



Canadian Military Police Association  
PO Box 41190  
1910 St Laurent Blvd  
Ottawa, ON  
K1G 1A0

## **BY-LAW 2 CMPA MANAGEMENT AND ADMINISTRATION**

### **GENERAL**

1. An Executive Committee, the members of which must be members in good standing of the CMPA, shall administer the Association on behalf of the membership at large. Members of the Executive will be elected, acclaimed, or confirmed by a vote of the membership to be held at the CMPA Annual General Meeting (AGM). The procedure for approval of the members of the Executive is set out below (see AGM section).

### **EXECUTIVE COMMITTEE MEMBERSHIP**

2. The Executive shall consist of the following regular (voting) members:

- President, nominated by the CFPM;
- Vice-President;
- Secretary;
- Treasurer;
- Director of Membership;
- Director of Communications;
- Director of Marketing and Sponsorship;
- Director of History and Heritage;
- Director of Retirement and Departure Benefits; and
- Manager, MP Kit Shop.

3. In addition, to the regular members, the following are ex officio, non-voting members of the Executive Committee and are entitled to attend all meetings of the Executive Committee:

- The immediate Past President;
- MP Branch Advisor;
- MP Branch CWO;
- MP Group CWO; and
- MP Branch Colonel Commandant.

4. The Executive may appoint other, non-voting members to the Executive Committee, from time to time, either by name or as ex-officio.

### **RESIGNATIONS**

5. Any member of the Executive wishing to resign from their position may do so at any time by giving notice, in writing, to the Secretary.



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## **FILLING OF EXECUTIVE POSITION VACANCIES**

6. Should a member of the Executive resign, or be unable to act in their appointed position, for any reason, the remaining members of the Executive Committee shall have the power to select a member to temporarily fill the vacant position until the next AGM of the Association at which time, the appointment shall be put before the membership for approval.

## **NOMINATIONS FOR EXECUTIVE POSITIONS**

7. Nominations of persons to fill a vacant position on the Executive Committee must be submitted in writing or electronically to the Secretary at least 3 months before the Association AGM and must be duly proposed and seconded. Executive Committee positions will be voted, affirmed, and/or reconfirmed by vote at the AGM of the CMPA per the process set out below.

8. A Nomination Committee shall review nominations submitted to it and shall prepare and submit, to the CMPA AGM, the slate of nominees to the Executive. The Nominating Committee shall consist of:

- A Chair, who shall be normally the immediate Past President of the CMPA; and
- Two other members of the Executive Committee as determined by the Executive Committee.

(N.B. In the absence or unavailability of the immediate Past President, the President will select someone else to act in their stead.)

## **EXECUTIVE COMMITTEE MEETINGS**

9. The Executive shall meet in committee at least quarterly and maintain a record of the proceedings. Meetings shall be run in accordance with the standard rules of parliamentary procedure (Robert's Rules of Order). Minutes of the meeting deliberations and decisions are to be kept by the Secretary or, in their absence, a designated attendee for that purpose. The Secretary shall distribute minutes of the previous meeting to Executive Committee members at least 48 hours prior the meeting taking place.

10. All matters before the Executive Committee will be decided upon by majority vote. Only the designated members of the Executive shall be entitled to vote, except that the presiding officer (President or the Vice-President acting in their stead) may cast a deciding vote to break a tie. Following the vote, the presiding officer will state whether or not a resolution has been carried and ensure the result is entered into the record.



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## **QUORUM**

11. A quorum for an Executive Committee meeting shall consist of the President or Vice-President (in their role as presiding officer) and at least four other members, one of whom shall be either the Treasurer or Secretary (i.e. minimum attendance at an Executive Committee meeting to constitute a quorum, shall be the President/VP, Secretary/Treasurer, and, at least, three other members).

## **ALTERNATIVE PROVISIONS FOR PARTICIPATING IN MEETINGS**

12. Any member of the Executive who is unable to attend a meeting of the Executive Committee in person may participate in the meeting either telephonically or by other means that permit all persons participating in the meeting to hear or otherwise communicate with each other. A member participating in such a way is deemed for all purposes to be present at that meeting.

## **ADVISORY COMMITTEES**

13. The CMPA Executive Committee may form such sub-committees, as it deems necessary, to assist, advise, carry out the objectives of, or address a specific issue of, the CMPA, in general, or the Executive Committee, in particular. Any such sub-committee shall operate in accordance with clearly established Terms of Reference, specific to that sub-committee, with defined deliverables, milestones to be met, reports to be provided, sunset provisions for its term, etc. Any such sub-committee may be re-appointed, by the Executive Committee, as required and/or deemed appropriate.

## **ROUTINE MANAGEMENT MILESTONES**

14. The Executive Committee shall create and maintain a Strategic Plan listing major management planning objectives for the calendar year, as a guide to effective Association management. The Executive Committee will ensure objectives are achieved in accordance with the planning milestones contained herein.

## **ANNUAL/SPECIAL GENERAL MEETINGS (AGM/SGM)**

15. The CMPA shall hold an Annual General Meeting (AGM), open to all members in good standing, at least once a (calendar) year. The meeting will take place at a time, date, and place to be determined by the Executive Committee and notice thereof shall be sent to all members in good standing at least 30 days before such annual meeting.



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16. In addition, the Executive Committee may call for a Special General Meeting (SGM) at any time, providing the same notice as that of an AGM. Normally, SGMs shall be called to address a single, specific issue of such importance or time sensitivity that the matter cannot wait to be addressed at the next AGM.

## **QUORUM**

17. A quorum for an AGM or SGM of the Association shall be not less than 10% of the total number of Ordinary and Associate members of the CMPA at the time of the meeting.

## **PROVISIONS FOR PARTICIPATING IN MEETINGS**

18. Ideally, attendance at AGMs/SGMs shall be conducted in person, however, given the nature of the CMPA membership, AGMs/SGMs normally will be held virtually using technology readily available to the membership.

19. Any member, in good standing, may participate in a meeting of the CMPA (AGM or SGM) by any technical communication means that permit all persons participating in the meeting to hear or otherwise communicate with each other. A member participating in such a manner is deemed for all purposes to be present at that meeting.

## **VOTES**

20. In recognition of the fact that CMPA members may not be able to participate in AGMs/SGMs either in person or virtually, Ordinary and Associate members may choose vote *in absentia* by proxy on agenda items under consideration. Members who chose to vote by proxy will be counted as having been in attendance for the purposes of the required quorum. Agenda items to be voted upon and the process, by which a proxy is designated, shall be set out in the meeting convening notice.

21. Resolutions put forward for a vote at AGMs/SGMs shall be decided upon by a simple majority (i.e. 50% + 1) of the total number of Ordinary and Associate members in attendance (either in person, virtually, or by proxy).

## **CONDUCT OF AGMs**

22. The Secretary shall be responsible for soliciting agenda items and points of discussion from members of the Executive and members of the CMPA and publishing an agenda at least one week prior to the date of the AGM or SGM.



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23. Among the standard agenda items at an AGM, the President will provide and update on strategic and operational goals and objectives for the past year and provide a report as to their status. The President will also set out strategic and operational objectives for the next year, identify milestones to be met, and detail metrics by which implementation, progress, success, etc of each initiative will be measured.

24. In addition to this, the Treasurer will present a report detailing the financial status of the Association and the Director of Membership will present a report detailing the membership status of the Association and identify initiatives to increase membership.

25. One of the last orders of business at each AGM will be the requirement to vote for the Executive of the CMPA for the following year. If more than one person's name has been put forward as a candidate for consideration for any position on the Executive, the Chair shall call for a vote among the candidates for that position. The person who garners the majority of votes shall be considered the winner. The Chair shall not vote except in the case of a tie, in which case the Chair shall cast the deciding vote.

26. In the case where there is only a single candidate for any one position, the Chair shall ask for a motion and call for a vote to approve the nominee's appointment by acclamation. In the case where only the current incumbents' names are being put forward for consideration (i.e. there are no new persons being considered for membership on the Executive), the Chair shall ask for a motion and call for a vote for the appointment of the entire Executive by acclamation.

## **ANNUAL REPORT**

27. The Executive Committee shall produce an Annual Report covering all aspects of its operations throughout the year for presentation to the Annual General Meeting. Reports shall be based on the calendar year (1 January to 31 December). The Annual Report shall provide a clear overview of Association activities during the reporting period, include a financial and membership status report, and outline strategic and operational objectives for the year to come. Annual Reports will be available to the CMPA membership and the public by being published on the various Association media platforms. Annual Reports may also be made available to the membership through Association-sponsored publications.



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## **ATTACHMENT(S)**

### **EXECUTIVE COMMITTEE TERMS OF REFERENCE**

Annex A	President (Chief Executive Officer) and Vice President
Annex B	Secretary
Annex C	Treasurer
Annex D	Director of Membership
Annex E	Director of Marketing and Sponsorship
Annex F	Director of Communications
Annex G	Director of History and Heritage
Annex H	Director of Retirement and Departure Benefits
Annex I	Manager MP Kit Shop

### **OPI/OCI**

OPI	President
OCI	Vice-President
	Secretary