

BY-LAWS No 12 (April 18, 2015)
OF
THE CIVIL AIR SEARCH AND RESCUE ASSOCIATION OF NOVA SCOTIA

1. SUCCESSION

These By-laws, having been approved by the members of the Association named below, and subject to the approval of the Registrar, supersede any prior versions of the By-laws of the Association.

2. NAME

The name of this Association is Civil Air Search and Rescue Association of Nova Scotia.

3. DEFINITIONS

1. In these by-laws unless there be something in the subject or context inconsistent therewith:

- a) "Association" means Civil Air Search and Rescue Association of Nova Scotia (CASARANS);
- b) "Board of Directors" or "Board" means the Board of Directors of the Association;
- c) "Certified" The acknowledgement by a Member Organization of a Member's proficiency training as established by the CASARA Policy Manual and as recorded by each Member Organization as being operationally trained and qualified for actual SAR operations. (National Policy Manual definition);
- d) "Member" means a member of the Association;
- e) "Registrar" means the Registrar of Joint Stock Companies appointed under the Companies Act of Nova Scotia;
- f) "Special Resolution" means a resolution passed by not less than three fourths of such members entitled to vote as are present in person or by proxy, where proxies are allowed, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution has been duly given. (R.S., c. 435, s. 2). As per the *Societies Act*. R.S., c. 435, s. 1. , such special resolutions are necessary only for significant amendments to the foundational structure of the association such as to change its name or alter its objects so as to add to or restrict or abandon any of its objects or the locality in which its activities are chiefly carried on.

(New April 28,2013)
- g) "Qualified" The acknowledgement that a member has the minimum level of hours for total time and pilot-in-command time or such other criteria as established by CASARA for the commencement of Authorized Activities, other than actual SAR operations;

(Amended April 29,2006)
- h) "Zone Commander" Person elected by the zone to fulfill the role and responsibilities of zone commander in accordance with the Standard Operating Procedures;

- i) “Director” means a person elected from a Zone as a Director of the Association;
 - j) “Zone Member” means a member of the Association associated with a particular Zone;
 - k) “Zone” means a geographical area of administrative responsibility as defined by resolution of the board;
 - l) “Deputy Zone Commander” Person elected by the zone to fulfill the role and responsibilities of deputy zone commander in accordance with the Standard Operating Procedures;
 - m) “Zone Training Officer” Person elected by the zone to fulfill the role and responsibilities of zone training officer in accordance with the Standard Operating Procedures;
 - n) “Zone Secretary” Person elected by the zone to fulfill the role and responsibilities of the zone secretary in accordance with the Standard Operating Procedures;
 - o) “Zone Executive” consists of the elected zone commander, deputy zone commander, zone training officer, and zone secretary;
 - p) “Provincial Executive” consists of the President, Vice President, Secretary and Treasurer elected from among the Directors to fulfill the role and responsibilities in accordance with the Standard Operating Procedures;
(Amended 3 May 2003)
(Amended 29 April 2006)
 - q) “Proxy” If a Director of the Board is unable to attend a meeting of the Board, a proxy will be allowed in accordance with the Standard Operating Procedures.
(New 29 April 2006)
 - r) “National Director” is the Association’s representative to CASARA National.
(New 29 April 2006)
 - s) “Zone in Good Standing” signifies that the evaluation of the zone is current as per the CASARA Liaison Officer Manual in effect, and other essential activities such as those related to the CASARA MANAGEMENT SYSTEM (CMS), (membership data input, Operational Status Report and events capture) are current and up to date.
(New April 28, 2013)
 - t) “Active” means a member who is certified or who is actively training to be certified in his/her position and demonstrating a genuine interest in CASARA.
(New April 18, 2015)
2. Wherever in these by-laws pronouns indicating the masculine gender are used, the intent is that they should include members of the feminine gender.

4. MEMBERSHIP

1. Membership in CASARA NS shall be in accordance with the National Policy Manual criteria, the National Bylaws and the Association By Laws. CASARA NS is a member organization of CASARA (National).

(Amended 29 April 2006)

2. Every member shall be associated with a Zone of the Association and upon admission to membership, the following shall be entered into the register of members: member's name; date of birth; address; contact numbers; next of kin name and contact numbers; beneficiary name and contact numbers; a completed medical declaration (non pilot); if acting as licensed pilot a valid License Validation Certificate; and the Zone with which he is associated.

(Amended 29 April 2006)

3. Intentionally left blank.

(Amended 29 April 2006)

4. Every member shall be entitled:

- a) to attend and vote at any general meeting of the Association;
- b) to attend and vote at any meeting of the Zone with which he is associated;
- c) to hold an elected position in accordance with the criteria in the Standard Operating Procedures.

(Amended 29 April 2006)

5. Membership in the Association ceases:

- a) upon death;
- b) upon receipt by the secretary of the member's Zone of a written resignation;
- c) when a member ceases to qualify for membership in accordance with these by-laws.

6. A member of CASARA NS must meet the following minimum requirements

- a) Must have reached his/her eighteenth (18) birthday prior to the start of CASARA NS training. If less than 19 years old the Consent form must be signed by a legal guardian.
- b) Must complete a "Medical Self Declaration", or have a valid License Validation Certificate. Each member must sign a new Medical form and application for membership form annually and update Beneficiaries accordingly. All pilots must have a current copy of their LVC on file.
- c) Must demonstrate a genuine interest in the CASARA NS program and be prepared to complete all necessary training to achieve and maintain "certified" status.
- d) Must sign a waiver of claim.
- e) Must provide the name and contact numbers of an insurance beneficiary and the next of kin.
- f) Must be a resident of Canada.

(Amended 29 April 2006)

- g) Members must attend a minimum of 25% of scheduled meetings, and at least 50% of their training per year unless there are extenuating circumstances, which shall be determined by the Zone Commander.

(New May 3, 2014)

- h) A person applying for membership in CASARA must have a criminal record check presented to their Zone Executive.

(New May 3, 2014)

7. Membership may be revoked by the Zone Commander for failure to attend at least one (1) CASARA authorized activity during any twelve (12) consecutive months, or by a two thirds majority of a Zone Executive.

(Amended 29 April 2006)

8. Zone Requirements

- a. For a Zone to be a member of CASARA NS the following must be in place:

- i. All evaluations as outlined in the National Policy Manual, CASARA Liaison Officer Manual and CASARA NS policy guide will be current and in effect.
- ii. All reporting and documentation as required by the CASARA Management System (CMS) shall be current and up to date, by the time of the AGM meeting. This will be checked annually.
- iii. A Zone will be removed from operational status if the conditions in i) are not satisfied. Failure to be in compliance with the terms set forth in i) for more than one cycle (that is, by the time of the second AGM) may result in closure of the zone.

- b. Any zone closed as per the terms of ii) above will be removed from the list of the Member Organizations and a period of not less than 18 months shall pass before the Zone may re-apply for membership in the provincial organization.

(New April 28, 2013)

5. FISCAL YEAR

The fiscal year of the Association shall be the period from the first day of April in any year to the last day of March in the year next following.

6. ASSOCIATION MEETINGS

- 1. A general meeting of the Association shall be held annually.

(Amended 29 April 2006)

2. The date of the Annual General Meeting of the Association shall be determined by the provincial executive and shall be held within three months of the end of the fiscal year. Notice to members is required which must:
 - a) specify the date, place and time of the meeting,
 - b) be given to the members thirty (30) days prior to the meeting,
 - c) be given to the members in writing, by telephone, or by electronic means, and
 - d) the non-receipt of notice by any member shall not invalidate the proceedings.

(Amended 8 May 2004)
(Amended 29 April 2006)
(Amended 18 April 2015)

3. All general meetings other than the Annual General Meeting shall be called special general meetings. The Directors may call a special general meeting of the Association if requisitioned in writing by not less than twenty five percent (25%) in number of the members of the Association.

4. Fourteen days notice of an annual or special general meeting specifying the place, date and hour of the meeting and, in the case of special business, the nature of such business, shall be given to the members. Notice to members must be given in writing, by telephone, or by electronic means. The non-receipt of notice by any member shall not invalidate the proceedings.

(Amended 29 April 2006)
(Amended 18 April 2015)

5. At each Annual General Meeting of the Association, the following items of business shall be dealt with and shall be deemed to be ordinary business:

- a) The consideration of the minutes from the preceding general meeting;
- b) The consideration of the annual report of the President, National Director, Provincial Training Officer, Provincial Safety Officer, Provincial Equipment Officer and Zone Commanders or their designates.
- c) Treasurer's annual report with consideration of the financial statements, including the balance sheet and income statement.
- d) The election of a Training Officer, an Equipment Officer and a Safety Officer from the members present, each for a period of two years.

All other business transacted at an annual general meeting shall be deemed to be special business. All business shall be deemed special that is transacted at a special general meeting.

(Amended 29 April 2006)

1. No business shall be transacted at any meeting of the Association unless a quorum of members is present at the commencement of such business and such quorum shall consist of fifteen members.

7. If within one half hour from the time appointed for an Annual General Meeting a quorum of members is not present, the meeting shall stand adjourned to such time and place as directed by the Provincial Executive. In the event a quorum of members is not present for a special general meeting, it shall be adjourned sine die.

(Amended 29 April 2006)

8. The President of the Association shall preside as Chairperson at every general meeting of the Association;
If there is no President or if at any meeting he is not present at the time of holding the same, the Vice-President shall preside as the Chairperson;
If there is no President or Vice-President, or if at any meeting neither the President nor the Vice-President is present at the time of holding the same, the members present shall choose someone of their number to chair the meeting.
9. In the event of a vacancy in the position of Provincial Training Officer, Provincial Safety Officer or Provincial Equipment Officer, the position will be filled for the remainder of the term by the appointment of a member of the Association by the Board of Directors.

(Amended 3 May 2003)

10. Board of Directors Meetings

- 10.1 The affairs of the Association shall be managed by a Board of Directors. Unless otherwise determined by special resolution of the Association, the number of Directors of the Association shall consist of three Directors from each Zone with one Director being the Zone Commander or Zone Training Officer.
- 10.2 The date of the annual Board of Directors meeting shall immediately follow the Annual General Meeting.
- 10.3 The Secretary or two (2) Directors shall have the power to call a special Directors meeting of the members for the transaction of special business.
- 10.4 Fourteen days notice of an annual or special Directors meeting specifying the place, day and hour of the meeting and, in the case of special business, the nature of such business, shall be given to the members.
- 10.5 At each Annual Directors Meeting of the Association, the following items of business shall be dealt with and shall be deemed to be ordinary business:
 - a) The consideration of the minutes from the preceding Directors meeting;
 - b) The election from within its membership an Executive consisting of President, Secretary, Vice President and Treasurer for a two-year term. The election of the Vice President and the Treasurer shall alternate with the election of the President and the Secretary. Executive members may be re-elected. However, no person shall hold the office of President or Vice President for more than two consecutive terms.

(Amended 25 April 2009)
 - c) The appointment of a Representative to National. The National Representative normally shall be the Provincial President. In the event that the National Director becomes elected to a National Executive position, the National Director must be re-elected by the Directors the following year, to remain in the Executive position.

(Amended 18 April 2015)

- d) No Zone shall hold more than two (2) executive positions at any time.

Any other business transacted shall be deemed special business.

- 10.6 A quorum for meetings of the Board of Directors shall be not less than 50 percent (50%) of the membership of the Board. If a Director of the Board is unable to attend a meeting of the Board, a proxy will be allowed in accordance with the Standard Operating Procedures. The written proxy shall be submitted prior to the commencement of the meeting and shall count as part of the quorum. In the event that a special meeting is deemed necessary for the purpose of conducting a vote, the current Directors including the secretary for recording purposes may process the resolution electronically. The resolution with results shall be entered into the minutes at the next annual or special directors meeting.
- 10.7 If within one-half hour from the time appointed for an annual Directors meeting a quorum of members is not present, the meeting shall stand adjourned to such time and place as directed by the Provincial Executive. In the event a quorum of members is not present for a special Directors meeting, it shall be adjourned sine die.
- 10.8 The President of the Association shall preside as Chairperson at every Directors meeting of the Association;
If there is no President or if at any Directors meeting he is not present at the time of holding the same, the Vice President shall preside as the Chairperson;
If there is no President or Vice President, or if at any meeting neither the President nor the Vice President is present at the time of holding same, the members present shall choose someone of their number to chair the meeting.
- 10.9 In the event of a vacancy in the position of President, the Vice President will automatically assume the position for the remainder of the term. In the event of a vacancy in the position of Vice President, Secretary or Treasurer, the Board of Directors shall fill the vacancy for the remainder of the term by election of a Board member.

(Amended 29 April 2006)

7. ZONE MEETINGS

- 1. An Annual Zone Meeting shall be held not less than seven days prior to the Annual General Meeting of the Association.
(Amended 29 April 2006)
- a) Additional meetings of the members associated with a Zone may be convened by the chairman of the executive of the Zone at any time, and shall be convened by the chairman if requisitioned in writing by at least twenty five percent (25%) in number of the Zone members.
- 3. Seven days notice of any Zone meeting, specifying the place, day and hour of the meeting and the nature of the business to be considered, shall be given to Zone members.

(Amended 29 April 2006)

4. At each annual Zone meeting, the following items of business shall be dealt with in addition to any other matters set forth in the notice convening the meeting:
 - a) The consideration of the minutes of the preceding Zone meeting;
 - b) The consideration of the annual report of the Zone Executive;
 - c) The election of a Zone Executive for a one year term that shall consist of a Zone Commander, a Deputy Zone Commander, a Zone Training Officer and a Zone Secretary. A Zone may also elect or appoint a Treasurer, Safety Officer and Equipment Officer. Members may be re-elected annually;
 - d) The election of three Directors for a one-year term. Directors shall be eligible for re-election. The Zone Commander or Zone Training Officer shall be a Director of the Association;
 - e) In the event of a vacancy in the Zone Executive or a Director's position, the position may be filled for the remaining term by a majority vote of the Zone membership.
 - f) In the event that a Zone Director becomes elected to an Executive position, the Zone Director must be re-elected as a Director at the Zone level the following year, to fulfill the two-year mandate of the Executive position.

(Amended 3 May 2003)

(Amended 29 April 2006)

5. No business shall be transacted at any Zone meeting unless a quorum of active members is present at the commencement of such business and such quorum shall consist of fifty percent (50%) of the Zone active membership.

(Amended 29 April 2006)

(Amended 18 April 2015)

6. If within one half hour from the time appointed for an annual or special Zone meeting a quorum of members is not present, the meeting shall stand adjourned to such a time and place as directed by 2 members of the Zone Executive.

(Amended 29 April 2006)

7. The Zone Commander shall preside as chairman at every general meeting of the Zone. If there is no Zone Commander or if at any meeting he is not present at the time of holding the same, the Deputy Zone Commander shall preside as chairman; If there is no Zone Commander or Deputy Zone Commander, or if at any meeting neither the Zone Commander nor the Deputy Zone Commander is present at the time of holding the same, the Zone members present shall choose someone of their number to be chairman.

8. Preparation of minutes, custody of the books and records, and custody of the minutes of all the meetings of the Zone shall be the responsibility of the secretary.

8. GENERAL

1. At any general meeting of the Association, any general meeting of the Directors, and any Zone meeting, the person chairing the meeting shall have no vote except

in the case of an equality of votes. In the case of an equality of votes, the person chairing the meeting shall cast the deciding vote.

(Amended 29 April 2006)

2. The chair of any meeting of members, with the consent of the meeting and subject to such conditions as the meeting may impose, may adjourn the meeting from time to time and from place to place, and no notice of any such adjourned meeting need be given.

(Amended 29 April 2006)

3. At general and Zone meetings every question shall be decided by a show of hands by eligible voting members unless a secret ballot thereon is required by the chairman or demanded by a member or proxy holder present who is entitled to a vote. At a meeting of the Directors every question shall be decided by a show of hands and proxy holders unless a ballot thereon is required by the chairman or demanded by a member or proxy holder present and entitled to vote. Unless a poll is demanded by at least three members, a declaration by the person chairing the meeting that a resolution has been carried and an entry to that effect in the books of the proceedings of the Association, the Board or the Zone shall be sufficient evidence of the fact, without proof of the number or proportion of the members or Zone members recorded in favour of or against such resolution.

(Amended 29 April 2006)

(Amended 14 May 2011)

4. If a poll is demanded in the manner aforesaid, the same shall be taken in such manner as the person chairing the meeting may prescribe and the result of such poll shall be deemed to be the resolution of the meeting.
5. At any meeting of the Association, the Board or Zone, a member shall have one vote only. A Director may vote at any meeting of the Board by means of a written proxy. The proxy holder shall be a Director, and shall act at a Directors meeting in the manner and to the extent authorized by the proxy. The written proxy shall be submitted prior to the commencement of the meeting.

(Amended 29 April 2006)

6. All general meetings of the Association or the Zone shall be conducted using parliamentary procedures as set forth in "Roberts' Rules of Order".
7. The following persons may, at the discretion of their respective organizations, attend meetings of Directors as ex-officio Directors and be accorded the same rights and privileges as Directors except that they will not be counted in determining whether a quorum of Directors is present nor will they be eligible to vote on resolutions of the Board:
 - a) a representative of Transport Canada, on behalf of the Regional Aviation Safety Office;
 - b) a representative of the Department of National Defense (Search and Rescue) normally from the Transport and Rescue Squadron associated with the Atlantic SAR Region.

(Amended 29 April 2006)

- c) the Provincial Safety, Equipment or Training Officers, or other officer holding an elected position with CASARA NS
(Amended 28 April 2013)

8. Preparation of minutes, custody of the books and records, and custody of the minutes of all the meetings of the Association and of the Board shall be the responsibility of the Secretary. The seal of the Association shall be in custody of the Secretary and may be affixed to any document upon resolution of the Board.

(Amended 29 April 2006)

9. The Directors shall serve without remuneration and no Director shall directly or indirectly receive any profit from his position as such; provided that a Director may be paid reasonable expenses incurred by him during the performance of his duties or, in lieu thereof, a reasonable per diem allowance on account of daily living expenses together with travel costs, all as determined by the Board; provided further that a Director who is engaged in or is a member of a firm engaged in any business or profession, may act in and be paid the usual professional costs and charges for any professional business required to be done in connection with the administration of the affairs of the Association. All Directors must, during their tenure on the Board, be members of the Association.

(Amended 29 April 2006)

10. Notwithstanding anything contained in these by-laws, a resolution in writing signed by all of the Directors shall be as valid as if it had been passed at a Board of Directors meeting duly convened, constituted and held for that purpose.

(Amended 29 April 2006)

9. SECTION INTENTIONALLY LEFT BLANK

10. SECTION INTENTIONALLY LEFT BLANK

11. DUTIES OF OFFICERS OF THE ASSOCIATION

1. Intentionally left blank

2. Other Provincial Officers

- a) With the authority of the Board of Directors, the Provincial Safety Officer, in association with the RASO shall develop safety programs to meet with all basic and continuation training requirements.
- b) With the authority of the Board of Directors, the Provincial Training Officer is to ensure that the training conducted in each of the Zones follows the guidelines set out in the Standard Operating Procedures. He shall ensure that Zone training records are kept in accordance with the National Policy Manual.

(Amended 29 April 2006)

- c) With the authority of the Board of Directors, the Provincial Equipment Officer is to keep an inventory of the equipment held by each Zone and by the Province. . The list shall include an indication of ownership (Zone, Province or National), and its state of repair. The Provincial Equipment Officer will advise the board as to any need for transfer of equipment, purchases, or maintenance.

3. Intentionally left blank.

12. AUDIT OF ACCOUNTS

1. A financial statement must be filed annually with the Registry of Joint Stock Companies. Two Directors must sign the financial statement. The financial statement must be in the form of a Balance Sheet and Income Statement.
(Amended 29 April 2006)
2. The financial statement is to be filed at the Annual General Meeting for examination by the members. The Treasurer shall make a written report to the members of the Association.
(Amended 29 April 2006)
3. Any member may inspect the books and records of the Association at any reasonable time within two days prior to the Annual General Meeting of the Association at the registered office of the Association.
(Amended 29 April 2006)

13. REPEAL AND AMENDMENT OF THE BY-LAWS

The Association has power to repeal or amend any of these by-laws by a special resolution passed in the manner prescribed by law.

14. MISCELLANEOUS

1. The Association shall file with the Registrar with its annual statement a list of its directors with their addresses, occupations and dates of election, and within fourteen days of a change of Directors; notify the Registrar of the change.
2. The Association shall file with the Registrar a copy in duplicate of every special resolution within fourteen days after the resolution is passed.
3. Intentionally left blank (Amended 29 April 2006)
4. Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the Association as prescribed by the resolution of the board.
5. Intentionally left blank. (Amended 29 April 2006)

