



BY-LAWS

OF

**LA SOCIÉTÉ GÉNÉALOGIQUE
DU NORD-OUEST**

November 2023



INDEX

Section	Description	Page
1	Introduction	1
1.1	General Terms and Definitions	1
1.2	The Society	1
2	Membership in the SGNO	1
2.1	Categories of Membership	1
2.2	Membership Card and Certificate	2
2.3	Address	2
2.4	Membership Fees	2
2.5	Member Obligations	2
2.6	Suspension or Expulsion	3
3	Meetings of the Society	3
3.1	Annual General Meeting	3
3.2	Special General Meeting	3
3.3	Regular Meetings of the Board	4
4	The Directors of the Society	4
4.1	Board of Directors	4
4.2	Nominations	4
4.3	Elections	5
4.4	Vacancy on the Board	5
4.5	Meetings of the Board	5
5	Financial Provisions	7
5.1	The Fiscal Year	7
5.2	Accounts	7
5.3	Audit of the Society's Annual Financial Report	8



Bylaws of *La Société généalogique du Nord-Ouest*



5.4	Monies Received	8
5.5	Disbursements	8
5.6	Expenses	8
5.7	Loans	8
5.8	Remuneration	8
6	Other Constitutional Provisions	8
6.1	Amendments to the Bylaws and Regulations	8
6.2	Dissolution of the Society	8
6.3	Other Activities	9
6.4	Official Language	9
6.5	Official Text of Bylaws	9
7	Application of These Bylaws	9
7.1	These Bylaws and Regulations	9
7.2	These Bylaws and Regulations and Future Amendments	9
	Signature page	9



1. INTRODUCTION

1.1. General Terms and Definitions

- 1.1.1. Gender: Gender neutral language is used throughout this document.
- 1.1.2. Director means an elected member of the Board of Directors.
- 1.1.3. Board is the Board of Directors of the Society.
- 1.1.4. Salon Normand-Lefavre is the social seat of the Society and its library.
- 1.1.5. Sources et ressources is the newsletter of *La Société généalogique du Nord-Ouest*.
- 1.1.6. SGNO is the acronym for *Société généalogique du Nord-Ouest*.

1.2. The Society

- 1.2.1. The Society was incorporated under the name *La Société généalogique du Nord-Ouest* (The North West Genealogical Society) also known by its acronym SGNO or *La Société*.
- 1.2.2. The Society's offices are located in the Edmonton metropolitan area, at an address to be determined by the Board.
- 1.2.3. The Society may choose a logo or symbol to identify itself publicly; such a symbol could be used:
 - 1.2.3.1. in the corporate seal of the Society, if it so desires;
 - 1.2.3.2. in the Society's correspondence and in any publicity made for the Society.
- 1.2.4. The corporate seal of the Society:
 - 1.2.4.1. would contain (in addition to the logo) the following inscriptions: *La Société généalogique du Nord-Ouest*, Edmonton, Alberta, the acronym SGNO, and the date of incorporation of the Society, 1991;
 - 1.2.4.2. may be used to authenticate various acts and publications of the Society;
 - 1.2.4.3. shall be under the care and control of an executive member of the Society or other person selected by the Board.

2. MEMBERSHIP IN THE SOCIETY

- 2.1. There are four categories of members: regular member, associate member, emeritus member and honorary member.
 - 2.1.1. Regular members: Any person interested in genealogy may become a regular member of the Society. To be considered an active member, this person must submit a membership form, pay the annual fee as determined by the Board and be ready to respect the Bylaws and Regulations of the Society and all other conditions of admission decreed by the Board. The regular member will receive the newsletter *Sources et ressources*.



- 2.1.2. Associate member: An associate member shares the address of a regular member. They will pay a reduced fee as determined by the Board. They shall submit to the same obligations and enjoy the same rights as the regular member, but they do not receive the newsletter *Sources et ressources*. The associate member will receive the same membership number as the regular member living at the same address. There can be only one associate member at the same address.
- 2.1.3. Emeritus member: This is a life-long title that can be given by the Board to any member of the Society in gratitude for exceptional services rendered to the Society or because of the remarkable quality of their genealogical works. This title must remain of a very high and rare distinction. The emeritus member enjoys the same rights and obligations as a regular member.
- 2.1.4. Honorary member: The Board may, by resolution, designate any individual, corporation or organization as worthy of becoming an honorary member of the Society. Such honorary members do not pay any annual fees. They can attend, but not vote at Society meetings and are ineligible for election to the Board.

2.2. Membership Card and Certificate

- 2.2.1. The Society issues, in the form and in the conditions determined by the Board, a membership card to all persons who have fulfilled the established conditions to become a regular member, an associate member, an emeritus member or an honorary member.
- 2.2.2. The Society issues in the form and under the conditions determined by the Board, a certificate of gratitude to emeritus and honorary members.

2.3. Address

- 2.3.1. A member must provide the Society their current e-mail and postal address and inform the Board of any changes thereto. The member with an e-mail address will receive by this method the newsletter *Sources et ressources*, and all notices and official communications. A member has access to their information collected by the Society.

2.4. Membership Fees

- 2.4.1. The membership fees are established by the Board and posted on the the SGNO website.
- 2.4.2. Any member who has paid their fees is a member according to the Bylaws.
- 2.4.3. Any person who neglects to pay their fees loses their rights and privileges within the Society.
- 2.4.4. Any person whose membership has lapsed for one year or more will be assigned their former membership number upon renewal.
- 2.4.5. The dismissal of a member or the death of one does not give the right of fee reimbursement.
- 2.4.6. Rights and titles within the Society cannot be transferred.
- 2.4.7. A member can obtain a list of Society members under the conditions determined by the Board.

2.5. Member Obligations

- 2.5.1. A member must become informed of and comply with the Bylaws and Regulations of the Society. These can be found on the SGNO website and at the Salon Normand-Lefavre.
- 2.5.2. Any member may cancel their membership by giving a written notice to the secretary of the Society.



2.6. Suspension or Expulsion

- 2.6.1. The Board can suspend for a period deemed necessary or permanently expel any member who infringes some part of the Regulations of the Society or whose conduct or activities are judged prejudicial or detrimental to the Society. The decision of the Board is final and without recourse. To this end, the Board can follow the procedure it chooses, but not without having secured the right of the said member to be heard. Any member may by a resolution of the Board lose their privileges within the Society if they do not adhere to the Code of Ethics. (Regulations 2.0)

3. MEETINGS OF THE SOCIETY

3.1. Annual General Meeting

- 3.1.1. Each year there shall be a meeting of the Society to:
 - 3.1.1.1. review the preceding year's activities,
 - 3.1.1.2. make the necessary revisions to the Bylaws and Regulations,
 - 3.1.1.3. elect Directors,
 - 3.1.1.4. consider other matters as specified in the notice of convocation.
- 3.1.2. The meeting must be held within 90 days of the end of the previous fiscal year, which is September 30.
- 3.1.3. The notice of the meeting shall be in writing by any means prescribed by the Board.
- 3.1.4. The notice must be made at least 21 days prior to the meeting.
- 3.1.5. The notice must indicate the site, the date, the time and the items to be discussed at the meeting.
- 3.1.6. Eleven active members (present or represented by proxy) are required to establish a quorum for annual meetings; such a quorum must persist throughout the meeting.
- 3.1.7. Any active member present at the meeting may vote on any motion presented at the meeting. Voting shall take place by a show of hands or by proxy; however, at the request of at least five members, voting may be held by secret ballot. A simple majority is required to decide the matters under discussion.
- 3.1.8. The president of the Society is chairperson of such meetings or may designate another active member of the Society to preside.

3.2. Special General Meeting

- 3.2.1. Special meetings may be called to deal with serious or urgent business such as changes to the Bylaws.
- 3.2.2. Such meetings may be called by the president, the Board or a group of at least 10 active members of the Society.
- 3.2.3. The secretary, chairperson or designated person shall, without delay, notify all active members at least 21 days before the date scheduled for the meeting noting the reason for the meeting and the issues to be discussed.



Bylaws of *La Société généalogique du Nord-Ouest*



- 3.2.4. Eleven active members (present or represented by proxy) constitute a quorum; such a quorum must persist throughout the meeting.
- 3.2.5. The president of the Society presides at special meetings or designates a chairperson for the meeting.
- 3.2.6. Any active member present at the special meeting may vote on any motion presented at the meeting. Voting shall take place by a show of hands or by proxy; however, at the request of at least five members, voting may be held by secret ballot. A simple majority is required to decide the matters under discussion.

3.3. Regular Meetings of the Board

- 3.3.1. Regular meetings of the Board will be convened by the secretary, president or three Directors at least five times per year. Normally, the Society's activities cease during the months of July and August.
- 3.3.2. The presence of four Directors constitutes a quorum for these meetings.
- 3.3.3. All active members wishing to attend are welcome.
- 3.3.4. An agenda will be sent in writing at least one week before the meeting.
- 3.3.5. Voting at regular meetings shall be restricted to Directors.
- 3.3.6. A simple majority suffices for decisions to be taken.
- 3.3.7. The President shall vote only in case of a tied vote.

4. THE DIRECTORS OF THE SOCIETY

4.1. Board of Directors

- 4.1.1. The Society is governed by a Board composed of a maximum of eight Directors who are elected at annual general meetings for a term of three years. There will also be a volunteer representative duly chosen by the volunteers for a one-year mandate, who shall have the same rights, duties and obligations of a Director.
- 4.1.2. The Board will have the authority to:
 - 4.1.2.1. fill vacant positions on the Board in order to complete the term or until the next annual general meeting, whichever comes first,
 - 4.1.2.2. dismiss a Director for reasons identified in article 2.6.1 of the Bylaws,
 - 4.1.2.3. appoint committees.

4.2. Nominations

- 4.2.1. Each year, no later than September, the Board shall choose two active members who do not sit on the Board to be a nominations committee for the forthcoming annual general meeting.
- 4.2.2. This committee's mandate is to find a slate of candidates required for the next annual general meeting.



Bylaws of *La Société généalogique du Nord-Ouest*



- 4.2.3. Individual active members endorsed by three other active members may also present themselves as candidates for the election.

4.3. Elections

- 4.3.1. At the annual general meeting, the chairperson of the nominations committee reports on the slate of those having accepted to let their names stand as candidates, ask if there are further nominations or candidates who wish to present themselves, then brings the nomination process to a close.
- 4.3.2. If there are more candidacies than posts vacant on the Board, the chairperson will direct that the required number of Directors be elected from among the candidates.
- 4.3.3. After the closure of the voting period, the nominations committee counts the votes. The chairperson informs the assembly of the identity of the elected candidates without indicating the numbers received for each delegate. In situations where the results are equal for the one or more positions, a second vote will be held. The chairperson then submits to the Board a report and all documents received from the candidates. Ballots are then destroyed.
- 4.3.4. Each of the two members on the nominations committee has the right to accept a position on condition that they have been nominated by at least two active members during the annual general meeting.

4.4. Vacancy on the Board

- 4.4.1. The Board may declare a seat on the Board vacant if a Director has not been present at three consecutive meetings of the Board without a valid reason, resigns, dies, or does not fulfill the necessary conditions to occupy the position.
- 4.4.2. Directors can resign from their position by giving written notice to the secretary of the Board. The resignation takes effect upon the acceptance of the Board.
- 4.4.3. The Board can fill a vacant position by appointing an active member of the Society, who will assume the position until the next annual general meeting.

4.5. Meetings of the Board

- 4.5.1. After the annual general meeting, at its first regular meeting, the Directors shall elect from among themselves, an Executive Committee consisting of a president, a vice-president, a secretary and a treasurer.
- 4.5.2. Directors shall attend scheduled meetings (i.e. Board meetings, special meetings and the annual general meeting) and direct the daily operations of the Society between the regular meetings of the Board.

4.5.2.1. The president:

- is the chief executive officer of and spokesperson for the Society and ensures its good administration;
- is a signing officer for the Society;
- exerts the authority necessary for the proper functioning of the Society;
- presides over the sessions of the Board as well as the general assemblies of all members;



Bylaws of *La Société généalogique du Nord-Ouest*



- in the case of a tied vote at any scheduled meeting, casts the deciding vote;
- ensures the execution of the Board's decisions;
- fulfills all the duties inherent to the position and exerts all powers and missions which could be given to the president by the Board;
- is an *ex officio* member of all Board committees except the nominations committee;
- presents the president's report to the membership at the annual general meeting;
- calls the annual and special meetings of the Society and the regular meetings of the Board, and prepares with the secretary, the agenda for such meetings.

4.5.2.2. The vice-president:

- assumes the president's chair and other functions in the absence of the president;
- is a signing officer for the Society;
- may be assigned other special duties by the Board.

4.5.2.3. The secretary:

- is responsible for taking the minutes of all Board meetings;
- after adoption of the minutes, signs them jointly with the chairperson or president;
- ensures that all correspondence addressed to the Society is forwarded to the appropriate volunteer or Director;
- assumes the president's chair and duties when both president and vice-president are absent;
- at the end of their mandate, remits all secretarial files and papers to the Society's Archivist.

4.5.2.4. The treasurer:

- is a signing officer for the Society;
- receives all payments and donations made to the Society;
- makes all payments authorized by the Board or the executive committee;
- makes a report of the Society's finances whenever required by the Board;
- at the end of their mandate, remits a complete dossier of the current financial affairs of the Society to the Society's Archivist.

4.5.2.5. The directors:

- assume those duties and tasks assigned to them by the Board.

4.5.2.6. The volunteer representative:

- Is the spokesperson for all the volunteers who keep the Salon Normand-Lefavre open;



Bylaws of *La Société généalogique du Nord-Ouest*



- annually revises the volunteers' manual with the help of the volunteer group;
- establishes the schedule for the volunteers who keep the Salon Normand-Lefavre open;
- keeps an up-to-date list of the active members of the Society;
- Invites the members by email or by regular mail to renew their membership before the end of the current year.

4.5.2.7. Assistant-Directors:

When a Director is not ready, willing or able, the Board may appoint active members as assistant directors to assume a specific responsibility, such as archivist, newsletter editor, webmaster, or project coordinator. These assistant directors shall have voice and vote, but only in those deliberations which affect the responsibility entrusted to them.

4.5.2.7.1. The archivist:

- shall guard with due diligence, the paper and electronic archives of the Society;
- ensures that documents associated with Society activities are retained or disposed of in accordance with Board policy.

4.5.2.7.2. The editor of the newsletter *Sources et ressources*:

- ensures the publication of each edition, the frequency of which shall be determined by the Board;
- works with the editorial team to decide on the content of each newsletter;
- sees to the final revision of the newsletter before publication.

4.5.2.7.3. The webmaster:

- is responsible for the development and maintenance of the Society's website;
- works with the committee whose mandate is to oversee the website;
- ensures the website is up to date.

5. FINANCIAL PROVISIONS

5.1. The Fiscal Year

5.1.1. The Society fiscal year shall be from October 1 to September 30.

5.2. Accounts

5.2.1. The Board shall entrust the books and financial records of the Society to the treasurer or to another person under the supervision of the treasurer.

5.2.2. All revenues and expenses, all financial transactions of the Society, as well as its assets and liabilities are to be recorded therein.

5.2.3. The account books of the Society shall be made accessible to all active members of the Society upon request to the treasurer or to the Board.



5.3. Audit of the Society's Annual Financial Report

5.3.1. The financial statements of the Society shall be reviewed annually by an accountant or accredited accounting firm prior to the annual general meeting.

5.3.2. The level of review to be performed will meet the requirements of our funding institutions. Unless otherwise specified, a notice to reader or a compilation engagement will be considered adequate.

5.4. Monies Received

5.4.1. All monies received by the Society shall be deposited, in the name of the Society, with a local bank or financial institution chosen by the Board.

5.5. Disbursements

5.5.1. The Society's expenses for goods and services shall be paid by bank cheque, electronic transfer or pre-authorized debit. Two authorized signatures are required for all disbursements.

5.6. Expenses

5.6.1. Board approval is required for any non-budgeted expenses.

5.7. Loans

5.7.1. The Society is not authorized to lend monies or to take out a loan for itself at any time.

5.8. Remuneration

5.8.1. A Director shall not receive any remuneration for tasks performed as a member of the Board. However, the Board may, by resolution, refund expenses incurred for travel and activities specifically undertaken at the request of the Board.

6. OTHER CONSTITUTIONAL PROVISIONS

6.1. Amendments to the Bylaws and Regulations

6.1.1. Amendments or revisions to the current Bylaws and Regulations may be proposed at the annual general meeting or a special meeting of the Society.

6.1.2. Amendments or revisions may be proposed by the Board or upon written request from a group of 12 active members of the Society.

6.1.3. All active members of the Society shall be advised, in writing of such proposed changes at least 21 days before the general meeting.

6.1.4. Changes and amendments require the approval of 3/4 of the active members of the Society present at the general meeting,

6.2. Dissolution of the Society

6.2.1. In the event the Society should have to be dissolved, the just debts of the Society shall be paid, articles returned to their rightful owners. Remaining possessions of the Society shall be entrusted to another non-profit cultural organization in the Edmonton metropolitan area whose aims and purposes are similar to those of the *Société Généalogique du Nord-Ouest*.



Bylaws of *La Société généalogique du Nord-Ouest*



6.3. Other Activities

6.3.1. At least five times per year, the Board will hold activities for its members and / or the general public e.g. open houses, workshops, conferences, etc.

6.4. Official Language

6.4.1. French shall be the official language of communication, as much as possible, for all deliberations or meetings of the Society. Members must accept that French is used in most oral and written communications. Although meetings of the Society will be conducted in French, English may be used when necessary to be more precise. Presentations to the Board may be made in either language.

6.5. Official Text of Bylaws

6.5.1. The English version of the Bylaws and Regulations shall be considered the official documents of the Society.

6.5.2. The French version of the Bylaws and Regulations must align with the English version.

7. APPLICATION OF THESE BYLAWS AND REGULATIONS

7.1. These Bylaws and Regulations supersede and replace all amendment and previous Bylaws and Regulations.

7.2. These Bylaws and Regulations and future amendments will be in effect once they have received an affirmative approval from its members as to article 3.1.1 of the Bylaws and other legal requirements.

We hereby certify that these are the ByLaws of *La Société généalogique du Nord-Ouest* as amended and approved by a majority vote of the members present at the Society's annual general meeting held on November 22, 2023.

Paul Pelchat
Paul Pelchat, President

14 déc. 2023
Date

Jean-Yves Vanier-Verbeek
Jean-Yves Vanier-Verbeek, Vice-President

13 DEC. 2023
Date

Paulette Briand
Paulette Briand, Treasurer

12 Dec. 2023
Date

Dorianne Vincent
Dorianne Vincent, Director

12 déc. 2023
Date