



CONSTITUTION

Edition Five

May 2011

Per Semaphorum ad Satellites

CONSTITUTION OF THE SIGNALLERS CLUB OF CANADA

Article 1 - Name

Sec. 1 - The name of the Club shall be "The Signallers Club of Canada (Incorporated)". The abbreviated name shall be the "Sigs Club".

Article II - Purpose

Sec. 1 - The aim of the Sigs Club:

- a) to serve as social focus and means of mutual assistance for its members;
- b) to keep alive the spirit and camaraderie of military communications;
- c) and for the above purpose to cooperate with other organizations whose purpose and objects are wholly or in part the same as or similar to those of the Sigs Club.

Sec. 2 - Complementary to the purpose, the Sigs Club may acquire, hold, sell or lease real and immovable, personal and movable property and all funds received from any sales of such property will be returned to the Sigs Club.

Article III - Organization

Sec. 1 - The Sigs Club will have Annual Meetings at which shall be elected an Executive Committee and whatever Standing Committees may be deemed appropriate. The time and place of Annual Meetings shall be determined by the Executive Committee. Meetings of members other than the Annual Meeting shall be called General Meetings. Such Meetings may be called by the Executive Committee when deemed desirable. A minimum of two months notice for Annual Meetings and one month for General Meetings shall be given to members.

Sec. 2 - At any meeting of the Sigs Club, either Annual or General, each member shall have one vote. A vote may be taken by show of hands, unless a poll is demanded. If a poll is demanded, it shall be taken in such a manner as the Chairman may direct. A simple majority is required for approval of a motion with the exception that a two-thirds majority is required for an amendment to the Constitution.

Sec. 3 - When the members vote on items deemed significant by the Executive Committee, all members of the Sigs Club will be entitled to vote by proxy if they are unable to attend the meeting for which the item is tabled. A proxy vote will be called for whenever the Constitution is amended. If a proxy vote is not returned to either the Committee or an individual who must

present it to the floor at the Annual Meeting, it will be assumed that the Committee has control of that proxy vote.

Sec. 4 - A Nominating Committee comprising at least three members of the Sigs Club as well as the Secretary of the Sigs Club shall be appointed by the President at least 60 days prior to the Annual Meeting. The past President shall chair a meeting of this Committee, which is responsible to make recommendations for the members of the Executive Committee for the ensuing year.

Article IV - Executive Committee

Sec. 1 - The Executive Committee shall consist of a President, the immediate Past President, a Vice-President, a Secretary, a Membership Officer, a Public Relations Coordinator, a Treasurer and a Sergeant-at-Arms. This same Committee shall be the Directors, for the purpose defined in the By-Laws of the Signallers Club of Canada (Incorporated).

Sec. 2 - The Executive Committee shall transact all the business of the Sigs Club within the parameters laid down by this Constitution and by the members at their Annual and General Meetings.

Sec. 3 - The Executive Committee may authorize a single expenditure of up to \$1000.00.

Sec. 4 - The members of the Executive Committee shall remain in office until their successors are elected. The term of office of the Executive Committee shall be one year. Any of the members may stand for re-election. The Vice-President would normally succeed the President.

Sec. 5 - Three members of the Executive Committee shall constitute a quorum.

Article V - The Counsellor Committee

Sec. 1 - The five immediate Past-Presidents of the Sigs Club shall constitute the Counsellor Committee. Its purpose is to provide a steadying influence to the Sigs Club in the form of advice and assistance on long term matters. The group will be tasked by, and is responsible only to the Executive Committee; it will have no authority to make decisions.

Article VI - Duties of the Executive Committee

Sec. 1 - **The Duties of the President shall be as follows:**

- a) to preside at all Sigs Club meetings;

- b) be responsible for the efficient operation of the Sigs Club and the adherence to the Constitution and By-Laws;
- c) convene Executive Meetings as required;
- d) convene Annual Meeting once a year and a General Meeting as required;
- e) ensure the Vice-President assumes his duties when the President is absent;
- f) review and sign the Minutes of all Sigs Club Meetings;
- g) review and sign all external correspondence on behalf of the Sigs Club.

Sec. 2 - The Duties of the Vice-President shall be as follows:

- a) assume all duties of the President in his/her absence;
- b) perform any other duty the President may require of him/her.

Sec. 3 - The Duties of the Secretary shall be as follows:

- a) record the proceedings of all meetings in the minutes book, sign and pass it to the President promptly after each meeting;
- b) be responsible for the safe custody of the minute book;
- c) maintain an up-to-date copy of the Constitution, By-Laws and Letters Patent;
- d) maintain a filing system for all correspondence of the Sigs Club;
- e) carry on the routine correspondence of the Sigs Club;
- f) notify members of the dates of upcoming meetings as laid down in Article III, Sec. 1;
- g) ensure members are familiar with the address of the Sigs Club for all correspondence;
- h) prepare all external correspondence for the President's signature, as required;
- i) perform such other duties as are required by the President.

Sec. 4 - **The Duties of the Membership Officer shall be as follows:**

- a) review membership applications
- b) prepare and post membership packages;
- c) maintain address and e-mail list of members;
- d) maintain present, former and deceased members files;
- e) perform such other duties as are required by the President.

Sec. 5 - **The Duties of the Treasurer shall be as follows:**

- a) collect and deposit, or arrange for deposit, all moneys received;
- b) make suitable arrangements for the handling and safekeeping of cash;
- c) collect dues and other receivables on the due date or as promptly as possible. He will use a duplicate receipt book for this purpose, giving the original copy to the payer, the duplicate being retained in the book for use in entering payments in the Books of Account;
- d) ensure that all bills for goods purchased by or services rendered to the Club are paid promptly.
- e) prepare financial statements for presentation to the Club as required by the President;
- f) ensure that annual financial statements are prepared for the fiscal year, and presented to the Annual Meeting;
- g) record all financial transactions in the Book of Accounts based on generally accepted accounting principles;
- h) advise the President of the readiness of the Book of Accounts and Financial Statements for audit;
- i) in conjunction with the Secretary, maintain a list of paid and unpaid members;

- j) an in conjunction with the Secretary, maintain an up-to-date inventory of Sigs Club property;
- k) perform such other duties as are required by the President.

Sec. 6 - **The Duties of the Sergeant-at-Arms shall be as follows:**

- a) maintain a list of volunteers to assist as Honorary Pallbearers if requested by the deceased members' families;
- b) maintain the Club funeral kits; (containing arm bands, white gloves, Canadian Flag);
- c) coordinate with the RSM, Canadian Forces School of Communications and Electronics, any Sigs Club involvement concerning Royal Canadian Corps of Signals War Memorial;
- d) lay the Club's wreath at the November 11th Ceremonies at the Vimy Gate, or arrange a volunteer and an escort to lay the wreath;
- e) be available to assist the Club's President, if required, in organizing any parade participation the Club may get invited to support.

Sec. 7 - **The Duties of the Public Relations Coordinator shall be as follows:**

- a) prepare and send news bulletins (Signaller) via electronic means;
- b) prepare and send semi-annual newsletters (The Signaller) via Canada Post, e-mail and post on the Club Website;
- c) Coordinate with the Webmaster to maintain the Club Website with current information.

Article VII - Membership

Sec. 1 - Membership in the Sigs Club shall be open to:

- a) **Ordinary Members:** all who served or are serving members of the Royal Canadian Corps of Signals and/or the Communications and Electronics Branch or who have served in communications in the Royal Canadian Navy or Royal Canadian Air Force;

- b) **Associate Members:** members and ex-members of the Department of National Defence or of Allied Forces whose work is or was affiliated directly with communication systems;
- c) **Family Members:** spouses of deceased Ordinary, Associate or Life members;
- d) **Honorary Members:** gentlemen or ladies who have at any time rendered special service to the Sigs Club or the Communications Organizations of the Canadian Forces. Proposals for Honorary Members shall be submitted in writing to the President and must receive unanimous approval of the Executive Committee and the approval of the Annual Meeting;
- e) **Life Members:** Ordinary and Associate Members may be made a Life Member upon payment of a fee to be agreed upon at the Annual Meeting; subscription derived from Life Members shall be invested and the income only shall be available for ordinary purposes during the lifetime of the member. On the death of the Life Member, the amount of his or her fee shall become available for ordinary purposes;
- f) **Other:** spouses of deceased members of the Royal Canadian Corps of Signals and the C&E Branch who were not members of the Sigs Club, but could have qualified as Ordinary members prior to death, may apply to join the Sigs Club. Each application shall be subject to the agreement of the Executive Committee and approval of the members at a General Meeting. If the application is approved by the members, the applicant shall be required to pay dues annually. Special membership is available to serving members of the C&E Branch on their retirement for one year free of charge. Once that year has expired, the member will be offered an Ordinary Membership;

Sec. 2 - Ordinary, Associate, Life and Family Members may hold office. Spouses of those members may hold office at the discretion of the Executive.

Sec. 3 - Prospective members will complete an application form and forward the form and a cheque for current year dues to the Secretary of the Sigs Club.

Sec. 4 - Annual dues are to be paid by the date of the Annual Meeting of the current year.

Sec. 5 - Honorary and Family Members will not pay dues.

Sec. 6 - Each member shall have one vote.

Sec. 7 - There is nothing in this article which is intended to change the status of existing members.

Article VIII - Non-Profit Organization

Sec. 1 - The Club shall be carried on without monetary gain to its members.

Sec. 2 - All property and funds of the Club and all profits of or other accretions to the Club shall be used in promoting the objects of the Club and no member shall have any right or claim to any such property, funds, profits or other accretions.

Article IX - Regalia

Sec. 1 - The Executive Committee shall have authority to approve the design and manufacture of all items identifying the Club and its members. It shall have authority to take such actions as it deems necessary to protect such designs and it may on such terms as it deems proper, designate any party as an authorized manufacturer and distributor of items using such designs.

Article X - Dues

Sec. 1 - Annual dues shall be paid in advance.

Sec. 2 - The term of Membership shall be for the calendar year plus three months. Any Ordinary or Associate Member failing to pay dues by the Annual Spring Meeting shall cease to be a member of the club.

Sec. 3 - Any person's membership may be terminated for just cause by the Executive Committee who will investigate any such case, discretely and thoroughly, ensuring that the prospective member is allowed time to appear to the Executive Committee before termination. Termination may be temporary (suspension) or permanent. Dues or enrolment fee will not be returned to the member.

Sec. 4 - Club dues will be determined by the members at Annual Meetings and on the recommendation of the Executive Committee.