

# *CN Pensioner's Association Vancouver Branch*

# Constitution & By- Laws

## Table of Contents

<b>ARTICLE I</b>	<b>NAME AND AFFILIATION</b>	<b>1</b>
<b>ARTICLE II</b>	<b>PURPOSE</b>	<b>1</b>
<b>ARTICLE III</b>	<b>MEMBERSHIP</b>	<b>1</b>
<b>ARTICLE IV</b>	<b>EXECUTIVE OFFICERS</b>	<b>2</b>
<b>ARTICLE V</b>	<b>DUTIES OF OFFICERS AND COMMITTEES</b>	<b>2</b>
<b>ARTICLE VI</b>	<b>MEETINGS</b>	<b>4</b>
<b>ARTICLE VII</b>	<b>NOMINATIONS</b>	<b>5</b>
<b>ARTICLE VIII</b>	<b>ELECTION AND VOTING PROCEDURES</b>	<b>5</b>
<b>ARTICLE IX</b>	<b>EXPENDITURES</b>	<b>6</b>
<b>ARTICLE X</b>	<b>SIGNING OFFICERS</b>	<b>6</b>
<b>ARTICLE XI</b>	<b>ANNUAL YEAR</b>	<b>6</b>
<b>ARTICLE XII</b>	<b>AUDITOR</b>	<b>6</b>
<b>ARTICLE XIII</b>	<b>AMENDMENTS</b>	<b>6</b>
<b>ARTICLE XIV</b>	<b>ORDER AND AUTHORITY</b>	<b>7</b>
<b>ARTICLE XV</b>	<b>DISSOLUTION</b>	<b>7</b>

# **CN PENSIONERS' ASSOCIATION – VANCOUVER BRANCH**

## **Constitution and By-Laws**

### **ARTICLE I – NAME AND AFFILIATION**

- 1.1 The NATIONAL COUNCIL OF CN PENSIONER'S ASSOCIATIONS is incorporated and chartered under the Government of Canada. The NATIONAL COUNCIL is the liaison between the various pensioner associations and the management of Canadian National Railway Company, the CN Pension Committee and other regularly constituted bodies dealing in matters that may properly be brought before the National Council.
- 1.2 This ASSOCIATION shall be referred to as the CN PENSIONER'S ASSOCIATION VANCOUVER BRANCH and is affiliated with and operates under the NATIONAL COUNCIL charter. In this Constitution and By-laws it shall be referred to as the ASSOCIATION.

### **ARTICLE II - PURPOSE**

- 2.0 The ASSOCIATION shall:
- 1
1. Be a non-profit and non-political association and shall limit its activities to promoting and protecting the social, economic and fraternal interests of CN Pensioners.
  2. Represent the interests of our members who receive pension benefits from the Canadian National Pension Plans.
  3. Assist pensioners in periods of sickness and distress.
  4. Keep members informed of important activities of both the ASSOCIATION and the NATIONAL COUNCIL
  5. For the purposes of our non-profit organization our Privacy Policy shall be administered on an "Implied Consent" basis.

### **ARTICLE III - MEMBERSHIP**

- 3.0 Members shall consist of retired CN employees or survivors of CN pensioners who are in receipt of a CN pension and other former CN employees who could have been in receipt of a CN pension. Membership also consists of pensioners formerly connected with CN such as Via Rail, CN Express, CNCP Telecommunications, or other approved related divisions.
- 3.0 All members identified in article 3.01 who pay the established dues will be identified as supporting members and as such will be entitled to receive all information mailings.
- 2

3.0 Annual membership fees that may be established are to be reviewed by the  
3 Executive and recommendations presented at the annual meeting for approval  
by the membership.

3.0 Any Annual membership dues established expire December 31<sup>st</sup> and renewal  
4 fees become due on the 1<sup>st</sup> of January every year.

#### **ARTICLE IV – EXECUTIVE OFFICERS**

4.0 Executive Officers of this ASSOCIATION shall consist of a President, 1<sup>st</sup> & 2<sup>nd</sup>  
1 Vice Presidents, Secretary, Treasurer, Past-President and 2 Members at Large.

4.0 The Executive Committee shall establish the following Sub-Committees which  
2 report to the Executive Committee; Membership, Wellness, Telephone, and  
COSCO and when required, a Nominating Committee for impending elections.  
The Chairperson of the Executive Committee shall appoint the Sub-Committee  
member(s).

4.0 All members of the Executive Committee shall be elected for a two-year term  
3 and may be re-elected. Elections will be held every even-numbered second  
year at the Annual General Meeting in June. If a vacancy occurs for any reason,  
the Executive Committee will fill the vacancy with a member in good standing  
who will serve until the next bi-annual election.

4.0 Elected Executive officers will faithfully carry out the duties of the office to which  
4 they have been elected or appointed and will do their best to promote the  
welfare  
of their Fellow Members and the ASSOCIATION, and when their term of Office  
ends, will deliver to their successor all funds or property in their possession,  
which belongs to this ASSOCIATION.

4.0 The Executive Officers shall ensure the ASSOCIATION is guided by the rules of  
5 the NATIONAL COUNCIL.

#### **ARTICLE V – DUTIES OF OFFICERS AND COMMITTEES**

5.0 President

- 1 1. Is the Chief Executive Officer and Chairperson of the ASSOCIATION
2. shall be responsible for calling, preparing the agenda and presiding at all  
Executive and General meetings
3. shall be an ex-officio member of all committees (except Nominating  
Committee)
4. shall prepare and submit a report of the preceding year to the membership  
at the annual meeting

5.0 Vice President(s)

2

1. shall in the absence of the President exercise the powers of the President
2. shall perform such other duties as assigned by the President

5.0 Secretary

3

1. shall attend all Executive meetings and keep written records of the proceedings
2. shall be responsible for the ASSOCIATIONS documents
3. shall be responsible for all Executive correspondence of the ASSOCIATION
4. shall be responsible for issuing notices of all Executive meetings
5. shall be responsible for preparing minutes of all Executive meetings
6. is responsible for preparing the minutes of all General meetings

5.0 Treasurer

4

1. is responsible for the collection of membership dues and special assessments, submitting any required remittances to the NATIONAL COUNCIL
2. shall manage the funds of the Association as directed by the Executive Committee,
3. shall receive all ASSOCIATION monies and deposit them to an account at a financial institution in the name of the ASSOCIATION,
4. shall record all receipts and expenditures, and keep financial records,
5. shall complete and present written financial records to the General Meetings and an annual financial report at the annual meeting,
6. shall arrange for a yearly audit of the ASSOCIATION'S records,
7. shall prepare and present the annual budget for the ensuing year to the Executive for approval,
8. Signing authority is authorized under Article IX – Expenditures, and Article X – Signing Officers.

5.0 Member-at-Large

5

1. Shall perform any and all duties assigned by the President.

5.0 Past President

6

1. shall act in an advisory capacity to the Executive Council,
2. Shall act as Chairman of the Nominating Committee.

**SUB-COMMITTEES**

5.0 Membership

7

1. shall promote and evaluate membership growth,
2. Shall be responsible for the compiling and updating of membership lists.

5.0 Wellness

8

1. Communicates with those who have medical difficulties
2. Advises the ASSOCIATION of passings or critical situation where there is a special response necessary.
3. Advises the ASSOCIATION of problems encountered with pensions or benefits

5.0 Telephone

9

1. Notifies those with limited communications of events and meetings
2. Communicates with members who are disconnected

5.1 COSCO

0

1. Is the primary liaison with COSCO on behalf of the ASSOCIATION
2. shall be responsible for communicating information of COSCO activities to ASSOCIATION members,
3. shall evaluate opportunities and recommend programs for ASSOCIATION members

**ARTICLE VI - MEETINGS**

6.0 Executive Committee Meetings

1

1. Executive Committee Meetings shall be held 1 week prior to General Meetings
2. Special meetings of the Executive may be called by the President or at the request of two Executive Officers. The results of such a meeting shall be presented to the membership at the next meeting.

6.0 General Meetings

2

1. Meetings shall be held at least nine times per calendar year.
2. An Annual General Meeting to be held during the General Meeting in June of each year. The Annual year commences June 1<sup>st</sup>, and ends May 31<sup>st</sup>.
3. Special meetings of the General Membership shall be held upon request made to the Secretary by at least ten percent of the supporting members specifying in writing, the purpose for which the meeting is to be called. Two weeks notice shall be given.

**ARTICLE VII - NOMINATIONS**

7.0 When a Nominating Committee is established, they will be responsible for  
1 soliciting candidates, preparing and distributing ballots and managing the election process, including tallying and communicating results.

7.0 The Nominating Committee shall present to the next Bi-Annual Election  
2 Meeting a list of members to fill vacancies arising or existing at such a meeting.

7.0 A member wishing to be considered for nomination shall submit his or her name  
3 to the Nominating Committee thirty (30) days in advance of the Bi-Annual Election General Meeting in person or in writing.

7.0 No person shall be nominated by the Nominating Committee without his or her  
4 consent. However with their consent, a person who is absent may be nominated.

7.0 Nominations for Executive Officers may be made from the floor at the Bi-Annual  
5 General Meeting.

**ARTICLE VIII – ELECTION AND VOTING PROCEDURES**

8.0 At all meetings of the ASSOCIATION, every question shall be decided by a  
1 majority of votes of the members present unless otherwise required by these by-laws. Each eligible member of the ASSOCIATION shall have one vote. Every question shall be decided in the first instance by a show of hands, unless any member requests a vote count. Unless a poll is demanded, a declaration by the Chairman that a resolution has been carried or not carried, and an entry to that effect is recorded in the minutes, shall be sufficient evidence without proof of numbers or the proportion of the votes recorded in favor of or against such a resolution.

8.0 Election of the Executive Officers and Council Members shall be by ballot  
2 unless there is only one (1) nominee, in which case the nominee is elected by acclamation.

8.0 In the event of there being two (2) candidates nominated for any office, and  
3 upon a vote being taken, it is found that the two candidates have received an equal number of votes cast, the Chairman conducting the meeting shall cast the deciding ballot.

8.0 All candidates declared elected shall assume their positions immediately.  
4

8.0 In the case of a tie in votes at any meeting on any matter, whether by show of  
5 hands or a poll, the Chairman must cast the deciding vote.

**ARTICLE IX – EXPENDITURES**

- 9.01 No officer or member of the ASSOCIATION shall, without approval of the Executive incur any debt, obligation or liability for or on behalf of the ASSOCIATION.
- 9.02 Once plans and funding submissions for a specific purpose have been approved by the Executive, individual expenses within specified limits in the approved plan do not require further Executive approval.
- 9.03 All amounts to be paid on behalf of the ASSOCIATION shall be paid by cheque the ASSOCIATION and a receipt obtained for same.

**ARTICLE X – SIGNING OFFICERS**

- 10.0 For all financial transactions of the ASSOCIATION, the signature of the  
1 Treasurer, and any one (1) of three (3) signing officers, namely the President, Vice President(s), and Secretary shall be required.
- 10.0 All other contracts, deeds, and conveyances made or entered into by the  
2 ASSOCIATION, shall only be executed in the name of the ASSOCIATION by any two (2) of the President, Vice President(s), Secretary or Treasurer.

**ARTICLE XI – ANNUAL YEAR**

- 11.01 The Annual year of this ASSOCIATION shall be from June 1<sup>st</sup> to May 31<sup>st</sup>.

**ARTICLE XII – AUDITOR**

- 12.0 The Executive at the Annual Meeting shall appoint an Audit Committee for the  
1 ASSOCIATION for the ensuing year.
- 12.0 The Auditor’s Report shall be submitted to the Executive prior to the Annual  
2 Meeting and presented at the Annual Meeting.

**ARTICLE XIII – AMENDMENTS**

- 13.0 This Constitution of the CN Pensioner’s Association – Vancouver Branch, may  
1 be amended at any General Meeting by a two-thirds (2/3) majority of the members present and voting. Any proposed amendment must be provided in writing to the membership for examination together with the notice of the meeting at which it is to be considered.

**ARTICLE XIV – ORDER AND AUTHORITY**

- 14.0 Robert’s Rules of Order shall apply on all questions of procedure not specified  
1 in these by-laws.

**ARTICLE XV – DISSOLUTION**



15.0 The ASSOCIATION may be dissolved by a two-thirds (2/3) vote of the  
1 members present at a special meeting called for that purpose.

15.0 Any funds and assets of the ASSOCIATION remaining after satisfaction of its  
2 debts and liabilities shall be distributed in the following order, to any local CN  
Pensioner's ASSOCIATION, or to the National Council of CN Pensioners'  
ASSOCIATIONS Inc., or to selected charities.

**Revised and Approved at the ASSOCIATION General Meeting in the City of  
Vancouver in the Province of British Columbia, this \_\_\_\_\_ day of**

**\_\_\_\_\_, 20\_\_\_\_**

President

1<sup>st</sup> Vice President

2<sup>nd</sup> Vice President

Secretary

Treasurer

**Amendments and Notes**
