Air Cadet League of Canada
(Québec and Ottawa Valley)

5 Cyclone Squadron

By-laws and Statutes

October 2018

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LEXICON

Board of Directors	Members elected at the Annual General Meeting
Air Cadets	Youth aged 12 to 18 duly registered in a recognized squadron of the Royal Canadian Air Cadets.
Sponsoring Committee	Group of people who form a committee recognized by the Air Cadet League and who work in direct conjunction with the CIC Officers and the cadets of their squadron and with their Regional Committee.
Provincial Committee	A group of people who form a committee at the provincial level (Québec and the Ottawa Valley) of the Air Cadet League of Canada.
Regional Committee	A group of people who form a committee recognized by the Air Cadet League who work closely with the squadrons of a given Region and with the Provincial Committee.
Advisor	A member who provides advice and/or support at the regional level or occasionally at the provincial level. For management purposes, each advisor is assigned to a Region.
Squadron	A distinct group of air cadets organized in conformity with Bill 48, the National Defence Act.
League	The Air Cadet League of Canada, incorporated under the laws of Canada.
Air Cadet Movement	All individuals at all levels of the Canadian Forces and the Air Cadet League who take part, in any capacity whatsoever, in the activities or programs of the Royal Canadian Air Cadets.
CIC Officers	Individuals who belong to the Cadet Instructor Cadre. Their main function is to supervise, manage and train the cadets.
Executive Committee	Members of the Board of Directors who answer for and act on behalf of the Committee (Chair, 1st Vice-Chair, 2nd Vice-Chair, Secretary and Treasurer).
Region	The area of territory in which a certain number of squadrons can be found.

The masculine form is used in this document for the sole purpose of simplifying the text and is deemed to include the feminine form.

ORGANIZATION

1. CREATION AND NAME OF THE ORGANIZATION

Established in 2005, 5 Cyclone Squadron has grown quickly and serves youth from Russell, Embrun, Vars, Greely, Winchester and surrounding areas. The creation was authorized by the Department of the National Defense (DND) and the National Air Cadet League (ACL) of Canada's Board of Governors.

2. MISSION

We commit to develop in each and every Air Cadet qualities of leadership and an aspiration to become a valued member of their community. We reinforce values necessary to prepare youth to meet the challenges of tomorrow.

To this end, we offer dynamic training in a supportive and efficient environment where change is a positive and essential element.

3. THE SQUADRON SPONSORING COMMITTEE'S (SSC) MISSION:

The SSC is a civil organization whose mission is to aid, support and fund the Air Cadet Program at the squadron level. We organize some social and fundraising activities and support the Commanding Officer (CO) in his mandate.

4. ORGANIZATIONAL VALUES

Our values are based on our motto and give meaning to our organization, our decisions and our day-to-day actions.

Our motto and values are the supporting foundation for our entire organization. Our motto should be a guide for cadets and volunteers as well as for our entire organization. We believe that this motto

"Today's Youth, Tomorrow's Leaders"

should constantly remind everyone associated with our organization of the importance we attach to these words and their meaning. We want our entire organization, the youth, volunteers, staff and committee to engage in a constant learning process so that they will be better prepared to serve and grow. In this way, we constantly seek to learn from our experience, progress and improve from these lessons to better serve those who count on the

5. MANDATE AND TERRITORY

The squadron operates in the territory of Prescott-Russell and surroundings. We are part of the Regional Ottawa Area and the Province of Québec and the Ottawa Valley, which includes the Ottawa squadrons and its vicinity.

6. REGISTRIES

6.1 Chairperson

The Chairperson is responsible to maintain all registries pertaining to the Committee such as:

a. The original or a copy of its constitution;

b. A copy of the general By-laws of the Committee;

c. The minutes of the regular or special General Meetings of the Board of Directors, the Executive Committee and ad hoc committees;

d. The list of members;

e. The list of Directors;

f. The annual financial reports, budgets, financial statements and budget forecasts;

g. Contracts, agreements or commitments related to the budgets or other tasks for which the Corporation is responsible.

6.2 Treasurer

The Treasurer is responsible to keep all financial records such as:

a. Copy of the Annual Financial report;

b. All supporting documents related to revenues and expenditures;

c. All banking documents (cheques, statements, slips, etc.);

7. REPRESENTATIVES OF THE CORPORATION

Only individuals duly authorized by the Direction Committee for this purpose may officially represent or enter into commitments on behalf of the SSC.

8. SIGNING OF DOCUMENTS

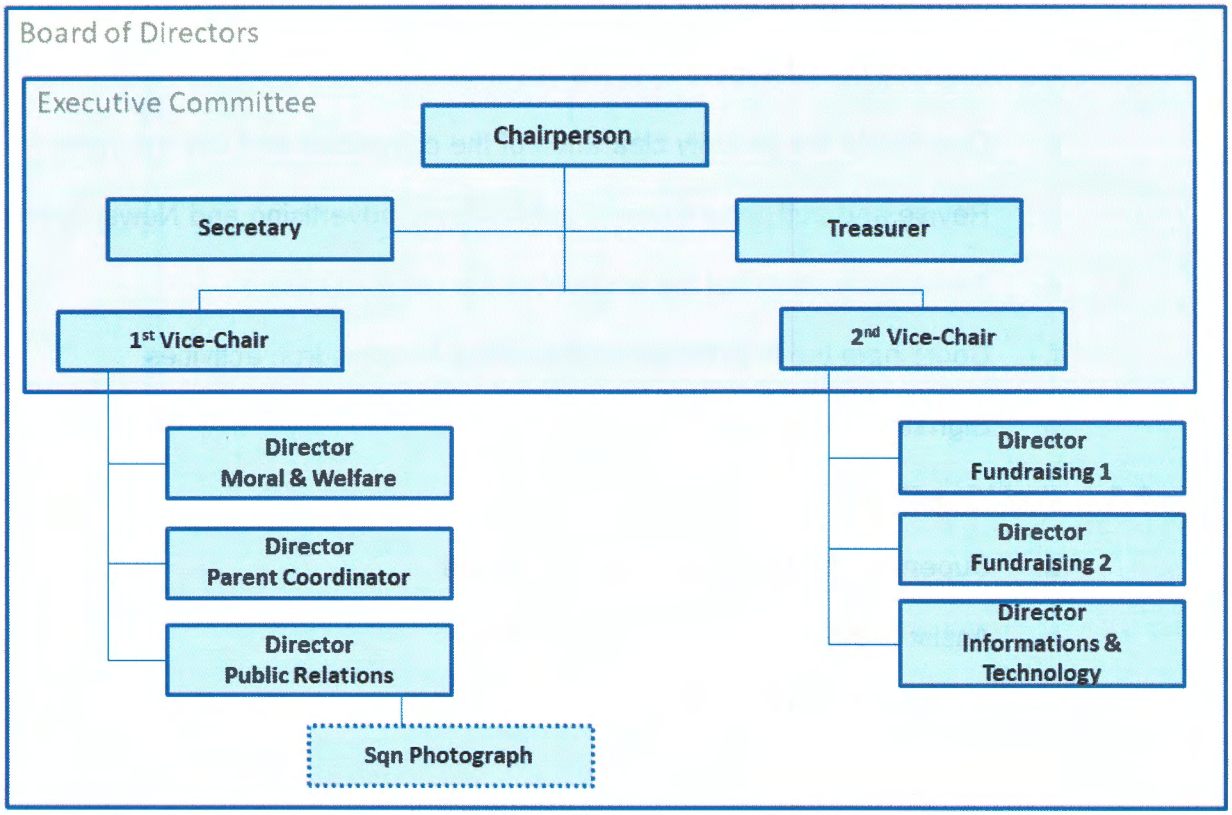
Contracts, acts or other documents requiring the signature of the Committee shall be signed by two (2) Directors of the SSC and once signed, are binding on the SSC, without any further formality.

The Direction Committee is authorized to appoint, by way of resolution, specific Directors of the SSC as signing authorities for some contracts as Facility rental and Buses.

9. ORGANIZATIONAL STRUCTURE

The organizational structure includes the General Meeting of the members, the Board of Directors and the Executive Committee.

5 Squadron Sponsoring Committee (SSC) Organization



9.1 Chairperson:

a. Lead the meetings of the Executive and Board of Directors

b. Oversee all responsibilities of directors and executive

c. Represent the squadron in the activities of the Air Cadet League

d. Authorize expenditures according to the approved budget

e. Coordinate activities and needs with the Commanding Officer (CO)

f. Chair the Fellowships and Awards Committee and others as required

g. Signatory for the main bank account

h. Presiding elections

i. Submit grant applications

9.2 *1st Vice-Chair:*

a. Supervise the directors under his charge

b. Replace the Chairperson in his absence

c. Coordinate the security clearance of the committee and other parents

d. Revise and authorize external publications (advertising and Newspaper articles)

e. Periodically carry out the account of the canteen fund

f. Coordinate the requirements of facilities for squadron activities

g. Signatory for the main bank account

9.3 *2nd Vice-Chair:*

a. Supervise the directors under his charge

b. Assist in the preparation of fundraisings

c. Supervise fundraisings

9.4 *Treasurer:*

a. Prepare the draft budget for the President

b. Signatory for the main bank account

c. Prepare and submit claims for DND and CRA

d. Prepare and submit expense authorizations and cheques to the President

e. If required, administer petty cash

f. Prepare and submit government forms

g. Prepare and submit financial statements

h. Maintain accounting

i. Follow up on the budget

9.5 Secretary:

a. Prepare the agenda for monthly meetings

b. Write minutes of meetings

c. Prepare all other administrative documents on Chair's request

9.6 Director – Parent Coordinator:

a. Collect relevant information to be transmitted to parents (weekly)

b. Prepare general information e-mails

c. Keep up to date the list of parents (e-mails)

9.7 Director – Public Relations:

a. Coordinate cadet recruitment campaigns in coordination with the CO

b. Prepare and submit articles to local newspapers

c. Establish a visibility plan for the squadron

9.8 Director – Fundraising 1:

a. Prepare and coordinate the major Tag Day fundraising

9.9 Director – Fundraising 2:

a. Prepare and coordinate all minor fundraising activities

9.10 Director – Moral & Welfare:

a. Maintain a canteen for cadets at regular training nights

b. Coordinate the Christmas Dinner and the Welcome and Farewell BBQ

9.11 Director – Information & Technology (IT):

a. Maintain the SSC website

b. Help to stand up all IT initiatives

9.12 Photograph:

a. Provide coverage of key activities in support of the Director - Public Relations

b. Publish photographies on the website

c. Coordinate the taking of individual photos and the sale of portraits

10. VOLUNTEERING

The Air Cadet Program is primarily based on volunteering and community involvement. Parents can get involved in a variety of ways: holding a position in the SSC, giving time for fundraising, helping Directors with their current duties.

11. DISCIPLINARY ACTIONS

The Board of Directors may suspend or revoke the mandate of a director for any of the following reasons:

a. a breach of any provision of the SSC Statutes, By-Laws or policies;

b. any conduct that may, in the Committee's opinion and at its exclusive discretion, be detrimental to the Committee;

c. any other reason that the Committee, in its sole discretion, deems reasonable in relation to the SSC's purposes.

If the Board of Directors proposes to suspend or revoke an individual's mandate, the SSC's Chair shall give this person a notice of twenty (20) calendar days of their mandate revocation or suspension and the reasons for it. The member may make written submissions to the Chair in response to such notice within the twenty (20) day period in question. If the Chair does not receive written submissions within that time, the Chair may advise the member that their mandate has been suspended or revoked. If the Chair does receive written submissions under this subsection, the Committee must consider these submissions before making a final decision and shall notify the member of its final decision within twenty (20) calendar days of receiving the submissions.

ANNUAL GENERAL MEETING

12. ANNUAL GENERAL MEETING

At the beginning of the training year (September) the Squadron, an Annual General Meeting of the members must be held on the date and at the time specified by the Board of Directors each year to:

a. review the financial statements of the previous year,

b. adopt the new budget for the current fiscal year,

c. appoint new signing authority for financial purposes; and

d. discuss of the upcoming activities or major projects.

Cadet`s parents may attend and ask questions to the Annual General Meeting but they are not entitled to vote.

13. GENERAL ELECTION MEETING

The General Election Meeting of the Committee is convened at the end of the training year to elect new or existent members of the Committee for the next year.

14. NOTICE OF MEETING

A notice of meeting specifying the date, time, place and the subjects for debate at the Annual General Meeting must be sent by regular mail or email to all members of the Committee at least ten (10) calendar days prior to the scheduled date of the Meeting.

For General Election Meetings, the period of notice is fifteen (15) calendar days prior to the scheduled date of the Meeting.

For the monthly Board of Directors meeting, the agenda may be provided at the beginning of the meeting. Additional point may be added at the member's request.

Any meeting must be conducted in accordance with the rules of assemblies contained in the procedure code of the organisation.

15. QUORUM

The quorum for the Annual General Meetings and Monthly meetings must correspond at least to the Executive Committee. There is no quorum for the General Election Meeting.

16. RIGHT TO VOTE

Only SSC members are entitled to vote at the Annual and monthly meetings. Each member is entitled to one (1) vote. Voting by proxy is not permitted.

16.1 Members

All parents of cadets and community members with special interest and endorsed by the SSC, are regular members.

16.2 Majority

Subject to the provisions of the Act or its By-laws, any matter submitted to members at a Meeting shall be carried by the simple majority of the votes cast on the matter. The Chair of the Meeting has a deciding vote.

Any amendment to the Statutes and By-laws must be approved by 2/3 of the voting members present at the regular or special General Meeting.

16.3 Vote

Votes are cast by a show of hands.

BOARD OF DIRECTORS

17. COMPOSITION

SSC's business is administered by a Board of Directors consisting of eleven (11) directors, who are elected at the General Election Meeting.

The Board of Directors's power is collective.

As a rule, the Board of Directors are not compensated for performing their functions. They may; however, be entitled to reimbursement of expenses incurred during while exercising their duty, in accordance with the policies in force and depending on the Organization's financial capacity.

18. POWERS OF THE BOARD OF DIRECTORS

The Board of Directors administers the SSC's business. The Board of Directors exercises its powers by way of resolutions that are adopted during a meeting for which the quorum has been respected or by way of written resolutions that have been voted on by the directors and signed by the SSC's Chair and Secretary.

Its internal structure is made up by appointing two (2) Vice-Chairs, a Secretary and a Treasurer from among the elected directors.

It shall perform all of the actions necessary to achieve the objectives pursued by the Organization in accordance with the General By-laws, adopt new regulations or amend them, if necessary, and adopt the necessary resolutions to achieve the Organization's goals.

Without in any way derogating from the foregoing, the Board of Directors is expressly authorized at any time to purchase, rent or otherwise acquire, sell, exchange or otherwise dispose of movable and immovable property, real, personal or mixed, as well as any right or interest therein, for the price and on such terms and conditions as it considers just.

It makes decisions about employee commitments, purchases and expenses that it may authorize and the contracts and the obligations to which he may be bound.

It determines the admission requirements for members based on the policies and administrative practices of the Air Cadet League of Canada.

It ensures that the regulations are enforced and the resolutions executed.

19. ELECTION AND TERM OF MANDATE

Directors are elected at the General Election Meeting and will have a one-year term.

20. VACANCY

If a position on the Board of Directors becomes vacant, the Board must appoint a director for a term that will not be longer than the initial mandate of the vacant seat.

As long as active directors form a quorum, they may continue to act, even if there are vacancies on the Board.

21. DIRECTOR WITHDRAWAL

A director ceases to be a member of the Board of Directors:

a) When they cease to meet the eligibility criteria;

b) When they become bankrupt or are declared insolvent.

c) When they are dismissed according to the conditions of section 25.

22. REVOCATION

The mandate of a director may be revoked by way of an ordinary resolution adopted by the voting members at a regular Meeting that has been convened for such purposes.

23. RESIGNATION - EFFECTIVE DATE

As soon as their verbal or written notice of resignation has been presented to the secretary of the Board of Directors, the director ceases to be a member of the Board of Directors.

24. REMOVAL

Any director may be removed for a serious violation of the Code of Ethics, gross negligence by way of a resolution adopted by a majority of the directors and endorsed by the members of the General Meeting.

25. MONTHLY BOARD OF DIRECTORS MEETING

Each month (or when required), the Board of Directors will meet to discuss various points.

26. CONVOCATION

The Secretary of the Committee is responsible for convening the meetings of the Board of Directors:

a. At the request of the Chair;

b. At the written request of a majority of the members of the Board of Directors.

27. NOTICE OF MEETING

A Notice of Meeting specifying the date, time, place and business to be debated at the meeting must be sent by regular mail to all directors at least (5) calendar days prior to the meeting. This notice may also be sent by email.

28. PARTICIPATION BY ELECTRONIC MEANS

Meetings of the Board of Directors may be held by "conference call or videoconference" where a director may participate in a meeting by means, including telephone, that allow them to communicate with other directors who are present at such meetings. The provisions within these statutes apply, mutatis mutandis, to such meetings, but the directors must be notified at least two (2) calendar days before such a meeting. The Minutes must mention this particularity.

29. RESOLUTION IN LIEU OF MEETING

Written resolutions that have been signed by the directors who are authorized to vote at any meeting of the Board of Directors have the same force as if they had been adopted at a regular meeting. A copy of such resolutions must be kept in the Registry of Minutes and Resolutions of the Committee.

30. METHODS OF VOTING

Each director is entitled to one (1) vote. All issues debated during the course of a meeting must be decided by a majority vote of the members; in the event of a split vote, the Chair must exercise their right to cast the deciding vote.

EXECUTIVE COMMITTEE

31. MEETING

The Executive Committee meets as often as is required for the ongoing management of the Corporation.

32. COMPOSITION

The members of the Executive Committee are the Chair, the two (2) Vice-Chair, the Treasurer and the Secretary.

33. QUORUM

The quorum for holding Executive Committee meetings is 50% plus one.

34. VACANCY

If a position on the Executive Committee becomes vacant, the Board of Directors may appoint any director to the Executive Committee.

35. CONVENING OF MEETINGS

Meetings of the Executive Committee shall be convened by the Secretary of the Executive Committee:

a. At the request of the Chair;

b. At the written request of two members of the Executive Council.

36. NOTICE OF MEETING

A Notice of Meeting indicating the date, time, place and matters to be discussed at the meeting must be sent by regular mail to each director at least two (2) calendar days before the meeting.

This Notice may also be sent by email.

DIRECTOR AND OFFICER LIABILITY AND THAT OF OTHER REPRESENTATIVES

37. LIMITATION OF LIABILITY

No director of the Committee is responsible for the acts, cash receipts, negligence or faults of any other director. Directors shall not be held liable for any losses, damages or expenditures incurred by the Committee, due to the insufficiency or the absence of title to such property or to assets that were acquired for the Committee by order of the directors. Nor shall they be held liable for the inadequacy or insufficiency of any guarantee used by the Committee for the disposal or the investment of its funds or other property, or for any loss or damages resulting from bankruptcy, insolvency or the wrongful acts of any individual, company or corporation to whom have been entrusted any moneys, securities or other valuable assets of the Corporation, or for any other damages of any kind whatsoever incurred during the execution of their duties in relation to their duties, unless these are caused by them directly or by their voluntary negligence.

FINANCIAL PROVISIONS

38. FISCAL YEAR OF THE ORGANIZATION

Unless otherwise specified in a Committee resolution, the SSC's fiscal year ends on June 30 of the current year.

39. BANK TRANSACTIONS

The SSC's bank transactions shall be carried out at a bank, trust company or other institution or company that conducts banking activities, in Canada or elsewhere, that the Committee may designate, appoint or authorize. Bank transactions shall be carried out in whole or in part by a Director of the Committee or by such other persons that the Committee may designate, prescribe or authorize by way of resolution.

40. SPENDING POWER – LIMITATIONS

40.1 Chairperson

The chairperson may authorize all expenses under two thousand dollars ($ 2 000) without consultation with the Board of Directors.

40.2 1st and 2nd Vice-Chair

The 1st and 2nd Vice-Chair have the authority to spend up to one hundred dollars ($100) per transaction within their responsibility area.

40.3 Facility Coordinator

The Facility Coordinator can spend up to One Thousand Dollars ($1 000) to reserve, rent or lease punctually facilities, mode of transport. Written approval from the chairperson is sufficient to spend up to two thousand dollars ($ 2 000). Approval may be notified by email.

40.4 Board of Director

The Board of Director is entitled to spend without limitations. The majority (and quorum) is required.

41. FINANCIAL STATEMENT

The Committee shall send the Directors copies of its annual financial statement and any other document required by the Act between 21 and 60 days before the Annual General Meeting. The Committee may also provide members with a notice that the documents in question are available at a date and time to be determined.

RATIFICATION

42. DATE OF EFFECT

These By-laws shall come into effect on the date of their ratification by the members

43. RATIFICATION

Subject to the Organization's By-laws, the Board of Directors may adopt any By-law to govern the procedure of any meeting of the Board of Directors. In the absence of procedural rules on a given point, a procedural code should be determined by the Board of Directors and applied to any meeting of bodies of the Organization.

Adopted on 10th of September, 2019.

Ratified on 10th of September, 2019.

Chair

MacDonald

Secretary