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Constitution

Updated April 2025



Search and Rescue Regina Inc. Constitution

Enacted April 6, 2025

Article I – Name

The name of the corporation shall be Search and Rescue Regina Inc. (SARR).

Article II - Type of Corporation

The Corporation shall be a Non-Profit Membership Corporation as defined by *The Non-Profit Corporations Act* of the Province of Saskatchewan.

Article III - Corporation Objectives

- To promote health and safety by conducting ground search and rescue operations, as well as providing training to its members to ensure their safety during these operations.
- To do all such things as are incidental and ancillary to the attainment of the above charitable purpose.

Article IV - Board of Directors and Executive

The Board of Directors for SARR shall be limited to four Executive members, plus three additional Directors At Large for a total of seven. Each member of the Board shall serve for a minimum term of one year, with the option for re-election. There is no limit on the number of consecutive terms that can served by an Executive member or a Director at large.

The four Executive positions (President, Vice-President, Secretary and Treasurer), shall be known as Executive of the Corporation (herein known as the Executive), and shall be elected by the membership. The Executive members will be considered as Directors for voting purposes.

All financial and legal business of SARR shall be conducted by a majority agreement of the Board of Directors.

Each member of the Board of Directors shall have one vote in all proceedings.

Directors who do not complete their elected term of office may be replaced, until the end of the original term, by a nominated member who receives a simple majority vote from the remaining Directors. The President will only vote if there is a tie.

Article V - Membership

Acceptance of an application to become a member of SARR is dependent upon:

- Provision of a Criminal Records Check (including Vulnerable Sector Check) meeting the requirements in Criminal Records Check.
- Other requirements as defined by Bylaw I – Membership Requirements.

Note: all members are required to follow the guidelines as defined in Membership handbook.

Article VI - Funds

No member or director shall spend or commit to spend funds on behalf of SARR without prior approval by the Board of Directors.

The Board of Directors of SARR shall determine procedures for receiving and disbursing all funds.

All of the monies belonging to SARR shall be deposited in a bank or credit union to be designated by the Executive.

Money may only be drawn out by a cheque bearing the signatures of two members of the Executive or delegate, or by an automated and secure dual signature banking feature. The individuals signing the cheque **cannot** be indicated as payee of the cheque.

The funds and property of SARR shall be used and applied to and for such purposes as may best promote the particular objectives of the organization.

At the Annual General Meeting (AGM), a financial statement including a statement of assets and liabilities of the corporation in the form of a balance sheet, and a statement of revenue and expenditures of the corporation that are prepared in accordance with generally accepted accounting principles from the previous fiscal year shall be submitted to the membership.

In the event SARR should cease operations, after one year from the last documented Board of Directors meeting, the remaining assets of the Corporation shall become the property of the Search and Rescue Saskatchewan Association of Volunteers (SARSAV).

Article VII – Annual General Meeting (AGM)

The AGM of the members shall be held no later than four months after December 31st, the end of the fiscal year.

The AGM meeting notice will include an agenda, financial statements, roles and responsibilities and documents that will be discussed at the meeting. These documents will be provided to members between 21 and 50 days prior to the meeting.

The President will chair the AGM. If the President is absent, then the task falls to the Vice President. If neither of these people are at the meeting within fifteen minutes of the start time, then the members shall elect a chair among themselves based on a vote of 50 percent plus one of the Members in Good Standing present.

The AGM may be conducted with some or all of the attendees participating by teleconference or other electronic communication methods.

Quorum for the AGM is 25 percent of the Members in Good Standing.

Only Members in Good Standing shall be entitled to attend the Annual General Meeting. Guests may attend at the discretion of the board and membership, but have no vote.

The chairperson of the AGM has authority over all proceedings within said meeting. Attendees failing to recognize the authority of the chairperson may be removed from the meeting subject to the chairperson's discretion.

Article VIII - Elections

All Members in Good Standing are eligible to be candidates for all elected positions provided they adhere to the requirements of the Term of Office and are in good standing of the chapter. All candidates are recommended to submit their expression of interest at least 10 days prior to the AGM.

Candidates for open positions on the Board of Directors may be nominated through a request from the floor at the Annual General Meeting or by written request to the Board of Directors prior to the AGM.

The Chairperson or designate presiding over the AGM shall conduct a vote for all Board positions. In the event there is only one person who has expressed interest for a role, they shall be acclaimed to the position they are running for. The Chairperson presiding over the AGM shall further conduct a vote for each Director position one at a time.

The nominee must receive at least one-half-plus-one of the votes cast from the members present at the meeting to be elected. In the event there are more than two nominees, the candidate with the most votes will fill the available position. The

Chairperson of the AGM is granted dispute resolution unless directly involved and must recuse themselves.

Article IV – Meetings

A Special Business Meeting of the membership may be called by at least 25 percent of the Directors to deal with constitutional amendments, provided that notice and required documents are presented at least 30 days prior to the meeting. The amendments are required to be passed by a majority of no less than two-thirds of the total votes cast by the members who have voted in person or by written submission.

Meetings may be conducted with some or all of the attendees participating by teleconference or other electronic communication methods.

Any Member in Good Standing attending any SARR membership meeting shall be given the right to vote on all matters dealt with at the meeting. Voting shall be conducted on the basis of one vote per member, the vote may be expressed by raised hands except if a ballot is demanded by a member entitled to vote at the meeting. A member may demand a ballot either before or after any vote by show of hands.

A quorum for the conduct of business at a Board of Directors meeting of SARR shall be no less than 50 percent plus one of the serving Board of Directors.

Article V - Amendments

The Constitution of SARR may only be made, amended, or repealed at the Annual General Meeting (or at a constitution-specific Chapter Meeting) by a resolution passed by not less than two-thirds of the votes cast by the Members In Good Standing in attendance.

Article VI - Enactment

This constitution shall be effective immediately upon the adoption by the active membership of the Corporation.

Description	Date (YYYY/MM/DD)
Created	2002/05/14
Updated	2012/01/31
Enacted at the Annual General Meeting	2023/04/30
Changes approved by Board of Directors	2024/02/11
Enacted at Annual General Meeting	2024/04/28
Changes approved by Board of Directors	2025/03/07
Enacted at Annual General Meeting	2025/04/06