

# **ADVANTAGE**

---

## **PARTY OF ALBERTA**

### **Bylaws & Constitution**

**Passed: November 5, 2022**

**Edmonton, Alberta**

**Leading Alberta Forward**

## Table of Contents

<b>1. Name</b>	<b>2</b>
<b>2. Object</b>	<b>2</b>
<b>3. Principles</b>	<b>2</b>
<b>4. Membership</b>	<b>6</b>
<b>5. Constituency Associations</b>	<b>8</b>
<b>6. Governance</b>	<b>10</b>
<b>7. Meetings</b>	<b>10</b>
<b>8. Officers and Executive Committee</b>	<b>13</b>
<b>9. Leader</b>	<b>21</b>
<b>10. Caucus</b>	<b>25</b>
<b>11. Policy</b>	<b>25</b>
<b>12. Nomination of Candidates</b>	<b>26</b>
<b>13. Amendment</b>	<b>27</b>
<b>14. Interpretation and Rules of Order</b>	<b>28</b>
<b>15. Indemnity and Dispute Resolution</b>	<b>28</b>
<b>16. Amalgamation/Winding-Up</b>	<b>30</b>
<b>17. Founding Committee</b>	<b>30</b>

## **1. Name**

- 1.1. The name of this Society shall be the “Advantage Political Party Association” (hereinafter referred to as “the Society”). The Society shall register a political Party with Elections Alberta under the name “Advantage Party of Alberta” and the abbreviated name “APA” (hereinafter referred to as “the Party”).
- 1.2. The Bylaws of the Society shall form the Constitution of the Party (hereinafter referred to as “the Bylaws and Constitution”).

## **2. Object**

- 2.1. The Object of the Party shall be to promote, form, and maintain a Government of Alberta that:
  - 2.1.1. Nominates and promotes candidates who advance the principles and policies adopted by the Society and Party membership in accordance with the Bylaws and Constitution;
  - 2.1.2. Advances the development of compassionate and self-reliant citizens;
  - 2.1.3. Protects individual freedoms for all citizens; and
  - 2.1.4. Establishes trustworthy, accountable, effective, and prudent government.

## **3. Principles**

- 3.1. The society and Party are founded on and will be guided in the Policy formation by the following principles:
- 3.2. CITIZENS’ RIGHTS, FREEDOMS AND RESPONSIBILITIES
  - 3.2.1. We will defend the fundamental rights and freedoms of all persons;
  - 3.2.2. We believe in the inherent value and dignity of each individual citizen;
  - 3.2.3. We believe that all citizens are equal before the law and entitled to fundamental justice;
  - 3.2.4. These rights shall NOT be used to deny another citizen their rights;

3.2.5. We believe that all citizens have certain fundamental and immutable rights and freedoms including:

3.2.5.1. The right to life, liberty, and privacy;

3.2.5.2. The freedoms of speech and expression and the freedom to advocate, without fear of intimidation or suppression, public policies, which reflect their deeply held values;

3.2.5.3. Freedom of religious belief and practice;

3.2.5.4. Freedom of mobility;

3.2.5.5. Freedom to own, enjoy and exchange private property in a free market;

3.2.5.6. We believe in a free and unbiased media; and

3.2.5.7. We believe in the sovereignty of God.

3.2.5.8. The right of Alberta citizens to responsibly own and bear Firearms.

### 3.3. THE ROLE AND FUNCTION OF GOVERNMENT

3.3.1. Provincially, to reflect, strengthen and efficiently serve Albertans, through:

3.3.1.1. Civic responsibility;

3.3.1.2. The lowest possible taxation;

3.3.1.3. A strong and enterprising work ethic;

3.3.1.4. Stable families and a growing population;

3.3.1.5. Self-reliant communities;

3.3.1.6. Prudent provision for Alberta's future;

3.3.1.7. Respect for the rule of law; and

3.3.1.8. Respect for traditional fundamental freedoms and secure ownership and benefit from private property.

- 3.3.2. Federally, to encourage and support earned prosperity among all provinces, equal treatment of all provinces by the federal government, and the full exercise of Alberta's constitutional rights and responsibilities.
- 3.3.3. We believe that the government, elected officials, and civil servants are to serve the people, and that all citizens should be treated equally without prejudice in receiving the services offered by government.
- 3.3.4. We believe that the functions of government should be delegated to the level of government closest to the people and best able to fulfill the function, and that the division of powers between the levels of government must be respected.
- 3.3.5. We believe that the government should provide for the basic needs of those who are genuinely unable to do so themselves.
- 3.3.6. Creating the foundation for prosperity and opportunity.

#### 3.4. DEMOCRATIC PROCESS

- 3.4.1. We believe in democratic processes including:
  - 3.4.1.1. Elected representatives are to serve honestly, ethically, and with concern for all; that their duty to their electors supersedes their obligations to any political party; and that government must be open and accountable to the people;
  - 3.4.1.2. Free and fair elections by Secret Ballot;
  - 3.4.1.3. Fixed election dates;
  - 3.4.1.4. Free votes in the Legislature;
  - 3.4.1.5. The power of citizens to recall elected representative; and
  - 3.4.1.6. Initiate binding referendums.
- 3.4.2. The Party and its representatives shall be guided by these principles and shall ensure that its policies conform to these principles.

3.5. FEDERAL/PROVINCIAL/MUNICIPAL RELATIONS

3.5.1. We believe in a strong, democratic, and autonomous Alberta.

3.6. LEGISLATIVE AND JUDICIARY FUNCTIONS OF GOVERNMENT

3.6.1. We believe that the Legislature is subject to judicial review as Judges protect our rights; however, Judges are to interpret the laws, not make them.

3.7. TAXATION AND FINANCIAL CONSIDERATIONS

3.7.1. We believe that government must be fiscally prudent, namely:

3.7.1.1. Balancing budgets;

3.7.1.2. Limiting taxation;

3.7.1.3. Minimizing the size and growth of the public sector; and

3.7.1.4. That it should treat public money as funds held in trust for the people.

3.7.2. We believe that all taxes and revenues are that of the peoples and must be treated as such.

3.8. EDUCATION

3.8.1. We believe in universal public access to education.

3.8.2. We believe in parental choice in education.

3.9. HEALTH CARE

3.9.1. We believe in universal public access to health care.

3.9.2. We believe in empowering citizens to take responsibility for their own health.

3.9.3. We believe that the government does not have a primary role in an individual's health decisions.

3.10. ENVIRONMENT

3.10.1. We believe in being environmentally responsible through conservation and renewal of the environment for present and future generations.

3.11. FAMILY AND COMMUNITY

3.11.1. We believe that the family is the building block of society and the means by which citizens pass on their values and beliefs; therefore, the family should be protected from unnecessary intrusions by the government.

3.12. HERITAGE

3.12.1. We believe in the preservation of Alberta's heritage.

## **4. Membership**

4.1. The Society and Party are founded on and will be guided in the Policy formation by the following principles:

4.1.1. Are at least sixteen (16) years of age;

4.1.2. Be a citizen or permanent resident of Canada;

4.1.3. Be a resident of Alberta for a minimum of six (6) months;

4.1.4. Indicate their intention to join the Society and Party by personally authorizing an application for membership in the Society and Party;

4.1.5. Actively support the principles of the Society and Party;

4.1.6. Have paid the prescribed membership fee, personally or through an immediate family member; and

4.1.7. As proof of membership, an Albertan shall either hold an official current membership card of the Society and Party, once registered, issued in his or her name, or be on the official membership list of the Society and Party, once registered.

4.2. Subject to minimum periods of membership which may be set out in the Bylaws and Constitution or otherwise by the Executive Committee, every member in good standing (hereinafter referred to as "member") is exclusively entitled to:

- 4.2.1. Attend and participate in any General or Special Meeting of his or her Constituency Association and attend any portion of his or her Constituency Association Board of Directors meetings that are not in-camera;
  - 4.2.2. Vote for the Board of Directors of his or her Constituency Association once they have held their membership for sixty (60) days; and
  - 4.2.3. Attend and participate in any Society and Party General Meeting upon payment of the prescribed fee.
- 4.3. The Executive Committee may set out rules and procedures for the suspension, expulsion, and reinstatement of membership, which shall require a two-thirds majority vote of the Executive Committee for the suspension, expulsion, and reinstatement of membership.
- 4.4. Such a suspension or expulsion can be appealed to the Party Arbitration Committee.
- 4.5. Members of the Society and Party who hold positions as Society and Party employees, Executive Committee members, Constituency Association board members and Members of the Legislative Assembly of Alberta must not be members of another political Party in Alberta.
- 4.6. Members of the Society and Party must not hold positions on the Constituency Association Boards of another political Party in the Province of Alberta or be elected Members of the Legislative Assembly of Alberta of another political Party in the Province of Alberta or be Executive Council members of another political Party in the Province of Alberta or be employed by another political Party in the Province of Alberta.
- 4.7. In order to serve on the Executive Committee or on a Constituency Association, the membership fee must be paid in advance for the term of the position.
- 4.8. A member may resign by advising the President and Vice-President of Membership in writing with a dated and signed letter. A scanned emailed letter is acceptable.



- 4.9. Members of the Society and Party must renew their membership within thirty (30) days of their expiry date and the member shall be deemed terminated on the thirty first (31) day after the expiry date.

## **5. Constituency Associations**

- 5.1. The Constituency Association is the primary organization through which the rights of members are exercised.
- 5.2. The Constituency Associations shall be placed into five regional zones, as approved by the Constituency Association Boards, within thirty (30) days after every Annual General Meeting. If no decisions can be made by the deadline, the Executive Committee will make the final decision.
- 5.3. The Executive Committee may recognize one Constituency Association in each Constituency. Members may form a Constituency Association in a constituency in which at least two (2) members of the Society and Party reside. To obtain recognition as the Constituency Association of the Society and Party, the Constituency Association shall:
- 5.3.1. Actively support and promote the Principles and Member Approved Policies of the Society and Party and abide by the articles of the Bylaws and Constitution.
  - 5.3.2. Adopt or amend the Constituency Bylaws as agreed to by a majority of both the Executive Committee and CA Boards; and
  - 5.3.3. Apply in writing to the Executive Committee for recognition, including a copy of the minutes of the meeting in which the Constituency Bylaws were approved and a list of the Officers and Directors of the Constituency Association.
- 5.4. Subject to 5.3 above and the other provisions of this Constitution, the affairs of each Constituency Association shall be under the control of its members, acting through the Constituency Association Board of Directors who shall be responsible to ensure

that said affairs are conducted in a manner consistent with the Principles and Policies of the Society and Party, the Bylaws and Constitution, and the Bylaws of the Constituency Association. The affairs of each Constituency Association shall not be prejudicial to the interests or well-being of any other Party Constituency Association or of the Society and Party.

- 5.5. Constituency Associations shall comply with such requirements as to their governance, financial management and reporting, as may be implemented by the Executive Committee. Recognition of a Constituency Association may be revoked pursuant to rules and procedures set out by Executive Committee, as per the Elections Act. Recognition may also be revoked, at the discretion of the Executive Committee if the Constituency Association falls below two (2) members.
- 5.6. Upon the revocation of recognition of a Constituency Association, any funds or other assets of the Constituency Association shall be transferred to the Society and Party, to be returned to the Constituency Association upon re-activation.
- 5.7. A list of the Constituency Association Presidents and their contact information shall be made available to any President of a recognized Constituency Association who makes a request for such a list in writing to the Society and Party.
- 5.8. Every Constituency Association shall provide organizational and financial support to the Party's candidate in their Constituency.
- 5.9. The prescribed membership fee shall be split equally between recognized Constituency Associations and the Society and Party.
- 5.10. Any decision of the Executive Committee can be appealed to the Party Arbitration Committee. One-quarter (1/4) of all recognized Constituency Associations would need to pass a motion at a meeting of their Constituency Association in support of this appeal. The reason for the appeal must be clear and the same for all Constituency Associations to vote on.

## **6. Governance**

6.1. The governance of the Party shall reflect the following principles:

6.1.1. Authority within the Society and Party resides in its members.

6.1.2. The Executive Committee and the Leader as a member of the Executive Committee are accountable to members of the Party. The Leader is also accountable to the Caucus.

6.1.3. The Caucus is accountable to the members of the Society and Party and to his or her constituents.

6.1.4. To ensure accountability, there will be regular communication from the Leader and the Executive Committee to Constituency Association Boards and Society and Party members.

6.1.5. The governance of the Party between General Meetings is vested in the Executive Committee, the Leader, and Constituency Association Boards.

## **7. Meetings**

7.1. The control and governance of the activities of the Society and Party are vested in the members at General Meetings.

7.2. The General Meetings of the Society and Party, either Annual or Special shall be a meeting of members of the Society and Party.

7.3. At each General Meeting, the Secretary shall present the Minutes of the previous General Meeting and inform the members that the Executive Committee has duly approved the minutes.

7.4. At General Meetings, members have the power and responsibility to:

7.4.1. Amend the Bylaws and Constitution;

7.4.2. Amend and adopt Party policy;

7.4.3. Elect the Executive Committee by secret ballot; and

7.4.4. Have a Leadership Review pursuant to 9.5.

- 7.5. The date, location(s), business to be transacted, and the rules and procedures for any General Meeting of the Society and Party will be as determined by the Executive Committee in accordance with this Constitution.
- 7.6. A Special General Meeting may be called by the Executive Committee and shall be called upon the written request of one-quarter of all recognized Constituency Associations, where said Associations have held a Special General Meeting of the Constituency Association for the stated purpose of debating this matter and the request has been approved by a majority vote. The said Special General Meeting shall be held not later than 120 days after the Secretary receives the written requests. The purpose of the Special General Meeting shall be stated in the call of the meeting.
- 7.7. The Quorum for all General Meetings shall be the lesser of one hundred (100) members or ten percent (10%) of the membership. The Executive Committee may provide that members though not present at the place of the General Meetings may communicate through the use of appropriate satellite, telephonic and computer technology and shall be deemed present at the place of the General Meeting and shall be included in the Quorum.
- 7.8. At least sixty (60) days written notice of the holding of any General Meeting shall be sent to all members of the Society and Party who have been members for at least fourteen (14) days before the date of such notice. Notice may be given by post of it may consist of transmitting the information of such notice by using appropriate telephonic and/or electronic mail to the member's appropriate information of record and simultaneously posting the information on the Party's website.
- 7.9. In preparation for an Annual General Meeting, the Executive committee shall appoint the following Committees from the membership of the Society and Party:
- 7.9.1. A General Meeting Arrangements Committee whose duties are to organize the General Meeting.

- 7.9.2. Policy and Constitution Committee whose duties are to prepare a call for and accept policy resolutions and Constitution amendments and to review and comment on all policy resolutions and Constitution amendments submitted for consideration by the members at the General Meeting. The Policy and Constitution Committee will ensure that all resolutions submitted to it are made available to all members.
- 7.9.3. A Credentials Committee whose duties are to make final decisions as to voting status of all members and other persons attending the General Meeting.
- 7.9.4. A Nominating Committee (if necessary), which must be created not less than one hundred twenty (120) days prior to the Annual General Meeting of the Society and Party.
- 7.9.4.1. The Nominating Committee shall consist of a minimum of three (3) and a maximum of seven (7) members, none of whom are seeking election to the Executive Committee nor are Staff or Caucus members.
- 7.9.4.2. The Nominating Committee shall notify the members not less than ninety (90) days in advance of the Annual General Meeting of which positions on the Executive Committee will be elected that year and that nominations are open. Nominations shall close (35) days in advance of the Annual General Meeting.
- 7.9.4.3. The Nominating Committee shall ensure all proposed nominees are members of the Party, eligible to sit on the Executive Committee and that they have collected at least ten (10) signatures of members of the Society and party who support their candidacy.
- 7.9.4.4. The Nominating Committee shall disqualify any proposed nominee who is not a member, who is not eligible to sit on the Executive Committee or who has not collected the required signatures.

- 7.9.4.5. The Nominating Committee shall, at least thirty (30) days in advance of the Annual General Meeting, notify the members of the candidates standing for election to the Executive Committee.
- 7.9.5. Such other Committees as may be required to accomplish the purposes of a particular General Meeting.
- 7.10. At every Annual General Meeting, nominations for the Executive Committee shall be taken from the floor of the Annual General Meeting, by way of motion and second to the motion for any positions where the Nominating Committee has been unable to nominate any nominees for that position. All nominees who are nominated from the floor of the Annual General Meeting must have been members for sixty (60) days before the Annual General Meeting and must collect at least ten (10) signatures of members who have been members for sixty (60) days before the Annual General Meeting.
- 7.11. Members that are nominated from the floor and are elected to the Executive Committee will not take their position for 21 days, pending the outcome of the vetting process. This will give the nominations committee time to vet the nominated members.
- 7.12. Any member who has paid the prescribed registration fee, personally or through an immediate family member, shall have the right to attend and speak at the General Meetings and any member who has been a member for at least sixty (60) days before the date of such meeting shall have the right to vote on all matters properly brought before the membership for consideration.

## **8. Officers and Executive Committee**

- 8.1. The Officers of the Society and Party shall be a President, a Vice-President of Membership, a Vice-President of Policy, a Vice-President of Fundraising, a Vice-President of Communications, a Secretary, a Treasurer, and eleven (11) representatives to be referred to as Provincial Directors, two (2) from each of the South, Calgary, Central and Edmonton Regional Zones and three (3) from the North

who are residents within one of the Constituency Associations within that regional zone. These Officers shall perform the duties prescribed in the Bylaws and Constitution.

- 8.2. The Officers, the Past President (if appointed), the Leader of the Party, and two members of Caucus who are elected by Caucus by Secret Ballot, and who shall be non-voting members, shall constitute the Executive Committee.
- 8.3. Subject to this article, the Officers shall be elected by ballot at the Annual General Meeting of the Party for a two-year term. A member may not seek election for more than one position on Executive Committee at a time. The term of office shall commence at the close of the Annual General Meeting at which the Officer is elected and shall conclude at the close of the Annual General Meeting where his or her successor is elected.
- 8.4. The President, the Vice-President of Fundraising, the Secretary, and one (1) Provincial Director from each of the South, Calgary, Central, and Edmonton Regional Zones, and two (2) Provincial Directors from the North Regional Zone shall be elected in odd numbered years.
- 8.5. The Vice-President of Membership, the Vice-President of Policy, the Vice-President of Communications, the Treasurer and one (1) Provincial Director from each Regional Zone shall be elected in even numbered years.
- 8.6. Provincial Directors shall be elected by members of the Society and Party from the Regional Zone in which the Director resides.
- 8.7. The Provincial Directors have a dual responsibility of meeting with the Constituency Associations within their Regional Zone and bringing their concerns and questions to the Executive Committee, and to bring information, concerns and questions from the Executive Committee back to the Constituency Associations in his/her Regional Zone. They will also be instrumental in setting up Constituency Associations, be the local nominating liaison and Chair regional zone meetings.

- 8.8. The active Constituency Associations will vote to fill any vacancy on the Executive Committee between Annual General Meetings provided the vacancy occurs more than one hundred-fifty (150) days prior to the Annual General Meeting. Notice will be provided from the President to the Constituency Associations within fourteen (14) days of the vacancy requesting a call for nominations to be submitted to the President; a twenty-eight-day (28-day) nomination period will be held, and voting will be completed twenty-eight (28) days after nominations close. Each active Constituency Associations will have one (1) vote.
- 8.9. In the event no nominations are received, the Executive Committee may appoint a member to fill the vacancy providing that the person is a member in good standing and has the approval of two thirds of the Executive Committee. In cases where the Executive Committee has a Provincial Director vacancy, this process will include only Constituency Associations boards in the regional zone corresponding to the vacant position.
- 8.10. Any members of the Executive Committee appointed by the Executive to the Committee shall stand for election by the general membership at the first Annual General Meeting after his or her appointment if he or she seeks to renew his or her appointment.
- 8.11. PRESIDENT
- 8.11.1. The President shall have the general responsibility as the Chief Executive officer of the Party and shall preside over all provincial meetings of the Party at which the President is in attendance.
- 8.12. VICE-PRESIDENT OF MEMBERSHIP
- 8.12.1. The Vice-President of Membership shall be the first Vice-President and shall be the first to act for the President in the President's absence or the President's inability or refusal to act.
- 8.12.2. The Vice-President of Membership shall be responsible for the growth of the Party, and in co-operation with the Party Office shall be involved with



the maintenance of the membership lists and renewals, and or Constituency development and organization.

8.12.3. The Vice-President of Membership shall chair the Provincial Director's Committee.

8.13. VICE-PRESIDENT OF POLICY AND CONSTITUTION

8.13.1. The Vice-President of Policy and Constitution shall be the second Vice-President and shall act for the President and the Vice-President of Membership in the President's and the Vice-President of Membership's absence or the President's and Vice-President of Membership's inability or refusal to act.

8.13.2. The Vice-President of Policy and Constitution shall be appointed to serve as the Chair of the Policy and Constitution Committee and shall have the primary responsibility to organize and manage all meetings and processes related to the consideration and adoption of the Bylaws of the Society and Constitution and Policies of the Party.

8.14. VICE-PRESIDENT OF FUNDRAISING

8.14.1. The Vice-President of Fundraising shall be primarily responsible for raising funds for the Society and Party.

8.15. VICE-PRESIDENT OF COMMUNICATIONS

8.15.1. The Vice-President of Communications shall be responsible for all communications related to general membership matters.

8.15.2. The Vice-President of Communications shall not be directly responsible for the communications of the Leader or Caucus.

8.15.3. The Vice-President of Communications should chair the communications committee which shall include the Leader, or a representative of the Leader and a representative of Caucus to ensure consistency in messaging.

8.16. TREASURER

8.16.1. The Treasurer shall be responsible for all accounting and budgeting activities including the preparation of financial statements and reports and shall have custody and maintain or cause to be maintained all financial records and documents of the Society and Party. These records shall be kept at the Party Office premises in accordance with standard corporate practice.

8.16.2. The Treasurer shall be the Chief Financial Officer of the Party and work with the Auditor in the verification and presentation of the Party's financial statements and comply with all enactments respecting the financial affairs of the Party.

8.17. SECRETARY

8.17.1. The Secretary shall have custody and maintain or cause to be maintained all records of the Party except financial records, including the taking of the minutes at the society meetings. These records shall be kept at the Party office premises in accordance with standard corporate practice.

8.17.2. The Secretary shall have custody of the seal of the Society and Party and, whenever used, it shall be authenticated by the signatures of the Secretary and the President or other officer as designated by the Executive Committee.

8.17.3. The Secretary shall register all approved Special Resolutions to amend the Bylaws and Constitution with the Societies Registrar and comply with all enactments respecting the corporate affairs of the Society and Party.

8.18. During the first three meetings of the Executive Committee after an Annual General Meeting, the Executive Committee may, with the approval of two-thirds of its members present and voting, appoint the immediate Past President of the Party as a full voting member of the Executive Committee. The absence of the Past President at an Executive Committee Meeting shall not count in determining

a quorum, but if the Past President is present, the presence shall count in fulfilling quorum requirements.

8.19. The following individuals shall not be eligible to be elected or appointed to be voting members of the Executive Committee:

8.19.1. Members of or employees of Members of the Legislative Assembly of Alberta, except the Leader;

8.19.2. Members of, or employees of Members of the Parliament of Canada; and

8.19.3. Employees and contractors of any other political party.

8.20. Any member of the Executive Committee may be removed, suspended, or reinstated from the Executive Committee by a two-thirds vote of the whole Executive Committee. Any such change to the Executive Committee must be communicated to the Constituency Associations or posted to the Party website in a timely manner.

8.21. A member who holds any elected Party position or designation may be censured by or suspended from the Society and Party by a two-thirds vote of the Executive Committee for conduct that is in substantial contradiction to the Bylaws and Constitution.

8.22. Provincial Director may be recalled if, after two months, a majority of Constituency Association Boards in the Regional Zone vote in favour of the recall of the Provincial Director, with written reasons provided to Executive Council.

8.23. Any Officer of the Executive Council, other than a Provincial Director, may be recalled if a minimum of eighteen (18) Constituency Association Boards request the resignation of an Officer for failure to meet the requirements of the position as set forth in the Bylaws and Constitution. In such instances all registered CAs that have a local Board of more than three (3) local members will be asked to send in their choice for a nominee to fill the vacancy. The Executive Council must select one of the nominees from the Constituency Associations' suggestions.

- 8.24. Special meetings of the Executive Committee may be called by the President and shall be called upon the written request of two (2) members of the Executive Committee. Dates for notice may be altered or waived by a motion supported by two-thirds (2/3) of the current Executive Committee.
- 8.25. The Executive Committee shall meet at the call of the President, or at the call of the Leader. Notice of such a meeting shall be given with not less than seven (7) days and not more than thirty-one (31) days' notice of the meeting. In the event of the neglect, refusal or inability of the President or Leader to call a meeting of the Executive Committee, the Secretary shall call a meeting upon written request to the Secretary of at least two (2) members of the Executive Committee. The Secretary shall give notice of such a meeting within three days of receipt of the written request, with not less than seven (7) days and not more than thirty-one (31) days' notice of the meeting.
- 8.26. A majority of the Executive Committee shall constitute a quorum.
- 8.27. Minutes of the Executive Committee meetings shall be provided to Executive Committee members and be made available to Presidents of recognized Constituency Associations upon written request.
- 8.28. The Executive Committee may conduct any business that could be conducted byway of motion at a meeting, by passing a resolution in writing. Such resolutions in writing are subject to the same requirements as if they were made by motion at a meeting and shall be recorded by the Secretary in the same manner as a motion passed at a meeting.

8.29. THE EXECUTIVE COMMITTEE

8.29.1. The Executive Committee may:

8.29.1.1. Appoint an Executive Director, by majority vote, who shall be instructed by, report to, and be accountable to the Executive Committee and who shall approve any staff positions as required for the organization and administration of the business of the Party;

8.29.1.2. Set salaries for the Executive Director and staff;

8.29.1.3. Set terms of reference and powers for the Executive Director; and

8.29.1.4. By a majority vote approve policies regarding the remuneration of Officers, and the reimbursement of Officers' expenses.

8.29.2. The Executive Committee may approve the borrowing, raising, or securing the payment of money pursuant to legislation. In the event that debentures are to be issued, notice of the proposed issuance shall be sent by mail to all Society and Party members no less than sixty (60) days prior to the date of the next scheduled General Meeting at which the issue is to be considered, and shall require a seventy-five percent (75%) vote of participants at the General Meeting to approve.

8.29.3. The Executive Committee may authorize the drawing, making, accepting, endorsing, discounting, executing, and issuing of promissory notes, bills of exchange and other negotiable or transferable instruments.

8.29.4. Financial

8.29.4.1. The Executive Committee shall appoint an auditor for the Society and Party. The Executive Committee shall have authority to enter into the engagement with the auditor and approve the auditor's fees. At each Annual General Meeting, the Treasurer shall present the audited financial statements of the Society and Party as signed by the auditor for the preceding year(s).

- 8.29.4.2. Only a Constituency President may apply to view the audited financial statements and/or public filings of the Party.
- 8.29.4.2.1. The application must be in writing to the President of the Executive Committee and must include reasons for the request.
- 8.29.4.2.2. The application must be approved by two-thirds (2/3) of the Executive Committee.
- 8.29.4.2.3. If any dispute arises with the application, the matter will be referred to the Party's Arbitration Committee.
- 8.29.5. The Executive Committee shall have the authority to file all such notices, returns or resolutions as may be required by law, and may delegate from time to time the signing and verification of such notices, returns or resolutions as may be required and appropriate.
- 8.29.6. The Executive Committee shall appoint from time to time such special committees as deemed necessary to carry on the work of the Society and Party. The President shall be ex-officio a member of all committees except the nominating committee.
- 8.29.7. All new members of the Executive Committee shall receive a full briefing session from the President, VP Membership and/or Leader, outlining the responsibilities of the position elected for, prior to officially assuming the position.

## **9. Leader**

- 9.1. The Leader is the Chief Public Official of the Society and Party; whose authority includes that specified for the Leader of the Party pursuant to law.
- 9.2. The Leader shall advance a Platform that closely aligns with the Bylaws and Constitution and Policies as approved by members.
- 9.3. The Leader shall be elected by the members of the Party using a preferential ballot and must receive a majority. To be entitled to vote in a Leadership Vote a member

must have been a member of the Society and Party for the thirty (30) days immediately prior to the date of the vote.

- 9.4. The Leader shall provide a report to the members at every General Meeting.
- 9.5. The Executive Committee shall, at the second and third Annual General Meeting following a General Election, ask each attending member, “Do you approve of the current Leader?” with the voting options being “Yes” and “No”. Voting shall be by secret ballot hereinafter referred to as a “Leadership Review”.
  - 9.5.1. In the event of a minority government having been elected, Executive Council may waive the Leadership Review.
  - 9.5.2. The number of votes cast for and against the question, and the total valid votes cast, shall be announced to the General Meeting before the end of the General Meeting.
  - 9.5.3. If 66.34% of the membership votes in approval of the Leader in a Leadership Review, the Leader will remain in office. A lower percentage and the office of the Leader will be vacated causing a Leadership race.
  - 9.5.4. Twenty-five (25%) of active Constituency Association Boards may demand a Leadership Review by way of the following process:
    - 9.5.4.1. Each Constituency Association board shall provide notice of a Special General Meeting of all Constituency Association members with twenty-one days’ notice by way of electronic communication, posted letter, or telephone communication for the purpose of requesting that the Executive Council convene a General Meeting to hold a Leadership Review; and
    - 9.5.4.2. At the said Constituency Association Special General Meeting, the decision of whether to request the Executive Council convene a General Meeting to hold a Leadership Review shall be determined by fifty percent (50%) plus one of the attendees present, by way of secret ballot.

- 9.6. If three-quarters of the Caucus and three-quarters of the Executive Committee demand a Leadership Vote by way of a declaration, the office of Leader will be deemed vacant.
- 9.7. In the case of a vacancy in the office of Leader, the Executive Committee shall, within fifteen (15) days announce when a Leadership Vote will be held. Notice shall be given to all members of the Society and Party by the Executive Committee within a further twenty-one (21) days of the announcement. The Leadership Vote must be held not sooner than three (3) months and not later than nine (9) months from the date of the event giving rise to the Leadership vote. The Executive Committee in consultation with the Caucus shall appoint an Interim Leader. Such Interim Leader shall not be eligible to be a candidate in the Leadership Vote.
- 9.8. In the event the Leader announces his or her intention to resign the position of Leader of the Party, a Leadership Vote must be called by the Executive Committee within fifteen (15) days from the date of the announcement, and notice shall be given to all members of the Society and Party within thirty-six (36) days of the announcement. The Leadership Vote shall be held not less than three (3) months and not more than nine (9) months from the date of the announcement.
- 9.9. In preparation for a Leadership Vote, the Executive Committee shall appoint a Leadership Rules Committee, for which the voting members may not be members of the Executive Committee.
  - 9.9.1. The Leadership Rules Committee shall follow predetermined rules, procedures, mechanisms, and principles as approved by the Constituency Association Boards and Executive Council. These rules must be followed in their entirety by the Committee. These must not be inconsistent with the provisions of this Constitution and may not provide for electronic technology or telephonic voting.
  - 9.9.2. The Leadership Vote shall be by paper ballot only. There shall be no electronic technology or telephonic voting.



- 9.9.3. Paper ballots shall be cast at a polling station that is established in each of the Provincial Director's Zones. Provincial Directors are responsible to collect ballots in Constituency Associations that are inactive. A Paper Ballot shall also be cast at a polling station that is established at the Leadership Convention.
- 9.9.4. The ballots shall not be destroyed until the results and efficacy of the Leadership Vote are established.
- 9.9.5. Any complaints during or immediately after the Leadership race shall be decided on by the Leadership Rules Committee. Their decision can be appealed to the Party Arbitration Committee.
- 9.10. In order for a person to be considered as a candidate for the leadership of the Party, he or she must:
- 9.10.1. Be a member for 18 months from the date of the event giving rise to the Leadership vote and must not hold an active membership in any other provincial political party registered with Elections Alberta;
  - 9.10.2. Complete and submit an application form as specified by the Leadership Rules Committee and agree that some or all of the contents of the application form as completed and submitted can be disclosed to all members of the Party and the public at large;
  - 9.10.3. Provide at least one hundred (100) signatures or 10% of eligible Leadership voters, whichever is lowest;
  - 9.10.4. Meet any requirements of qualification under applicable laws;
  - 9.10.5. Pay an application fee that does not exceed the individual donation limit as set by Elections Alberta, as specified by the Leadership Rules Committee; and
  - 9.10.6. Agree to abide by the rules and procedures for the conduct of the Leadership Vote as specified by the Leadership Rules Committee.

## **10. Caucus**

- 10.1. If the elected members of the Party form government, all government legislation and resolutions must have majority caucus approval before going into the Legislature or being proclaimed.
- 10.2. Caucus will vote on all issues by way of a secret ballot.
- 10.3. Members of Caucus may only be ordered expelled from Caucus on the initiative of the Leader and supported by two-thirds (2/3) majority vote of Caucus, held by secret ballot vote.
- 10.4. Caucus, through a majority secret ballot may recommend that the Leader dismiss a member of the Leader's staff.
- 10.5. Caucus will elect two of its members as non-voting members of the Executive Committee, with the right to speak for Caucus.
- 10.6. Caucus may request the Executive Committee to call the Leader to account on any matter by a majority vote of Caucus, held by Secret Ballot Vote.

## **11. Policy**

- 11.1. The formulation of the Party's Policies belongs to the members.
- 11.2. Any five (5) members of the Party may propose Policies for consideration by the members.
- 11.3. Any revision or comment by Policy Committee must be approved by the original proposers. In the absence of agreement, the original version will be sent to the Constituency Association for ranking and then to the membership at an Annual General Meeting.
- 11.4. Notice of the call for proposed Policies or Amendments to the existing Policies shall be sent to all Society and Party members not less than one hundred twenty (120) days prior to the date of the next Annual General Meeting.
- 11.5. All proposed Policies or amendments to existing Policies shall be submitted to the Chair of the Provincial Policy and Constitution Committee in writing as a Notice of

Motion at least sixty (60) days prior to the date of the next Annual General Meeting.

- 11.6. All proposed Policies or amendments to the existing Policies submitted on time, in the proper format, and not deemed duplicate by the Policy and Constitution Committee shall be made available to all Constituency Associations not less than forty-five (45) days prior to the date of the next Annual General Meeting.
- 11.7. The Constituency Associations shall prioritize the submissions and return them to the Chair of the Policy and Constitution Committee no less than thirty-five (35) days prior to the date of the next Annual General Meeting.
- 11.8. The Policy and Constitution Committee shall then make all submissions available to the Party members at the Annual General Meeting. All final rankings shall be made available to the CAs seven (7) days before the Annual General Meeting. The same process shall be applied to all Constitutional Amendments brought forward.
- 11.9. Any proposed Policies shall require previous notice and a majority vote at a General Meeting to adopt and/or amend. A proposed policy may be amended at an Annual General Meeting if all five members proposing the amendment indicate approval of the amendment at the Annual General Meeting.

## **12. Nomination of Candidates**

- 12.1. The Executive Committee shall create rules and procedures for the selection of candidates (“Candidate Selection Rules and Procedures”) and these shall be provided to all Constituency Associations. The Executive Committee shall establish the Candidate Selection Committee(s). Candidates for each Constituency Association shall be selected by a Candidate Selection Committee that is comprised of seventy-five percent (75%) of members from each Constituency Association Board as selected by each Constituency Association Board and twenty-five percent (25%) from Executive Council.
- 12.2. The Party Candidate Selection Committee may only disallow a nominee after having a face-to-face meeting with the nominee, the Constituency Association

Board and Constituency Association Candidate Selection Committee. Such a decision can be appealed to the Party Arbitration Committee.

- 12.3. The rules shall provide for a Constituency Nomination Committee in each Constituency that shall, subject to the rules, be responsible for the administration of the candidate selection process in the Constituency.
- 12.4. The Executive Committee shall notify Constituency Associations of any changes to the Candidate Selection Rules and Procedures. The Executive Committee shall meet between thirty (30) and sixty (60) days after the changes are made to consider any revisions suggested by Constituency Associations.
- 12.5. In cases when a Constituency Association only receives one nomination candidate, the membership in the Constituency Association will be asked to vote on the following question: “Do you accept this candidate as your nominee for the next election in your Constituency Association?”. If a majority (50%+1) of the membership votes against the candidate, the search for a nominee will continue.

### **13. Amendment**

- 13.1. Amendments to the Bylaws and Constitution may be proposed by any Constituency Association or the Executive Committee.
- 13.2. All proposed Special Resolutions submitted on time, in the proper format, and not deemed duplicate by the Policy and Constitution Committee shall be made available to the Society and Party members no less than seven (7) days prior to the date of the next Annual General Meeting.
- 13.3. Any amendment to the Bylaws and Constitution shall require a seventy-five percent (75%) vote of the members present at the General Meeting, unless this clause is amended by ninety five percent (95%) vote of members present at the General Meeting.
- 13.4. The Bylaws and Constitution can only be amended by special resolution vote of the members.

## **14. Interpretation and Rules of Order**

- 14.1. The Bylaws and Constitution must be interpreted and read subject to the provisions of the Alberta Societies Act and the Alberta Elections Act. Unless the context otherwise requires, words and phrases used in the Bylaws and Constitution have the same meaning as in the Societies Act and Election Act. To the extent that there is any conflict between any provision of the Bylaws and Constitution and the Alberta Societies Act and Alberta Election Act, the law shall prevail.
- 14.2. The Bylaws and Constitution shall govern the affairs of the Society and Party and in the event of any conflict between the Bylaws and Constitution and any other Society and Party documents, the Bylaws and Constitution shall prevail.
- 14.3. The Executive Committee may adopt rules of order or create special rules of order for any meeting of the Society and Party. Absent the adoption of any rules of order or to the extent not provided by such rules or by the Bylaws and Constitution, all meetings of the Society and Party shall follow Robert's Rules or Order, Newly Revised.

## **15. Indemnity and Dispute Resolution**

- 15.1. When acting within the scope of their authority, no employee, volunteer, officer, director, or member of any committee established by the Society or Party shall be liable for any debts, actions, claims, demands, liabilities, or commitments of any kind of the Society or Party. The Society and Party shall indemnify and hold harmless each such person against any debt, action, claim, demand, liability, or commitment whatsoever.
- 15.2. Each active Constituency Association shall elect one Arbitration Committee Representative each year at their Constituency Annual General Meeting and advise the Chief Arbitrator of his/her name and contact information. The Chief Arbitrator will randomly select six Committee members from the pool of names supplied by the Constituency Associations for each arbitration case.

- 15.3. At every Annual General Meeting, the members shall elect a Chief Arbitrator for a one-year term. The Chief Arbitrator must not be a member of the Executive Council.
- 15.4. If a matter coming before the Arbitration Committee involves the Constituency Association of a selected member, that member will be replaced by another randomly selected member.
- 15.5. Any ten (10) members from five (5) Constituency Associations may give notice in writing to Executive Committee of a dispute as to whether the requirements of the Bylaws and Constitution or any rules and procedures are being met by the Executive Committee or its committees.
- 15.6. Any ten (10) members of a Constituency Association may give notice in writing to Executive Committee of a dispute as to whether the requirements or the Bylaws and Constitution or any rules and procedures are being met by a Constituency Association or its committees.
- 15.7. The Executive Committee shall appoint one or more members to investigate the merits of the dispute, which member(s) shall be authorized to intervene to resolve the dispute.
- 15.8. The Executive Committee may also refer any matter or class of matter to the Party Arbitration Committee for adjudication by a panel.
- 15.9. On receipt of a referral from the Executive Committee, the Party Arbitration Committee members to arbitrate and decide of the dispute.
- 15.10. The decision of a Party Arbitration Committee panel may be appealed to the Court of Queen's Bench of Alberta.
- 15.11. Subject to any specific direction from any Party Arbitration Committee panel, the Executive Committee is empowered to implement to decisions of that Party Arbitration Committee panel.

- 15.12. The general rules and procedures for the Party Arbitration Committee and its panels shall be determined by the Party Arbitration Committee, subject to ratification by the Executive Committee.

## **16. Amalgamation/Winding-Up**

- 16.1. Neither the Society nor the Party shall amalgamate nor merge with another Society or political party.
- 16.2. The Party shall not be wound up unless there are twenty (20) or fewer members in attendance at a General Meeting at which seventy-five percent (75%) of the attending members vote in favour of winding up the Society and Party.

## **17. Founding Committee**

- 17.1. The Society and Party will appoint a Founding Committee, at its 2019 Annual General Meeting.
- 17.2. This Committee will take control of all matters relating to the Society and Party whenever a minimum of twenty-five (25) members sign a petition that states:
- “We the undersigned believe there is an imminent threat to the well-being of our Society and/or Party. We believe the forces either within or from outside are attempting to harm our Society and/or Party and we ask the Founding Committee to take control of matters.”***
- 17.3. The petition is official and no vote is required once it is given to one of the Founding Committee Members.
- 17.4. The members of this committee will be on the committee on a lifetime basis.
- 17.5. The Founding Committee members upon receiving such a petition will inform the executive that all matters dealing with the Society and Party will be under the authority of the Committee.
- 17.6. All Executive Committee decision making will be turned over to the Founding Committee.

- 17.7. All information about the Society and Party will be turned over to the Founding Committee.
- 17.8. Any and all employees of the Party shall receive directions from and report to the Founding Committee.
- 17.9. The Founding Committee will have up to one year to make all necessary changes, expulsions and/or decisions that will bring the Society and Party back in line with the values of the Society and Party.
- 17.10. When the Founding Committee has completed its work, they may return the power to the previous Executive Committee or call for an Annual General Meeting to select a new Executive Committee.
- 17.11. If an Annual General Meeting is called it must take place on or before the one-year anniversary of the Founding Committee being asked to take control of the Society and Party.
- 17.12. Since Founding Committee members are selected for a lifetime position, any replacement will be selected by the remaining committee members, by a vote with no more than one (1) member opposed, and the new member(s) will also have a lifetime appointment.
  - 17.12.1. Non-attendance and non-participation in three (3) consecutive meetings is deemed to be a resignation from the Founding Committee.
  - 17.12.2. A non-attending, non-participating member, whose membership is in question shall not have a vote on their removal.
  - 17.12.3. The time period for a Founding Member to appeal to arbitration will be fourteen (14) days.



17.13. Founding Committee will have seven (9) members.

17.13.1. The Founding Committee shall advise the Party Members of the names of the Founding Committee Members at each Annual General Meeting and post the names of the Founding Committee members on the Party's website.

17.14. Founding Committee members will be replaced when one is deceased, if one moves outside the Province of Alberta, or if he or she resigns.

17.15. In order to remove this clause from the Constitution a 95% vote in favour of removing the clause by the membership must be achieved at an Annual General Meeting or a Special General Meeting.