

## **BACKGROUND: MOVING CLAUSES FROM BYLAW to REGULATIONS**

The purpose of BYLAWS is to provide the government agency what the governing rules are for our Society, to ensure that the Society is registered and meets the Legislation of Alberta. According to Alberta law, Bylaws must contain a number of provisions including:

- Terms of membership, their rights and obligations including withdrawal and expulsion
- The mode and time for calling Annual General and Special Meetings, including quorum and voting rights
- The election/appointment of directors, their obligations and powers and remuneration
- Borrowing powers, audits, custody of the Society's seal, custody of the minute book of proceedings and when/where they may be inspected by members and dissolution rules
- Rules around changing bylaws

To change Bylaws, a quorum at either an Annual General Meeting or Special Meeting must vote to add, delete or change a bylaw. Then, if approved, it goes to Grand Lodge for approval, then to Societies Alberta for final review and approval (or not). Then it is implemented.

Regulations are operational to the organization and it is the Board of Directors who can amend regulations and then they must report all changes at the next Annual General Meeting. This means the Board can operate efficiently and manage the Association as necessary.

Our bylaws are too detailed and are usually difficult to read and interpret. Further, they are not well organized making it difficult to find the "rules" when you go searching. Much of what we have in Bylaws properly belongs in the Regulations (and our Policies) as the "what, why & how".

**For example – see page 2:**

**BYLAWS CURRENTLY SAY:**

B13. 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 Prior to the opening at the site of the AGM the Association Executive shall meet for the purpose of:

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

13.3.2 Transacting other business essential to proper conduct of the ensuing AGM.

13.4 The Association Executive shall meet on the day following the conclusion of the AGM for the purpose of:

13.4.1 Authorizing signing authority for cheques and other documents to the proper Officers of the new Association Executive.

13.4.2 Conducting other business arising from the AGM of the Association.

13.4.3 Setting the time and place for the Mid-Term meeting during the period from the second week of October to the second week of January.

13.5 The Association Executive shall meet at other times at the call of the President.

13.6 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.

As you can see, there are issues with the specific wording in Bylaw and they are overly prescriptive in the area of Pre-Conference and Post Conference meetings of the Board of Directors.

***In our proposal, we move the Pre-conference and Post conference instructions to Regulations where we set out all the Conference operations. Everything related to the operation of the Board of Directors should be in Regulations.***

**ALBERTA ELKS ASSOCIATION**

**RESOLUTION #1**

**WHEREAS** the existing Bylaws of the Alberta Elks Association have been confirmed by vote at Conferences since 2015; and

**WHEREAS** the existing Bylaws as amended have been approved by the Grand Lodge of the Elks of Canada; and

**WHEREAS** the Bylaws as approved by Grand Lodge have been submitted for final implementation approval by the Societies of Alberta and are anticipated to be approved before AGM 2022; and

**WHEREAS** the purpose of Bylaws is to outline the laws governing a registered Society and the purpose of Regulations is to set out clarification of the Bylaws for operational purposes of the Society;

**THEREFORE, BE IT RESOLVED** that the current Bylaws of the Alberta Elks Association Bylaws be replaced with Appendix “A” as attached and any clauses not contained in amended Bylaws be moved to the Regulations of the Alberta Elks Association.

**Submitted by the Alberta Elks Association Executive**

**NOTES REGARDING APPENDIX “A”**

The document is set out in two columns:

The CURRENT BYLAWS and  
The PROPOSED BYLAWS.

- In the Current Bylaws, clauses that are being recommended for removal from Bylaws and moving to REGULATIONS are in BLUE.
- Where you see some in RED, that means those clauses are being moved to another clause in the proposed Bylaws, but they REMAIN IN BYLAWS.
- In the 2<sup>nd</sup> Column, the proposed Amended Bylaws, anything in RED is a change from existing bylaws; some are notes about moving from one clause to another, some are wording changes and some are numbering changes.

The MOTION will be to adopt the whole of Appendix “A” although discussion and proposed minor amendments may be considered at Conference.

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New Version with **Proposed Amendments in RED**

**PROPOSED AMENDMENTS TO THE ALBERTA ELKS ASSOCIATION BYLAWS  
PRESENTED BY MOTION AS APPENDIX "A"**

**B1. INTERPRETATION**  
In these Bylaws, the following words and expressions have the following meanings:

1.1 "Board", "Board of Directors" or "Executive Committee" shall mean the Executive Members of the Association.

1.2 "Special Resolution" has the meaning ascribed to it by The Societies Act of Alberta.

1.3 "Lodge" means a body of members chartered in accordance with the objectives of the Elks of Canada.

1.4 "Audit" means to audit or to conduct a financial review engagement as determined from year to year.

1.5 "AGM" means The Annual General Meeting of the Association which may be held with the Conference and will include but not be limited to the following: ritual and ceremonial work consistent with the Elks of Canada; receiving and approval of reports; approval of Financials and the Budget; Election and Installation of Officers and any other requirement as set out in the Societies Act of Alberta.

1.6 "Conference" means social and other activities held in conjunction with the AGM.

1.7 Where used in these Bylaws and the context permits, words importing the masculine shall be interpreted to be gender neutral and the singular includes the plural and vice versa.

**B2. SEAL**

2.1 The Association seal shall contain an Elks head in the centre and the words "The Alberta Elks Association".

2.2 The Secretary-Treasurer of the Association shall securely retain the seal.

2.3 The seal shall be used on all official or formal documents, orders, reports and legal documents issued by the Association.

2.4 The Provincial President, or Chair of the Finance Committee along

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<p>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.</p>	<p>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.</p>
<p><b>B3. MEMBERSHIP</b></p> <p>3.1 The Association shall be a representative body of Elks, composed of the members of all Lodges within the jurisdiction of the Association.</p> <p>3.2 Membership Suspension and Expulsion – 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.</p>	<p><b>B3. MEMBERSHIP</b></p> <p>3.1 The Association shall be a representative body of Elks, composed of the members of all Lodges within the jurisdiction of the Association.</p> <p>3.2 Membership Suspension and Expulsion – 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.</p> <p>3.3 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.</p>
<p><b>B5. HONORARY MEMBERS AND VISITORS</b></p> <p>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. The Presiding Chair of a meeting may grant permission to a person or persons to attend all or part of a meeting.</p>	<p><b>B4. HONORARY MEMBERS AND VISITORS</b></p> <p>Only members of Lodges of the Association, or any unit of the Association, will be permitted to attend any meeting of the Association. The Presiding Chair of a meeting may grant permission to a person or persons to attend all or part of a meeting.</p>
<p><b>B4. AGM ATTENDANCE</b></p> <p>4.1 All Elks in good standing may attend the AGM and shall be entitled to speak and vote provided they:</p> <p>4.1.1 Show proof of being a member of a Lodge, in good standing, of the Association.</p> <p>4.1.2 Pay the pre-determined registration fee.</p> <p><b>B7 AGM AND CONFERENCE</b></p> <p>7.1 Twenty-five (25) voting members in good standing representing ten (10) Lodges, including a minimum of three (3) Officers of the</p>	<p><b>B6 ANNUAL GENERAL MEETINGS</b></p> <p>6.1 Attendance &amp; Voting: All Elks in good standing may attend the AGM and shall be entitled to speak and vote provided they:</p> <p>6.1.1 Show proof of being a member of a Lodge, in good standing, of the Association.</p> <p>6.1.2 Show proof of being a member of a Lodge, in good standing, of the Association.</p> <p>6.2 Quorum: Twenty-five (25) voting members in good standing representing ten (10) Lodges, including a minimum of three (3)</p>

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<p>Association, shall constitute a quorum.</p> <p>7.2 The AGM and possibly by extension, the Conference shall be held each year during the month of June and all official books and records of the Association may be inspected by the 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.</p> <p>7.3 The Association shall, by regulation as hereinafter provided, fix the registration fee to be charged by the Host Lodge for the Association Conferences</p> <p>7.4 The place of the next AGM and Conference shall be determined by a vote for the purpose of the Association at the AGM 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.</p> <p>7.5 Applications from Lodges to host the AGM and 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 AGM and 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 AGM and Conference location.</p> <p>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 and/or date.</p>	<p>Officers of the Association, shall constitute a quorum.</p> <p>6.3 Notice: The AGM and possibly by extension, the Conference shall be held each year during the month of June and all official books and records of the Association may be inspected by the 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.</p> <p>6.4 Registration Fee: The Association shall, by regulation as hereinafter provided, fix the registration fee to be charged by the Host Lodge for the Association Conferences</p> <p>6.5 Location Selection: The place of the next AGM and Conference shall be determined by a vote for the purpose of the Association at the AGM 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.</p> <p>6.5.1 Applications from Lodges to host the AGM and 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 AGM and 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 AGM and Conference location.</p> <p>6.5.2 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 and/or date.</p>
<p><b>B8. SPECIAL MEETINGS</b></p> <p>Special meetings may be called by –</p> <p>8.1.1 The President, or</p> <p>8.1.2 A majority of the Association Executive, or</p> <p>8.1.3 A 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 sent to the Secretary-Treasurer of the Association. The reason for requesting the special meeting shall in all cases be clearly stated.</p>	<p><b>B7. SPECIAL MEETINGS</b></p> <p>7.1 Special meetings may be called by –</p> <p>8.1.1 The President, or</p> <p>8.1.2 A majority of the Association Executive, or</p> <p>8.1.3 A 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 sent to the Secretary-Treasurer of the Association. The reason for requesting the special meeting shall in all cases be clearly stated.</p> <p>7.2 The Association Secretary-Treasurer shall call a special meeting</p>

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<p>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.</p> <p>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.</p> <p>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.</p> <p>8.5 The business of the 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.</p>	<p>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.</p> <p>7.3 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.</p> <p>7.4 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.</p> <p>7.5 The business of the 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.</p>
<p>B9. VOTING</p> <p>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. Votes by proxy are prohibited.</p>	<p>B 8. VOTING</p> <p>8.1 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. Votes by proxy are prohibited.</p> <p>8.2 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. <i>(8.2 is moved from 12.1.3)</i></p>
<p>B10. ORDER OF BUSINESS</p> <p>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).</p>	<p>B 9. ORDER OF BUSINESS</p> <p>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 <del>(agenda as per sample in the Officers Reference Manual).</del></p>
<p>11.2 ELECTIONS</p> <p>11.2.1 The First Vice-President, Second Vice-President, Third Vice-and the Esquire shall be elected annually.</p> <p>The First Vice-President is deemed to be “President Elect” and will be installed President at the next AGM.</p>	<p>B 10 ELECTIONS</p> <p>10.1 The First Vice-President, Second Vice-President, Third Vice-and the Esquire shall be elected annually. The First Vice-President is deemed to be “President Elect” and will be installed President at the next AGM.</p>



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**11.2.2 Notice of Intent to Seek Office**

Eligible members of the Order may provide Notice of Intent to Run for Office not later than March 1st of the year they intend to run for elected office.

Notice of Intent to Run does not require that they designate the particular Officer position being sought.

Notice of Intent to Run forms shall be approved by Alberta Elks Association Executive.

Members who intend to run for office may provide the Association a Statement of Intent including a brief biography, a description of why they wish to run for office and/or information related to their perspective on how their election can benefit the membership and promote the Order.

Such statement shall be provided in writing to the Secretary of the Association not later than 45 days prior to Conference.

At the discretion of the Association, statements may be edited and returned to the member for final approval. Approved statements may then be published for members' information in whatever manner approved by the Executive.

Notwithstanding the above, nominations will still be accepted from the floor of the Conference.

**11.2.3 Campaign Speeches**

Nominators of candidates for any office shall make their nomination and introduce the nominee to the members in an address not to exceed one minute. The nominee will have up to five minutes to accept the nomination.

**11.2.4 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; 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

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office in question.	receives a clear majority which candidate shall then be declared elected to the office in question.
<p><b>B 11. OFFICERS AND DIRECTORS</b></p> <p>11.1 The Officers and Directors of the Association shall be the President Immediate Past President, 1<sup>st</sup> Vice President (incoming President), 2nd Vice President, 3<sup>rd</sup> Vice President and Esquire and the Judiciary Committee who shall hold precedence in that sequence.</p> <p>The Judiciary Committee members shall not have voting privileges.</p> <p>The duties of the Inner Guard and Chaplin shall be assigned by the Conference Chair in consultation with the Association Executive for each Provincial Conference</p> <p>11.6 <b>REMOVAL OF DIRECTOR OR OFFICERS –</b></p> <p>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 next AGM</p> <p>11.3 The Association Executive, upon recommendation of the incoming Provincial President, with input from the Vice-Presidents, shall</p>	<p><b>B 11 OFFICERS AND DIRECTORS</b></p> <p>11.1 The Officers and Directors of the Association shall be the President Immediate Past President, 1<sup>st</sup> Vice President (incoming President), 2nd Vice President, 3<sup>rd</sup> Vice President and Esquire <b>who are the elected and voting members designated as the Association Executive</b></p> <p>11.2 <b>The Secretary/Treasurer, Finance Committee and the Judiciary Committee shall be non-voting Directors and hold precedence in that sequence.</b></p> <p>11.3 The Officers as herein before defined shall be the Directors of the Association for all legal purposes.</p> <p>11.4 <b>Seven Four</b> members of the Association Executive shall constitute a quorum. <i>(11.3 &amp; 11.4 Moved from 13.1 &amp; 13.2)</i></p> <p>11.5 The Association Executive shall meet <del>at other times</del> at the call of the President.</p> <p>11.6 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. <i>(11.5 &amp; 11.6 Moved from 13.5 &amp; 13.6)</i></p> <p>11.7 <b>Removal of Director or Officer</b></p> <p>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 next AGM. <i>(11.9 Moved from 11.6)</i></p> <p>MOVED to new clauses</p>

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<p>appoint annually at the AGM the Secretary-Treasurer, Committee Chairs and Committees.</p> <p>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 Chair. 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.</p>	
<p>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 them for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them 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 incur 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.</p>	<p><b>B 12</b> 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 them for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them 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 incur 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. <i>(Moved from 11.5)</i></p>
<p>11.7 TENURE</p> <p>11.7.1 The Secretary-Treasurer shall be appointed annually and can be made for a maximum of (5) five consecutive terms.</p> <p>11.7.2 Committee Chairpersons and Members appointed by the President and approved by the Executive shall not have voting privileges while attending Executive meetings.</p> <p>11.7.3 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</p>	<p>MOVED TO Secretary Treasurer B 14</p> <p>Move to Committees</p>

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<p>of (3) three consecutive years as a chairperson of a specific committee.</p>	
<p><b>B12. DUTIES OF OFFICERS</b></p> <p><b>12.1 PRESIDENT</b></p> <p>12.1.1 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.</p> <p>12.1.2 <i>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.</i></p> <p><i>In the event the Vice-Presidents shall 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. A copy of the report shall be forwarded to the Lodge by the Secretary.</i></p> <p><i>The operation of this section shall not interfere with the duties or the authority of District Deputies.</i></p> <p>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.</p> <p>12.1.4 <i>The President will submit a report in writing to the AGM of the highlights of their activities during their Term of Office.</i></p>	<p><b>B13. OFFICERS</b></p> <p><b>13.1 PRESIDENT</b></p> <p>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.</p> <p>13.1.2 During their term, the President shall not sit on any National Committee either as the Chair or Committee Member, excluding the National Forward Planning Committee.</p> <p>13.1.3 The President shall attend all Foundation Meetings and conference calls during their term, but not have voting privileges.</p> <p>13.1.4 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. <i>(13.1.4 Moved from 12.1.3)</i></p>

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<p>12.1.5 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 they shall perform such other duties as may be required.</p> <p>12.1.6 During their Term, the President shall not sit on any National Committees either as the Chair or Committee Member, excluding the National Forward Planning Committee.</p> <p>12.6.7 The President shall attend all Foundation Meetings and conference calls during their term, but not have voting privileges.</p>	
<p>12.2 <b>IMMEDIATE PAST PRESIDENT</b> The Immediate Past President shall:</p> <p>12.2.1 Serve as a member of the Finance Committee of the Association</p> <p>12.2.2 Be Chair of the Alberta Elks Past Presidents Association</p> <p>12.2.3 Act as Master of Ceremonies for the banquet held on the final night of the Annual Conference or appoint another in his place.</p>	<p>13.2 <b>IMMEDIATE PAST PRESIDENT</b> The Immediate Past President shall:</p> <p>13.2.1 Serve as a member of the Finance Committee of the Association</p> <p>13.2.2 Be Chair of the Alberta Elks Past Presidents Association</p>
<p>12.3 <b>VICE-PRESIDENTS</b> 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 AGM, of their activities during their Term of Office.</p> <p>12.3.1 First Vice-President shall -</p> <p>12.3.1.1 Be liaison to the Membership Committee.</p> <p>12.3.1.2 Share the responsibilities of the District Deputies with the Second Vice-President</p> <p>12.3.1.3 Be responsible for administrating and coordinating the activities and responsibilities of the Committee Chairs.</p> <p>12.3.1.4 The 1<sup>st</sup> Vice President of the day shall be appointed to the Foundation Board of Trustees during their term and be allowed voting privileges.</p>	<p>13.3 <b>VICE-PRESIDENTS</b> 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 AGM, of their activities during their Term of Office.</p>

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<p><b>12.3.2 Second Vice-President shall –</b></p> <p><b>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</b></p> <p><b>12.3.2.2 Be a member of the Membership Committee.</b></p> <p><b>12.3.3 Third Vice-President shall –</b></p> <p><b>12.3.3.1 Be a member of the Membership Committee.</b></p>	
<p><b>12.4 ESQUIRE</b></p> <p>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 Inner Guard 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 the duties.</p>	<p><b>13.4 ESQUIRE</b></p> <p>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 Inner Guard 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 the duties.</p>
<p><b>INNER GUARD</b></p> <p>The duties of the Inner Guard shall be assigned by the Conference Chair in consultation with the Association Executive for each Provincial Conference.</p> <p>The Inner Guard shall have charge of the Inner door of the hall in which the meetings are held, 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 to a Vice-President at a time during the session appropriate to the urgency of the matter. They shall also be the custodian of all regalia, jewels and other similar property of the Association during the session thereof</p>	<p><b>13.5 INNER GUARD and CHAPLAIN</b></p> <p>The <b>duties roles</b> of the Inner Guard and Chaplin shall be assigned by the Conference Chair in consultation with the Association Executive for each Provincial Conference.</p>
<p><b>12.8 CHAPLAIN</b></p> <p>The duties of the Chaplain shall be assigned by the Conference Chair in consultation with the Association Executive for each Provincial Conference.</p> <p>The Chaplain shall conduct the devotional exercises of the Association and shall perform such other duties as customarily</p>	

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pertaining to the office	
<p><b>12.4</b> SECRETARY-TREASURER The Secretary-Treasurer shall have the following duties and obligations –</p> <p><b>12.4.1</b> Deliver a sufficient bond in the amount required by the Association before entering upon the duties of the office.</p> <p><b>12.4.2</b> 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.</p> <p><b>12.4.3</b> Receive an honorarium approved by the Association for proper performance of duties which shall be established annually at the Conference and payable monthly.</p> <p><b>12.4.4</b> Keep a true record (minutes) of the proceedings of the Association, all Executive meeting and any other meetings of the Association and make sure that such records are accurate and complete.</p> <p><b>12.4.5</b> Shall have charge of all records, books, papers and documents of the Association under the direction of the Finance Committee.</p> <p><b>12.4.6</b> Be the custodian of the Seal of the Association.</p> <p><b>12.4.7</b> 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.</p> <p><b>12.4.8</b> Present a printed, itemized report to each regular AGM 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.</p> <p><b>12.4.9</b> Submit a written interim report for the Mid-term Executive Meeting.</p>	<p><b>B14</b> SECRETARY-TREASURER</p> <p><b>14.1</b> The Association Executive, upon recommendation of the incoming Provincial President, with input from the Vice-Presidents, shall appoint annually at the AGM the Secretary-Treasurer, <b>(Moved from 11.3)</b></p> <p><b>14.2</b> The Secretary-Treasurer shall be appointed annually and can be made for a maximum of (5) five consecutive terms. <b>(moved from 11.7.1)</b></p> <p><b>14.3</b> The Secretary-Treasurer shall have the following duties and obligations –</p> <p><b>14.3.1</b> Attend all meetings of the society and of the Board and keep a true record (minutes) of the proceedings of the Association, all Executive meeting and any other meetings of the Association and make sure that such records are accurate and complete.</p> <p><b>14.3.2</b> Shall have charge of all records, books, papers and documents of the Association under the direction of the Finance Committee.</p> <p><b>14.3.3</b> Be the custodian of the Seal of the Association.</p> <p><b>14.3.4</b> 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.</p> <p><b>14.3.5</b> Furnish all reports, documents, papers, copies, recommendations or other matters to all units of the Order as may be required.</p>

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<p>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.</p>	
<p>All Officers shall ensure that their required reports are submitted to the Secretary by May 1st of each year.</p>	
<p>12.5 FINANCE COMMITTEE The Finance Committee shall –</p> <p>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.</p> <p>12.5.2 With the President and 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 AGM.</p> <p>12.5.3 Devise a system of financial accounting to safeguard, promote and protect the interests and welfare of the Association.</p> <p>12.5.4 Be responsible for assessing the validity of all bills of accounts that have been paid from the funds of the Association.</p> <p>12.5.5 Ensure that a satisfactory bond has been obtained on the Secretary-Treasurer and other members handling Association funds.</p> <p>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.</p> <p>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.</p>	<p>B15 FINANCE COMMITTEE</p> <p>15.1 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 Chair. 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. (Moved from 11.4)</p> <p>15.2 Have a general authority over all funds and property belonging to, or handled by, the Association. (Moved from 12.5.10)</p>



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<p>12.5.8 Be responsible, on the first day of the AGM, 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.</p> <p>12.5.9 Submit a report to the AGM of their activities during the Term of Office.</p> <p>12.5.10 Have a general authority over all funds and property belonging to, or handled by, the Association.</p>	
<p>12.10 JUDICIARY COMMITTEE</p> <p>12.10.1 The Judiciary Committee shall consist of three (3) members, one shall be appointed as Chair and at least one of whom, if possible, be a member in good standing of the Law Society of Alberta.</p> <p>12.10.2 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.</p>	<p><b>B 16</b> JUDICIARY COMMITTEE</p> <p>16.1 The Judiciary Committee shall consist of three (3) members, one shall be appointed as Chair and at least one of whom, if possible, be a member in good standing of the Law Society of Alberta.</p> <p>16.2 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.</p>
<p>B13. EXECUTIVE</p> <p>13.1 The Officers as herein before defined shall be the Directors of the Association for all legal purposes.</p> <p>13.2 Seven members of the Association Executive shall constitute a quorum.</p> <p>13.3 Prior to the opening at the site of the AGM the Association Executive shall meet for the purpose of:</p> <p>13.3.1 Appointing the Secretary-Treasurer of the Association for the ensuing year.</p> <p>13.3.2 Transacting other business essential to proper conduct of the ensuing AGM.</p> <p>13.4 The Association Executive shall meet on the day following the</p>	<p>13.1 &amp; 13.2 moved to Bylaw 11</p>

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<p>conclusion of the AGM for the purpose of:</p> <p>13.4.1 Authorizing signing authority for cheques and other documents to the proper Officers of the new Association Executive.</p> <p>13.4.2 Conducting other business arising from the AGM of the Association.</p> <p>13.4.3 Setting the time and place for the Mid-Term meeting during the period from the second week of October to the second week of January.</p> <p>13.5 The Association Executive shall meet at other times at the call of the President.</p> <p>13.6 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.</p>	<p>13.5 &amp; 13.6 moved to Bylaw 11</p>
<p>11.7.2 Committee Chairpersons and Members appointed by the President and approved by the Executive shall not have voting privileges while attending Executive meetings.</p> <p>11.7.3 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.</p> <p>B14. COMMITTEES</p> <p>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 Mid-term executive meeting, provided however, that at the discretion of the President, the Chair only shall be nominated by the President or the Association Executive and appointed by the Association Executive with power in the Committee Chair to appoint their own committee except where otherwise expressly provided.</p> <p>All committees shall hold office until their successors in office have been</p>	<p>B17. COMMITTEES</p> <p>17.1 All committees, unless otherwise specified, shall be nominated by the President or the Association Executive and appointed by the Association Executive not later than <del>the Mid-term executive meeting</del>, April 1st of each year.</p> <p>17.2 <del>provided however, that</del> at the discretion of the President, the Chair only shall be nominated by the President or the Association Executive and appointed by the Association Executive with power in the Committee Chair to appoint their own committee except where otherwise expressly provided.</p> <p>17.3 Committee Chairpersons and Members appointed by the President and approved by the Executive shall not have voting privileges while attending Executive meetings.(moved from 11.7.2)</p> <p>17.4 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</p>

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<p>appointed provided however, that no committee shall hold office longer than eighteen (18) months, unless specifically to do so by their duties as designated in these By-laws and Regulations</p> <p>14.2 Standing Committees shall be appointed annually on the recommendation of the incoming Provincial President, with consultation of the Vice-Presidents, and approved by the Executive. Standing Committees for this Association shall be, but not limited to -</p> <ul style="list-style-type: none"> <li>a) Advisory Committee</li> <li>b) Membership Committee</li> <li>c) Communications Committee</li> <li>d) Sustainability &amp; Relevance Committee</li> </ul> <p>14.3 The Executive may consider other Committees for this Association, but not be limited to -</p> <ul style="list-style-type: none"> <li>a) Community Services Committee</li> <li>b) Lodge Visitation Committee</li> <li>c) Sports Committee</li> <li>d) Ritual and Patrol Team Committee</li> <li>e) Walk for Children Committee</li> <li>f) Forward Planning Committee</li> <li>g) Audit Committee</li> <li>h) Habitat Committee</li> <li>i) Travelling Gavel Committee.</li> </ul> <p>14.3 An Ad-hoc Committee shall be in place for no more than three years before being disbanded or deemed a Standing Committee.</p>	<p>specific committee.</p> <p>17.5 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 to do so by their duties as designated in these By-laws and Regulations.</p>
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<p><b>B15. DISTRICT DEPUTIES</b></p> <p><b>15.1 RECOMMENDATIONS FOR APPOINTMENT</b></p> <p><b>15.1.1</b> 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 AGM.</p> <p><b>15.1.2</b> 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 of the District for an alternative member.</p> <p><b>15.1.3</b> 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.</p> <p><b>15.2 APPOINTMENTS</b> 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</p> <p><b>5.3 TENURE</b></p> <p><b>15.3.1 DURATION</b> Each District Deputy shall hold office for a period of twelve months during the pleasure of the Alberta Elks Association. Upon the death, or permanent disability or revocation of their appointment, the Association, in consultation with the Lodges of the District, shall nominate and appoint a replacement.</p> <p><b>15.3.2 REMOVAL</b> 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</p>	<p>MOVE ALL DISTRICT DEPUTY INFORMATION TO REGULATIONS</p>
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<p>unbecoming of their office or dereliction of duties.</p> <p><b>15.3.3 FAILURE TO RECOMMEND (ELECT)</b> 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 shall be called the District Deputy.</p> <p><b>15.3.4 TRANSMISSION OF RECOMMENDATION</b> 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 1st each year</p> <p><b>15.3.5 DUTIES</b> The duties of the District Deputy shall be those outlined in the Officers Reference Manual of the Alberta Elks Association.</p>	
<p><b>B16. EXPENSES</b> 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 AGM.</p>	<p><b>B18. EXPENSES</b> 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 AGM.</p>
<p><b>B17. ASSOCIATION REVENUE</b> Revenues of the Association shall be as follows:</p> <p><b>17.1 Provincial Registration / Affiliation Fees</b> <b>17.1.1</b> A Provincial Registration/Affiliation Fee 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.</p> <p><b>17.1.2</b> 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.</p> <p><b>17.1.3</b> Budgeted increases in excess of 5% must be approved by a seventy-five (75) percent majority vote of those members present,</p>	<p><b>B19. ASSOCIATION REVENUE FEES</b> <del>Revenues of the Association shall be as follows:</del> <b>B19 PROVINCIAL REGISTRATION / AFFILIATION FEES</b></p> <p><b>19.1</b> A Provincial Registration/Affiliation Fee 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.</p> <p><b>19.2</b> 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.</p> <p><b>19,3</b> Budgeted increases in excess of 5% must be approved by a seventy-five (75) percent majority vote of those members</p>

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<p>qualified to vote and voting at the AGM.</p> <p>17.1.4 Any change to the Provincial Registration/Affiliation Fees shall be effective January 1 of the year following the AGM at which the change was approved.</p>	<p>present, qualified to vote and voting at the AGM.</p> <p>19.4 Any change to the Provincial Registration/Affiliation Fees shall be effective January 1 of the year following the AGM at which the change was approved.</p>
<p>17.2 Exceptions</p> <p>17.2.1 These fees shall not be payable for the first year of life of a new Lodge.</p> <p>17.2.2 The Association may authorize a suspension of payment of affiliation fees 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.</p> <p>17.2.3 No Registration/Affiliation fee shall be assessed for any Grand Lodge Life Member.</p> <p>17.2.4 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.</p>	<p>19.5 Exceptions</p> <p>19.5.1 These fees shall not be payable for the first year of life of a new Lodge.</p> <p>19.5.2 The Association may authorize a suspension of payment of affiliation fees 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.</p> <p>19.5.3 No Registration/Affiliation fee shall be assessed for any Grand Lodge Life Member.</p> <p>19.5.4 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.</p>
<p>B18. REVENUE RETURNS</p> <p>18.1 All Association revenues shall be payable to the Association and shall be trust funds for the use and benefits of the Association.</p> <p>18.2 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.</p> <p>18.3 If the Lodges so wishes to make two payments, then the second payment must be submitted prior to the first day of September</p>	<p>19.6. Revenue Returns</p> <p>19.6.1 All Association revenues shall be payable to the Association and shall be trust funds for the use and benefits of the Association.</p> <p>19.6.2 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.</p> <p>19.6.3 If the Lodges so wishes to make two payments, then the second payment must be submitted prior to the first day of September</p>
<p>19. ASSOCIATION FUNDS</p> <p>19.1 The funds of the Association shall be classified as follows:              19.1.1 General Fund              19.1.2 Savings Fund              19.1.3 Charitable Fund</p> <p>19.2 The General Fund shall consist of all revenues accruing to the Association except as herein provided.</p>	<p>20. ASSOCIATION FUNDS</p> <p>20.1 The funds of the Association shall be classified as follows:              • General Fund              • Savings Fund              • Charitable Fund</p> <p>20.2 General Fund              The General Fund shall consist of all revenues accruing to the</p>

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<p>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.</p> <p>19.4 The Charitable Fund shall consist of funds that have been obtained by the Association for the purpose only.</p>	<p>Association except as herein provided.</p> <p>20.2.1 General Fund <b>Disbursement</b> 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.</p>
<p>20. DISBURSEMENT OF FUNDS</p> <p>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.</p> <p>20.2 Savings Fund 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 AGM.</p>	<p>20.3 Savings Fund 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.</p> <p>20.3.1 Savings Fund Disbursement 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 AGM.</p>
<p>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 AGM. 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.</p>	<p>20.4 Charitable Fund The Charitable Fund shall consist of funds that have been obtained by the Association for the purpose only.</p> <p>20.4.1 Charitable Fund Disbursement 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 AGM. 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.</p>
<p>B21. AUDIT</p> <p>21.1 The Association shall, at each AGM, 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 reported to the next</p>	<p>B21. AUDIT</p> <p>21.1 The Association shall, at each AGM, 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 reported to the next</p>

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<p>AGM.</p> <p>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 stating interest in doing the Audit and a quote on the fee.</p> <p>21.3 The books and records of the Association may be inspected by any member of the Association at the AGM 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.</p>	<p>AGM.</p> <p>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 stating interest in doing the Audit and a quote on the fee.</p> <p>21.3 The books and records of the Association may be inspected by any member of the Association at the AGM 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.</p>
<p><b>B 22. BORROWING POWER</b></p> <p>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.</p>	<p><b>B 22. BORROWING POWER</b></p> <p>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.</p>
<p><b>B 23. AMENDMENT</b></p> <p>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 as approved and registered it.</p> <p>23.2 Amendments of these By-laws shall be presented in writing to any AGM 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.</p> <p>Notice, in writing, of proposed amendments shall be given to all Lodges, thirty (30) days prior to the first day of the AGM or Special Meeting at which the motion is to be considered.</p>	<p><b>B 23. AMENDMENT</b></p> <p>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 as approved and registered it.</p> <p>23.2 Amendments of these By-laws shall be presented in writing to any AGM 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.</p> <p>Notice, in writing, of proposed amendments shall be given to all Lodges, thirty (30) days prior to the first day of the AGM or Special Meeting at which the motion is to be considered.</p>



2022 CONFERENCE BYLAWS & REGULATIONS

CURRENT BYLAWS (Anything in <b>BLUE</b> is recommended to move to Regulations	New Version with <b>Proposed Amendments in RED</b>
<p>23.4 When resolutions or motions coming from the floor are properly presented at the AGM and receive the two-thirds (2/3) approval of the delegates at the meeting, the notice of motion may be waived.</p> <p>23.5 A three-fourths (3/4) majority shall be required to approve any amendment to these By-laws.</p>	<p>23.4 When resolutions or motions coming from the floor are properly presented at the AGM and receive the two-thirds (2/3) approval of the delegates at the meeting, the notice of motion may be waived.</p> <p>23.5 A three-fourths (3/4) majority shall be required to approve any amendment to these By-laws.</p>
<p>24. TRANSITIONAL</p> <p>24.1 The By-laws shall come into effect upon passage by the members of the Association at an AGM, 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.</p> <p>24.2 Upon all conditions expressed in Section 24.1 being met, all previous By-laws shall hereby be rescinded.</p>	<p>24. TRANSITIONAL</p> <p>24.1 The By-laws shall come into effect upon passage by the members of the Association at an AGM, 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.</p> <p>24.2 Upon all conditions expressed in Section 24.1 being met, all previous By-laws shall hereby be rescinded.</p>
<p>25. DISSOLUTION</p> <p>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 within the Association.</p>	<p>25. DISSOLUTION</p> <p>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 within the Association.</p>