

BYLAWS

REVISED - October 2, 2008

SECOND REVISION – July 11, 2009

ACCEPTED by The Province of Alberta – July 13, 2009

ARTICLE 1 NAME

The name of this Association shall be the **Alberta Building Officials Association**.

ARTICLE 2 DEFINITIONS

- 2.1 **Association** shall mean Alberta Building Officials Association
- 2.2 **Board** shall mean The Board of Directors of the Association
- 2.3 **Officers** shall mean the elected Executive of the Association

ARTICLE 3 MEMBERSHIP

3.1 Classes of Membership shall be:

3.1.1 Regular:

Regular Membership shall be restricted to persons engaged, or previously engaged by Municipal, Provincial or Federal governments and Accredited Organizations to administer, enforce or formulate laws or regulations relating to Buildings, Structures, Housing or Land Use within the Province of Alberta and are currently certified in the Province of Alberta to perform such duties.

3.1.2 Associate:

Associate Members are persons who work for organizations that are interested in building regulations including professional or technical associations of Engineers, Architects and Municipal Planners; those engaged in or related to the building industry, manufacturers or product used in the building industry and representatives of the trades of the building industry.

3.1.3 Honorary:

Honorary Members are individuals who have rendered outstanding service to the furtherance of the purposes and objectives of the Association. Honorary Membership shall be conferred by majority vote of the Executive Committee. Any Regular Member may nominate an individual for an honorary life Membership.

3.2 Application for Membership:

- 3.2.1 Applicant shall submit the Alberta Building Officials Association (ABOA) Membership Application Form with all applicable dues to the Membership Director.
- 3.2.2 Any Member in arrears for fees shall not be entitled to Membership privileges or powers in the Association until reinstated.

3.2.3 Any Member, on two-thirds vote of all Members, at a duly constituted meeting of the Association, may be expelled from Membership for any cause which the Association may deem reasonable.

3.3 Rights and Privileges:

3.3.1 All Members in good standing shall have the right to the floor for discussion at meetings;

3.3.2 Regular Members in good standing and honorary life Members shall have the right to vote at General or Special Meetings of the Association;

3.3.3 Members have the right to review minutes and financial records of the Association at the Annual General Meeting;

3.3.4 Members shall receive a Membership card;

3.3.5 Members have the right to receive a copy of the Bylaws;

3.3.6 Any Member has the right to inspect the minute books and financial records of the Association at the Annual General Meeting, or at any other time, by providing to the Board of Directors advance notice and purpose for such review.

3.3.7 A Member may resign from the Association by submitting a letter of resignation to the Secretary. No partial Membership fee refund will be issued.

3.3.8 A Member may be expelled from the Association if 75% of Members at a General Membership Meeting deem that said Member is in conflict with the objectives of the Association.

3.3.9 No Member shall have the sole right, title or interest in any property of the Association.

ARTICLE 4 MEMBERSHIP DUES

Membership fees shall be:

4.1 Reviewed and set at each Annual General Meeting for each Membership class;

4.2 For the period of January 1 to December 31;

4.3 Payable on January 1 and if not paid by February 1, will be deemed delinquent and subject to a reinstatement fee set at the Annual General Meeting.

ARTICLE 5 BOARD OF DIRECTORS

5.1 Composition of the Board of Directors shall be:

5.1.1 Not less than six and no more than twelve ABOA Regular members;

5.1.2 Elected at the Annual General Meeting;

5.2 Nominations and Elections:

5.2.1 Nominees must be Regular Members in good standing;

5.2.2 Nominations from the floor shall be accepted;

- 5.2.3 A Member of the Nominating Committee may be nominated for election and has voting rights but may not Chair the Nominating and Election Committee.
- 5.2.4 Voting shall be by ballots at the Annual General Meeting and records of tabulations shall be retained until ordered destroyed by the Association.

5.3 Term of Office:

- 5.3.1 Directors will be elected for a two-year term with three (3) Directors elected at each Annual Meeting;
- 5.3.2 Vacancies shall be filled by appointment for the balance of the term;
- 5.3.3 A Director may serve three consecutive terms, maximum six (6) years, and must then have at least one-year absence from the Board.

5.4 Duties of the Board of Directors shall:

- 5.4.1 Serve on a voluntary basis without remuneration except for an honorarium which is subject to review and approval at the Annual General Meeting.
- 5.4.2 Administer the affairs of the Association subject to the Bylaws and as directed at an Annual General Meeting or a General Meeting of the membership;
- 5.4.3 Develop and Administer Annual budget approved at the Annual General Meeting;
- 5.4.4 Appoint Standing Committees required to meet the objectives of the Association;
- 5.4.5 Assure that all necessary records, whether of a financial or program nature, are kept to inform the Membership of activities of the Association;
- 5.4.6 Not enter into any contract or incur any debt on behalf of the Association unless authorized at an Annual General Meeting or a Special Meeting by adoption of a motion to that effect;
- 5.4.7 Fix the date, hour and place of all meetings;
- 5.4.8 Declare an office vacant when a Director misses three consecutive meetings without just cause or has resigned from the office;
- 5.4.9 Fill any vacancy occurring during the year.

5.5 Removal from Office:

- 5.5.1 An Officer may be deposed from office for misconduct or neglect of duties;
- 5.5.2 A two-thirds vote at a General or Special Meeting is required to remove an Officer from office.

ARTICLE 6 EXECUTIVE COMMITTEE

6.1 Composition:

- 6.1.1 Shall be composed of Directors of the Association and consist of a President, a First Vice-President, a Second Vice-President, a Secretary and a Treasurer. A Director may hold the offices of Secretary and Treasurer;

- 6.1.2 Be elected at the Annual General Meeting;
- 6.1.3 Assume its duties at the close of the meeting at which it was elected.

6.2 Duties of the Executive Committee:

6.2.1 The President shall:

- 6.2.1.1 Preside at all meetings of the Association;
- 6.2.1.2 Provide leadership to the Association that will result in attaining the objective of the Association.
- 6.2.1.3 Exercise general supervision and direction over the business of the Association;
- 6.2.1.4 Delegate tasks and responsibilities to other Board Members so they may take an active part in the affairs of the Association;
- 6.2.1.5 Provide an orientation to new Board Members immediately after the election;
- 6.2.1.6 Be the Representative of the Association;
- 6.2.1.7 Be the ex-officio Member of all Committees;

6.2.2 The First Vice-President shall:

- 6.2.2.1 Perform the duties of the President in the absence of or at the request of the President;
- 6.2.2.2 Fill the unexpired term if a vacancy occurs in the office of President;
- 6.2.2.3 Fulfill such other duties as may be assigned by the Association, the Board of Directors or the President;

6.2.3 The Second Vice-President shall:

- 6.2.3.1 Perform the duties of the President in the absence of or at the request of the President or First Vice-President;
- 6.2.3.2 Fill the unexpired term if a vacancy occurs in the office of President &/or the First Vice-President;
- 6.2.3.3 Fulfill such other duties as may be assigned by the Association, the Board of Directors or the President;

6.2.4 The Secretary shall:

- 6.2.4.1 Attend all meetings of the Association including Board and Executive meetings and shall record minutes of such meetings;
- 6.2.4.2 Be custodian of all documents except financial records and documents;
- 6.2.4.3 Conduct correspondence as directed by the Association, Board or President;
- 6.2.4.4 Send notices of meeting;
- 6.2.4.5 Submit all required documentation to Alberta Registries.

6.2.5 The Treasurer shall:

- 6.2.5.1 Receive all monies paid to the Association and be responsible for the deposit of monies in a chartered financial institution chosen by the Board;
- 6.2.5.2 Be custodian of all financial documents and records and of all funds disbursing them as directed by the Association;
- 6.2.5.3 Account for the funds of the Association and keep such books as may be directed by the Board;
- 6.2.5.4 Present a full account of receipts and disbursements to the Board whenever requested;
- 6.2.5.5 Present financial statements at each Association meeting;
- 6.2.5.6 Administer the annual budget approved at the Annual General Meeting;
- 6.2.5.7 Submit financial records along with financial statements for the current year to the appointed auditor for review purposes;
- 6.2.5.8 Present duly verified financial statements and a budget at the Annual General Meeting;
- 6.2.5.9 Prepare financial reports for submission to Alberta Registries.

ARTICLE 7 COMMITTEES

7.1 Standing Committees and their duties:

7.1.1 Membership Committee:

- 7.1.1.1 Conduct yearly membership drive;
- 7.1.1.2 Maintain Membership records;
- 7.1.1.3 Ensure privacy of Member information according to Alberta Personal Information Privacy Act.

7.1.2 Certification Committee:

- 7.1.2.1 Gather individual Member information that supports applications for certification from training providers, examiners and other sources;
- 7.1.2.2 Compare the information to certification criteria;
- 7.1.2.3 Determine whether certification requirements have been met;
- 7.1.2.4 Recommend to the Board of Directors the stage of the Provincial certification program where the individual should be placed.

7.1.3 Convention and General Meeting Committee:

- 7.1.3.1 Oversee the planning and implementation of conventions and the Annual General Meeting;
- 7.1.3.2 Develop budgets and recommendations for conference registration fees.

7.1.4 Public Relations Committee:

- 7.1.4.1 Keep the public informed as to the aims and accomplishments of the Association;
- 7.1.4.2 Arrange publicity including news releases for the General meetings and conventions and other important events;

7.1.4.3 Oversee the Association's participation in trade shows and other industry events.

7.1.5 **Nominating and Election Committee shall:**

7.1.5.1 Past-President will Chair the Committee;

7.1.5.2 Seek nominations for election of the Board of Directors including nominations for the Executive Committee;

7.1.5.3 Preside over elections at the Annual General Meeting.;

7.1.6 **Scholarship and Bursary Committee shall:**

7.1.6.1 Promote the Scholarship and Bursary Programs;

7.1.6.2 Recommend a rating criteria;

7.1.6.3 Receive and review applications;

7.1.6.4 Recommend award recipients to the Board of Directors.

7.1.7 **Other Committees:**

7.1.7.1 Any other ad hoc committee may be appointed by the Board of Directors and shall present regular reports.

ARTICLE 8 MEETINGS and QUORUM

8.1 **General Meetings:**

8.1.1 There shall be at least one General Meeting of the Association in a calendar year. The General Meeting held in October shall be the Annual General Meeting;

8.1.2 Notice of the location of the Annual General Meeting shall be mailed or emailed to each Member at least thirty days prior to the date of said meeting;

8.1.3 The Executive shall endeavor to move the site of the General Meetings yearly to various parts of the Province;

8.1.4 A special resolution shall be one passed by a majority of not less than 75% of the Members at a General Meeting of which notice to propose the resolution has been given;

8.1.5 Shall be conducted according to Roberts Rules of Order.

8.2 **Special Meetings:**

8.2.1 Special meetings may be called by a majority of the Board of Directors and shall be called upon written request of 10% of the Members. At least fourteen days' notice shall be given in writing or by email;

8.3 **Board of Directors Meetings:**

8.3.1 Board of Directors meetings shall be held at least once every three months;

8.3.2 Meeting of the Board of Directors may be held by teleconference, video-conference or other electronic means.

8.4 **Quorum:**

- 8.4.1 Quorum at an annual or special meeting shall consist of ten percent of the Regular Members;
- 8.4.2 Quorum at a regular General Meeting shall be twenty Regular Members.
- 8.4.3 Quorum at a Board Meeting shall be 50% plus one without which any business transactions at such meeting shall be ratified at the next Board of Directors meeting.

8.5 **Voting:**

- 8.5.1 The method of voting at meeting shall be by show of hand. A Member may move that the vote is taken by ballot;

ARTICLE 9 AUDITOR

- 9.1 At the Annual General Meeting, Regular Members shall appoint a Regular Member that is not a Director of the Association to audit the annual financial records and statements of the Association;
- 9.2 The Auditor shall be provided financial records and statements at least one month prior to the Annual General Meeting to verify their accuracy for the Treasurer's report at the Annual General Meeting.

ARTICLE 10 BY-LAW AMENDMENTS

- 10.1 These Bylaws may be amended at a General Meeting by Special Resolution.

ARTICLE 11 BY-LAW AMENDMENTS

- 11.1 The Association shall no adopt a Society seal.