

**CONSOLIDATION OF
ARTICLES OF ASSOCIATION
OF
THE ESTATE PLANNING COUNCIL OF SASKATOON**

ARTICLE 1

NAME

The name of this association shall be **“The Estate Planning Council of Saskatoon”**(hereinafter referred to as the “Council”).

ARTICLE 2

OBJECTS

The objects of the Council are to provide an opportunity for its members to discuss all the subjects necessary in the planning and administration of estates, and to promote discussion of these (and other) topics of mutual interest.

To develop a knowledge of the functions of the various professions so engaged, and the relationship of each to the other for the benefit of all, and to strive for the fullest co-operation and understanding of each other’s function in the interests, protection and enlightenment of its members, their mutual clients and the general public;

To study legislation and amendments concerning taxes, estates and other matters pertaining to the administration of estates, and to submit proposals respecting such legislation or proposed amendments thereto;

The Council shall be advisory in character and shall have no power to bind any of its members in respect to any conclusions or to any action whatsoever.

ARTICLE 3

MEMBERSHIP

1. The membership of the Council shall consist of:
 - (a) Not more than twenty (20) persons from each of the following

three (3) professional groups:

- (i) Barristers and Solicitors - being members in good standing of the Law Society of Saskatchewan;
- (ii) Accountants – being members in good standing of one of the Saskatchewan Institute of Chartered Accountants, the Society of Management Accountants of Saskatchewan or the Certified General Accountants Association of Saskatchewan;
- (iii) Financial Planners - being persons holding any one or more of the following designations:
 - Certified Investment Manager (“CIM”)
 - Chartered Financial Consultant (“CFC”)
 - Certified Financial Planner (“CFP”)
 - Registered Financial Planner (“RFP”)
 - Certified Financial Analyst (“CFA”)
 - Professional Financial Planner (“PFP”), as obtained from either the Institute of Canadian Bankers or the Canadian Securities Institute.

and who are engaged in financial planning with a minimum of two (2) years experience in that area;

- (b) Not more than ten (10) persons from each of the following two (2) professional groups:
 - (i) Life Underwriters - being either:
 - Members of the Life Underwriters Association of Canada (Northern Saskatchewan Division) who were members of the Estate Planning Council of Saskatoon as of April 10, 1984; or
 - Chartered Life Underwriters; and
 - (ii) Trust officers.
- (c) Not more than ten (10) persons from the professional group of Planned Giving Officers, who shall be:

- (i) employed full time in the capacity of planned giving officer or similar function, with such employment being with an organization which is registered as a charity for taxation purposes; AND
- (ii) a member of the Canadian Association of Gift Planners.

Provided however, that the Executive Committee of the Council shall be provided with the power to determine whether a prospective member not fitting the categories listed above will be allowed, if they are a strong candidate, but do not have one of the specific designations.

1.1 In addition to the membership as described in Article 1, there shall be a category of members to be known as "Long Service Members". Such category is to consist of not more than Ten (10) persons who shall have been members in good standing of the Estate Planning Council of Saskatoon for a period of at least ten years, non-consecutive. Such Members shall be entitled to attend two regular meetings of the Council, together with the Annual General Meeting. A reduced fee for such membership shall be set by the Executive Committee pursuant to Article 18. Long Service Members shall be exempted from the provisions of Article 3(5) and from service on the Executive pursuant to Article 4 and shall not hold the voting rights provided to the members described in Article 3, Paragraph 1.

2. Each member shall have his place of business within the City of Saskatoon, Saskatchewan.

3. The original members shall be those persons adopting these articles of association and subsequent members shall be those persons who are from time to time approved by a majority vote of the Executive Committee after having been recommended by the Membership Committee.

4. All of the six professional groups shall be represented in the Council and the number of members represented from any one firm shall be unlimited subject to the discretion of the Executive Committee. Firm shall be defined as an independently managed office within Saskatoon and there shall not be more than two such firms operating in association with any one company.

5. If any member shall fail to attend at least sixty (60%) percent of the meetings held during any one business year, May to the following May, his membership shall be terminated unless in the opinion of the Executive Committee there were extenuating circumstances, in which case, the Executive Committee shall have power to allow membership to be continued.

6. Should a member of the Council not be able to attend a regular meeting, such member shall be entitled to be represented at the meeting by an alternate attending in such member's place, provided that:

- (a) such alternate shall not be entitled to speak or to vote in respect of any matter of business to be transacted by the members at such meeting; and
- (b) for the purposes of Paragraph 5 of this Article 3, attendance by such alternate shall not be considered to be attendance by the member whom such alternate represents.

7. In the event that a member wishes to retire from membership in the Council and transfer his or her membership to an individual who qualifies as a member of the category of membership held by the departing member, such member may apply in writing to the Executive Committee of the Council to approve such transfer, provided, however, that any such transfer shall be within the discretion of the Executive Committee.

8. Subject to the approval of the Council the Executive Committee shall have the power to admit to Special Membership in the Council persons not otherwise qualified as herein provided but whose membership in the Council would be beneficial to the Council. Each Special Membership shall be subject to annual review and to the payment of such annual fees as may be required to be paid by the members of the Council.

ARTICLE 4

EXECUTIVE COMMITTEE

1. The affairs of the Council shall be managed by an Executive Committee comprising subject to Article 4, Paragraph 2, not less than nine (9) members and not more than twelve (12) members of the Council. The Past President shall be a member of the Executive Committee without election by virtue of his office during the previous year. The remaining eight (8) to eleven (11) members shall be elected at the Annual General Meeting of the Council as hereinafter provided.

2. Each of the groups referred to in paragraph 1 of Article 3 shall have one (1) representative on the Executive Committee in the case where such group has at least four (4) members in the Council and shall have two (2) such representatives in the case where such group has at least eight (8) members in the Council.

3. At the first Annual General Meeting of the Council, ten (10) members shall be elected; the first five (5), (one (1) from each professional group) to serve one (1) year terms, the second five (5) (one (1) from each professional group) to serve two (2) year terms and, thereafter, representatives on the Executive Committee shall retire according to their respective terms at each Annual Meeting; each such representative so retiring shall be eligible for re-election if otherwise qualified.

4. The Executive Committee may fill any vacancy which occurs between annual meetings, provided that the member appointed to fill such vacancy shall be a member of the same profession as the retiring member.

5. In the event a member of the Executive Committee fails to attend two (2) consecutive meetings of the Executive Committee, his membership on the Executive Committee shall terminate unless, in the opinion of the Executive Committee, there were extenuating circumstances, in which case the Executive Committee shall have power to allow membership on the Committee to be continued subject to such conditions it deems appropriate.

ARTICLE 5

OFFICERS

The Officers of the Council shall consist of the Immediate Past President, President, a Vice-President, a Secretary and a Treasurer. These officers shall be elected by the Executive Committee upon their election at the annual meeting and shall hold office for one (1) year.

ARTICLE 6

QUORUMS

Any four (4) members of the Executive Committee shall constitute a quorum for the transaction of business and the Committee shall have the power to fill, for the unexpired term any vacancy which may occur in the offices, provided, however, that at least four (4) members of the Committee are unanimous.

One-fourth (1/4) of the members of the Council shall constitute a quorum at any regular, special or annual general meeting of the Council.

ARTICLE 7

NOMINATIONS AND ELECTIONS

The President shall, not later than thirty (30) days prior to the date of any annual meeting, appoint a nominating committee composed of one (1) member from each group mentioned in Article 3 that has a sufficient number of members in the Council to be eligible to have a member sit on the Executive Committee, to submit a list of nominees for members of the Executive Committee to be acted upon at the annual meeting. Such Committee shall file their list of nominees with the Secretary at least ten (10) days before the date of the meeting. In addition, any member, by notice in writing filed with the Secretary at least five (5) days before the meeting, may nominate a candidate for the Executive Committee, with the consent of the nominee and the members shall be entitled to vote for any candidate named by either one of the above methods at such meeting.

ARTICLE 8

ANNUAL MEETINGS AND SPECIAL MEETINGS

The first Annual General Meeting of the Council shall be held in September, 1970 and subsequent Annual General Meetings of the Council shall be held in May of each year thereafter at such time and place as may be selected by the Executive Committee.

Special Meetings shall be called at the request of the President or, in his absence, by the Vice-President or upon the written request of three (3) members.

The Secretary shall send to each member a notice of each Annual General Meeting and of each Special Meeting at least ten (10) days prior to the date thereof.

ARTICLE 9

**EXECUTIVE
COMMITTEE
MEETINGS**

Meetings of the Executive Committee may be called by the President at his discretion, or when requested to do so by three (3) members of the Committee. It shall be the duty of the Executive Committee to establish rules of procedure and practice for any meeting subject to the approval of, or amendment by the Council. In the case of a tie vote, the President shall cast the deciding ballot.

ARTICLE 10

COMMITTEES

The President of the Council, and in his absence the Vice-President, shall, with the advice and consent of the Executive Committee, have the power to appoint such committees as may be required to carry out the proper functions of the Council, and to delegate to such committees such power and authority as the Executive Committee shall deem advisable.

ARTICLE 11

REGULAR MEETINGS

Meetings for the furtherance of the objects of the Council may be called by the Executive Committee at stated times, or from time to time in its discretion, and the programme of such meetings shall be arranged by the Executive Committee.

The Secretary shall send to each member a notice of each such meeting at least seven (7) days prior to the date thereof.

Notice of each such meeting and of each Annual General Meeting and of each Special Meeting shall be in writing and may be sent by ordinary mail to the member's address in the records of the Council or by telecopier transmission to the member's telecopier number in the records of the Council and shall be deemed to have received by the member on the first business day following the date of its deposit in the mails or the date of its transmission by telecopier, as the case may be.

ARTICLE 12

PRESIDENT

The President shall, when present, preside at all meetings of the Council and of the Executive Committee. The President shall also be charged with the general management and supervision of the affairs and operations of the Council.

ARTICLE 13

VICE-PRESIDENT

The Vice-President shall exercise the duties and powers of the President during the absence or inability of the President.

ARTICLE 14

SECRETARY

The Secretary shall be responsible for maintaining an accurate list of all members, shall keep minutes of the meetings of the Council, and the Executive Committee; shall keep all records of the Council and Executive Committee other than financial records, and shall give notice of meetings of the Council and the Executive Committee to all members thereof.

ARTICLE 15

TREASURER

The Treasurer shall have custody of all funds and property of the Council and he shall deposit all funds of the Council in a bank or trust company located in the City of Saskatoon. All withdrawals of such funds shall be on cheques or orders signed by any two of the President, Vice-President and Treasurer. The Treasurer shall prepare a statement of the financial affairs of the Council as at the end of each fiscal year of the Council, and shall submit each statement to the Executive Committee of the Council within thirty (30) days of the end of each such fiscal year.

ARTICLE 16

**FINANCIAL
STATEMENTS**

The statement of the financial affairs of the Council shall be submitted to the members of the Council at such time and in such manner as the Executive Committee thinks fit, provided, however, that such statement shall be submitted to the members of the Council prior to the commencement of the Council's activities for the succeeding year. (Amended April 10, 1984)

ARTICLE 17

**FINANCIAL
YEAR**

The fiscal year of the Council shall terminate on such date as may be determined by the Executive Committee at its discretion.

ARTICLE 18

**EXPENSES
AND DUES**

The expenses of the Council shall be provided for by annual dues from each member, the amount of which shall from time to time be fixed by the Executive Committee with the approval of Council. Membership fees shall be payable on adoption of these Articles and thereafter on or before the 30th day of October of each fiscal year.

ARTICLE 19

DISCIPLINE

The Executive Committee shall have the power to expel from the Council any member guilty of a breach of these Articles or whose conduct is not in keeping with the purposes of the Council, provided that at least four (4) members of the Executive Committee so vote.

ARTICLE 20

ADVERTISEMENT

No member of this Council shall use his membership in any form of advertisement.

ARTICLE 21

AMENDMENTS

These Articles may be amended at any Annual General Meeting or Special Meeting of the Council by a vote of two-thirds (2/3) of the members of the Council present at such meeting, provided that notice setting forth such proposed amendment or amendments shall have been sent to all of the members at least ten (10) days prior to the date of such Meeting.

May 10, 2016