

THE SHOWMEN'S LEAGUE OF AMERICA CANADIAN CHAPTER

CONSTITUTION AND BY-LAWS

Article I NAME AND PURPOSE

Section 1 - The name of this organization shall be The Showmen's League of America, Canadian Chapter. It shall at all times maintain and keep its principle office and headquarters in the Province of Ontario.

Section 2 - The object and purpose of The Showmen's League of America, Canadian Chapter is:

To promote the mutual welfare and enhance the happiness of its members; to assist each member by honourable means; to promote friendship and good fellowship; to perpetuate itself as a social and fraternal organization; to provide for the government of The Showmen's League of America, Canadian Chapter, to bring together in harmonious, fraternal and social intercourse all persons who are connected with or have been connected with or are affiliated with the amusement profession. And to uplift the morale of amusements and to do unto others as we should have them do unto us.

Article II THE SUPREME LAW, SUBORDINATE DIVISIONS, TERRITORY

Section 1 - This Constitution and By-Laws, together with any amendments or additions thereto, hereinafter adopted shall be the supreme law of this organization.

Article III MEMBERSHIP

Section 1 - The membership of The Showmen's League of America, Canadian Chapter, shall consist of Active, Life and Honorary members.

Section 2 - Active and Life membership in this organization shall be confined to persons citizens by birth, naturalization or otherwise, of the United States of America or the Dominion of Canada, or who have declared their intention to become a citizen of the United States of America or the Dominion of Canada and be of good moral character.

Section 3 - Active Members. Active members of The Canadian Chapter shall be composed of those persons otherwise eligible who are actively engaged in, or closely affiliated with, the outdoor or indoor show business.

Section 4 - No person shall be admitted to membership in this organization as an active member who is not of sound mind and body, under the age of 18, and not over the age of 60 years, provided however that the Board of Governors may, in its discretion waive the age limit and admit to membership persons otherwise qualified who shall lend dignity to the organization.

Section 5 - Life Members. Any active member in good standing who has maintained his/her Chapter membership for five or more consecutive years may become a life member in the following manner: he/she shall deposit with the Secretary the sum of \$500.00 together with a written request for life membership, which request shall be posted in the bulletin board in the club rooms for at least thirty days preceding a regular meeting at which such request is to be presented and read; if the request shall be

favourably voted upon by a majority of the members present at such meeting, the Secretary shall thereupon certify such fact to the Board of Governors who shall also thereupon vote such request for life membership. If the applicant receives a favourable vote of a majority of the Board of Governors present at a regular meeting thereof, the applicant shall thereupon be granted a life membership. However, in the event such applicant does not receive the favourable vote by a majority of the membership and the Board of Governors, their deposit shall be forthwith returned to them with the advices of the action of the membership and Board of Governors. Such written request shall not be passed upon any membership meeting unless at least forty members are present, nor shall such request be passed upon by the Board of Governors unless at least fifteen members thereof attend such meeting. In the event of a rejection of such request no new application therefore shall be presented for at least one year after such rejection. If a Life Membership is voted to an Active Member, their name shall be entered upon the list of Life Members of the Chapter and shall therefore be excused from further payment of dues, and the deposit made by such member shall immediately be placed in the reserve fund. If an Active Member is created a Life Member, the deposit made shall become the absolute property of the Chapter and no part thereof shall be refunded to such member for any reason.

Section 5A - Any member who signs up 50 or more members in a period of three consecutive years, shall upon the approval of the Board of Governors be granted a Life Membership and shall be excused from payment of any further dues.

Section 6 - Honorary Membership. Upon the written request of any Active or Life Member, an Honorary Membership may be voted to any distinguished person over 21 years of age. Honorary Members shall not be required to pay initiation fees or dues; they shall not be permitted to vote or hold office in the organization, but may be appointed as members of special committees. Not more than three Honorary Members shall be voted in any one fiscal year. Election to Honorary Membership shall follow the method used for election to Life Membership, except that no fee shall be paid for such membership. If an applicant for Honorary Membership is rejected, no further application shall be made for an Honorary Membership until one year has elapsed from the last date of presentation of the application.

Section 7 - Board of Governors. Upon the written request of an Active or Life Member and upon the approval of the Board of Governors, any distinguished member may be appointed to an Honorary Board of Governors. He/she shall be admitted to all Board of Governors meetings, and may be allowed to express their feelings or opinions on all subjects discussed, but shall not be allowed to vote at said meetings. Membership on the Honorary Board of Governors shall be reviewed on an annual basis.

Section 8 - Application for Membership. Applications for membership shall be filed upon the Chapter's official application form and shall be signed by the applicant in person and by the proposer who shall be an Active or Life Member in good standing in the organization. All questions propounded to the applicant in such application shall be truthfully answered.

Article IV OFFICERS AND TERM OF OFFICE

Section 1 - The officers of the Canadian Chapter of the Showmen's League of America shall be: President, First Vice-President and Chairman of the Board of Governors, Second Vice-President, Third Vice-President, Secretary, Treasurer and thirty other members elected to the Board of Governors. They, together with all Past Presidents, shall constitute the Board of Governors of the Canadian Chapter of The Showmen's League of America. All officers shall be elected for the term of one year and shall serve until their successors are elected and qualified. No member shall succeed themselves as nor shall they be elected to the office of President for more than one term in five years.

Section 2 - Trustees. There is herewith created a Board of Trustees whose duty shall consist of making the final decision of approval or disapproval on any expenditures voted by the Board of Governors

of the Chapter in an amount of \$1000.00 or more for any one propose whether such expenditure is to be made at once or over a period of time. This shall not be construed as taking from the Board of Governors its power to convert its funds into securities of the United States of America or of the Dominion of Canada. Nothing herein contained shall deprive the Board of Governors from granting additional authority to such Board.

Section 3 - The Board of Trustees shall consist of eleven persons, not being members of the Board of Governors, five of whom shall be Past Presidents and five of whom shall be elected from the Body, not being members of the Board of Governors. The President of the Chapter shall be the eleventh member of the Board of Trustees. The members elected from the Body shall possess the same qualifications required by members nominated to the other offices in the Chapter. Hereafter, each retiring President of the Chapter shall become a member of the Board for a period of five years and, likewise, the member elected from the Body shall hold office for five years. Until such time as there shall be a sufficient number of Past Presidents to fill vacancies on the Board of Trustees as above constituted, such vacancies shall be filled by the Board of Governors.

In the event of the death, disability or inability of any of the Past Presidents on the Board of Trustees to act as members thereof, the Board of Trustees, by a majority thereof, shall have the right and authority to declare vacant the office or offices in the Board of Trustees of such Past President or Past Presidents. Immediately upon such office or offices being declared vacant the Board of Trustees shall nominate and elect the necessary number of living Past Presidents not on the Board to fill such vacancy or vacancies. If no Past Presidents who are non-members of the Board are alive or are unable to act, the member or members of the Body holding the shortest term of office in the Board of Trustees shall retire from the Board to the end that there shall always be a majority of Past Presidents and President of the Chapter on the Board of Trustees. In the event a vacancy occurs in the Board by reason of a member elected from the Body dying or being unable to act, the Board of Trustees shall declare that a vacancy exists and a special election shall be called to fill such vacancy, the person to be elected to fill such vacancy to be chosen from the Body of the organization. The election shall be held in accordance with rules laid down by the Board of Governors for the conduct thereof.

Article V MEETINGS

Section 1 - The annual meeting of The Showmen's League of America, Canadian Chapter shall be held during the first week in February, the date thereof to be designated by the Board of Governors at least thirty days prior to the holding of such annual meeting, unless for good and sufficient cause it shall be deemed advisable that it be held at such other time as may be convenient.

Section 2 - Regular meetings of the organization shall be held twice monthly and shall be held on dates and times as designated by the Board of Governors. Meetings during the summer season may be suspended by the Board. Twenty members shall constitute a quorum at a regular or special meeting and if there be less than 20 members the meeting may be adjourned but for no longer period than one week. Eleven members of the Board of Governors shall constitute a quorum at any regular or special meeting thereof. The numbers constituting the quorum shall not affect the provisions contained in the Constitution and By-Laws which provide that certain action shall not be taken unless the specified number of body members or members of the Board of Governors are present.

Article VI AMENDMENTS TO CONSTITUTION AND BY-LAWS

Section 1 - The Constitutions and By-Laws of The Showmen's League of America, Canadian Chapter may be amended, after such amendment shall have been proposed and posted for at least ten days, and discussion had at an open regular meeting of the membership, and recommendations thereon duly made to the Board of Governors, who may at their annual meeting, providing not less than 15 members of the Board are present, adopt or reject such proposed amendment.

Section 2 - All amendments to the Constitution or By-Laws shall be in full force and effect immediately after their adoption by the Board of Governors.

Section 3 - Each proposed amendment shall be in writing, signed by 15 members in good standing and shall be sufficient if it shall contain the substance of the amendment and article or section to be amended.

BY-LAWS

Section 1 - Board of Governors. The Board of Governors of The Showmen's League of America, Canadian Chapter shall be the supreme legislative body thereof; its business affairs shall be managed by it; it shall make house rules and provide for their enforcement, and in concert do all things necessary and proper for carrying into effect the object and purposes for which the Organization was formed; it shall exercise all powers granted to it not inconsistent with the Chapter's Constitution and By-Laws, and shall define offenses against the Chapter and prescribe the penalties therefore; it shall have the right and authority upon a trial had, to suspend, expel or punish any member for conduct unbecoming a member of the Organization, or for the doing of acts or the making of statements which might tend to bring the Organization into disrepute.

It shall have the right and authority to pass upon and determine all questions relative to the qualifications and election of its members; to enact laws for the government of The Showmen's League of America, Canadian Chapter and to prescribe rules of procedure for the conduct of its business; to require from its committees reports upon their activities; to provide for the impeachment, removal or suspension of any of its officers and to provide a code of procedure for trial of members and officers and rules governing the same. The Board of Governors shall pass upon all suggestions or recommendations made to them by the members of this organization at any open meeting, at their next Board of Governors meeting and their report or decision shall be read or announced at the next meeting of the members of this organization.

The Board of Governors shall hold its annual meeting in the month of February of each year, upon a date previously fixed therefore, at least thirty days before such annual meeting; it shall provide for the date of their resumption. Special meetings of the Board of Governors may be called by and at the request of the President or of five members of the Board of Governors, setting for the purpose for which such meeting is called. A two day notice of such special meeting shall be mailed to each member of the Board of Governors or they shall be notified by telephone, telegraph or through the internet. Anything contained herein to the contrary notwithstanding, a special meeting may be called of members of the Board of Governors available to consider or take action upon the questions of a burial or sickness expenditure, such meeting to be convened as soon as possible after such call is made.

The Board of Governors shall have the right and authority to allow burial in the Chapter's Cemetery of its deceased members or non-members or make provision for such burial or burials in other cemeteries, provided the cost of any one burial shall not exceed One thousand dollars (\$1000.00) which said sum is an express limitation made upon the authority of said Board of Governors in this regard, the payment therefore to be made from the Showmen's Aid Fund, provided that in the case of a member the approval of the Board of Governors shall not be specifically required.

Each member of the Board of Governors shall attend the meetings of the Board if at all possible; they shall not be entitled to receive nor shall they or any of them receive a salary for services rendered as members of the Board of Governors; eleven members of the Board of Governors shall constitute a quorum thereof at any special or regular meeting; no social function or affair shall be held by the Chapter without the sanction of the Board of Governors; the Board may permit any organization affiliated with it or as an auxiliary of the Chapter to use its clubrooms; it shall not have the right or authority to enact any retroactive laws nor any law which would conflict with any member's constitutional, religious or political rights; it shall have the right to employ a custodian and other to help and fix the salaries for such persons.

The following shall be the order of business at all meetings of the Board of Governors:

1. Calling the meeting to order by the presiding officer.
2. Roll call of officers and members.
3. Reading of minutes of previous meeting.
4. Receiving and disposing of communications and bills.
5. Report of standing committees.
6. Report of special committees.
7. Secretary's report.
8. Treasurer's report.
9. Balloting on applications
10. Unfinished business
11. New business.
12. Good of the order.
13. Adjourn.

Vacancies in office shall be filled by election held by the Board of Governors at either a regular or special meeting thereof and the electee or electees shall retain such office for its unexpired term or until the annual election of officers is held. In the event of a tie vote in the filling of the vacancy or vacancies, the then acting chairman of the Board of Governors shall cast the deciding vote. No vacancy shall be filled unless the person nominated thereto shall receive a majority of the votes of the members present at the Board of Governors meeting acting upon such vacancy and in no event shall such person be elected to fill a vacancy unless he/she shall receive a minimum of 11 favourable votes out of those cast by the Board of Governors. The qualifications of such electee shall be the same as those of any other member nominated or elected to office in the Chapter.

DUTIES OF OFFICERS

Section 2 - The President. The President shall preside at all meetings of the organizations, preserve order therein and enforce the laws of the Chapter; he/she shall appoint all committees except for the nominating committee (of which he/she shall be a member, ex officio or otherwise), and shall be a member ex officio of all committees without a right to vote unless the members are equally divided and in that event he/she shall have the deciding vote. He/she shall call special meetings of the Board of Governors when requested to do so by five members thereof and shall call a special meeting of the organization upon the request of fifteen members thereof. When deemed advisable by him/her he/she may call a special meeting of the Board of Governors or of the organization. He/she shall have general supervision over all of the affairs of the Board of Governors and of the organization and do all within their power to create and maintain harmony among the members. He/she shall countersign all checks for payment which have been approved by the Finance Committee and which have been signed by the Treasurer, and he/she shall do and perform all other duties required of him/her by the Constitution and By-Laws of the organization.

Each President upon retiring from his office shall have the title of Past President, and shall automatically become of member of the Board of Governors. There shall also be presented to him/her a paid-up life membership card (unless he/she presently holds a life membership) unless for good cause the Board of Governors votes against the presentation to the retiring President thereof. The rules of conduct governing members of the organization shall apply to the rules of conduct to the Past President.

Section 3 - Vice Presidents. The Vice-President shall assist the President, and in his/her absence preside over the meetings of the organization. He/she shall preside over all meetings of the Board of Governors. The duties of the Vice-Presidents shall be carried out by them in the order of their seniority, and in the event of the death or disability or absence of the President, the Vice-Presidents shall take over the duties of the President in accord with their seniority.

Section 4 – Secretary. The Secretary shall keep a true and correct record and minutes of all meetings of the Board of Governors and of the organization. He/she shall have charge of the seal, books,

papers and other property of the Chapter, and shall carry on all of the Chapter's correspondence, as directed by the President or Board of Governors.

He/she shall keep true and correct records of all moneys received from all sources, and shall immediately upon receipt thereof account for and turn such moneys over to the Treasurer. He/she shall present all communications and applications received by him/her to the Board of Governors; he/she shall notify members of their appointment to committees; he/she shall send notice to all members of dues delinquencies, and he/she shall keep the Board of Governors properly posted as to arrears due from members to the organization. He/she shall attend to all duties required of him/her by the Constitution and By-Laws, and he/she shall do and perform such other duties as he/she may be required to perform by order of the Board of Governors or of the Chapter. The Secretary shall keep under his/her control and shall properly care for:

1. A Visitor's Register.
2. A Book of By-Laws; said book shall contain all amendments with the date of same, showing the approval of the President and Secretary.
3. A book of minutes of proceedings.
4. A record, containing the names of each member, his/her birthplace, date of birth, occupation, residence, the date of his/her initiation, the date of suspension or termination of his/her membership, with cause therefore.
5. An alphabetical list of expulsions, suspensions or rejections.
6. Such other books as may be necessary to present clearly the receipts and accounts of the Secretary and Treasurer and general financial condition of all transactions of the Board of Governors, and the organization.

He/she shall furnish a surety bond in a sum not less than FIVE THOUSAND (\$5000.00) Dollars in such surety company and amount as shall be designated and approved by the Board of Governors, and the cost of same shall be paid by the organization.

Section 5 – Treasurer. The treasurer shall have charge and custody of, and shall be responsible for all funds, moneys and securities of the Chapter; he/she shall receive all moneys collected by the Secretary and shall deliver his receipt therefore; he/she shall keep a true and accurate record of all moneys received by the Chapter and from what sources derived, and shall credit such moneys to the various Chapter's funds as hereinafter directed and shall, as often as requested or directed by the Chapter or by the Board of Governors, present for examination all books, vouchers and other instruments necessary for proper audit of the Chapter's funds. He/she shall be ex officio Treasurer of all committees appointed. He/she shall pay out moneys by check only, signed by him/herself and countersigned by the President or in his/her absence all duties incident to the Office of Treasurer and such other duties as from time to time may be assigned to him/her by the Board of Governors.

The Treasurer shall furnish a surety bond for a sum of not less than \$10,000.00 in a surety company approved by the Board of Governors, premium therefore shall be paid by the Chapter.

All moneys coming into the hands of the Treasurer shall be deposited in a bank or banks approved by the Board of Governors as the official depository or depositories of the Chapter, all such deposits to be made in the name of The Showmen's League of America, Canadian Chapter. He/she shall present and there shall be read at each meeting of the organization, a report showing the financial condition of the Chapter, and of the various funds established by the organization's By-Laws. He/she shall semi-annually, or more often if required by the Board of Governors, present to the Board a written report setting forth all receipts and for such a period or periods of time, which report shall further set forth the amounts of interest earned by the funds or securities of the Chapter.

Section 6 - The Nomination Committee shall not later than thirty (30) days before the annual election present a written report of nominees for the various elective office in the Chapter; such report shall be approved and signed by a minimum of eight (8) members of such committee; upon the completion of such report it shall be presented to the Body through the Chair and shall thereupon be immediately posted. Such report naming the candidates is termed a "Regular Ticket".

If the Nominating Committee is unable to present the required eight signatures approving a candidate for any office vacant, it then shall be the duty of the Board of Governors to immediately select a candidate to fill the vacancy.

Fifteen (15) members in good standing may nominate and present to the Body through the Chair not later than twenty (20) days before the annual meeting a ticket naming nominees to all or any of the elective offices to be voted at the annual meeting. Such ticket shall be signed by such fifteen (15) or more members, and upon the presentation thereof it shall be immediately posted. This ticket shall be known as an "Independent Ticket". Not more than three (3) Independent Tickets shall be made nor shall any member sign more than one Independent Ticket. No member of the Nominating Committee shall sign as a proposer on any Independent Ticket. Nominees on any Independent Ticket shall not be voted upon unless he meets the requirements for elective office in the Chapter.

No member shall be nominated for more than one office at the election either on the Regular Ticket or on any Independent Ticket. If a member is nominated or has his/her name appear on more than one ticket, he/she shall not later than twenty-four (24) days before the election have his/her name stricken from one of them, and upon his failure to do so, his/her name may be stricken from either or any ticket by the Board of Governors.

The Secretary shall cause the Regular, or Regular and Independent Ticket or tickets to be printed in a single sheet of paper, which sheet so printed shall be designated "The Ballot".

The Board of Governors shall fill any vacancies no matter how caused, upon the Regular Ticket, for any offices and they shall have the right to fill said vacancies up until the time that the official ballots are printed.

Section 6A - Applications - Balloting – Thereon. Upon receipt of a completed application for membership, it shall be posted upon the bulletin board in the Chapter rooms, for a period of seven (7) days during which time the applicant shall be investigated by the membership committee. After such posting, it shall be read by the Secretary at the next regular or special meeting held after the expiration of the posting period and shall thereafter be placed before the Board of Governors for balloting. In the event the investigation by the membership committee is not completed or in the event the Board of Governors so desires the application may be held over without action taken thereon.

Each application shall be voted on individually, a secret form of ballot to be used. No member of the Board shall disclose how he/she or any other member thereof voted on such application. If an applicant receives three (3) adverse votes, the application shall be rejected and shall have the legend "Rejected by the Board of Governors" stamped thereon. Such applicant shall not present another application for a period of one year after such rejection. Rejected applicants shall have returned to them the deposit on initiation fees and dues theretofore made. If an applicant is passed for membership, he/she shall thereafter be declared to be a member and shall be furnished with a membership card, a copy of the Chapter's Constitution and By-Laws and a membership button bearing the Chapter's emblem. All applications for membership shall bear the legend "Approved by the Board of Governors" stamped thereon, together with the date and approval of such application. The applicant and his/her proposer shall be notified as soon thereafter as possible, of the action of the Board of Governors.

By motion made and carried at any such meeting, the voting on applications individually may be dispensed with and they may be voted on collectively. Voting on such motion shall be by secret ballot. If one adverse ballot is cast in the voting on such motion, it shall be declared lost and thereupon all properly posted and presented applications for membership shall be separately balloted on.

The report of the judges and clerks, together with the ballots voted, shall be placed in a sealed envelope or receptacle and delivered to the Secretary, who shall have the custody thereof for a period of thirty (30) days, after which ballots and report to the Board of Governors may be destroyed. In the event of a tie in the election, the winner shall be determined by lot, and if one of the involved nominees is not

present, the Board of Governors shall appoint a member of the Body to act as such absentee. Upon the written request of fifteen members, the Board of Governors may, in its discretion, hold a public installation of officers.

In the event a nominee for office is dissatisfied with the count of ballots, he/she shall in writing demand a recount within ten days of the balloting. If such recount is demanded, the Board shall set up rules and regulations for the holding thereof.

Section 7 -- The annual meeting of The Showmen's League of America, Canadian Chapter shall be held in accord with Section 1, Article V of the Constitution and the regular order of business thereof shall be as follows:

1. Roll Call
2. Reading of minutes of last meeting.
3. Appointment of judges and tellers
4. Report of officers.
5. Report of standing committees.
6. Report of special committees.
7. Report of Secretary.
8. Report of Treasurer.
9. Election of officers.
10. Unfinished business.
11. New Business.
12. Introduction of newly elected officers.
13. Good of the order.
14. Adjournment.

The annual meeting shall be called to order on a date and time in February as fixed by the Board of Governors, of which, the membership shall have at least 30 days' notice. The polls shall remain open for at least four hours on the date, the hours to be fixed by the Board of Governors, during which time members shall have the right to vote by secret ballot.

However, a non-resident member in good standing unable to be present at the polling place on election day may by written request made to the Secretary at least ten days prior to the election, receive from the Secretary an absentee ballot initialed by the Secretary. The absentee ballot will be sent Registered Mail, return receipt requested. All letters requesting absentee ballots, together with the envelopes in which they are mailed, shall be filed by the Secretary and shall be turned over to the election board if requested. No absentee ballots will be mailed by the Secretary without complying with the foregoing. The Post Office Receipts for the Registered Mail will be retained by the Secretary to be available to the Election Board only, at their request.

At the opening of the polls, the Judges of election shall open the envelopes containing such absentee ballots, initial them and deposit them in the ballot box. Any ballot cast not bearing the initials of the judges shall not be counted. No electioneering shall be held in the room where the ballots are cast. Upon the closing of the polls, the judges and clerks shall canvass the election and make and sign a written report and tally of such votes, and it shall thereupon be sealed and shall thereafter, at the continuation of the annual meeting, be opened and read by the Chair, who shall declare the winners elected. Each candidate shall be entitled to have a watcher present during the time the ballots are cast and counted.

Section 8 - Fees and Dues. Initiation fee for admission to membership in the Chapter shall be \$25.00, which together with one year's dues shall accompany the application when made. In the event the application is rejected, such fee and dues shall be returned to the applicant.

a) The dues of active members shall be \$25.00 per year payable in advance on or before the 1st day of September of each year, on which date the Chapter's membership year begins.

b) If dues for the current year are not paid by November 1st following the commencement of the current year the member so delinquent stands suspended as of November 1st of such current year; delinquent member or members shall be automatically expelled from Chapter membership and their names

stricken from the membership roll. Immediately following the first Monday of December of the current year, the Secretary shall notify all of such delinquent members by registered mail addressed to their last known address, containing the foregoing advices.

c) The Board of Governors may extend the time of payment of dues by indigent or destitute members; such extension, however, shall not continue past the annual meeting to be held immediately after action is taken by the Board on the extension of time within which to pay dues.

Section 9 - Committees and Appointments. The President shall at the first regular meeting after the annual meeting of the organization appoint all standing committees to perform the duties required of them, such standing committee being hereafter specifically designated. The President may at any regular or special meeting appoint any necessary special committees. The first named person of each committee shall be its chairperson until the committee meets and elects its chairperson. Each committee shall make monthly reports of its activities and accomplishments to the Board of Governors or to the Body depending on the nature of the committee and its functions. All members of the organization appointed to serve on any committee shall be notified of such appointment by the Secretary.

Section 10 -The Committees and Appointees.

a) Finance Committee: The Finance Committee shall consist of not less than five and not more than seven Active or Life Members. They shall approve all bills for payment. If the entire committee is not present at the time bills are presented for payment, any member of such committee may approve payment of bills presented to and approved by the Board of Governors. The committee shall audit the accounts of the Treasurer, Secretary or any other committee which handles or has had funds allotted to it and upon such audits being completed shall report the same in writing to the Board of Governors upon demand by the Board. It shall counsel with the Board of Governors on the conversion of Chapter funds into Government or other securities.

b) Sick and Welfare Committee: The Sick and Welfare Committee shall consist of no less than five nor more than 10 members, the majority of which shall be appointed from the Board of Governors. The duty of the Sick and Welfare Committee shall be to investigate all appeals for aid and visit the sick.

It shall report back to the Board on any relief cases turned over to it for investigation and in such report shall make its recommendation as to the course of action to be taken in the handling of such requests for relief.

c) House Committee: The House Committee shall consist of at least five and not more than ten members of the organization. It shall have charge of the club rooms, prepare any house rules deemed necessary by it and upon their formation submit rules to the Board of Governors for approval; it shall report all infractions or violations of the House rules to the Board of Governors. This committee shall do all things within its power to make the club rooms as comfortable and homelike as possible.

d) Press Committee: The Press Committee shall consist of at least five and not more than ten members; the Secretary of the Chapter shall at all times be a member of such committee. Its duties shall consist of publicizing all matters important to the Chapter through the press, radio or any other convenient medium. No member of the organization shall communicate or release any information pertaining to its affairs unless such release is first approved by the Press Committee.

e) Cemetery Committee: The Cemetery Committee shall consist of at least five members and not more than ten members of the organization. Its duties shall be to visit Showmen's Rest for the purpose of seeing to the proper upkeep thereof and to make recommendations from time to time as to its beautification and improvement. It shall render special reports as demanded by the Board of Governors.

f) Membership Committee: The Membership Committee shall consist of at least five and not more than ten members of the organization whose duties shall consist of investigating applicants seeking admission to the Chapter and investigating applications filed by such applicants. Each applicant for membership shall bear the endorsement of at least two members of this committee certifying to the fact that an investigation of the application has been made. The President or the Board of Governors may direct any one or more members of the committee or of the organization to investigate an applicant or applicants.

g) Chaplain: At the first meeting of the organization after the annual meeting, the President shall appoint a Chaplain to conduct divine prayer at the opening of each meeting and to perform the duties of Chaplain as performed by Chaplains in other similar organizations.

h) Counsel: At the first meeting of the organization after the annual meeting, the President shall appoint a Counsel, whose duties shall be that of acting as legal` adviser to the organization, to the

President, Board of Governors, officers and committees all in their official capacity. His/her qualifications shall be that he shall have been and is a practicing solicitor admitted to practice before the Supreme Court of Ontario and in good standing as a practicing solicitor. He/she shall serve without cost.

i) Entertainment Committee: The Entertainment Committee shall consist of at least five and not more than ten members of the organization whose duties shall be to provide entertainment for the organization at the request of the President or Board of Governors.

j) No committee or member thereof shall have the right or authority to extend credit or incur any expenses unless consented to by the Board of Governors. The President shall have the right and authority to remove from any committee a member thereof who is not diligent in carrying out his/her duties thereon.

k) Nominating Committee: There is hereby created a Nominating Committee which shall consist of eleven in number. It shall be composed of five members of the Board of Governors to be elected by it and four members to be elected by the Body from the Body, such elections to be held on the date of the Chapter's annual meeting as is provided for by Section 1, Article 5 of its Constitution. The two immediate past presidents living shall automatically become members of the Nominating Committee and shall have the absolute duty of serving thereon. In the event of the death or disability of either or both of such past presidents, and they or either of them shall not be able to attend, then the last presidents in the inverse order of their service in such office, shall be appointed to serve in the place and stead of one, both or either of such two past presidents. The deliberations of such committee shall be secret and no member thereof shall divulge his/her action or the action of any member or members of such committee, to any person or persons and violations of this provision shall subject the violator to punishment by the Board of Governors, provided however that any penalty imposed shall not cause expulsion or loss of rights for a period of more than six months or a monetary fine not exceeding Twenty-five (\$25.00) Dollars.

The Board of Governors and the Body shall each select an alternate member of the Nominating Committee. The duties of said alternate members shall be to sit on the meetings of said Nominating Committee and to participate in its deliberations only in the event some regular member of the said Nominating Committee is unable to serve, providing however that there shall always be not more than four members of the Board of Governors and five members of the Body and two Past Presidents participating in actions of this committee.

Section 11 - Offenses by Officers and Members. The following shall be recognized, among other things, as distinct offenses against the Organization:

- a) Revealing to persons who are non-members of the organization any of the matters of business of the Chapter.
- b) Revealing the name of a member of a committee who reported unfavorably upon any matter handled by it, or revealing the name of any member of the Board of Governors who voted unfavorably upon the application of any applicant.
- c) Indecent, profane or unbecoming language or conduct in the Club Rooms.
- d) Answering falsely any questions put to an applicant by the application signed by the person desiring to become a member of the organization.
- e) Appropriating any of the funds or effects of the Chapter for the member's personal or private use, or using such funds or effects contrary to the By-Laws of this Chapter.
- f) Making false or malicious charges or uttering any slander against an officer or members of the Chapter as such.
- g) Publishing any defamatory or libelous matter against an officer or member of the Chapter as such or any other matter tending to bring any officer, member or the organization into disrepute.
- h) Any member found guilty of any of the charges specified in (a) to (g), officer or other member, found guilty of conduct unbecoming a member, may be subjected to the following penalties:
 1. Expulsion.
 2. Suspension of all privileges for a definite period, not to exceed three months.
 3. A monetary fine not exceeding \$25.00.
 4. A reprimand.

Section 12 - Privileges of Members.

- a) All members in good standing shall have the full and free use of the Club's Rooms and may attend

all of the Chapter's social functions provided that they conduct themselves in a manner so as not to discredit the organization.

- b) Any member of the organization in good standing, who enters the armed forces of the United States of America or of the Dominion of Canada or their allies shall be exempt from the payment of all dues and shall during such service and for a period of 90 days thereafter be issued a dues free card which shall constitute a waiver of dues during such period.
- c) A member may refuse to accept nomination to office or appointment to any committee upon making such fact known orally or in writing to the organization within seven days after such nomination or appointment has been made.
- d) No member of the Canadian Chapter of The Showmen's League shall be or continue to be a member of any club or other organization which bears the name of The Canadian Chapter of The Showmen's League of America, not connected with this organization, nor shall such member bear, carry or wear an emblem similar to that of the Canadian Chapter of The Showmen's League of America, other than that of a recognized showmen's organization.
- e) No member shall solicit aid from any member or persons in the Club Rooms nor shall any member attempt to sell or distribute merchandise or intangibles in the Club Rooms.
- f) The meeting room shall be the only active room in the Club House during any meeting period. All members of the organization present in the Club House shall attend each meeting.
- g) Members not conducting themselves in respectful manner while in the Club Rooms may have the privilege thereof taken from them.
- h) No member shall injure or destroy any of the personal property of the Chapter. Any member willfully violating this provision shall pay to the Chapter a sum sufficient to compensate it for its damage.

Section 13 – Visitors. Visitors to the Club Rooms will only be allowed if signed in by an active or Life Member. While visiting, they shall be guests of the Chapter and shall be accorded every courtesy. Notwithstanding, however, if it shall be a meeting night, or if a meeting is in progress, visitors shall not be permitted in the meeting rooms or allowed to participate in the meetings in any way.

Section 14 – Funds. The funds of The Showmen's League of America shall be known as the General Funds, Showmen's Aid Fund, Reserve Fund.

a) General Fund. All moneys derived from initiation fees and dues shall be kept in the General Fund; expenditures necessary for the maintenance and upkeep of the Club Rooms shall come from this fund. If there remains or be in such fund substantial sums of money above \$5000.00, such overage shall be invested in the type of securities hereinafter designated.

b) Showmen's Aid Fund. The Showmen's Aid Fund shall have included therein all moneys donated for cemetery or hospital purposes. Such funds shall also be used for the purchase of additional burial grounds and the maintenance thereof; also for the purpose of defraying the funeral and burial costs of funerals held by the Chapter and for any other charitable purpose if deemed necessary by the Board of Governors. No funds shall be transferred from the Showmen's Aid Fund to any other account.

c) Reserve Fund. This fund shall include all moneys derived from the sale of Life Memberships and other moneys transferred to it by the Board of Governors. All moneys in the Reserve Fund shall, whenever convenient, be converted into securities or obligations of the United States of America or Dominion of Canada to be invested at the highest rate of interest paid by the Government.

No part of this fund shall be transferred to any other fund or account unless a written notice of such contemplated action is given or mailed to each member of the Board of Governors at least 15 days prior to the date that such transfer action is to be voted upon. Such notice shall state the reason and the purpose for the desired transfer of funds.

No resolution shall be adopted or passed transferring funds from the Reserve Fund unless such resolution is carried by a two-thirds vote of the members of the Board of Governors present at such meeting and such resolution shall have at least eleven favorable votes.

Section 15 – Depository. The Board of Governors shall designate a depository or depositories for the funds of the organization. It shall also direct the Secretary to rent a safety deposit vault in which shall be kept all of the Chapter's securities and valuable papers. An inventory of the Chapter's securities shall be kept at all times and the President, the Treasurer, the Secretary and Chairman of the Finance Committee of

the Chapter shall inspect and check such securities at least twice each year or more times if deemed necessary and report back their findings to the Board of Governors upon its demand.

Section 16 – Donations. The Board of Governors shall have the right to accept donations of money or property for the Chapter. If a donation is made upon conditions which cannot be complied with by the Chapter, it shall refuse to accept such donations unless the conditions can be made to conform so that such donation might be accepted.

Section 17 - Rules of Order. Parliamentary questions relating to rules of order not provided for herein shall be governed by "Roberts' Rule of Order".

Anything to the contrary notwithstanding this Constitution and these By-Laws supersede and shall be paramount to any laws, rules or regulations now in effect inconsistent with those herein set forth.

CEMETERY RULES

No one is allowed to disturb the sod on any grave in "Showmen's Rest", except upon a written permit from the Board of Governors or as provided herein. All graves shall be treated in the same manner.

Any paid up member may purchase graves in "Showmen's Rest" for his/her own and the interment of an immediate member of his/her family by depositing with the Chapter a sum equal to the cost of each grave, its opening, an outside box, a grave marker and base.

The money so deposited for the grave purchased for the member's own use may be returned to the deceased member's widow/widower, if she/he shall survive him/her, or to the Estate of the member, upon application made to the Chapter and the approval thereof by its Board of Governors. Nothing herein contained shall give or grant an absolute right in any member to burial in "Showmen's Rest"

We, the By-Laws Committee, being duly appointed, do hereby certify that the Constitution, By-Laws and Amendments herein contained was adopted section by section and then adopted as a whole, by the Board of Governors of the Showmen's League of America, Canadian Chapter.

Date:

Attest: - Chairman
- President Emeritus
- Past President

We, The President and Recording Secretary do hereby certify that the amendments to the Constitution and by-Laws herein contained were adopted by the Board of Governors of The showmen's League of America, Canadian Chapter.

Date:

- President
- Recording secretary