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SPECIAL RESOLUTION

I hereby certify that the following special resolution was passed at a meeting of the members of the Alberta Citizens on Patrol Association on July 7, 2026.

The by-laws were changed as follows:

- The existing by-laws are repealed. They are replaced by the attached by-laws.

Date: July 20th, 2026

Signature: Kimberly Hurst

Printed Name: Kimberly Hurst

Title: President

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ALBERTA CITIZENS ON PATROL ASSOCIATION (ACOPA)
Corporate Access Number: 509869285
Association Bylaws

1. Membership

A. Any person having a vested interest in the Alberta Citizens on Patrol Association (ACOPA), residing in Alberta, being of the full age of 16 years, who has completed the membership requirements and is in good standing with the Association, is eligible to become a Member of the Association with voting privileges at any General Meeting of the Association Membership. If the potential member is 17 years or younger, then parental permission is required.

B. All individual Members and Citizens on Patrol (C.O.P.) groups of the ACOPA must adhere to the ACOPA Code of Ethics and Conduct, the Confidentiality Agreement as outlined on the ACOPA application, any Memorandum of Understanding, as well as the ACOPA Reference Manual. Failure to adhere to these documents may result in removal of the individual or C.O.P. group from the ACOPA, at the discretion of the Board, without the individual Member having the ability to reinstate.

C. All ACOPA and C.O.P. individual members are required to complete a Criminal Record Check every 2 years. ACOPA provincial training is recommended as per the ACOPA policy and procedures.

D. The majority of the Members of the ACOPA will be volunteers residing in Alberta who are active volunteers with their Citizens on Patrol group.
Each Citizens on Patrol group must comply with the following criteria to maintain membership in the ACOPA:
   1. The C.O.P. group is structured to provide patrols to assist their local RCMP/law enforcement detachment.
   2. Members of the C.O.P. group must work cooperatively with their local RCMP/law enforcement liaisons. ACOPA and all C.O.P. groups are working partners with the RCMP/law enforcement officers.
   3. The C.O.P. group must have applied to the ACOPA for membership by a duly passed resolution of their C.O.P. group and must pay the annual membership fee for the C.O.P. group.
   4. Each C.O.P. group is eligible to purchase annual insurance coverage through the ACOPA. Should a C.O.P. group wish to purchase their own insurance, the coverage must be the equivalent thereof, and the group must send proof of insurance to ACOPA each year.

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E. ACOPA Membership shall expire on August 31st each year and must be renewed annually. Membership fees for C.O.P. groups in the ACOPA shall be determined from time to time by the voting representative of each C.O.P. group at an ACOPA General Meeting of the Membership (AGM or SGM). C.O.P. groups must be current in their membership fee with ACOPA in order to vote at the Annual General Meeting.

F. Any individual C.O.P. group wishing to withdraw from the ACOPA Membership may do so upon giving notice in writing (letter, email, or text) to the ACOPA Board. The ACOPA Secretary will then remove the group profile from the ACOPA website and database.

G. Any individual C.O.P. group may be suspended or expelled from the ACOPA Membership at a Special Meeting of the ACOPA Board, called for that purpose, for any cause that the ACOPA may deem reasonable.

H. The RCMP or law enforcement partners have the right to refuse and/or remove any individual at their discretion by contacting the ACOPA President and/or Vice President to develop a removal letter.

2. Associate Membership

A. The RCMP/law enforcement liaisons may have an Associate Membership only.

B. As Associate Members, the RCMP/law enforcement liaisons shall serve as resource people and in an advisory capacity only. They will not have voting rights at any Meeting of the Board or General Meetings of the Membership.

C. The RCMP/law enforcement liaisons shall not have signing authority for the Association.

3. Board of Directors

A. COMPOSITION OF THE BOARD
The Board will be composed of the following Officers and Directors.

1. Officers: President, Vice-President, Secretary, Treasurer, or Secretary-Treasurer – These positions are mandatory. The Office of the Secretary and Treasurer may be filled by one person if the membership at any General Meeting of the Membership for the election of Officers shall so decide.

2. Directors: A minimum of 3 Directors at Large – Additional positions are optional, and will be filled provided there are Members willing to do so.

a. President

The President shall have general knowledge of all activities of the ACOPA and will carry out duties assigned by the ACOPA.

i. The President shall call all Meetings of the Board, and shall preside at all General Meetings of the Membership and Meetings of the Board.
ii. The President will be the chief spokesperson in Alberta for the ACOPA, unless otherwise delegated.
iii. The President shall be copied on all ACOPA communications and will review any communications to the membership or public prior to distribution and shall include the Vice-President in same.
iv. The President shall vote at any meeting.
v. The President will be an ex-officio member of all Committees.

b. Vice-President

i. The Vice-President shall assist the President in all ACOPA activities and will carry out other duties assigned by the President.
ii. In the event of absence, resignation, incapacity or extended leave of absence of the President, the Vice-President shall fulfill the responsibilities of the President until the next election at the AGM. The President's position remains vacant until the new President is elected.

iii. In the absence of both the President and the Vice-President from meetings, a Chair may be elected or appointed at the meeting to preside.
iv. The Vice-President will be copied on all ACOPA communications and will review any communications to the membership or public prior to distribution.

c. Secretary

i. It shall be the duty of the Secretary to attend all General Meetings of the Membership and Meetings of the Board, to keep accurate minutes of the same, and to prepare these for distribution.
ii. In the absence of the Secretary, his/her duties shall be discharged by such Officer or Director as may be appointed by the Board.
iii. The Secretary shall have charge of all the correspondence and/or documentation of the ACOPA and be under the direction of the President and the Board.
iv. The Secretary shall keep a Register of Member groups of the Association and their contact information, as required by the *Societies Act*, and shall send all ACOPA correspondence/notices as required.

d. Treasurer

i. The Board may hire a professional bookkeeper to manage the monies, receipts, disbursements, accounts, books, statements, and reports for the ACOPA. The bookkeeper will work closely with the Treasurer (or Secretary-Treasurer) as a fiduciary for the ACOPA. The bookkeeper may not be a voting member but will have signing authority for the ACOPA.
ii. The Treasurer and/or the bookkeeper shall receive all monies paid to the ACOPA and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order.
iii. The Treasurer and/or bookkeeper shall properly account for the funds of the ACOPA, keep such books as may be directed and disburse funds as required.
iv. The Treasurer and/or the bookkeeper shall present a full detailed account of receipts and disbursements to the Board whenever requested (ie. regular board meetings) and shall prepare for submission to the Annual General Meeting of the Membership a duly audited statement of the income disbursements, assets and liabilities of the ACOPA and shall submit a copy of same to the Secretary for the records of the ACOPA.
v. The Treasurer and/or bookkeeper will prepare and submit, with Board approval, any financial reports required by organizations and agencies in a timely manner (ie. Corporate Registries, AGLC).
vi. The signing authorities of the financial accounts will be a minimum of two elected Officers of the ACOPA and the bookkeeper (if ACOPA seeks the services of a bookkeeper).

e. Officers and Directors

All Members of the Board will:

i. Attend Annual and Special General Meetings of the Membership.
ii. Be prepared for, attend and actively participate in all Meetings of the Board. If a Board member misses more than 3 consecutive meetings, without excused absences, the member may be removed from the Board.
iii. Actively support the initiatives and actions of the ACOPA.
iv. Approve, where appropriate, policy and other recommendations received from the Board and its standing committees.
v. Review the Bylaws and recommend Board-approved Bylaw changes to the membership.
vi. Review the Board's structure, approve changes, and prepare necessary Bylaw amendments.

vii. Participate in the development of the ACOPA's plan and annual review, if required.
viii. Assist in developing and maintaining positive working relations among the Board Members, RCMP/law enforcement members, committees, C.O.P. members, and the public.
ix. Allow for opinions and positions of all Members to be voiced and heard in a safe, respectful environment.
x. Act as a leader and an ambassador of the ACOPA.
xi. Strive to reach consensus in all areas. If a consensus cannot be reached, Board Members will accept, and adhere to, the majority decision of the Board.
xii. Address operational concerns openly and with input from Board Members.
xiii. Address personal concerns relating to Board Members' roles privately, constructively, respectfully, and in a timely manner.

B. The Board shall, subject to the Bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the ACOPA.

C. Any Director or Officer may resign his/her position by providing written notice (letter, email, text) to the ACOPA Board.

D. Any Director or Officer may be removed from the Board at any time with cause by a majority vote of the Board whenever, in its judgment, the best interest of the ACOPA will be served.

E. C.O.P. Groups may remove any Director or Officer from the Board, with cause, by a majority vote of the membership at a Special General Meeting of the Membership called for that purpose, whenever the best interest of the ACOPA will be served. (Refer to Clause 17.)

4. Reporting

A. Individual C.O.P. groups are expected to be reporting their statistics to their local law enforcement agency and providing monthly updates to the ACOPA Board through their appointed Director.
B. The administrator of each C.O.P. group needs to submit their statistics to the website and ensure that the profile of each member is up to date.

5. Auditing

A. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by two Members of the ACOPA without signing authority, who are not related. These members will be elected or appointed for that purpose at the Annual General Meeting of the Membership.

B. A complete and proper statement of the standing of the books for the previous year shall be submitted by the Treasurer (or Secretary-Treasurer) or bookkeeper for presentation at the Annual General Meeting of the Membership.

C. The fiscal year of the ACOPA in each year shall be January 1st – December 31st.

6. Standing and Ad Hoc Committees

A. Standing and ad hoc committees may be formed as necessary by the Board and will operate on an ongoing basis with specified lengths of terms for Members.

B. Committees will meet outside of Meetings of the Board or General Meetings of the Membership to complete their assigned tasks as per the direction of the Board and present a report of their activities at Board Meetings or General Meetings of the Membership, as requested.

7. Meetings

Irregularities or errors done in good faith do not invalidate acts done by any General Meeting of the Membership or Meeting of the Board. No action taken at a meeting is invalid due to accidental omission to give notice to any Member, any Member not receiving any notice, or any error in any notice that does not affect the meeting.

General Meetings of the Membership or Meetings of the Board may be held in-person or using a virtual or online platform suitable for conducting the ACOPA business, or a combination of the two (hybrid). The Board will determine the meeting format and notify members.

GENERAL MEETINGS OF THE MEMBERSHIP

A. Annual General Meeting of the Membership (AGM)

i. An Annual General Meeting of the Membership (AGM) will take place on or before October 31st each year, by providing no less than 14 days' notice in writing using a newsletter, website, email, text and/or social media. If a Special Resolution will be proposed, no less than 21 days' notice will be required, as per the *Societies Act*.
ii. Only the matters set out in the AGM Agenda may be considered at the AGM. No new items will be taken from the floor.
iii. The term of office for all Board positions shall be 2 years. Each Board Member may be re-elected for the same position for 5 consecutive terms. Notice of vacating a position at the end of a Board Member's term must be given to the ACOPA Board at least 3 months in advance, except in extenuating circumstances.
iv. The President and 3 Directors shall be elected in even numbered years. The Vice-President, Secretary-Treasurer and 3 Directors shall be elected in odd numbered years. The Officers and Directors so elected shall form a Board, and shall serve until the end of the meeting at which their successors are elected.
v. Quorum at an Annual General Meeting of the Membership shall be a minimum of 5 C.O.P. groups.
vi. If quorum cannot be attained at the meeting, a General Meeting of the Membership will be scheduled for the same date and time within 4 weeks, and may be exclusively virtual. The voting C.O.P. groups in attendance at that General Meeting will constitute quorum for the purposes of conducting Annual General Meeting business such as election of Officers, determining signing authority, and approval of financial statements.

B. Special General Meeting of the Membership (SGM)

i. A Special General Meeting of the Membership (SGM) may be called at any time by the Secretary upon the instructions of the President or Board by providing no less than 14 days' notice in writing using a newsletter, website, email, text and/or social media. If a Special Resolution will be proposed, no less than 21 days' notice will be required, specifying the intention of the Special Resolution.

ii. Only the matters set out in the SGM Agenda may be considered at the SGM. No new items will be taken from the floor.

iii. Quorum at a Special General Meeting of the Membership shall be a minimum of 4 C.O.P. groups and 2 elected Board Members of the ACOPA.

MEETINGS OF THE BOARD

C. Regular Meeting of the Board

i. A Regular Meeting of the Board shall be called at the frequency determined by the Board that will permit their duties to be accomplished.

ii. Regular Meetings of the Board will be held on pre-determined dates as determined by the Board.

iii. Quorum at any Regular Meeting of the Board shall be 4 Board Members, 2 of whom must be elected Officers.

iv. Regular Meetings of the Board may be held without notice if a quorum of the Board is present, provided that any business transactions shall be ratified at the next Regular Meeting of the Board; otherwise, they shall be null and void.

v. A topic to be discussed at a Regular Meeting of the Board may be deemed to be "in camera" or closed to anyone the Board chooses should the Board determine that the topic is of a personal, sensitive or confidential nature. No minutes or recording of an "in camera" session is permitted and all discussions are confidential. Upon the meeting moving "out of camera", meeting minutes continue and a motion is put forth, voted on and passed or defeated.

D. Special Meeting of the Board

i. A Special Meeting of the Board shall be called by the Secretary upon the instructions of the President by providing no less than 14 days' notice in writing using a newsletter, website, email, text and/or social media or 3 days' notice verbally by telephone or in person, to all Board Members setting forth the reason for calling such meeting.

ii. Quorum at a Special Meeting of the Board shall be any 4 Board Members.

iii. All or any portion of a Special Meeting of the Board may be deemed to be "in camera" or closed to anyone the Board chooses should the Board determine that the topic is of a personal, sensitive or confidential nature. No minutes or recording of an "in camera" session is permitted and all discussions are confidential. Upon the meeting moving "out of camera", meeting minutes continue and a motion is put forth, voted on and passed or defeated.

8. Special Resolution

Special Resolution will mean a resolution passed at a General Meeting of the Membership of which not less than 21 days' notice in writing using a newsletter, website, email, text and/or social media, or provided verbally by telephone or in person, specifying the intention to propose the resolution has been duly given, and by the approval of not less than 75% of those C.O.P. groups entitled to vote in attendance. (ie. Bylaw amendments, Objects amendments, dissolution of the ACOPA).

9. Election Process

A. ACOPA Board Members are elected by the voting C.O.P. groups at an AGM held annually on or before October 31st.

B. Candidates must be members from a voting C.O.P. group. The candidates must be in good standing, who have not been removed or suspended. Candidates running for President must already be an active ACOPA Board Member for a minimum of 1 year.

C. Notification of the nomination procedure will be included with the notice of the election.

D. The term of office shall be complete at the end of the meeting at which successors are elected unless written notice of resignation is submitted to the Board in advance of that meeting.

E. The maximum number of consecutive terms, in the same Officer or Director position on the Board, shall be 5 consecutive terms or at the discretion of the Board. Once the maximum number of consecutive terms is reached, the Directors must step down from that position. That person is still able to run for another position on the Board.

F. Corporate Registry and AGLC must be notified within 15 days of the election of the names, addresses and phone numbers of new Board Members and their positions.

G. Any vacancy occurring during the year may be filled at the next meeting, provided it is so stated in the notice calling such meeting, with the exception of the position of President (see Clause 3.A.2.b.ii.).

10. Voting

The Board may hold in-person or virtual meetings, or a combination of the two (hybrid). The Board will determine the voting process for meetings, including what type of electronic voting will be used for virtual meetings (ie. Raise Hand feature, Chat Window, private message, mic, etc.). In-person and electronic voting will not include voting by proxy.

A. **General Meetings of the Membership**
   i. Any voting C.O.P. group who has not withdrawn from membership and who has been neither suspended nor expelled and is in good standing with the Board, shall have the right to vote at any Annual or Special General Meeting of the Membership. Each C.O.P. group will have 1 vote.
   ii. Such votes must be made in person or electronically and not by proxy or otherwise.
   iii. Members will vote by show of hands or by secret ballot where 50% + 1 will be considered the majority, except in the case of a Special Resolution. (See Clause #7)

B. **Meetings of the Board**
   i. Only each Member of the Board will have 1 vote, including the President (See Clause 3.A.2.a.v President) at all Meetings of the Board.
   ii. Such votes must be made in person or electronically and not by proxy or otherwise.
   iii. Members will vote by show of hands where 50% + 1 will be considered the majority.
   iv. The President may authorize an electronic vote by email if a situation needs to be acted upon by the Board between physical meetings. In the case of an electronic vote, a quorum shall be constituted

when at least 50% of the Members of the Board cast a vote by email. Any motion taken electronically will be formally recorded into the minutes of the next Board meeting.

C. In the case of a tie, the motion is defeated (see Clause 3.A.2.a.v President).

D. Any Member having a personal pecuniary gain or conflict of interest in any matter being discussed by the Membership or the Board is required to declare such and absent himself/herself from any discussion or vote on such matter.

11. General Management

A. The registered office of the ACOPA shall be in the province of Alberta and shall normally be the home of the President. The Office location will be announced at the end of elections at the AGM where the President is elected, and will be updated at Corporate Registry within 15 days of the elections as per the *Societies Act*.

B. The mailing address for all communication or correspondence shall be the registered office of the ACOPA.

C. To maintain integrity, minute books and financial records will be securely stored and may be inspected by any Member of the ACOPA in good standing, upon reasonable request through their Director, including the reason for inspection.

D. Such inspection may only take place at the registered office of the ACOPA or at the nearest RCMP/law enforcement detachment, in the presence of a Board Member, and dual control (2 people present, 1 of whom is a Board Member) will be maintained at all times.

12. Remuneration

A. Unless authorized at any meeting and after notice for same shall have been given, no Officer, Director or Member of the ACOPA shall receive any remuneration for his/her services.

13. Borrowing Powers

A. For the purpose of carrying out its objectives, the ACOPA may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the ACOPA, and in no case shall debentures be issued without the sanction of a Special Resolution of the ACOPA membership.

14. Society Seal

A. The ACOPA has not adopted a Society Seal.

15. Insurance and Indemnity

A. **Insurance:** For the purpose of carrying out its objectives, the ACOPA will annually review and carry liability insurance as deemed necessary by the Board.

B. **Indemnity:** Provided appropriate insurance is in place, each Officer and Director holds office with protection from the ACOPA.
   i. The ACOPA indemnifies each Officer and Director against all costs or charges that result from any act done in her/his role for the ACOPA.
   ii. The ACOPA does not protect any Officer or Director for acts of fraud, dishonesty or bad faith.
   iii. No Officer or Director is liable for the acts of any other Officer, Director or Member.
   iv. No Officer or Director is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the ACOPA.
   v. No Officer or Director is liable for any loss due to an oversight or error in judgment, or by an act in her/his role for the ACOPA, unless the act is fraudulent, dishonest or in bad faith.

16. Privacy

A. The ACOPA shall not collect, use, share or store personal information for purposes other than those of ACOPA business, and shall destroy it appropriately once it is no longer needed.

B. The ACOPA will adhere to the *Personal Information Protection Act* (PIPA) guidelines as required by Alberta legislation, and voluntarily where appropriate.

17. Conflict Resolution

A. If at any time 10 C.O.P. groups and greater than 50% of the Board Members, of the ACOPA are of the opinion that the ACOPA is in a state of conflict such that its operation is significantly impaired, they may deliver a written "Special General Meeting of the Membership" request signed by them to all Board Members (letter, email or text). The requesters must state the reason for the SGM.

B. Upon receipt of such, the President will call a Special General Meeting of the Membership by providing due notice as stated, and C.O.P. groups in attendance will have an opportunity to hear and discuss the issues causing conflict.

C. On motion, a vote shall be held respecting a proposed resolution to the conflict, and if a majority of voting C.O.P. groups present vote in favour of the resolution proposed, the ACOPA will immediately act upon the resolution, as directed by the assembly.

18. Bylaws

A. All C.O.P. groups and individual Members are responsible for behaving in accordance with the Bylaws and Objectives of the ACOPA.

B. The ACOPA Bylaws and operations will be in accordance with the laws of Alberta, the *Societies Act* and any other governmental legislation relating to the ACOPA's operation and objectives.

C. The Bylaws may be rescinded, altered or added to by a "Special Resolution" at a General Meeting of the Membership. Changes to the Bylaws do not come into effect until the Special Resolution(s) is voted on and passed by 75% of the voting members in attendance, is mailed to and registered at Corporate Registry, and a date-stamped copy is received back as "Filed" from Corporate Registry. Special Resolution(s) sent to the Corporate Registry shall be dated and verified by a person authorized by the ACOPA.

D. Any question regarding the proper application and interpretation of these Bylaws shall be determined by the Chair of any ACOPA meeting (typically, the President). The Chair's decision may be appealed by a voting Member and can be overturned by a simple majority vote at a Special General Meeting of the Membership called in accordance with the Conflict Resolution clause in these Bylaws.

19. Policies and Procedures

A Policy and Procedure Manual may be created, maintained and reviewed annually by the Board. C.O.P. groups in good standing may put forward policies to the Board for consideration and/or implementation. The Board decides on the Procedures to carry out the Policies.

20. Dissolution of the ACOPA

A. In the event of the dissolution (closing) of the ACOPA, which shall require a Special Resolution of the Membership, the assets remaining after payment of all debts and liabilities shall be transferred to a charitable organization(s) of the Board's choosing, with the exception of gaming proceeds.

B. All remaining gaming proceeds, after payment of all debts and liabilities, shall be disbursed to eligible charitable groups or purposes as per Alberta Gaming, Liquor & Cannabis Commission regulations.

Date: July 7th, 2026

Kimberly Horst
President (clearly print name)

President's Signature