and obligations:

- 12.4.1 Deliver a sufficient bond in the amount required by the Association before entering upon the duties of the office.

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- 12.4.2 Devote as much time to the office as is required to properly carry out the duties of the office, either personally or by those authorized to do so.
- 12.4.3 Receive an honorarium approved by the Association for proper performance of duties, which shall be established annually at the Conference and payable monthly.
- 12.4.4 Keep a true record (minutes) of the proceedings of the Association, all the Executive Meetings, and any other meetings of the Association and make sure that such records are accurate and complete.
- 12.4.5 Shall have charge of all records, books, papers, and documents of the Association under the direction of the Finance Committee.
- 12.4.6 Be the custodian of the Seal of the Association.
- 12.4.7 Receive and give receipt for all monies of the Association and deposit the same immediately in the bank designated by the Finance Committee for that purpose. At the same time, shall keep an accurate account of the receipts and expenditures of the Association and so classify and arrange the same that the condition of any fund at any time may be ascertainable.
- 12.4.8 Present a printed, itemized report to each regular Annual General Meeting showing all receipts and expenditures for the current year. It shall contain all such statistical information as may be essential for the guidance of the Association in its work. It shall be printed in sufficient numbers to furnish each delegate attending with a copy. A copy should be mailed to the Secretary of every Lodge of the Association.
- 12.4.9 Submit a written interim report for the Mid-term executive Meeting.
- 12.4.10 Notify the members of all Committees and Commissions of their appointment, and provide a copy of the terms of reference of their duties and responsibilities, immediately following their appointment.
- 12.4.11 Be responsible for the hiring of personnel or tendering for outside services for the purpose of carrying out the duties and responsibilities of their office and providing detailed reports when requested to do so by the Annual General Meeting, Association Executive or Presidents.
- 12.4.12 In addition, furnish all reports, documents, papers, copies, recommendations, or other matters to all units of the Order as may be required, and further shall provide to each District Deputy of the Districts within the jurisdiction of the Association, a report on the standing of Lodges within each District prior to the Lodge Officers being installed.

12.5 FINANCE COMMITTEE

The Finance Committee shall:

- 12.5.1 During the interim between meetings of the Association, take general charge of its property and together with the Association Executive officers, shall be the governing body of the Association and shall perform such other duties as may be necessary to protect the interests and the direction of the affairs and promote the objectives of the Association.
- 12.5.2 With the President and the Secretary-Treasurer, have control of the finances of the Association and recommend ways and means for raising funds to defray the expenses of the Association and set aside the same, when received, for payment of such demands as are properly chargeable to it, and shall report all its acts to the next Annual General Meeting.
- 12.5.3 Devise a system of financial accounting to safeguard, promote and protect the interests and welfare of the Association.

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- 12.5.4 Be responsible for assessing the validity of all bills of accounts that have been paid from the funds of the Association.
- 12.3.5 Ensure that a satisfactory bond has been obtained on the Secretary-Treasurer, and other members handling Association funds.
- 12.5.6 The Financial Report shall be for the twelve-month period of April 1 to March 31 inclusive. Shall ensure that the books are properly submitted to the Chartered Accounting firm for this period.
- 12.5.7 The Finance Committee, including two (2) non-signing Officers, shall conduct a financial review prior to the Mid-term meeting and provide an interim report on the status of the Association financial affairs to the Association Executive at the Mid-term meeting
- 12.5.7 Be the responsible, on the first day of the Annual General Meeting, to introduce a bill known as the Budget, making appropriations in respect to each of the several objects for which the Provincial Association has to provide out of the monies found to be in the Treasury and estimated to be coming in during the current twelve month period of their fiscal year.
- 12.5.7 Submit a report to the Annual General Meeting of its activities during the term of office.
- 12.5.8 Have a general authority over all funds and property belonging to, or handled by, the Association.

12.6 ESQUIRE

The Esquire shall execute orders of the President, assist in preserving order, act as marshal on public occasions, and, in case of secret session, shall assist the Tyler in examining the qualification of all persons presenting themselves for admission. He shall select such deputies as may be needed to assist in the discharge of his duties.

12.7 INNER GUARD

The Inner Guard shall have charge of the inner door of the hall in which the meetings are held and, together with the Tyler, shall examine the membership cards of all those entering the room, and will perform the duties usually incident to the office of the Inner Guard or as otherwise requested. Without interrupting the proceedings of the Assembly, shall report all messages and information received from the Tyler to a Vice President at a time during the session appropriate to the urgency of the matter.

12.8 TYLER

The Tyler shall occupy a position at the door of the building or of the meeting room during sessions, and shall examine the membership cards of all those entering the room. Shall be the custodian of all regalia, jewels, and other similar property of the Association during the session thereof, and, without interrupting the proceedings of the Assembly, shall report to the Inner Guard all the information and messages that are received during the session.

12.9 Chaplain

The Chaplain shall conduct the devotional exercises of the Association and shall perform such other duties as customarily pertain to the office.

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12.11 Judiciary Committee

12.11.1 The Judiciary Committee shall consist of three (3) members, one shall be appointed as Chairman and at least one of whom, if possible, be a member in good standing of the Law Society of Alberta.

12.11.2 The Committee shall consider and report on all matters referred to it including the interpretations, construction and amendments of the Association By-Laws, together with questions of parliamentary procedure, and shall act as a Resolutions Committee to receive and bring forth before the meetings of the Association, in proper form, all resolutions properly submitted to the Association.

12.11.3 The Judiciary Committee members shall not have voting privileges.

13. EXECUTIVE

13.1 The Officers as herein before defined shall be the Directors of the Association for all legal purposes.

13.2 Seven members of the Association Executive shall constitute a quorum.

13.3 The Association Executive shall meet on the day following the conclusion of the Annual General Meeting for the purpose of:

13.3.1 Authorizing signing authority for cheques and other documents to the proper Officers of the new Association Executives;

13.3.1.1 Setting the time and place for the fall Mid- term Executive meeting;

13.3.1.2 Conducting other business arising from the Annual General Meeting of the Association.

13.3.2 At a Mid-term meeting during the period from the second week of October to the second week of January, to be held at a place and time agreed upon at the Post Annual General Executive Meeting.

13.3.3 Prior to the opening ceremony at the site of the Annual General Meeting for the purpose of:

13.3.3.1 Appointing the Secretary-Treasurer of the Association for the ensuing year.

13.3.3.2 Transacting any other business essential to proper conduct of the ensuing Annual General Meeting.

13.3.3.3 At other times at the call of the President.

13.4 The Association Executive shall have the authority to make Regulations governing the Association for the purpose of carrying out the intention of the provisions of these By-Laws, and any such Regulation made in accordance with this power shall have the same force and effect as a By-Law contained herein. Regulations, when promulgated, shall forthwith be reported to the Lodges, Districts, and all units of the Order as may be required.

14. COMMITTEES

14.1 All committees, unless otherwise specified, shall be nominated by the President or the Association Executive and appointed by the Association Executive not later than the fall executive meeting, provided however, that at the discretion of the President, the Chairman only shall be nominated by the President or the Association Executive and appointed by the

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Association Executive with power in the Committee Chairman to appoint their own committee, except where otherwise expressly provided. All committees shall hold office until their successors in office have been appointed, provided however, that no committee shall hold office longer than eighteen (18) months, unless specifically authorized to do so by their duties as designated in these By-laws and Regulations.

- 14.2 Standing Committees shall be appointed annually on the recommendation of the incoming Provincial President and approved by the Executive.

Standing Committees for this Association shall be:

- 14.2.1 Advisory Committee
- 14.2.2 Community Services Committee
- 14.2.3 Lodge Visitation Committee
- 14.2.4 Sports Committee
- 14.2.5 Ritual and Patrol Team Committee
- 14.2.6 Walk for Children Committee
- 14.2.7 Forward Planning Committee
- 14.2.8 Audit Committee
- 14.2.9 Publicity Committee
- 14.2.10 Historian Committee
- 14.2.11 Habitat Committee
- 14.2.12 Traveling Gavel Committee

- 15.3 An Ad-hoc Committee shall be in place for no more than 3 years before being disbanded or deemed a Standing Committee

15 DISTRICT DEPUTIES

15.1 RECOMMENDATIONS FOR APPOINTMENT:

Each District shall, at a meeting held before the last Sunday of April each year, recommend a member of the District for nomination as District Deputy effective at the conclusion of the next Association Conference. The Association Executive shall have the duty to ensure that the member recommended is capable of carrying out these duties. If, in the opinion of the Association Executive, such members are not capable, then the Association Executive shall have the authority not to appoint the member and consult with the Lodges with the District for an alternative member. All recommended members shall be notified of their ratification before May 15th of that year. A member holding membership in more than one District shall be eligible for appointment as district Deputy in only one District in any one year.

15.2 APPOINTMENTS:

The Association Executive shall consider the qualifications of the recommended candidate not later than May 7th of that year, and upon approval by the Association Executive, the candidates will attend the District Deputy Seminar, unless excused from doing so by the Association Executive, and at the conclusion of their training and being duly installed they shall assume office and receive a gold tassel for their fez.

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15.3 **TENURE**

15.3.1 **Duration**

Each District Deputy shall hold office for a period of 12 months during the pleasure of the Alberta Elks Association. Upon the death, resignation, or permanent disability or revocation of their appointment, the Association, in consultation with the Lodges of the district shall nominate and appoint a replacement.

15.3.2 **Removal**

The Association Executive may, by a vote with three-fourths (3/4) majority, suspend and revoke the appointment of any District Deputy before the expiration of their term of office for conduct unbecoming of their office or dereliction of duties.

15.4 **FAILURE TO (RECOMMEND)ELECT:**

Should a District fail to (recommend) elect a District Deputy, the Association shall appoint a person to fulfill the duties of the District Deputy. The appointed member is not required to belong to the District. This person may be called the District Deputy.

15.5 **TRANSMISSION OF RECOMMENDATION:**

The name and address of the member recommended for the office of District Deputy shall be immediately forwarded to the Alberta Elks Association office and received no later than May 7th of each year.

15.6 **DUTIES**

The duties of the District Deputy shall be those outlined in the Regulations of the Alberta Elks Association.

16. **EXPENSES**

Members / directors / officers shall not receive payment for services but may be reimbursed for expenses incurred in the performance of the Association business, in such amounts and by such manner as may be designated by Regulation, or by majority vote of the Association Executive, or by majority vote of the members at an Annual General Meeting.

17. **ASSOCIATION REVENUE**

17.1 Revenues of the Association shall be as follows:

17.1.1 **Provincial Registration / Affiliation Fees**

A Provincial Registration / Affiliation shall be levied by the Provincial Association, on each Lodge in the Association, based on the number of members in each Lodge.

The fee shall be established from time to time and set out in Regulations.

Such fee may be increased annually by up to 5% in line with increases in the cost of living as determined by changes to the Consumer Price Index published by the Government of Canada (Alberta Section), and based on the previous calendar year.

Budgeted increases in excess of 5% must be approved by a seventy-five percent (75%) majority vote of those members present, qualified to vote and voting at the Conference.

Any change to the Provincial Registration / Affiliation Fee shall be effective January 1 of the year following the Provincial Conference at which the change was approved.

17.1.2 **Exceptions**

18.1.2.1 These fees shall not be payable for the first year of life of a new Lodge.

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- 8.1.2.2 The Association may authorize a suspension of payment of the affiliation fee if the funds of its treasury are large enough to warrant such action, but not exceeding the one-year in which such action is taken.
- 18.1.2.3 No Registration / Affiliation fee shall be assessed any Automatic Life Member.
- 18.1.2.4 At an Annual General Meeting of the Association, on approval by resolution, an exemption from the Regulation / Affiliation fee may be given to a Lodge for unusual circumstances

18. REVENUE RETURNS

- 18.1.1. All Association revenues shall be payable to the Association and shall be trust funds for the use and benefits of the Association.
- 18.1.2 The Affiliation Fee Returns, with remittance, must be submitted annually to the Secretary-Treasurer prior to the first day of April of the following year.

19. ASSOCIATION FUNDS

- 19.1 The funds of the Association shall be classified as follows:
 - 20.1.1 General Fund
 - 20.1.2 Savings Fund
 - 20.1.3 Charitable Fund
- 19.2 The General Fund shall consist of all revenues accruing to the Association except as herein provided.
- 19.3 The Savings Fund shall consist of all amounts that have been placed in the savings account to date and any other surplus that the Association may decide at a meeting should be placed in this fund. No funds may be drawn from this account without the approval of the Association.
- 19.4 The Charitable Fund shall consist of funds that have been obtained by the Association for the purpose only.

20. DISBURSEMENT OF FUNDS

- 20.1 **General Fund**

All expenses of the Association, unless otherwise stated, shall be paid out of the General Fund. These will include all authorized traveling expenses of the Officers and Committees as well as the other expenses incurred in the operation of the Association.
- 20.2 **Saving Funds**

When funds are required that are more than those available in the General Fund for the proper operation of the Association, monies may be drawn from this account by approval of the Assembly at an Annual Meeting.
- 20.3 **Charitable Fund**

Disbursements from this fund shall be made only for the purpose for which it was obtained and then only on approval of the Assembly at an Annual Meeting. Monies from this fund, by resolution at an Annual General Meeting of the Association, may be directed to the Alberta Elks Foundation for its use.

21. AUDIT

- 21.1 The Association shall, at each Annual Conference, with the recommendation of the Finance Committee, nominate and elect a Chartered Accounting firm to be responsible for conducting an annual Review Engagement of all books and financial statements of the Association for the period April 1 to March 31 inclusive of the ensuing year, such audit to be complete and

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reported to the next Association Annual Conference

- 21.2 Should a nomination of a firm to do the Audit come from the floor of the Conference it shall include the full name and contact information of the proposed Auditor /firm and a letter from the proposed Auditor/firm and a letter from the proposed auditor/firm stating interest in doing the Audit and a quote on the fee.
- 21.3 The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting provided for herein or any time upon giving reasonable notice and arranging a time satisfactory to the office or Officers having charge of same. Each member of the Association Executive shall at all times have access to such books and records.

22. BORROWING POWER

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of a special resolution of the Association.

23. AMENDMENT

- 23.1 The By-Laws may be rescinded, altered or added to by a “Special Resolution” but the resolution does not take effect until the Registrar of Corporations has approved and registered it.
- 23.2 Amendments of these By-Laws shall be presented in writing to any Annual Conference and shall be referred to the Judiciary Committee. The Committee shall make a report thereto the Association as soon as practicable, and before adjournment, and such amendments shall be considered under “Special Order” of business.
- 23.3 Notice, in writing, of proposed amendments shall be given to all Lodges, thirty (30) days prior to the first day of the Annual or Special Meeting at which the motion is to be considered.
- 23.4 When resolutions or motions coming from the floor are properly presented at the Annual Meeting receive the two-third (2/3) approval of the delegates at the meeting the notice of motion may be waived.
- 23.5 A three-fourths (3/4) majority shall be required to approve any amendment to these By- Laws.

24. TRANSITIONAL

- 24.1 The By-Laws shall come into effect upon passage by the members of the Association at an Annual General Meeting, upon approval by the Executive of The Elks of Canada and upon registration under the Societies Act whichever event shall last occur until such time the Association shall be governed by the previous By-Laws.
- 24.2 Upon all conditions expressed in Section 24.1 being met, all previous By-Laws shall hereby be rescinded.

24. DISSOLUTION

In the event of dissolution or winding up of the affairs of the Association, all of its assets, after payment of all liabilities and obligations, shall be distributed equally to all Lodges with in the Association.