

# Senate Constitution

## Constitution of The Royal Winnipeg Rifles Senate

### SECTION 1 – PREAMBLE

#### 1.01 INTERPRETATION

In this Constitution, words importing the singular number or the masculine gender shall include the plural number or the feminine gender as the case may be, and vice versa, and reference to persons shall include firms and corporations.

#### 1.02 NAME & PURPOSE

The organization shall be known as *The Royal Winnipeg Rifles Senate (Senate)*. The Senate was established in May 1971 for the purpose of generally directing and promoting matters of policy regarding The Royal Winnipeg Rifles (Regiment) and the perpetuation of the Regiment as a component of the Canadian Forces. The Senate also has as its purpose the management of the property and business of the Regiment.

#### 1.03 MISSION AND OBJECTIVES

The mission of the Regiment is to provide infantry leaders and soldiers for military service to Queen and Country. The role of the Senate is to promote the accomplishment of this mission and support the attainment of the Regiment's Objectives.

The objectives of the Regiment are:

- 1) Objective 1 (Proficiency). To assist the Commanding Officer in establishing and maintaining the highest proficiency of leadership and soldier skills for combat to ensure all members of the battalion can fight, survive and win on the modern battlefield.
- 2) Objective 2 (Regimental Esprit). To develop a strong sense of pride and esprit amongst all members of the Regiment. This objective applies to all members of the Regimental family.
- 3) Objective 3 (History & Tradition). To perpetuate and record the history, customs and traditions of the Regiment.
- 4) Objective 4 (Connect with Canada). To ensure Canadians are aware of the Regiment's proud history and its contribution to the community and to Canada at large.
- 5) Objective 5 (Benevolence). To promote the well being of all members of the Regiment.

6) Objective 6 (Organizational Effectiveness). Our objective is to maintain Regimental governance that facilitates the conduct of all Regimental business and develops long term plans in support of the Regiment's objectives.

## **SECTION 2 – SENATE MEMBERSHIP**

### **2.01 GENERAL**

Membership of the Senate shall consist of Regular, Associate and Honorary Members who share in the accomplishment of the mission and objectives of the Regiment and who in large, support Canada's military. A balance of membership between former members of the Regiment, the Canadian Forces and civilians will be sought.

Membership shall be subject to annual review and renewal by the Senate.

### **2.02 REGULAR MEMBERS**

Regular Members may be nominated in writing to the President by any member of the Regimental family. Each Regular Member nominated shall signify their willingness to serve. Such nominations must be approved by the Senate.

Regular Members shall normally hold office for an indefinite period of time.

Any Regular Member may be required to resign by a vote of three-quarters of the Members in attendance at a properly constituted Senate meeting.

The Senate shall consist of not fewer than twelve and not more than thirty Regular Members, including a President, Vice President, Secretary, Treasurer and Regimental Secretary, all of whom shall be Officers as well as Regular Members.

Included in the Regular membership of the Senate shall be:

- 1) The serving Commanding Officer of the Battalion;
- 2) The serving Regimental Sergeant Major of the Battalion;
- 3) The President of The Royal Winnipeg Rifles Association;
- 4) The President of The Royal Winnipeg Rifles Museum Board;
- 5) The Regimental Social Convenor; and
- 6) The immediate Past President of the Senate.

The President may request Regular Members to fulfill specific appointments on the Board.

The President shall act as Chairman of the Senate.

### **2.03 ASSOCIATE MEMBERS**

The Senate may appoint Associate Members to serve as a source of advice and

assistance to the Senate. Associate Members may attend Senate meetings but shall have no voting privileges and may not serve as an Officer. Associate Members serve at the pleasure of the Senate. The Honorary Colonel and Honorary Lieutenant-Colonel of the Regiment may be Associate Members.

#### **2.04 HONORARY MEMBERS**

The Senate may appoint Honorary Members to the Senate to recognize those who are unable for geographic, health or other reasons to attend Senate meetings and who make or have made a significant contribution to the Regiment. Such membership provides a link for such members to the Regiment. Honorary Members may attend Senate meetings but shall have no voting privileges and shall not serve as an Officer. Honorary Members serve at the pleasure of the Senate.

#### **2.05 RESPONSIBILITIES**

The Senate shall manage and administer the affairs of the Regiment in all things and make or cause to be made for the Regiment, any kind of contract which the Regiment may lawfully enter into and generally may exercise all such other powers and do all such other acts and things to meet or assist in meeting the mission and objectives of the Regiment.

The Senate shall see that all necessary books and records of the Regiment required by the Constitution or by any applicable statute or law are regularly and properly kept.

The responsibilities of the Officers of the Senate shall be contained in the By-Laws.

#### **2.06 REMUNERATION**

Senate Members shall not receive any remuneration for their services. Members may be reimbursed for extraordinary out-of-pocket expenses incurred while on Regimental business providing that prior approval for such expenses has been obtained from the Senate.

### ***SECTION 3 – SENATE MEETINGS***

#### **3.01 GENERAL**

Senate meetings shall be held at the call of the President at least four times annually. The President may call additional Senate meetings at any time or on receipt of a written request signed by any four Members to deal with issues of immediate importance.

Seven days' notice shall be given to Members for a meeting, such notice to include an agenda; however, the omission of such a notice to any Member shall not invalidate the proceedings of a meeting. Should a meeting be required and time precludes the above notification, the President may call such a meeting and the Members may waive the above notification.

Associate and Honorary members may attend Senate meetings as observers but shall not participate in the meeting unless specifically requested to do so

by the President.

The President, and in his absence the Vice-President, shall preside at Senate meetings.

### **3.02 QUORUM**

A quorum for any Senate meeting shall be one third of current Senate members.

### **3.03 ORDER OF BUSINESS**

At each Senate meeting, in addition to other business that may be transacted, the Committee reports if any, the financial statement (presented at the Senate meeting following the end of the fiscal year quarter), approval of minutes, new business and old business shall be presented.

### **3.04 VOTING**

Each Member in attendance shall be entitled to one vote. A simple majority vote of the Members in attendance at a meeting shall be required for approval of motions and resolutions.

Voting shall be by show of hands "for" or "against" or "abstention" for any motion or resolution and recorded in the minutes of the meeting. A Member may request that the vote count be recorded in the minutes of the meeting.

Should the majority of attendees request a vote by secret ballot for any issue being voted upon, the President shall appoint two scrutineers from the membership to oversee the vote. The results of such a vote shall be announced and recorded in the minutes of the meeting.

### **3.05 MINUTES**

Minutes of all Senate meetings shall be recorded and provided to the members in hard or electronic copy. The minutes shall be presented to the Senate for approval at the subsequent meeting of the Senate. The minutes shall be retained electronically and in hard copy by the Secretary and passed on to his successor.

### **3.06 ATTENDANCE**

A Member who is absent from four consecutive Senate meetings without just cause shall be considered to have resigned as a Member.

### **3.07 PROCEDURES**

With the exceptions contained in this Constitution, meetings shall generally be conducted in accordance with Robert's Rules of Order.

## ***SECTION 4 – COMMITTEES***

### **4.01 EXECUTIVE COMMITTEE**

The Executive Committee shall exercise the functions and responsibilities of

the Senate between meetings of the Senate. The intent is that the Committee will be available for matter of immediate delberation and decision when it is not practical to call a Senate meeting to deal with such deliberations.

The Committee shall consist of the Officers of the Senate and may include two additional Senate Members selected by the President. The President shall act as the Chair for the Committee.

The Committee shall meet at the call of the Chair.

The Committee shall report the results of its deliberations and decisions to the Senate.

A quorum of the Committee shall be a majority of the total number of members of the Committee.

Approval of motions and resolutions shall require a simple majority of the Committee members present. The Chair shall have a deciding or casting vote in the event of a tie.

Persons may be invited to the Committee meetings as advisors to the Committee but shall not have voting privileges.

#### **4.02 STANDING COMMITTEES**

The Senate may establish standing committees to manage Senate sponsored events of the Regiment that are of a recurring or permanent nature. The Chair of such committees shall report to the Senate and will ordinarily be a Senate Member. Terms of reference for such committees shall be prepared as required by the Executive Committee on behalf of the Senate.

#### **4.03 AD HOC COMMITTEES**

The Senate may establish ad hoc committees to review issues or manage events that are of a relatively short-term nature. The Senate shall appoint the Chair and other committee members and shall issue the required guidance to execute the functions assigned and the duration of the committee.

### ***SECTION 5 – OFFICERS***

#### **5.01 OFFICERS**

The Officers of the Senate shall be the President, Vice President, Secretary, Treasurer and Regimental Secretary and any other such officers as the Senate may determine. Any two offices may be held by the same person. Officers shall also serve as Members. Officers shall be elected by the Members of the Senate.

In the absence or inability to act, or for any other reason that the Senate deems sufficient, the Senate may delegate all or any of the powers of an Officer to any other Officer or to any Member for the time being.

Officers' appointments shall be for 3 years. Such appointments may be

extended by the Senate.

Roles and responsibilities of Officers are found in By-Law 1.

## **5.02 PRESIDENT'S DUTIES**

As an Officer, the President shall chair all Senate and Executive Committee meetings, shall sign all documents which require his signature and shall possess and may exercise such powers and shall perform all other duties as may be from time to time assigned to him by the Senate.

## **SECTION 6- FISCAL OPERATIONS**

### **6.01 FISCAL YEAR**

Unless otherwise directed by the Senate, the fiscal year-end of the Senate shall be March 31<sup>st</sup> of each year.

### **6.02 BUDGET**

The Treasurer shall prepare an annual operating budget that shall be presented to the Senate for approval.

### **6.03 SENATE FUNDS**

All funds of the Senate shall be deposited in a Canadian financial institution as approved by the Senate.

The Senate may establish a Trust fund and other funds to control, account for and expend Senate funds.

### **6.04 FINANCIAL REPORTS**

The financial statements of the Senate shall be prepared by the Treasurer from time to time but no less than once in each quarter and presented to, and approved by, the Senate at the next meeting following the quarter.

### **6.05 FINANCIAL REVIEWS**

The Senate shall appoint a corporation, committee or individual to review the accounts of the Senate and report the results of the review to the Senate at a general meeting.

The remuneration for the review shall be fixed by the Senate.

### **6.06 SPENDING AND INVESTMENT**

The Senate shall establish spending controls and authorities for the purpose of ensuring Senate funds are expended in the best interest of the Regiment. Such controls shall be included in the appropriate By-Law.

The Senate shall establish a policy for the investment of Senate funds that is conservative and non-speculative.

The signing officers for any bank account established by the Senate, including the Trust Fund, shall be any two of the Treasurer, the President and the Vice- President.

## ***SECTION 7 – DISSOLUTION***

### **7.01 DISSOLUTION**

The Senate may only be dissolved by a two-thirds majority vote of all Regular Members of the Senate.

Upon dissolution, any assets remaining after the satisfaction of its debts and liabilities shall be transferred to one or more organizations with like-minded objectives as determined by the Senate. This may include, at the sole discretion of the Senate, entities of The Royal Winnipeg Rifles.

## ***SECTION 8 – AMENDMENTS***

### **8.01 PROCEDURE**

Any Member of the Senate may propose amendments to this Constitution. Proposed amendments must be submitted to the Senate in writing or electronically at least 30 days in advance of a Senate general meeting at which the proposed amendment is to be considered.

### **8.02 APPROVAL**

Any proposal to amend this Constitution shall be made at a properly constituted general meeting. Proposed amendments shall require the approval of two-thirds of the Members present at the general meeting.

### **8.03 BY-LAWS**

The Senate may prepare By-Laws within the intent of this Constitution and, without limiting the generality of the foregoing, shall include matters relating to responsibilities of officers, annual financial statements and auditing, banking, limitation of expenditures, complaints and suggestions, and conditions under which the Constitution shall be available in printed form to the members.

## ***SECTION 9 – REPEAL AND ENACTMENT***

### **9.01 REPEAL AND ENACTMENT**

This Constitution is hereby enacted and repeals the Constitution dated 12 September 2006 and shall come into force on the date on which the Senate gives consent at a properly constituted general meeting.

Secretarial Note: The Constitution was approved by The Royal Winnipeg Rifles Regimental Senate – 23 October 2012