



Bylaws

WHEREAS Alberta Municipal Supervisors Association's (AMSA) Bylaws are reviewed at the Annual General Meeting;

AND WHEREAS AMSA supports the goals and aims of the Rural Municipalities of Alberta (RMA) and is related fraternally;

AND WHEREAS The Executive committee of AMSA is dedicated to a well-founded purpose, has a plan to achieve that purpose, and exists to facilitate the organizational arrangement of its Membership;

AND WHEREAS The Association exists for a three-fold purpose.

- a) To help members form a stronger bond with the Municipalities they represent. It does this by forming and reminding members of their responsibilities and commitment to carry out the policies and procedures of the Councils they serve.
- b) To educate members through seminars, teaching the latest techniques, taught by professionals in related industries and by fellow members of the Association.
- c) To meet as a fraternal organization for the purpose of fellowship and sharing of mutual concerns.

AND WHEREAS Recognizing their responsibilities to the elected representative of their respective Municipalities, desiring to inspire public confidence and respect for local government, and believing that honesty, integrity, loyalty, justice and courtesy form the basis of ethical conduct, members of AMSA;

CODE OF ETHICS

- Are honest and impartial; loyal to associates, the elected Council, employer, client, subordinates and the public and are respectful of the personal dignity of all.
- Applies knowledge and skill to maintain high ideals of the Association, by respecting its reputation and ideals.



- Supports an open climate for innovation and free exchange of ideas and encourages colleagues to give their best.
- Recognizes that government service is a public trust that imposes responsibility to conserve public resources, funds and materials.
- Neither condones nor engages in misrepresentation, unlawful practices nor brings discredit to the Association.
- Fosters the education requirements in order to further the training, knowledge and proficiency of existing and potential supervisors.
- Upholds the principle of fair and impartial judgment.
- Consciously avoids prejudice in dealings with all people.
- Acknowledges that subscribing to this code imposes a shared obligation with other Association members to maintain these standards.

NOW THEREFORE, Association membership, duly assembled, enact as follows:

Article 1 – Interpretation

1.1 "Association" shall mean the Alberta Municipal Supervisors Association.

1.2 "Executive" shall mean those elected by the members as the Executive officers of the Association.

1.3 "Executive Director" shall mean contractor hired by AMSA's Executive to fulfill the day-to-day administrative operations of the Association, including Membership management, sponsorship coordination and convention coordination.

1.4 "President" shall mean the member of the Association duly appointed to fill said office, for a term of two (2) years.

1.5 "Vice President" shall mean the member of the Association duly appointed to fill said office, for a term of two (2) years offset from the President.

1.6 "Past President" shall mean the member of the Association duly appointed to fill said office or until Presidential change takes place.



1.7 "Treasurer" shall mean the member of the Association duly appointed to fill said office, for a term of two (2) years.

1.8 "Secretary" shall mean the member of the Association duly appointed to fill said office, for a term of two (2) years.

1.9 "Directors" shall mean the member of the Association duly said to fill said office, for a term of four (4) years.

1.10 "Good Standing" shall mean any Association member whose Membership fee has been paid and who is not otherwise disqualified.

1.11 "Quorum" shall mean fifteen (15) Municipal Members in Good Standing shall at any meeting, provided a maximum of one (1) vote per Municipality is upheld.

Article 2 – Membership

2.1.a) Municipal Membership:

Municipal members shall serve in a Supervisory capacity in a Municipal District, County, or Specialized Municipality. Any Municipal Member shall be eligible for election to any office therein, however there shall be voting privileges to a maximum of one (1) vote per Municipality at the Association's Annual General Meeting.

2.1.b) Small Community Associate Membership:

Small Community Associate Memberships are members who serve in a Supervisory capacity in a small community (population <10,000). The Small Community Associate Members shall be non-voting members and not eligible for election to any office therein.

2.1.c) Associate Membership:

Associate Memberships are available to employees of a company involved in a Public Works related business, and such company can have more than one (1) Associate Membership. The Associate Members shall be non-voting members and not eligible for election to any office therein.

2.1.d) Honorary Membership:

Any person having Municipal Membership in the association, for a minimum period of ten (10) years and served at least one (1) term on



the Executive but no longer a Municipal Public Works Supervisor in a Municipal District, County, or Specialized Municipality, shall be permitted to retain Membership in the association, and may become at their request an Honorary Member, but shall be a non-voting member and not be eligible for election to any office therein.

2.2 The Membership fees shall be reviewed and set at the Association's Annual General Meeting and shall be payable annually upon receipt of invoice from the Association. Any additional conference /educational session fees may be invoiced in addition to the annual Membership fees.

2.3. A Membership will be terminated if the associated Membership dues are unpaid by the end of the calendar year.

2.4. If just cause is shown, upon recommendation of the Executive, any member may be expelled from the association by a vote of two-thirds of the Quorum =.

Article 3 – Annual General Meeting

3.1 An Annual General Meeting or Special General Meeting may be held at such time and place and in such manner as the Executive determines, including by means of telephone, electronic or other means of communication that permits all individuals participating in the meeting to communicate with each other, notwithstanding that the meeting may be held simultaneously in more than one location or that no two (2) attendees are together in one place during the meeting. Each individual participating at each such location is for all purposes, including Quorum, deemed to be personally present at the meeting.

3.2 Notice of the Annual General Meeting complete with an agenda shall be made available to each member of the Association on the website, including distributed via email (last known email address) two (2) weeks prior to the date of the meeting.



3.3 Meetings of the Association may be called at any time upon instructions of the President or Executive by notice in writing on the website, including distributed via email (last known email address) two (2) weeks prior to the date of the meeting.

3.4 Any Municipal Member who has not withdrawn from Membership nor been suspended nor expelled as herein provided shall have the right to vote at any meeting of the Association, provided a maximum of one (1) vote per Municipality is upheld as per 2.1 (a). Such votes must be made in person, including by means of telephone, electronic or other means of communication that permits all individuals participating in the meeting to communicate with each other, and not by proxy or otherwise.

Article 4 - Election of Officers

4.1 The Executive Committee of the Association shall consist of a President, Vice President, Treasurer, Secretary, and ten (10) other Municipal Members who shall be elected as Directors at the Annual General Meeting of the Association and shall hold office until their successors are elected. In the filling of all such Officers, where more than one (1) Municipal Member is placed in nomination for an office, the election shall be held by ballot, including voting by means of telephone, electronic or other means of communication that permits all individuals participating in the meeting to communicate with each other, and the Municipal Member receiving the highest number of votes declared elected.

4.2 Any active Municipal Member in Good Standing shall be eligible for election to any office in the Association.

4.3 In the event that a Director is chosen as President, or Vice-President, the zone delegates shall immediately choose a replacement to serve the balance of the term applicable to vacancy created.

4.4 The Association shall be divided into five (5) electoral zones (See attached Schedule "A" Map).



4.5 The term of office for each position is to be as follows:

President Two (2) Years

Vice-President Two (2) Years, offset from the President

Treasurer Two (2) Years

Secretary Two (2) Years

Past President Two (2) Years, or until Presidential change takes place

Directors Four (4) Years, offset by two two years, between zones

4.6 In the event of a resignation or retirement the Membership by way of vote shall choose a replacement at the Association's next Annual General Meeting, to serve the balance of the four (4) year term.

Article 5 – Executive

5.1 Any meeting of the Executive or a Committee may be held at such time and place and in such manner as the Executive or Committee determines, including by means of telephone, electronic or other means of communication that permits all individuals participating in the meeting to communicate with each other, notwithstanding that the meeting may be held simultaneously in more than one location or that no two (2) attendees are together in one place during the meeting. Each individual participating at each such location is for all purposes, including Quorum, deemed to be personally present at the meeting.

5.2 The Executive shall have the power to fill any vacancy which may occur in the Executive between Annual General Meeting(s) and the person so appointed shall hold office until the Association's next Annual General Meeting where a formal vote to fill the vacancy's remaining term may occur.



5.3 The Executive shall have the power to contract the position of Executive Director, for a contract term not to exceed three (3) year term. The President on behalf of the Executive is authorized to sign Executive Director's contract.

5.4 The Executive may make rules and regulations for the proper conduct of the Association as it may deem expedient, provided that such rules shall be in accord with the constitution and Bylaws as adopted.

5.5 An Executive meeting may be called at any time by the President or Vice-President acting for the President, or a majority of members of the Executive, by sending notices by email to each member thereof at one week prior to the proposed meeting; such notice shall state the time and place of the meeting and the business to be considered.

5.6 Meetings of the Executive shall be held as often as the business of the Association may warrant it.

5.7 No member of the Executive shall publish or cause to be published any matter whatsoever connected with the Association unless the same shall first be authorized by the Association President or by order of the Executive.

5.8 The duties of the Directors shall be decided by the Executive.

5.9 The Treasurer shall properly account for the funds of the Association and shall present a statement duly reviewed by at least two (2) Directors in advance of submission to Membership at the Annual General Meeting.

5.10 Preparation and custody of the Financial Statements and other financial books and records shall be kept by the Treasurer and may be inspected by any member of the Association at the Annual General Meeting, or by means of electronic or other means of communication.

5.11 Preparation and custody of the minutes of proceedings of meetings and other books and records shall be kept by the Secretary and may be inspected by any member of the Association at the Annual



General Meeting, or by means of electronic or other means of communication.

5.12 Minutes of proceedings of meetings shall be circulated to each member of the Association on the website, including distributed via email (last known email address) two (2) weeks prior to the date of the meeting.

Article 6 – Peer Award

6.1 Each year members will be requested to submit candidates to be recognized for their dedication to the Association or to the Public Works department of their own municipality. Submissions will be accepted throughout the calendar year. The Executive will review the submissions and choose to award one or more “Peer Award(s)” at spring and/or fall conventions or by means of electronic or other means of communication.

Article 7 - Borrowing Powers

7.1 For the purpose of carrying out its objectives the Association may borrow, or raise, or secure the payment of money in such manner as it feels fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of an extraordinary resolution of the Association.

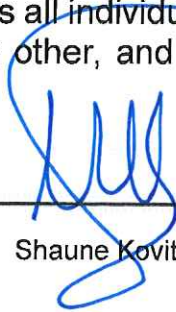
Article 8 - Amendments to Bylaws

8.1 Amendments to the Bylaws may be made at the Annual General Meeting in the following manner:


8.1.1 Notice of motion shall be given by submitting a draft of the proposed Bylaw amendment(s) to the President at least one (1) month prior to the date of the Annual General Meeting. The President or Executive Director shall duly notify each member of the proposed amendment(s) two (2) weeks prior to the date of the Annual General Meeting.



8.1.2 Any Municipal Member who has not withdrawn from Membership nor been suspended nor expelled as herein provided shall have the right to vote at any meeting of the Association, provided a maximum of one (1) vote per Municipality is upheld as per 2.1 (a). Such votes must be made in person, including by means of telephone, electronic or other means of communication that permits all individuals participating in the meeting to communicate with each other, and not by proxy or otherwise.

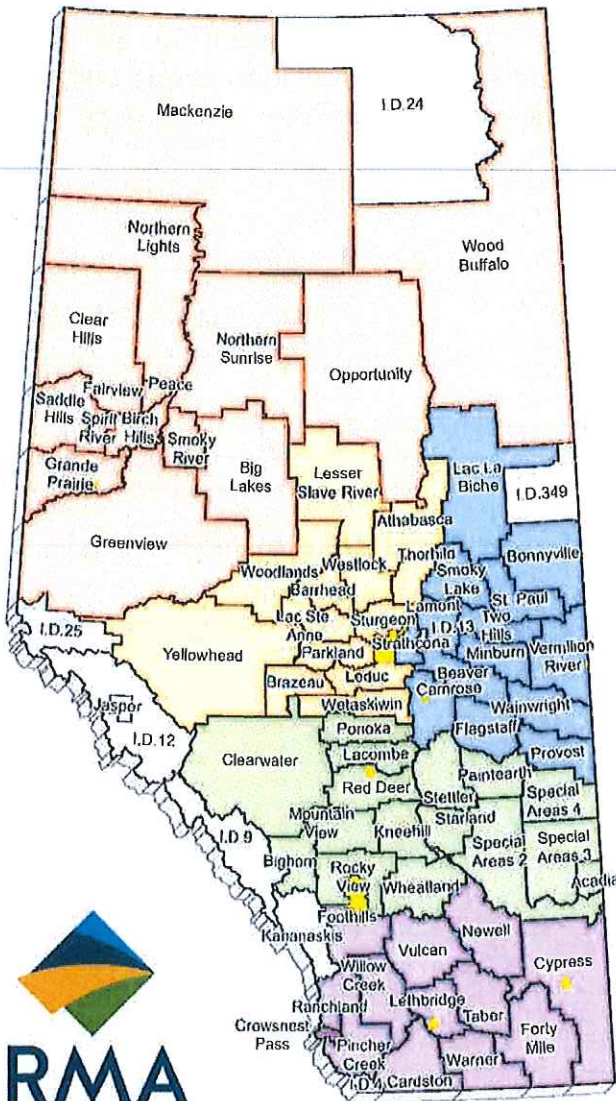


Shaune Kovitch, AMSA President



Christine Heggart, AMSA Executive Director

Schedule "A"



- District No. 1 - Foothills - Little Bow
- District No. 2 - Central
- District No. 3 - Pembina River
- District No. 4 - Northern
- District No. 5 - Edmonton East