

By-Laws of Edmonton Insurance Association

(revised May 2019)

Article 1: Name

A. The name of the Organization shall be “Edmonton Insurance Association” or “EIA”. (the Association)

Article 2: Purpose

A. The purpose of the Association shall be to:

- Encourage and foster education programs for its members;
- Foster and cultivate good membership and loyalty among its members; and
- Make its members more responsive to the requirements of the entire Canadian insurance industry.

Article 3: Membership

A. Any women whose career duties consist of functions directly related to the fields of insurance or risk management shall be eligible for Active Membership.

B. Active membership will require

- A written application; or
- A recommendation by a member in good standing; and
- Majority approval of the Executive Board (the Board), present at any board meeting.

C. Regular Membership

- Upon acceptance of the application and payment of dues, the applicant shall be enrolled as a member in good standing. A member in good standing is any member whose dues are paid and who is recommended as a worthy member by the Association or the Canadian Association of Insurance Women.

D. Associate Membership

- The Board, by majority approval, may grant an Associate membership to any person who does not live in the Greater

Edmonton region area, where they wish for membership, but are unable to attend meetings on a regular basis.

- Associate membership cannot hold office or vote.
- An Associate member in good standing is any member whose dues are paid and who is recommended by the Association or the Canadian Association of Insurance Women.

E. Honorary Life Membership

- The Board, by majority approval, may grant Honorary Life membership to:

- i. A member who is retiring from the industry and has maintained membership for at least five (5) years; or
- ii. Any person who has made a significant contribution to the insurance industry.

- Life members cannot hold office or vote.

F. The Board may expel a member for just cause, by resolution passed by two thirds (2/3) majority vote, at a Board meeting. A member recommended for expulsion shall receive seven (7) days' notice in writing, by Registered Mail, of the meeting at which the resolution will be considered and will be offered an opportunity to be heard by the Board.

Article 4: Dues

A. Regular Members

- Annual dues shall be \$55.

B. Associate Members

- Annual dues shall be \$30

C. Dues are payable at the regular meeting in September of each year.

D. The Membership Chairman shall notify, in writing, any member whose dues are not paid by November 30th and unless such dues are paid by December 31st, the member shall be removed from the membership roll.

E. Honorary Life members shall not be assessed annual dues.

F. Dues will be waived for the balance of the fiscal year for members in good standing transferred from any local Association affiliated with the CAIW.

G. Dues paid by “paypal” or “square” shall be assessed a processing fee of \$2.

Article 5: Government

A. The Board shall

- Govern the Association;
- Direct Association work;
- Control Association property; and
- Make rules and regulations necessary for the efficient and effective operation of the Association.

B. Association meetings shall be governed by the procedures contained in:

- The Constitution of the Association;
- The By-Laws of the Association;
- The By-Laws of CAIW;
- The Standing Rules of the Association; and
- Robert’s Rules of Order (as revised) in this order of precedent.

Article 6: Fiscal Year

A. The Fiscal Year of the Association shall be from the first day of June to the last day of May, inclusive, of the following year.

Article 7: Executive Board

A. The Board shall consist of the following Officers:

- President;
- Vice President;
- Secretary;
- Treasurer;
- Immediate Past President; and
- Director.

B. The Officers of the Board shall:

- Be elected by majority vote at the annual meeting;

- Assume the duties of their respective offices after installation at the June meeting following their election; and
 - At the time of their nomination and election, indicate they expect to be engaged in the insurance industry during their term of office.
- C. If a duly elected or appointed officer ceases to meet the membership criteria during a term of office, the Officer may elect to finish the term.
- D. The Board is authorized to appoint a member in good standing to fill any vacancy except President. The appointment is subject to the approval of the members at the next regular meeting.
- E. Should an officer fail or be unable to act as elected, the Board shall be authorized to request a resignation and fill the vacancy in accordance with Article 7 D.
- F. The Officer who is asked to resign shall have thirty (30) days to request, in writing, the Board reconsiders its decision.
- G. The final decision requires a two thirds (2/3) majority vote of the Board.

Article 8: Duties of the Executive Board

- A. The President shall:
- Be responsible to call all Association and Board meetings;
 - Preside at all meetings of the Association and the Board;
 - Appoint the Chairman of all committees and the Parliamentarian, with the advice and consent of the Board;
 - Be an ex-officio member of all committees, except the Nomination Committee, with the right to vote only in the case of a tie;
 - Perform such duties as pertain to her office; and
 - In the absence of the Immediate Past President, exercise the duties and powers of the Immediate Past President.
- B. The Vice President shall:
- Assist the President;

- Perform the duties of and have the same authority and privileges as the President when the President is absent or unable to perform the duties of President;
- Chair the Bylaws Committee, review the bylaws on an annual basis and forward any proposed changes for review and vote at the Annual General Meeting; and
- Perform such other duties as may from time to time be determined by the board.

C. The Secretary shall:

- Keep the minutes of all regular meetings and special meetings of the Association and the Board;
- Look after all correspondence; and
- Perform such other duties as may from time to time be determined by the Board.

D. The Treasurer shall:

- Be the custodian of the Association funds;
- Collect all dues and fees from the members;
- Disburse funds only upon sanction of the Board;
- Make a full written report at the Annual meeting of all receipts and disbursements during the preceding year;
- Make other reports at other times as the Board may request;
- Arrange an audit of the books at the end of the fiscal year;
- Be the Chairman of the Budget and Finance Committee;
- Open a bank account at a Chartered Bank. The signing officers shall be the President and Treasurer or the Vice President and Treasurer; and
- Perform such other duties as may from time to time be determined by the Board.

E. The Immediate Past President shall:

- Chair the Nominating Committee;
- Perform such other duties as may from time to time be determined by the Board.

F. The Director shall:

- Represent the Association on the Executive Board of the CAIW;
and

- Perform such duties as may from time to time be determined by the Board.

G. Officer retiring from office shall deliver to their successors all books, securities and records in their keeping, on or before August 1st of each year.

H. The Board is authorized to expend up to \$200.00 for necessary expenses, without referral to the membership.

I. The Treasurer shall report these expenditures at the next regular meeting.

Article 9: Meetings and Quorums

A. The annual meeting shall be the Regular meeting in May of each year.

B. The President, Treasurer, Director, Committee Chairmen and the Nomination Committee Chairman shall present reports of their activities at the Annual meeting.

C. The Board shall meet at least once a month at a time to be determined by the President.

D. Special meetings of the Board may be called by the President and must be convened, by the President, upon the request of four (4) members of the Board.

E. A quorum of the Board shall consist of one more than half (1/2) its members.

F. A quorum having been determined, a vote of the majority of those present shall be the decision of the Board.

G. In the absence of the President and the Vice President, the President may appoint any current member in good standing to act as Chairman at Regular meetings.

H. Regular meetings of the Association shall be held once a month unless otherwise ordered by a majority vote of the Board.

I. The President, with approval of the Board, may call Special meetings.

J. A quorum at a Regular meeting and Special meeting shall consist of fifteen percent (15%) of the members in good standing

Article 10: Committees

A. The Standing Committees are:

- Membership;
- Social, Ways and Means;
- Newsletter;
- Social Media
- Parliamentarian and Registration;
- Awards;
- Education

B. Chairmen of Standing Committees shall:

- Be appointed by the President, with the consent of the Board;
- and

- Perform the duties of their committees, as outlined in the Association By-Laws or as outlined and defined by the Board.

C. Special Committees shall be formed as determined by the Board.

D. Chairmen of Special Committees shall be appointed by the President, with the consent of the Board, and shall perform the duties of their committees as outlined and defined by the Board.

E. The Board is authorized to ask for a resignation when a chairman fails or is unable to act as appointed and the Board shall fill the vacancy through appointment.

F. The Chairman who is asked to resign shall have thirty (30) days in which to ask the Board to reconsider its decision.

G. The final decision shall require a two-thirds (2/3) majority vote of the Board.

Article 11: Nomination and Committee Elections

A. The annual election of Officers shall take place at the Regular meeting held in May.

B. At least sixty (60) days prior to the election the Immediate Past President, with agreement from the Board, shall select two other

members from the membership (excluding the Board) to act on the Nomination Committee.

C. The Nomination Committee shall present a slate of nominations to the members.

D. Additional nominations may be made from the floor, provided the nominee is present and consents.

E. When nominations are made from the floor, the nomination must be accepted by a majority vote of the members present.

F. The term of Office shall be one (1) year.

G. Officers are not eligible for election or appointment to the same position for more than two (2) terms, except in special circumstances approved by the Board.

H. Officers may resign at any time upon submission of written notice to the Board.

I. All members running for office must, at the time of nomination and election, be a member in good standing and expect to be engaged in the insurance industry during the term.

J. No member shall be eligible to stand for office of the President until serving at least one (1) full term on the Board.

K. The Officers shall be elected by majority vote of the members in good standing attending the election meeting.

L. Voting shall be by secret ballot.

M. Each member in good standing at the election meeting shall be provided with a separate ballot for each office.

N. Those members in good standing who are in possession of a written proxy, duly signed and witnessed by another member in good standing, shall be provided with a separate ballot for each office, for each approved proxy.

O. The Secretary shall prepare blank ballots for Officer positions.

P. If a ballot is marked with more or less names than the required number to be elected, the ballot shall be void.

Q. In the case of only one (1) nomination for a position or office, the presiding officer shall cast a single ballot electing the person named.

R. The Nomination Committee shall appoint an Election Committee consisting of a Returns Officer and two (2) Tellers to distribute and collect the ballots and announce the results to the election meeting.

S. In the event of a tie, the presiding officer shall cast the deciding ballot.

Article 12: Amendments to By-Laws

A. These By-Laws may be amended by two thirds (2/3) majority vote of the members in good standing, voting in person or by proxy duly signed and witnessed by another member in good standing.

B. Previous notice, in writing, of the proposed amendment (s) must be given to the membership at least ten (10) days prior to the meeting at which the vote is taken.

C. Proposed amendments to the By-Laws may be initiated by any two members in good standing and must be present in writing to the By-Law Committee.

D. If the proposal is considered satisfactory, the By-Law Committee shall present it to the Board and, if the board considers it satisfactory it shall be present to the membership for consideration, according to the procedure outlined in article 12 A.

E. Standing Rules may be adopted or suspended by a majority vote of members present at a meeting.

F. Standing Rules may be amended or repealed by a two thirds (2/3) majority vote of members present at a meeting, without notice, or by a majority vote when previous notice has been given.

Article 13: Inspection of Books by Members

A. Any member (s) shall have the right to inspect any account or book or document of the Association upon fifteen (15) days written notice to the member who is charged with keeping the account, book or document.

Article 14: Dissolution

A. As the Association is a Non-Profit Organization, in the event of dissolution of the Association, all of its remaining assets, after

payment of its liabilities shall be distributed to one (1) or more charitable organizations designated by the membership.

Article 15: Gender Clause

A. In these By-Laws, the singular includes the plural and the feminine includes the masculine, and vice versa, with the intent that these By-Laws shall read with all appropriate changes of number and gender.

Article 16: Convention Fellowship Fund

A. The purpose of the Convention Fellowship Fund (the Fund) is to accommodate members of the Association who wish to attend the CAIW Annual General Meeting and Convention and whose employer will not help defray in whole or in part the cost of registration, hotel and transportation, or do not have a source of financial assistance

B. Successful applicants must meet the following criteria:

- Must be a member in good standing with the Association for at least two (2) full fiscal years, and attended at least six (6) meetings during the current term;
- Must have chaired or co-chaired a committee during the term, or on the Board; and
- Must have assisted on a committee a minimum of 7.5 hours during the current term.

C. The maximum fund amount each year is fifteen hundred dollars (\$1500) and this is to be put into the budget on a yearly basis.

D. Each qualified member can access up to five hundred dollars (\$500) each year.

E. Terms and Conditions

- Excludes CAIW Officers;
- Monies to be utilized for hotel, registration and transportation expenses only;
- When required, full airfare to and from Edmonton and the site of the Convention not to exceed the cost of Economy fares. Hotel expenses for up to 4 nights, based on one half the nominal rate for

the standard double room, or as otherwise directed by the Committee;

- All applicants receiving financial assistance will commit to attend scheduled daytime and meeting events of the Annual General Meeting and Convention;
- In the event the total number of applications exceeds the amounts provided by the Fund, the amount distributed will be equally divided; total amount not to exceed \$1500;
- Members apply directly to the Board by May 1st. A list of anticipated expenses, not otherwise covered is to be attached to the application. Applications to be reviewed by the Board to assess eligibility;
- Within fourteen (14) days after return from Convention, the applicant will submit to the Board a financial statement accompanied by substantiating receipts. The statement should disclose all funds provided by all sources. (Employer, the Association, reward points);
- Any un-used monies must be returned with the financial statement.
- In the event that there are insufficient funds available, the Board shall have the authority to suspend the Fund until such time as sufficient funds become available
- The Fund is a privilege to qualified members. If the terms and conditions are not explicitly followed, members will be precluded from applying for future funds for 2 full years.