

BY-LAWS
of the
GOVERNMENT FINANCE OFFICERS ASSOCIATION
OF THE UNITED STATES AND CANADA
ALBERTA CHAPTER

PURPOSE

1. The purpose and objectives of the Government Finance Officers Association of the United States and Canada, Alberta Chapter, are articulated in the Association's Vision and Mission Statements.

Vision: The Alberta Government Finance Officers Association is a leader in shaping municipal financial practices and is a vital source of professional development, issue dialogue and regional networking for municipal finance practitioners in Alberta; GFOA develops and attracts quality leadership with a passion for organizational performance in support of prosperous communities.

Mission: The Alberta Government Finance Officers Association promotes excellence in municipal financial management for the benefit of its members and the public.

MEMBERSHIP

2. Active Member
 - includes any person employed in the public sector who has governmental accounting or financial responsibility, regardless of their title. The public sector is defined as including:
 - local government
 - provincial government
 - federal government
 - public agencies affiliated with these levels of government
- Associate Member
 - any person not eligible for active membership who is interested in the principles and practices of governmental finance and who subscribes to the purposes of the Association.
3. Member in Good Standing
 - any person not eligible for active membership who is interested in the principles and practices of governmental finance and who subscribes to the purposes of the Association

MEMBERSHIP FEES AND TERM

4. The annual membership fee shall be approved at an Annual General Meeting and shall remain in effect until changed at an Annual General Meeting.
5. Annual membership shall be for the period January 1st to December 31st of each year. Any member who fails to pay the annual membership fee by January 31st of the current membership year, shall be removed from the registrar of members, but such person may be readmitted to membership upon payment of the appropriate membership fee in accordance with Policy.
6. Any member wishing to withdraw from membership may do so upon notice to the Board through its Secretary.
7. A member may be expelled from membership for any cause, which the Association may deem reasonable upon a two-thirds (2/3) vote of all active members of the Association in good standing who are present at a properly called meeting.

MEETINGS OF THE ASSOCIATION

8. The Annual Meeting of the Association shall be held on or before October 31st of each year at such time and place as may be determined by the Directors.
9. Other meetings of the members may be called at the request of the President at such time and place as may be determined by the Directors.
10. Notice of the time and place of all annual and/or special meetings and the general nature of the business to be transacted shall be forwarded by ordinary mail to each member at least twenty (20) days prior to the date of such meeting or sent by means of facsimile transmission, or by other means of electronic transmission, including but not limited to electronic mail to each member at least fourteen (14) days prior to the date of such meeting.
11. Seven (7) active members in good standing shall constitute a quorum at any annual, general, or special meeting of the Association for purposes of transacting business.

VOTING

12. Any active member in good standing shall be entitled to one (1) vote on any and all matters which come before the membership at any annual, general, or special meeting of the Association. Such vote must be made in person and not be proxy or otherwise.

ELECTION OF THE BOARD

13. The Board shall appoint a nominating committee comprised of two (2) active members in good standing who shall select not less than one name, from the active membership in good standing, for each Director position which is to be filled at an Annual Meeting.

14. Additional nominations may be made from the floor at the Annual Meeting by an active member in good standing.
15. All manner of holding elections and the rules of procedure pertaining thereto shall be prescribed by the Board of Directors.

BOARD OF DIRECTORS

16. The Board of Directors shall be elected, with the exception of the immediate Past-President, from the active members in good standing, residing in Alberta and shall be comprised of:
 - (a) the immediate Past-President;
 - (b) President;
 - (c) Vice-President;
 - (d) Secretary;
 - (e) Treasurer;
 - (f) up to four (4) Directors-at-Large
17. The Board of Directors, with the exception of the immediate Past-President, shall be elected at the Annual Meeting of the Association and shall hold office for a period on one (1) year, or until their successors have been duly elected.
18. Vacancies on the Board of Directors, however caused, may be filled by an appointment by the Board of Directors for the unexpired term of the person creating the vacancy. Such appointment must be made from active members in good standing.
19. Meetings of the Board of Directors may be called at the request of the President at such time and place as he/she may so determine. Meetings of the Board of Directors shall be called giving notice in writing by ordinary mail to each Board member not less than ten (10) days prior to the meeting date, or by giving three (3) days notice by facsimile transmission, or by other means of electronic transmission, including but not limited to electronic mail.
20. A majority of members of the Board shall constitute a quorum for the transaction of business.

DUTIES OF THE BOARD

21. The Duties of the Board shall be to:
 - a) transact the business of the Association, including policy matters;
 - b) arrange meetings as to time, place and program;
 - c) study and refer all matters of interest to the Association;
 - d) perform such other matters as may be deemed to pertain to the advancement, welfare and best interests of the Association and its members.

SPECIFIC DUTIES OF OFFICERS AND OFFICIALS

President

22. The President shall, when present, preside at all meetings of the members of the Association and the Board of Directors.
23. The President shall be responsible for the general management and supervision of the affairs of the Association.

Vice-President

24. The Vice-President shall assume the duties of the President in the absence of the latter.

Secretary

25. The Secretary or designate shall attend all annual, general and special meetings of the Association and all Board meetings and shall keep accurate minutes of same.
26. Should the Association be required to have a common Seal, the Secretary shall have charge of it, which Seal whenever used shall be authenticated by the signature of the Secretary and President, or, in the case of the death or inability of either to act, by the Vice-President.
27. The Secretary shall keep a record of all members of the Association and their addresses and shall send all notices of the various meetings as required.
28. The Secretary shall be the custodian of all books, papers, minutes, correspondence, contracts and other documents belonging to the Association.

Treasurer

29. The Treasurer shall receive all monies paid to the Association and shall be responsible for the deposit of same in whatever bank the Board may order.
30. The Treasurer shall properly account for the funds of the Association and shall keep full and accurate accounts of all transactions.
31. The Treasurer shall present a detailed account of receipts and disbursements to the Board whenever requested and shall submit to the Annual Meeting a statement duly audited or reviewed as hereinafter set forth of the financial position of the Association and shall submit a copy of same to the Secretary for the records of the Association.

Secretary-Treasurer

32. The offices of Secretary and Treasurer may be combined to that of Secretary-Treasurer at any Annual Meeting where election of officers is to occur. The combining of these two offices will be determined by the vote of the majority of those active members present and shall remain in force until such time as a majority vote of active members present at a subsequent Annual Meeting separates the two offices.
33. The Secretary-Treasurer shall perform the duties as set out for the Secretary and the Treasurer.

Immediate Past President

34. The Immediate Past President is responsible for ensuring continuity between the previous year and current year, and for chairing the nominating committee.

FISCAL YEAR

35. The fiscal year of the Association shall be January 1st to December 31st.

AUDITING

36. The books, accounts and records of the Secretary and the Treasurer shall either be subject to an audit or a review engagement at least once each year by a duly qualified accountant or by two members of the Association, who are not Directors, appointed for that purpose at a meeting of the Board.
37. A complete and proper statement of the financial standing of the Association for the fiscal year audited or reviewed shall be submitted by the Treasurer or their designate to the next ensuing Annual Meeting of the Association.
38. The books and records of the Association may be inspected by any member in good standing at the Annual Meeting or at any time, given reasonable notice and after arranging a time satisfactory to the officer(s) having charge of same.

REMUNERATION

39. No officer or member of the Association shall receive any remuneration for services provided to the Association.
40. Notwithstanding Article 39, the Board of Directors may authorize the payment of monies to a member for reimbursement of travel and living costs associated with conducting Association business.

BORROWING POWERS

41. For the purpose of carrying out its objectives, the Association may borrow, raise or secure

the payment of money in such legal manner as it deems necessary, provided only that the borrowing of funds in any manner must receive the prior approval of the active membership of the Association at an Annual Meeting.

ALTERATION AND AMENDMENT OF BY-LAWS

42. The By-laws of the Association may be rescinded, altered or added to by an extraordinary resolution passed by a majority of not less than three-fourths (3/4) of such members entitled to vote as are present in person at a general meeting of which notice specifying the intention to propose the resolution as an extraordinary resolution and the nature thereof, has been given at least (20) days prior to the date of such meeting by ordinary mail or (14) days where sent by facsimile transmission, or by other means of electronic transmission, including but not limited to electronic mail.

APPROVED April 30th 1984

REVISED February 16th 2007– Approved at the Special General Meeting in Calgary

President: _____
George Huybregts, B.Comm., CMA

Secretary: _____
Karen Gibson, CMA