

Newfoundland Power Trailblazers Association

Constitution

Article 1 **Name**

Section 1 The organization shall be known as the Newfoundland Power Trailblazers Association.

Article 2 **Aims & Objectives**

Section 1 The aims and objectives of the association shall be to provide a means of friendly association for its members; to foster among them a continuing fellowship and a spirit of mutual helpfulness; to participate in activities that are of service to the community; to contribute to the progress of the association; to promote the happiness, and usefulness of the membership; to represent the membership on issues that affect their well-being.

Article 3 **Membership**

Section 1 Membership Eligibility

All retirees of Newfoundland Power, and Newfoundland Power employees with thirty years service are eligible for membership in the Trailblazers Association.

Section 2 Associate Membership Eligibility

- a. All spouses of deceased members are eligible for membership in the Trailblazers Association.
- b. Due to the relationship that exists between the membership of the Trailblazers Association and Reddy Kilowatt Credit Union Limited, all retirees of the Credit Union, and Credit Union employees with thirty years service are eligible for membership in the Trailblazers Association.
- c. An Associate Member shall be entitled to the same privileges as other members, with the exception of holding office in the association.

Section 3 Revocation of Membership

- a. The Executive Committee shall have the right to revoke the membership of any member who, in the judgment of the Executive, has behaved in an inappropriate manner and who, upon being informed by the Executive in writing that such behaviour is not in character with the objects of the Association, has refused to comply with the standard of behaviour requested by the Executive. The Executive shall notify the member in writing and inform him/her that their membership in the Association has been revoked and the reasons for such revocation.

- b. The person whose membership has been revoked shall have fourteen days after receiving notice of such revocation in which to appeal the decision of the Executive. The appeal shall be in writing to the Executive and the Executive shall have 30 days after receiving such appeal to make a decision; the written decision of the Executive shall be final.
- c. The person whose membership has been revoked may reapply for membership in the Association after one year. The Executive shall readmit the person to full membership if, in the judgment of the Executive, the reasons for revoking the membership have ceased to exist.

Article 4 Fees

Section 1 All members and associate members (except surviving spouses of deceased Trailblazers) shall pay an annual membership fee. Any changes to the membership fee must be approved by the general membership at the Annual General Meeting.

Section 2 The membership fee is paid annually through payroll deductions.

Article 5 Executive Committee

Section 1 The Executive Committee shall consist of the Officers and Directors.

Section 2 Officers

- a. The officers of the association shall be: Chair, Vice-Chair, Secretary and Treasurer.
- b. The officers shall be elected at the Annual General Meeting.
- c. The officers shall not hold the same position for more than three successive years.

Section 3 Directors

- a. The association shall have four Directors.
- b. The directors shall be elected at the Annual General Meeting.

Article 6 Duties of the Executive Committee

Section 1 The Executive Committee shall be the governing body of the Association. They shall manage the funds and all activities of the Association.

Section 2 Chair

The Chair is responsible for the general management and supervision of the affairs and operations of the Association. It is the Chair's duty to call and chair all meetings of the Executive Committee. On request and with consent of three members of the Executive, the Chair will call special executive meetings. The Chair will enforce all rules and perform such other duties as may be provided for by the Constitution or by vote of the Association and promote its interest.

Section 3 Vice Chair

The Vice Chair will, in the absence of the Chair perform all the duties of the Chair and when so acting shall have all the powers of the Chair. The Vice Chair

countersigns cheques in the absence of the Chair. The Vice Chair will assist the Chair whenever he/she may ask for assistance.

Section 4 Treasurer

The Treasurer will keep a correct account of all cash receipts and disbursements, assets and liabilities of the Association. He/she will deposit all funds of the Association in the Bank designated to the credit of Newfoundland Power Trailblazers Association, and sign cheques, countersigned by the Chair, the Vice Chair or the Secretary. The Treasurer will also present at the Annual General Meeting the written review of financial statements for the year ended showing a Balance Sheet, a detailed Statement of Income and Expenses and all other statements that may prove to be beneficial. The Treasurer will give a financial report at every Executive and General Meeting.

Section 5 Secretary

The Secretary will record the minutes of all Executive Meetings, and General meetings. He/she will be authorized to sign payments countersigned by the Treasurer, Chair or Vice Chair and look after all correspondence of the Association.

Section 6 Directors

The Directors will chair the various standing committees of the Association, and assist the Officers where possible to carry out their duties.

Article 7 Area Representation

Section 1 The Association shall be divided into the following areas: St. John's, Avalon, Burin, Clarendville, Gander, Grand Falls-Windsor, Corner Brook and Stephenville.

Section 2 Each area shall have an Area Representative and an Assistant Area.

Section 3 Area Representatives

- a. The Area Representatives shall coordinate/organize events that are of interest to the Area.
- b. The Area Representatives shall serve on the Executive Committee.

Section 4 Assistant Area Representatives

- a. The Assistant Area Representatives shall assist the Area Representative in the organization of area events.
- b. The Assistant Area Representatives will, in the absence of the Area Representative perform all the duties of the Area Representative and when so acting shall have all the powers of the Area Representative.

Section 5 Area Directors

- a. Each Area may have up to six Directors.

Article 8 Elections

Section 1 Nominations - Prior to the Annual General Meeting (AGM), the Executive Committee will appoint a Nominating Committee for the purpose of nominating a slate of candidates to fill all vacant executive positions. Candidates may also be nominated at the AGM.

- Section 2 Nominations will be first sought from the Area Representatives.
- Section 3 If the slate of candidates cannot be filled from the Area representatives, then any member in good standing of the Association may be nominated by another member for election to the Executive.
- Section 4 In those cases where there are more candidates nominated than positions available, an election by secret ballot of the general membership will take place at the AGM.
- Section 5 The new Executive will take office at the AGM. When there is only one nominee for a position, election will be by acclamation.
- Section 6 Area Representatives and Assistant Area Representatives shall be elected at a time and place suitable to the members in the respective area.

Article 9 Term of Office

- Section 1 Officers - shall be elected for a two year term. At the discretion of the Executive Committee, officers may serve one additional year. The officers shall not hold the same position for more than three successive years.
- Section 2 Directors - shall be elected for a two year term at the Annual General Meeting.
- Section 3 Area Representatives and Assistant Area Representatives - shall be elected for a two year term. At the discretion of the Executive Committee, Area Representatives and Assistant Area Representatives may serve one additional year. The Area Representatives and Assistant Area Representatives shall not hold the same position for more than three successive years.
- Section 4 In the event that the Nominating Committee is unable to obtain candidates for the positions of Chair and Vice Chair, the Executive Committee may appoint the outgoing Chair as Acting Chair until such time as the Executive Committee can appoint a new Chair. In such cases, the term of office for the appointed Chair will be effective until the next AGM.

Article 10 Resignations

- Section 1 Whenever an officer, (excluding Chair), director, area representative, or assistant area representative of the Association resigns his/her position, the said position will be left vacant unless the Executive Committee feels that such a vacancy would not be in the best interest of the Association. In such a case, the Executive Committee will have the right to appoint a member to the position until the next annual election of officers. He/she will have all the rights and privileges of the present Executive members.
- Section 2 Whenever the Chair resigns his/her position; the Vice-Chair will automatically fill the position.

Article 11 Meetings

Section 1 Executive Committee Meetings

- a. The Executive Committee shall meet at least once per year.
- b. General meetings shall be held as required.
- c. At Executive Committee Meetings, a quorum shall be a majority of the Executive Committee.
- d. In the event a member of the Executive Committee is unable to perform their duties due to illness or other reasons, they may take a temporary leave of absence. In such cases, a quorum shall be a majority of the remaining Executive Committee members.

Section 2 Annual General Meeting

- a. The association shall have an Annual General Meeting to be held in May.
- b. At the Annual General Meeting, a quorum shall be a majority of the Executive Committee.

Section 3 All business, with the exception of amendments to the constitution (see Article 15), shall be transacted on a simple majority vote. In the case of a tie, the presiding chair shall have the deciding vote.

Section 4 Area Representative Meetings

- a. Area Representatives shall meet with area members at least twice per year.

Article 12 Administrative and Fiscal Years

Section 1 The Administrative year of the Association shall change at the AGM.

Section 2 The Association fiscal year shall begin on January 1 and end on December 31 of that year.

Article 13 Financial Statements

Section 1 At the Annual General Meeting, an auditor shall be appointed to conduct such test as the Auditor deems necessary to ensure that all financial records of the Association are correct and kept in accordance with generally accepted accounting principles.

Section 2 The auditor shall at the close of the fiscal year of the Association, prepare a written report for presentation by the Treasurer at the next Annual General Meeting.

Section 3 Any Surplus/Deficit at the end of a fiscal year will be carried forward, in the Association's Current Account, to the next fiscal year.

Article 14 Correlation of By-Laws & Constitution

Section 1 Each Area of the Association has the right to enact its own set of By-Laws at Area meetings of the Association. By-Laws enacted by any Area shall not be inconsistent with any Article of the Association Constitution. A copy of all Area By-Laws shall be sent to and held by the Secretary.

Article 15 Amendments to the Constitution

Section 1 The Executive Committee may amend the Constitution between Annual Meetings. All amendments made by the Executive Committee shall be submitted for ratification at the next Annual General Meeting. If an amendment is not approved by the membership at an Annual General Meeting it shall cease to be effective.

Section 2 All amendments to the Constitution must be voted on and approved by a 2/3 majority of members in attendance at the Annual General Meeting.