

# **BYLAWS OF THE CANADIAN BADGERS CLUB**

(Adopted July/2007)

- 1.0 The official name of the Club shall be “The Canadian Badgers Club.”**
- 2.0 The aims of the Club are:**
  - 2.1 To help foster the spirit of Scouting**
  - 2.2 To assist with the exchange of information**
  - 2.3 To assist members to start/improve their scout badge collections**
  - 2.4 To establish and maintain by our actions a positive image for the club**
- 3.0 Membership is open to any registered member of any recognized Scout or Guide Association of any country upon payment of the required dues. Employees of Scouts Canada are also eligible for membership.**
  - 3.1 Current member shall be those who have paid the required dues and as such shall be entitled to vote at any meeting of the Club.**
  - 3.2 Annual membership dues qualify the member to all benefits of a Club member such as a Directory of Members, the quarterly magazine published by the Club and an updated Variety Listing of Canadian District, Regional & Provincial Badges.**
  - 3.3 Annual membership dues are subject to revision at such time as the Club runs at a deficit and the dues no longer cover costs. The annual dues shall be set by the Executive and will run from September to August. Membership dues received after May 31 shall be applied to the following year.**
  - 3.4 A Life Member shall be any member appointed as such by the Executive or by recommendation of the membership at an officially called general meeting of the Club. Life Membership shall be reserved for recognition of outstanding service to the Club. A Life Member shall have all the rights and privileges of ordinary membership, but shall be exempt from the paying of dues.**
- 4.0 CODE OF ETHICS**
  - 4.1 All members must strictly abide by the following Code of Ethics. Any infraction of this Code by any member may result in suspension or permanent expulsion. This decision must be made by the Executive by unanimous agreement. The member in question shall be informed in writing of the details of the charges against him. The member in question shall be given sufficient opportunity to reply to the charges levied against him. The decision of the Executive shall become effective immediately upon notification being given to the member in question by registered mail. The Executive may expel the member in question, suspend him for a time determined by the Executive, dismiss the charges, or reserve judgment until a general or extraordinary meeting of the Club rules on the issue.**

At a general or extraordinary meeting of the Club, a majority of 75% of the members in attendance is required to reinstate, expel, suspend or otherwise deprive any member of his privileges as a member.

After the Executive or the general meeting or the extraordinary meeting has made its decision, the president shall publish its decision with as much detail as he feels is appropriate in the next issue of the Club magazine.

## **CODE OF ETHICS**

- I will apply "The Golden Rule" to all trades and will never knowingly misrepresent an item.
- I will return all items that do not belong to me.
- No trade is complete until both parties are satisfied.
- I will answer all mail as soon as possible.
- I will not trade if it means disfiguring another's uniform to obtain a badge; addresses should be exchanged instead.
- I will live up to the Scout Promise and Law.
- I will not have district, region, area, etc. Badges produced for personal gain either financial or to further my collection. The Club is opposed to the production of such badges by other than the appropriate Scouting administration.

- 4.2 Any member of the Club who passes fake badges must reveal his sources or be expelled from the Club. If expelled, the member's name and the charges shall also be passed on to the International Badger Club.
- 4.3 Any member whose actions, behaviour or activities are deemed to bring discredit or damage to the Club may be expelled by unanimous vote of the Executive as outlined in section 4.0 above.
- 4.4 Any decision of the executive may be appealed by any duly called general or extraordinary meeting of the Club. A majority of 75% of the members in attendance shall be required to appeal any decision of the executive. The member (s) initiating the appeal must notify the editor of the Club magazine and the president in writing of the intended appeal. The president must place the appeal on the agenda of the next general or extraordinary meeting. Notice of the intended appeal must be published in an issue of the Club magazine

mailed at least 30 days prior to any meeting at which the appeal is to be heard.

Any penalty that is imposed by the Executive under these bylaws shall remain in effect until an appeal overrules the Executive's decision at a general or extraordinary meeting of the Club. However, any attempt on the part of the president or editor to subvert or delay an appeal shall be considered as grounds to lift the penalty until that appeal is heard.

- 5.0** The Executive shall consist of the following: President, Vice President, Secretary/Treasurer, Editor and Cataloguer. These officers are to be elected at a general or extraordinary meeting of the Club and may serve for no longer than four years without re-election. There shall be no limit on the number of terms any Executive member may serve.
- 5.1** These representatives shall be appointed by the Executive and ratified by the next general or extraordinary meeting.
- 5.2** The duties of these representatives are to act as advisors to the Executive and to be the sole body to decide which badges and variations are to be listed and how they shall be listed.
- 5.3** The Cataloguer shall act as chair of this group and may be the representative of whichever region in which he normally resides.
- 5.4** These representatives shall serve until (1) they are no longer active members of the Club, (2) they voluntarily resign, or (3) they are voted out by a 75% majority of the members in attendance at any duly called general or extraordinary meeting of the Club.
- 5.5** Although not binding upon the executive, it is understood that, in the event of a vacancy on this committee, the advice of the Cataloguer shall be sought and seriously considered.
- 6.0 EXECUTIVE POWERS**
- 6.1** To act on behalf of the Club in all matters pertaining to the acquisition and/or disposal of materials or equipment.
- 6.2** To appoint Executive positions and Regional Representatives between general meetings if such vacancies occur.
- 6.3** To recommend to the general meeting a life membership for any member they deem deserving of that honor.
- 6.4** To rule on all matters relating to the Code of ethics or any breeches of it.
- 6.5** To make whatever decisions and to carry out whatever actions are necessary for the orderly operation of the Club between meetings.
- 6.6** To submit its decisions and actions to the next general meeting for ratification when appropriate.
- 7.0 EXECUTIVE DUTIES**
- 7.1** The president shall organize and chair all meeting of the Club. He shall administer the Bylaws of the Club and maintain contact with its members through the Club magazine.
- 7.2** The vice president shall assume the duties of the president

whenever the president is unable to perform those duties.

- 7.3 The Secretary/Treasurer shall record the minutes of all meetings of the Club and prepare them for publication in the next issue of the Club magazine. He shall keep a record of all minutes and be prepared to produce them at any general meeting of the Club. If the incumbent Secretary/Treasurer is temporarily unable to fulfill his duties, the president must arrange for a Club member to carry out his duties until he is able to resume them.

The Secretary/treasurer shall receive and disburse all funds for the Club, maintain an orderly accounting of said funds and provide a full report of the Club's financial status at each general meeting.

The secretary/Treasurer shall maintain the membership lists, renewals, etc. As required.

- 7.4 The Editor shall accept full responsibility for all aspects of the Club's magazine
- 7.5 The Cataloguer shall accept full responsibility for keeping the Catalogue current and all other aspects of the catalogue. The Cataloguer shall, with the assistance of the Regional representatives, examine all potential badges and decide which are to be listed and how they are to be listed. Although any member may question the Cataloguer or any other member of this regarding any badge, the Cataloguer and his Committee of Regional representatives shall make the final decision which shall NOT be subject to appeal.

The Cataloguer shall communicate regularly with the Editor so that he can keep the membership informed regarding new listings or delistings of badges.

## 8.0 MEETINGS OF THE CLUB

- 8.1 A general meeting of the Club must be held once every four years. If possible, this meeting shall occur at the Canadian National Scout Jamboree.
- 8.2 If a period of four should elapse without a Canadian National Jamboree, the president shall designate a nationally significant swap meet as the site of the required general meeting. Unless otherwise decided, the Montreal Swap Meet shall be that site.
- 8.3 Notice shall be published in the Club magazine specifying the place, the day and the time of the general meeting. This issue of the magazine must be mailed at least 30 days prior to the holding of the meeting.
- 8.4 The President, or in his absence the Vice President, shall preside as Chairperson. The meeting shall be conducted as outlined in Robert's Rules of Order. All Scouting members are welcome to attend, but only qualified club members may vote. In the event of a tie vote, the President shall cast the deciding vote.

- 8.5 The business of the meeting shall include:**
  - 8.5.1 Election of Officers (At Least Once Every Four Years)**
  - 8.5.2 Membership Report**
  - 8.5.3 Treasurer's Report**
  - 8.5.4 Editor's Report**
  - 8.5.5 Regional Representatives' Reports**
  - 8.5.6 Old Business**
  - 8.5.7 New Business and Input from the Floor**
- 8.6 A total of fifteen qualified members including at least two members of the Executive shall constitute a quorum.**
- 8.7 If for any reason, the President should fail to call a General Meeting within four years of his election, the Vice President or any other member of the Executive shall cause a General meeting to convene as early as possible. An election of officers shall be held and, in this case, the President shall be ineligible for re-election.**
  
- 9.0 The current Club members shall have the power to alter this set of bylaws (except 9.0, 10.0 and 12.0) at any general or extraordinary meeting. Written notice must be given to the President at least ten weeks prior to the meeting at which the proposed alteration is to be considered. Any proposed alteration must receive a majority vote of at least 75% of the voting members present in order to be adopted. The Executive shall accept postal ballots from voting members unable to attend.**
  
- 10.0 The assets of the Club, whether income and/or property shall not be given or transferred in any way to any member (s) of the Club, except the payment in good faith as a remuneration to a member of the Club for services rendered to the Club, or for goods supplied to the Club in the ordinary way of business or for any reasonable out of pocket expenses properly incurred by a member (s) of the Club acting under the authority of the Executive.**
  
- 11.0 An extraordinary meeting may be convened by the Executive at its own requirement or at the request in writing of at least 20 voting members of the Club representing at least three of the five regions. The rules pertaining to any general meeting shall apply except that the business of the meeting shall be limited to the agenda issued with the notice of meeting.**
  
- 12.0 The Club shall not be wound up or dissolved except by the consent of 75% of its voting members voting by postal ballot. At least two calendar months notice of such a vote must be given. Any and all assets of the Club remaining after full settlement of all just debts and liabilities incurred by the Club shall be disposed of by transfer to the World Brotherhood of Scouting Fund of Scouts Canada.**