

Solar Energy Society of Canada Inc. - Northern Alberta Chapter.

Hereinafter SESCO:NAC.

NORTHERN ALBERTA CHAPTER BY-LAWS.

1. The name of this organization shall be: Solar Energy Society of Canada:
2. As a chapter, SESCO:NAC endorses the objectives of the national organization, the Solar Energy Society of Canada Incorporated (hereinafter SESCO) and with appropriate modification and addition adopts them as its own.
3. Consistent with the foregoing, the objects of SESCO:NAC shall be as follows:
 - (a) To provide a resource of information to the various government sectors involved in energy utilization and related technologies.
 - (b) To sponsor educational programmes and facilitate exchange of up-to-date information through lectures, seminars and similar means.
 - (c) To serve members and the general public by making available sources of information related to renewable energy, conservation and sustainable development.
 - (d) To create an awareness among Albertans, including members of provincial and municipal governments, of the importance of solar energy and its proven potential as a means to reduce dependency on non-renewable sources of energy.
 - (e) To enhance the quality of life in Alberta by promoting innovative concepts and improvements in the application of solar energy and conservation techniques, which reduce the consumption of pollutive fuels and expand the role of forms of energy with no negative impact on the environment.
4. 4.
 - (a) SESCO:NAC recognizes SESCO as its parent organization and shall maintain its ties of affiliation through regular communication and various forms of support to enhance the position of SESCO as a voice truly representative of a nation-wide movement.
 - (b) The responsibility for agreements, expenses, debts, liabilities or statements made by SESCO:NAC and neither endorsed nor authorized nor initiated by SESCO shall remain with SESCO:NAC and shall not be considered to rest with SESCO.
5. For the purpose of carrying out its objectives, SESCO:NAC may raise funds in any manner it sees fit, except that for the issuing of debentures, the membership shall vote in a Special Resolution.
6. Membership
 - (a) Membership in SESCO:NAC shall be open to any resident of Alberta wishing to further its and SESCO's aims.
 - (b) Every member shall pay an annual chapter fee determined and varied from time to time by decision of the Annual General Meeting.
 - (c) Membership can be held in SESCO-NAC, in SESCO. or in both concurrently.
 - (d) Membership in SESCO:NAC shall cease when fees are one year in arrears, or when the Secretary receives a written resignation, or when a majority of the members present at a duly constituted meeting vote for expulsion.

7. The officers of SESCO:NAC shall be as follows.
- (a) Chairman.** The Chairman shall be the chief officer of the Chapter, preside at all meetings and have the power to delegate duties not specified in the by-laws.
 - (b) Past-Chairman.** The Past-Chairman, an ex-officio office holder, shall advise the current Chairman and Executive in the light of past experience as Chairman and shall take office automatically upon stepping down from the position as Chairman.
 - (c) Vice-Chairman.** When the Chairman is unable or unwilling to discharge any function of office, the Vice-Chairman shall assume that function. If at any meeting, neither Chairman nor Vice-chairman is available, another member shall be elected to preside in their absence.
 - (d) Secretary.** The Secretary shall be charged with keeping minutes of all meetings and conducting its correspondence in accord with the directives of the Executive. The Secretary shall keep SESCO:NAC's records and official documents. There shall be no official seal.
 - (f) Treasurer.** The Treasurer shall receive all monies directed to SESCO:NAC and keep one or more bank accounts for this purpose and keep books to show clearly what sums have been received, deposited and, if spent, for what purpose. Normal orderly procedures of book-keeping shall be observed. Treasurer is at all times under the direction of the Chairman. The Treasurer shall keep ready the necessary documentation needed for auditing and present an audited statement of the financial position of SESCO:NAC to the Annual General Meeting.
The Treasurer shall work together with the Secretary to file the Annual Return with the Corporate Registry of Alberta.
The positions of Secretary and Treasurer may be combined in one person, if the Chairman so decides.
 - (g) Editor.** The Editor shall be responsible for producing the Newsletter.
 - (h) Publicity Manager.** The Publicity Manager shall be responsible for advertising SESCO:NAC's lectures, seminars, workshops and similar events.
 - (i) National Representative.** The National Representative shall be the primary liaison person with the national organization, SESCO, and if possible, shall attend the Board Meetings of SESCO at the Head Office.
 - (j) Member(s) at Large.** Up to three Members at Large may be elected to carry out any specific function or to help with the work of the Executive as it develops.
- 8.
- (a) The above officers in 7 constitute the Executive, which shall, subject to the by-laws or any directions given to it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of SESCO:NAC.
 - (b) Any member of the Executive may, upon a majority vote of all members in good standing, be removed from office for any cause which the membership deems reasonable.
 - (c) Officers shall be elected or re-elected annually at the Annual General Meeting by majority vote of the members present.
9. Officers shall receive no payment for their services to SESCO :NAC, but reasonable expenses incurred in carrying out the functions of SESCO:NAC shall be allowed by majority vote of the Executive, recipient not voting.

10. Meetings

(a) Executive Meetings shall be called at least five times a year at the discretion of the Chairman. One such meeting may be the Annual General Meeting, which shall be held in April, notice being mailed to the last known address of each member for delivery at least eight days prior to the meeting.

(b) At the Annual General Meeting, the Officers shall report to the membership on their activities. The Treasurer shall present a written statement of SESCO:NAC's finances, which shall have been audited by two other members elected for this purpose at the previous meeting.

(c) Newly elected officers take up their duties at the conclusion of the Annual General Meeting.

(d) A Special Meeting shall be called by the Chairman or Secretary if either receives a petition signed by a third of the membership in good standing setting out the reasons for such a meeting. Notice for Special Meetings shall be 21 (twenty-one) days.

(e) The quorum for Executive meetings shall be 51 (fifty-one per cent), and for General and Special Meetings shall be a quorum of the Executive plus 6 (six) other members.

11. Voting

(a) Voting shall be by show of hands, unless, by such majority vote, the members present express a wish to vote by secret ballot. There shall be no provision for proxy voting.

(b) All members in good standing shall have the right to vote. Members in arrears shall not vote.

12. The books and records of SESCO:NAC shall be available for inspection by members or duly constituted authority at the Annual General Meeting or at the address of the Secretary, given three working days' notice, or at the Chapter Office, if one is maintained, also given three working days' notice.

13. These by-laws may be rescinded, amended or added to by Special Resolution at the Annual General Meeting or a Special Meeting. Such resolution, if passed, shall be dated, verified and filed with the Corporate Registry of Alberta by the Chairman or delegate.

14. SESCO:NAC may dissolve itself by a two-thirds majority of the Executive. Any assets become the property of SESCO.

SIGNATORIES TO THESE BY-LAWS:

Name and Signature Complete address

- 1.
- 2.