

CONSTITUTION AND BY-LAWS OF THE

NEW BRUNSWICK BRANCH

OF THE
UNITED EMPIRE LOYALISTS' ASSOCIATION
OF CANADA

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NEW BRUNSWICK BRANCH

THE UNITED EMPIRE LOYALISTS' ASSOCIATION OF CANADA

CONSTITUTION AND BY-LAWS

ARTICLE 1 - EFFECTIVE DATE

- a) All previous Constitutions, By-laws, Terms of Reference and other documents respecting the governance of the New Brunswick Branch are hereby cancelled and revoked and replaced by this Constitution and By-laws, which shall take effect on the day and date set out below.

ARTICLE 2 - NAME

- a) The name of this branch shall be the NEW BRUNSWICK BRANCH, THE UNITED EMPIRE LOYALISTS' ASSOCIATION OF CANADA, hereinafter called the "Branch".
- b) The United Empire Loyalists' Association of Canada shall hereinafter be referred to as the "Association".
- c) United Empire Loyalists shall hereinafter be referred to as "Loyalists".

ARTICLE 3 - AUTHORITY TO ENACT BY-LAWS

- a) The Branch may make by-laws for the guidance of its officers and members, the control and management of its funds and generally for regulating every matter and thing proper or necessary to be done for the good of the Branch and promotion of its purposes.
- b) Such by-laws shall not be inconsistent with by-laws of the Association.

ARTICLE 4 - PURPOSE

- a) In keeping with the mission statement of the Association, but within the scope of the Branch, the purposes of the Branch are to preserve, promote and celebrate the history and traditions of the Loyalist epoch in New Brunswick history by:

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- i) Uniting in a New Brunswick association the descendants of those families who, during the American Revolutionary War, sacrificed all to retain their loyalty to the British crown.
- ii) Collecting and cataloguing portraits, documents, books, weapons, flags, clothing and other artefacts relating to the Loyalists.
- iii) Publishing an historical and family research journal, books and newsletters as well as educational resource materials and encouraging scholarship and publication about Loyalist history and demography. Particular attention shall be given to the teaching of Loyalist history in New Brunswick elementary schools.
- iv) Erecting, constructing and repairing buildings, monuments and memorials in New Brunswick to perpetuate the memory of the Loyalists.
- v) Increasing public awareness of the Loyalists' contributions to New Brunswick and preserving, defending, and promoting Loyalist heritage within New Brunswick society, by developing and participating in projects and activities which honour and celebrate the memory of the Loyalists.
- vi) Defending and promoting the values and institutions fundamental to New Brunswick's Loyalist heritage and, in particular, the Constitutional Monarchy, the Commonwealth, Parliamentary Government, the Rule of Law, Human Rights and Unity.

ARTICLE 5 - MEMBERSHIP

- a) There shall be five types of members:
 - i) Regular – those members who have proven descent from a Loyalist Ancestor.
 - ii) Affiliate – those members who have proven descent from a Loyalist Ancestor, but are unable to take the oath of allegiance.
 - iii) Associate – those members who support the aims of the Branch and the Association including but not limited to those who may be working to prove descent from a Loyalist ancestor.
 - iv) Additional Branch – those members who first are members, of any type, of another branch.
 - v) Honorary - those persons whose contributions to the Branch, the Association or the Loyalist cause over time have been so significant that they have been named Honorary Members by resolution of the Branch at an Annual General

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Meeting. National membership fees for such members shall be paid by the Branch.

- b) These types of members are further described and defined by the by-laws of the Association.
- c) Eligibility for membership shall be in accordance with the by-laws of the Association.
- d) Application for membership shall be in accordance with the regulations of the Dominion Council of the Association.
- e) A Member in good standing shall uphold the purposes of the Branch and its Constitution and shall have paid all applicable current fees and dues.
- f) Right to Vote and to Hold Office – All branch members have all voting privileges at the Branch level and can hold any Branch office including that of President. Only Regular Members may vote and be elected to office at the Association level. Other branch members can be appointed to non-elected positions at the Association level.
- g) Members are encouraged to make an active contribution to the Branch by regular attendance (as distance permits), by willingness to accept nomination or appointment to office (as distance permits) and by willingness to participate in Branch projects.

ARTICLE 6 - FEES

- a) The fiscal year of the Branch shall be the calendar year and annual membership fees shall be due and payable the first day of January.
- b) Annual membership fees must include the per capita levy set by the Association plus a sum sufficient to finance the operation of the Branch.
- c) Regular Members, Affiliate Members and Associate Members may hold membership either as individuals (Individual membership) or as families (Family membership)
 - i) Individual membership shall be in the name of a sole person.
 - ii) Family membership shall be in the name of the designated principal member. Other members of the family, regardless of number, residing at the same address as the designated principal member may be designated as additional family members.

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- d) The annual membership fees for each class of membership shall be as agreed by the Branch membership in accordance with the following procedure:
 - i) Notice of Motion to amend the membership fee structure of the Branch shall be given in writing to the Corresponding Secretary, and shall set forth the proposed membership fee structure.
 - ii) The Corresponding Secretary shall send to each Member of the Branch, in writing, a copy of the Notice of Motion along with the notice of the next Regular meeting not less than two weeks prior to the meeting.
 - iii) The motion to amend the membership fee structure of the Branch must be moved by the Treasurer and must be duly seconded. The vote on the motion shall occur at the meeting for which notice was sent provided at least 15 voting members are present. A simple majority vote will determine if it is accepted.
- e) The annual membership fees shall be payable in either Canadian or US dollars with the Canadian dollar and the US dollar being arbitrarily treated as equal in value.
- f) The names of lapsed members, i.e. those members who have not paid membership dues for the current year, shall be kept on the membership role for a period of two years. During that time they shall receive all notices sent by the Branch but shall not receive the Branch newsletter nor any publications or notices sent by the Association.

ARTICLE 7 - MEETINGS

- a) The Branch should have a minimum of two Regular Meetings each year. These meetings will take place on the second Thursday of October and of April, commencing at 7:00 p.m.
- b) The Branch shall hold its Annual General Meeting during the month of June each year.
- c) A Special Meeting may be called at any time upon request by a quorum of members of the Executive Committee or upon request by a quorum of Branch members.
- d) There should be an Annual Banquet as close to 18 May as possible to commemorate the landing of the Spring Fleet.
- e) There should be a Christmas event early in December.

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- f) The Executive Committee will meet prior to each Regular Meeting and prior to the Annual General Meeting. The President may call additional meetings of the Executive as required.
- g) Notice of all Regular, Annual General and Special meetings will be given by e-mail, telephone or Canada Post at least two weeks in advance of the meeting date.
- h) Notice of all Executive Committee meetings will be given by e-mail or telephone at least one week in advance of the meeting date.
- i) A quorum for a Regular Meeting shall be ten voting members.
- j) A quorum for the Annual General Meeting or a Special Meeting shall be fifteen voting members.
- k) A quorum of the Executive Committee shall be four executives, three of whom shall be part of the following group: President, Vice-President, Past-President, Recording Secretary, Corresponding Secretary, Treasurer. A quorum of other committees shall be a majority of members.
- l) A simple majority will be more than half of the voting members present at a regular constituted meeting with a quorum present. A two-thirds majority will be more than two-thirds of the voting members at such a meeting.
- m) In election of officers, voting will be registered by ballot as described in Article 10 – Election of Officers. Voting on other matters will be by a show of hands. Those for and against a motion will be asked in turn to raise their right hands. The hands will be counted, the result announced and the motion declared either carried or lost.
- n) All meetings will be conducted according to Bourinot's Rules of Order, 4th Edition.

ARTICLE 8 - OFFICERS AND EXECUTIVE COMMITTEE

- a) The officers of the branch, who will form the Executive Committee, hereinafter called the "Executive", shall be:
 - i) President
 - ii) Vice-president
 - iii) Past President
 - iv) Recording Secretary
 - v) Corresponding Secretary
 - vi) Treasurer
 - vii) Directors (up to four)

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- b) The Executive may fill a vacancy on the Executive Committee, subject to ratification at the next Regular Meeting, for the remainder of the term of that office.
- c) The Executive will recommend for approval the appointment of an Auditor or Auditors at the Annual General Meeting.
- d) The Signing Officers shall be the President, Treasurer and Recording Secretary and any other person designated and authorized by the Executive. Cheques must be signed by not fewer than two Signing Officers.
- e) The Executive shall be empowered to spend up to \$500 of Branch funds in support of routine Branch business.
- f) No undertaking requiring money, other than routine non-recurring expenses that do not lead to further commitment, shall be made in the name of the Branch until all members have been informed of the proposed undertaking as well as the existing commitments and liabilities of the Branch, and approval has been obtained by a two-thirds majority vote of the voting members present.
- g) The Executive will approve financial institutions used by the Branch for savings and investments.
- h) Committee Chairpersons are welcome to attend Executive Committee meetings and at times will be requested to attend. At these meetings they will have voice but no vote.

ARTICLE 9 - COMMITTEES

- a) The Executive may establish and terminate committees as required for the smooth operation of the Branch.
- b) Notwithstanding paragraph a) of this Article, the Executive shall establish the following standing committees.
 - i) Genealogy – to be headed by the Branch Genealogist
 - ii) Membership – to be headed by the Membership Chair
 - iii) Education – to be headed by the Education Chair
 - iv) Publicity – to be headed by the Publicist
 - v) Archives & History – to be headed by the Archivist & Historian
 - vi) Social – to be headed by the Social Chair
 - vii) Newsletter – to be headed by the Newsletter Editor
 - viii) Communications – to be headed by the Communications Chair
 - ix) Sales – to be headed by the Sales Chair
 - x) Investment – to be headed by the Treasurer.

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- c) The Executive Committee shall appoint Committee Chairpersons except in the case of the Investment Committee, which shall be chaired by the Treasurer.
- d) Committee Chairpersons may appoint their committee members except in the case of the Investment Committee, whose members shall be appointed by the Executive.

ARTICLE 10 - ELECTION OF OFFICERS

- a) The Officers of the Branch shall be elected at the Annual General Meeting (AGM) and will hold office until the end of the next AGM. At the conclusion of the AGM the newly elected President will be installed with a brief ceremony and then will immediately close the meeting.
- b) A Nominating Committee composed of three members in good standing shall be appointed by the Executive Committee for the purpose of submitting to the Branch, at the Annual General Meeting, a list of nominees for the various offices. Further nominations may be made at the AGM by any voting member in good standing.
- c) When only one member is nominated for an office the President shall declare that member elected by acclamation. When more than one nomination has been received, the President shall cause an election to be held.
- d) The election shall be by ballot. The President shall appoint two scrutineers, who shall ensure that only those members with a vote and in good standing cast a ballot, and that no member casts more than one ballot in any one vote. The scrutineers at the close of the poll shall count the ballots, and report to the President the number of votes for each candidate.
- e) When one candidate for office has received a majority of the votes cast for that office, the President shall declare that candidate elected.
- f) Should there be more than two candidates for one office, and the vote gives none of the candidates a clear majority, the President shall strike out the name of the candidate receiving the smallest number of votes, and shall direct that another vote be taken. If the second vote still fails to give any candidate a clear majority, the President shall again strike out the name of the candidate receiving the smallest number of votes, and direct that a third vote be taken, and so on until one candidate shall have received a clear majority of the votes cast.
- g) Upon assuming any elected position, each member shall acknowledge the following obligation: "I pledge that I shall properly attend to the duties devolving upon me and that at the end of my term of office I shall promptly deliver back to the New Brunswick Branch, or to my successor in office, all books, papers, electronic data, funds or other property in my possession belonging to the New Brunswick Branch. I

further pledge that I shall retain as confidential all matters that may be privy to the Branch, and not disseminate such information by any means."

ARTICLE 11 - TENURE OF OFFICERS

- a) The ideal tenure for the offices of President and Vice President is two years with a maximum of four years.

ARTICLE 12 - DUTIES OF OFFICERS AND COMMITTEE CHAIRPERSONS

- a) The President shall:
 - i) Preside at all meetings of the Branch and Executive Committee.
 - ii) Be an ex officio member of all committees.
 - iii) Uphold the Constitution and By-laws of the Branch and the Association and monitor the duties of the Branch Officers.
- b) The Vice-president shall:
 - i) Assist the President wherever possible.
 - ii) Stand in for the President in the event of his/her absence at meetings, Dominion Council and other events.
 - iii) Act as greeter at Branch meetings.
 - iv) Perform other duties assigned by the Executive.
 - v) Be willing and prepared to accept the nomination as the succeeding President.
- c) The Past President shall:
 - i) Serve as a member of the Executive Committee with voice and vote.
 - ii) Assist and advise the President and perform such duties as may be requested by the President.
 - iii) Perform all of the duties of the Vice-president in the absence of the Vice-president, including all of the duties of the President in his or her absence.
- d) The Recording Secretary shall:

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- i) Keep minutes of the Branch and Executive meetings and ensure that the President and Secretary sign them.
 - ii) Notify members appointed to committees.
- e) The Corresponding Secretary shall:
- i) Conduct correspondence of the Branch.
 - ii) Send, or arrange to be sent, notices of meetings to all members.
- f) The Treasurer shall:
- i) Collect and receive all monies due or owing to the Branch and deposit them in an account or accounts, in the name of the Branch, in a chartered bank or another financial institution, such as a Credit Union or Trust Company, so long as it is a member of the Canada Deposit Insurance Corporation, and using instruments that are protected by deposit insurance from the Canada Deposit Insurance Corporation.
 - ii) Inform the membership chair of all membership dues received.
 - iii) Petty cash accounts for routine Branch business, not to exceed \$100, may be granted at the discretion of the Treasurer.
 - iv) Keep books of accounts showing receipts and disbursements, from which the balance may be found readily, and shall keep books and vouchers ready at all times for the inspection of the Executive or an Auditor or Auditors.
 - v) Present for approval a statement of account balances and membership at each Executive and each Regular meeting.
 - vi) Present for approval at the AGM a written provisional financial report, including a provisional financial statement, for the current fiscal year.
 - vii) Make available to the Auditor all financial records for the annual audit within 60 days from the end of the fiscal year. The audited financial report will be presented to the Branch members for approval at the first Regular Meeting thereafter but no later than the Annual General Meeting. Copies of the audited financial report will be given to the members attending that meeting and to any other member that may request a copy.
 - viii) Act as chairman of the Investment Committee and, in that role, invest the surplus funds of the Branch as agreed by the Investment Committee. The Investment Committee will operate within the Investment Guidelines as established by the Executive from time to time.

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- g) The Genealogist shall:
 - i) Receive Certificate Applications, review them to determine whether they meet the established standard and, if appropriate, forward them, along with the required fee, with recommendation for approval to the Genealogist of the Association.
 - ii) Maintain files of the completed applications of regular and affiliate members.
 - iii) Assist those who would research their Loyalist ancestry to reconstruct their family histories and apply for Regular Membership.
- h) The Membership Chair shall
 - i) Maintain the Roll of Members.
 - ii) Encourage interested persons to join the branch.
 - iii) Encourage persons who have become members, especially new Regular Members, to take an active part in the activities of the Branch.
 - iv) Provide new members with a copy of the Branch Constitution and By-laws.
 - v) Provide all members with name tags.
 - vi) Work closely and in conjunction with the Branch Genealogist.
- i) The Education Chair shall:
 - i) Suggest programmes and projects designed to enhance the knowledge of Loyalist history in the community and in schools. These include teachers' resource books published by the UELAC.
 - ii) Select a committee to assist in implementing such programmes as required.
 - iii) Contact interested schools to invite them to attend the Loyalist Day celebrations and if desired, to put on a short presentation.
 - iv) Maintain portable display panels and display them with other articles at heritage fairs and other appropriate events
 - v) Contact the school districts or superintendents to give approval to any programme suggested to focus on the arrival of the Loyalists on May 18th, 1783.
- j) The Publicity Chair shall:

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- i) Provide notices of all meetings and special events to the media.
 - ii) Prepare reports on special activities for the press as required, especially in announcing Loyalist Day.
 - iii) Submit a summary of branch news for the *Loyalist Gazette* in January and August. Other items of special interest are sent as they occur.
- k) The Archivist & Historian shall:
- i) Collect and preserve the history of the Branch.
 - ii) Study matters of historical interest to our Loyalist heritage.
 - iii) Maintain historical records including the Branch scrapbooks of events and pictures.
 - iv) Make these available from time to time at Branch meetings.
 - v) Maintain and manage the Branch library.
- l) The Social Chair shall:
- i) Convene and supervise all social occasions for food and beverages by calling on the assistance of members.
 - ii) Take charge of supplies for these occasions between meetings and ensure that they are available for each meeting.
- m) The Newsletter Editor shall:
- i) Prepare and distribute the Branch newsletter.
- n) The Communications Chair shall:
- i) Distribute notes and letters to members, whether by e-mail or post.
 - ii) Call by telephone those members who do not have e-mail in situations where speedy communication is required.
- o) The Sales Chair shall:
- i) Maintain an inventory of all items such as books, flags, pins, etc. that the Branch offers for sale.

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- ii) Set up a sales table at all Branch functions.
 - iii) Arrange the delivery of sold items.
 - iv) Submit all monies received to the Treasurer along with details of all purchases and sales.
- p) The Directors shall:
- i) Assume special duties as assigned by the Executive Committee.

ARTICLE 13 - ASSOCIATION AUTHORITY

- a) In respect of procedures, order of business, rules of order, and in all other matters not specifically dealt with herein, the Constitution and By-laws of the Association will govern.

ARTICLE 14 - AMENDMENT TO CONSTITUTION & BY-LAWS

- a) The Executive or any Branch member may propose an amendment or amendments to the Branch Constitution & By-laws. Notice of Motion to amend the Constitution & By-laws of the Branch shall be given in writing to the Corresponding Secretary, and shall set forth the proposed amendment or amendments. The Corresponding Secretary shall send to each Member of the Branch, in writing, a copy of the Notice of Motion along with the notice of the immediate next Regular meeting at which it shall be read. The motion must be presented by the person wishing to amend the Constitution & By-laws and it must be seconded. The vote on the Motion shall occur at the subsequent Regular meeting. The vote shall not occur at the meeting at which the Motion was initially read. The motion shall be debated and voted on. A simple majority vote will determine if it is accepted.

Signed by the President of the Branch and the Recording Secretary of the Branch on the 9th day of June, in the year 2011.

David Laskey

President

Deborah Coleman

Recording Secretary