

Manitoba Association of Retired Government Employees (MARGE) Inc.

CONSTITUTION

Section 1. Name

The Association will be known as the Manitoba Association of Retired Government Employees (MARGE) Inc., hereinafter referred to as “MARGE” or the “Association”.

Section 2. Location

The headquarters and offices of MARGE shall be located at such place as is determined by the Executive Committee from time to time.

Section 3. Objectives

The objectives of MARGE are:

3.1 To promote and create awareness of, and participation in the Association.

3.2 To sponsor high quality voluntary group health, dental and travel insurance plans for the benefit of members.

3.3 To work with community partners to provide for discounts and other perquisites for the benefit of members.

3.4 To advocate on behalf of its members to governments regarding the interests of members.

3.5 To provide opportunities to support active-aging and to enhance the social well-being of members.

Section 4. Membership Criteria

Membership in MARGE is open to persons who meet one of the following criteria.

4.1 A retired employee of the Government of Manitoba, or of the Manitoba Government and General Employees Union, and is receiving a pension or received a lump sum payment from the Civil Service Superannuation Fund (the “CSSF”).

4.2 A retired employee of an Agency, Board, Commission, Office or Crown Corporation of the Government of Manitoba, or other employer which participates in the CSSF, and is receiving a pension or received a lump sum payment from the CSSF.

4.3 A retired employee of a public sector employer which is fully funded by the Government of Manitoba and is receiving a pension or has received a lump sum payment from a registered pension plan, a registered retirement savings plan, or a simplified money purchase pension plan which is partially funded by the public sector employer.

4.4 A retired employee of an employer which participates in the Healthcare Employees Pension Plan (the “HEPP”), and is receiving a pension or received a lump sum payment from the HEPP.

4.5 A retired employee of an employer which participates in the Municipal Employees Pension Plan (the “MEPP”), and is receiving a pension, or received a lump sum payment, from the MEPP.

4.6 A retired employee of the City of Winnipeg, and is receiving a pension or received a lump sum payment from the Winnipeg Civic Employees Pension Plan or the Winnipeg Police Pension Plan.

Section 5. Membership Requirements

5.1 A person who meets one of the eligibility criteria set out in section 4 above is a member of the Association when their application for membership has

been accepted and they have paid any required membership dues in accordance with the bylaws.

5.2 A person will remain a member of the Association provided they continue to pay annual membership dues in accordance with the bylaws.

5.3 Any person who was a member of the Association prior to the adoption of this Constitution continues as a member so long as they continue to pay their membership dues in accordance with the bylaws.

Section 6. Associate Membership

Upon the death of a member, the spouse of the deceased member may apply to become a non-voting Associate member, provided they continue to pay membership dues in accordance with the bylaws.

Section 7. Life Membership

7.1 The Executive Committee may, at its sole discretion, recommend a member for consideration as a Life Member, in accordance with the bylaws.

7.2 Such a recommendation will be considered and voted on at an Annual General Meeting. A simple majority vote is required to pass a motion regarding the awarding of a Life Membership.

7.3 A Life Member is not required to renew their membership or to pay any membership dues after being awarded a Life Membership.

Section 8. Governance

8.1 The Association shall be governed by its members at Annual General Meetings or at Special Meetings.

8.2 Bylaws may be enacted for the effective and efficient operation of the Association.

Section 9. Executive Officers and the Executive Committee

9.1 The Executive Officers of the Association are the President, Vice President, Secretary and Treasurer.

9.2 The Executive Officers, together with the Immediate Past President of MARGE, shall constitute the Executive Committee.

9.3 The Immediate Past President will serve as a member of the Executive Committee for a one-year term immediately upon completion of their last term as President. The Immediate Past President shall be a member of the Executive Committee and shall provide guidance and advice to the Executive Officers. If for any reason the Immediate Past President cannot serve the one-year term, the resulting vacancy will not be filled.

9.4 The Executive Officers and the Immediate Past President shall serve without remuneration.

Section 10. Duties of the Executive Committee

10.1 The Executive Committee shall carry out all duties and responsibilities specified in this Constitution.

10.2 The day-to-day management of the Association is vested in the Executive Committee by the members.

10.3 The Executive Committee is the trustee of the funds and other assets of the Association and shall be responsible for managing the funds and assets in accordance with the bylaws.

10.4 The Executive Committee has no authority to borrow money or lend money, other than to invest in guaranteed investment certificates.

10.5 The Executive Committee shall approve the Association's annual financial statements and annual budget.

10.6 The Executive Committee has the authority to establish ad hoc committees to provide advice and assistance to the Executive Committee in accordance with the bylaws.

Section 11. Duties of the Executive Officers

11.1 The President shall chair and provide leadership to the Executive Committee; preside over all meetings; be the official spokesperson for the Association; serve as an ex-officio member of all standing committees; and provide an annual report to the members.

11.2 The Vice President shall serve in the absence of the President and shall perform such duties as assigned by the President.

11.3 The Secretary shall keep minutes of all Association and Executive Committee meetings; prepare and send out all notices of meetings, notices respecting proposed amendments to the Constitution and bylaws, minutes, and other materials as directed by the Executive Committee; and carry out such other responsibilities as directed by the President.

11.4 The Treasurer shall maintain the financial records of the Association; prepare the annual financial statements for the approval of the Executive Committee; prepare an annual budget for the approval of the Executive Committee; and carry out such other responsibilities as directed by the President.

Section 12. Annual General Meeting and Special Meetings

12.1 There shall be a minimum of one meeting per calendar year of the membership called the Annual General Meeting (the "AGM"), to be held on a date as directed by the Executive Committee. The meeting may be held in person and/or by electronic video conferencing at the sole discretion of the Executive Committee.

12.2 The business at the AGM must include:

- i. adoption of the minutes of the previous AGM;
- ii. review of action items from the previous AGM;

- iii. receipt of the annual report of the President;
- iv. review and acceptance of the annual financial statements;
- v. review and acceptance of an annual budget;
- vi. election of Executive Officers;
- vii. amendments to the Constitution and / or bylaws; and
- viii. any other matter specified in the notice constituting the meeting.

12.3 The Executive Committee may call additional Special Meetings of the membership as it deems necessary.

12.4 The Executive Committee must call a Special Meeting of the membership upon the written request of at least twenty-five members.

12.5 Notification of all meetings must be sent to the membership in writing, including through electronic means, as least 21 days prior to the meeting.

12.6 At least two of the Executive Officers and 25 other members of MARGE are necessary to constitute a quorum for a meeting.

12.7 Every member in attendance is entitled to one vote, except the President who shall vote only to break a tie.

12.8 All motions that are voted on at a meeting, except for amendments to the Constitution, must be approved by a majority of the members in attendance to carry.

12.9 In the event that a quorum is not present, the meeting shall be adjourned, and new notification sent for a meeting not more than 30 days thereafter. The decisions taken at that meeting shall be binding on the Association regardless of the number of members present, provided proper notice of the meeting has been given.

Section 13. Election of the Executive Officers

13.1 Members who wish to stand for election for a position as an Executive Officer must provide a written notice to the President indicating their intent at least 48 hours prior to the AGM or must be present at the AGM to verbally express their consent to stand for election.

13.2 A member who wishes to stand for election must have their nomination moved and seconded by two members who are present at the AGM.

13.3 Executive Officers shall be elected by a majority vote held either by a show of hands if there is only one candidate or by secret ballot if there is a contested election.

13.4 Executive Officers shall serve for a term of two years.

13.5 Elections for the President and Treasurer will be held in odd years and elections for the Vice President and Secretary in even years to ensure continuity.

13.6 If an Executive Officer position becomes vacant in term, the remaining members of the Executive Committee may appoint a member to fill the vacancy for the remaining term of the vacated position.

13.7 In addition to any remanent under section 13.6, Executive Officers are limited to a maximum of two full terms in any Executive Officer position.

Section 14. Standing Committees

The Executive Committee shall appoint members to the following standing committees in accordance with the bylaws.

14.1 Nominating Committee – shall be responsible for recruiting suitable MARGE members to be nominated to stand for election as, or to fill a vacancy as, an Executive Officer, or for appointment to serve as a member of a Standing Committee.

14.2 Benefits Committee – shall assist the Executive Committee in maintaining and enhancing the group insurance plans sponsored by the Association.

14.3 Constitution Committee – shall review the constitution annually, and if necessary, recommend amendments to the Executive Committee, for its consideration. It will also provide advice with respect to constitutional matters as requested by the Executive Committee.

Section 15. Constitutional Amendments

15.1 Constitutional amendments may be proposed by either:

- i. the Executive Committee, or
- ii. any 5 members of the Association.

15.2 Members wishing to propose an amendment to the Constitution under s. 15.1 (ii) shall submit it in writing to the Executive Committee by no later than December 31 of any given year.

15.3 The Executive Committee shall present a proposed amendment submitted under s. 15.1 (ii) to the next scheduled AGM, indicating whether it supports or does not support the proposed amendment.

15.4 Any proposed amendments to the Constitution shall be forwarded to members in writing, including through electronic means, at least 21 days prior to the AGM.

15.5 Proposed amendments to the Constitution must be approved by two-thirds of the members in attendance at the AGM to carry.

15.6 Notwithstanding section 12.7 above, the President of the Association is entitled to vote on proposed amendments to the Constitution.

Section 16. Bylaw and Bylaw Amendments

16.1 A bylaw, or a bylaw amendment, may only augment and clarify the Constitution. A Bylaw shall not take precedence over any part or section of this Constitution.

16.2 Only the Executive Committee may propose a bylaw or a bylaw amendment.

16.3 Any proposed bylaw or bylaw amendment shall be forwarded to members in writing, including through electronic means, at least 21 days prior to AGM at which the motion will be considered.

Section 17. Fiscal Year

The financial and fiscal year of the Association shall be the calendar year from January 1 to December 31.

Section 18. Dissolution

In the event of the dissolution of the Association, the assets shall be disposed of by transferring them to a registered charitable organization, as chosen by the Executive Committee.

Section 19. Effective Date

This Constitution comes into effect on the date that it is passed.

March 8,1973

Revised 1983

Revised October 13,2011

Revised May 11.2011

Revised April 15 2015

Revised April 26 ,2017

Revised April 17,2024