

9755

ME. *Gay Alliance*
vs. Equality

APP. *May 31/73*

MEMORANDUM OF ASSOCIATION

OF

GAY ALLIANCE FOR EQUALITY



BY *TK*

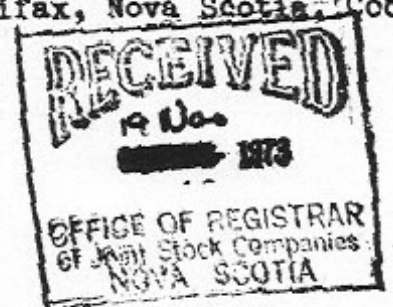
1. The name of the Society is: Gay Alliance for Equality.
2. The objects of the Society are:
 - (a) to promote education in all aspects of homosexuality;
 - (b) to educate the public regarding problems confronting the homosexual;
 - (c) to assist the individual homosexual;
 - (d) to work for changes in the prevailing attitudes of society towards homosexuality;
 - (e) to remove public discrimination against homosexuals;
 - (f) to raise funds to implement the objects of the Society;
 - (g) to exercise the powers vested in the Society by the Societies Act, R.S.N.S. 1967, chapter 286;
 - (h) to establish a Social Center to assist homosexuals and to administer the objects of the Society.
3. The activities of the Society are to be carried on in the Province of Nova Scotia.
4. The registered office of the Society is 1516²⁵ Barrington Street, Suite #207, Halifax, Nova Scotia.

We, the several persons whose names, addresses and occupations are subscribed, desire to be formed into a society in pursuance of this memorandum of association.

Thomas J. Miller 3161 Union Street
Thomas J. Miller, 3161 Union Street, Halifax, Nova Scotia, Cook

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Donna Burns
Donna Burns, 5781 West Street, Halifax, N.S., Baker

Carol Butler
Carol Butler, 5781 West Street, Halifax, N.S., Housewife

Stephen M. Calnen
Stephen M. Calnen, 299 Main Avenue, Apt. 8, Halifax, N.S.,
Office Manager

Nils Claussom
Nils Claussom, 2583 Wood Avenue, Halifax, N.S., Student

Edmund Slade
Edmund Slade, 3161 Union Street, Halifax, N.S., Accounting Clerk

James J. De Young
James DeYoung, 3161 Union Street, Halifax, N.S., Road Supervisor

David Gray
David Gray, 1585 Barrington Street, Halifax, N.S., Businessman-
Self-employed

Dianne C Warren
Dianne Warren, 960 South Bland Street, Halifax, N.S., Teacher

Ann Mac Mullin
Ann MacMullin, 960 South Bland Street, Halifax, N.S., Cook

Thomas W Burns

Tommy Burns, 1689 Shirley Street, Halifax, N.S., Laundry Worker

Joyce Gehue

Joyce Gehue, 960 South Bland Street, Halifax, N.S., Student

Theresa Rowe

Theresa Rowe, 958 South Bland Street, Halifax, Ass't. Manager

Sandra M Henley

Sandra Henley, 958 South Bland Street, Halifax, N.S., Cook

Anne Fulton

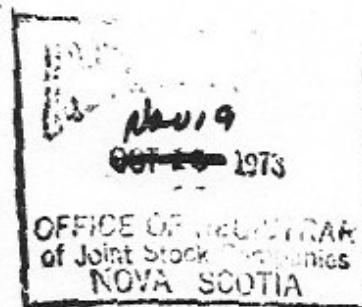
Anne Fulton, 3161 Union Street, Halifax, N.S., Day Care Teacher

Witness to the above signatures:-

Michel A. Robichaud
Michel A. Robichaud, of 5599 Fenrick Street, Apartment #502,
Halifax, in the County of Halifax, Province of Nova Scotia

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May 25, 1973



Mr. S. P. Chisholm
Registrar of Joint Stock Companies
Province House
Halifax, Nova Scotia

Dear Mr. Chisholm:



The following information is intended as fulfillment of the requirements of Section (4), of the Societies Act, Revised Statutes of Nova Scotia 1967, Chapter 286.

The following list of persons have been appointed by the subscribers to act as first officers of the Gay Alliance For Equality:

1. Thomas J. Miller, 3161 Union Street: Cook
2. Donna Burns, 5781 West Street: Baker
3. Carol Butler, 5781 West Street: Housewife
4. Stephen M. Calnen, 211 Main Avenue, Apt. #8: Office Manager
5. Nils Claussan, 2583 Wood Avenue: Student
6. Edmund Slade, 3161 Union Street: Accounting Clerk
7. James DeYoung, 3161 Union Street: Road Supervisor
8. David Gray, 1585 Barrington St.: Businessman-Self-employed.
9. Dianne Warren, 960 South Bland Street: Teacher
10. Ann MacMullin, 960 South Bland Street: Cook
11. Tommy Burns, 1689 Shirley Street: Laundry Worker
12. Joyce Gehue, 960 South Bland St.: Student

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13. Theresa Rowe, 958 South Bland St.: Assistant Manager
 14. Sandra Henley, 958 South Bland St.: Cook
 15. Anne Fulton, 3161 Union Street: Day Care Teacher
- (All of Halifax)

The period for which they will so act as first officers shall be from the time of incorporation and in accordance with By-Law No. 28, that is - "until the first annual meeting or until their successors are appointed".

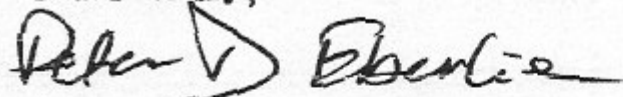
The address of the registered office of the Society is 1585 Barrington Street, Suite 207, Halifax, Nova Scotia.

The activities of the Society are to be carried on in the Province of Nova Scotia.

A copy of the Memorandum of Association and the By-laws are enclosed together with the proper fees.

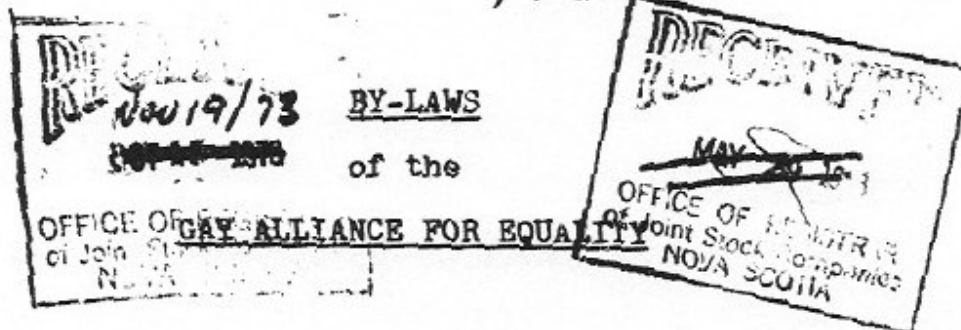
This information should satisfy Section (4) hereinto before mentioned.

Yours truly,



Peter D. Eberlie,
Dalhousie Legal Aid Service

PDE:bb
Enclosures



1. In these by-laws, unless something in the subject of context is inconsistent therewith:

- (a) "GAE" means the Gay Alliance for Equality;
- (b) "The Executive Committee" or "the Executive" or "Officers" means the officers of the GAE;
- (c) "The General Membership" means at least a quorum of the members present at a General Meeting of the GAE;
- (d) "Special Resolution" means a resolution passed by not less than three-fourths of such members entitled to vote as are present in person or by proxy, where proxies are allowed, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution has been duly given;
- (e) Words imparting the singular number include the plural number and vice versa;
- (f) "In Writing" means written or printed or partly written and partly printed;
- (g) "Societies Act" means the Societies Act, R.S.N.S. 1967, Chapter 286.

EXECUTIVE COMMITTEE

2. The Executive Committee shall transact the business of the GAE with the approval of the General Membership. Five Executive Committee Officers shall be elected to serve a term of one year, and such officers shall fill the following positions: Chairman, Vice Chairman, Secretary, Treasurer, and Public Relations Officer. Successor officers elected by the General Membership to fill any vacancies created during a term shall serve only the unexpired portion of that term. All officers shall serve until

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their successors have qualified and have assumed office. An Executive Committee Officer can be removed from his/her office by a vote of non-confidence in the form of a special resolution.

3. The Chairman shall, with approval of the General Membership, have general direction of the affairs of the GAE, shall preside at all Executive Committee, General, Special and Annual meetings of the GAE, and at all such meetings, shall have a casting vote only. The Chairman shall be ex-officio Chairman of all official meetings of the GAE.

4. The Vice-Chairman shall, in the absence of the Chairman, exercise the authority of the Chairman, and fulfill his/her duties, and shall perform such other duties as are assigned by the Chairman. The Chairman, however, may delegate the chairmanship of any meeting to any responsible member of the GAE. The Vice-Chairman shall have custody of the corporate seal.

5. The Secretary shall act as Secretary at all Executive Committee, General, Special and Annual meetings of the GAE, and shall prepare minutes of the proceedings at all meetings. He/she shall have custody of the Minute Books, and shall supervise all correspondence to and from GAE.

6. The Treasurer shall have custody of all funds and accounts of GAE.

7. The Public Relations Officer shall supervise and co-ordinate all business of the GAE in which there will be dealings with the general public.

MEMBERSHIP

8. The Executive Committee, with approval of the General Membership, shall make necessary rules and regulations for the admission of persons to active membership in the GAE.

9. People eligible for membership would be those who support the purpose of the GAE;

10. The Executive Committee, with approval of the General Membership, may suspend or revoke any participation of a member in

the activities of the GAE, or expel any member whose conduct, in the view of the General Membership, compromises or endangers, or is likely to compromise or endanger, the public standing, or reputation of the GAE, or whose conduct is in any way deemed to be harmful to the best interests of the GAE.

11. A member in good standing is a member who has attended at least two General Meetings from one Annual Meeting to the next.

NOMINATIONS AND ELECTIONS AND VOTING RIGHTS

12. Nominations:

- (a) Nominations are to be made orally at a General Meeting at a time and date so designated by the Executive Committee to coincide with a date appropriate to the end of their elected one year term in office.
- (b) Such nominees are required to have at least two oral seconders.
- (c) No candidate's name shall appear on the official ballot unless he/she has accepted his/her nomination.

13. Elections:

- (a) Voting shall be by secret ballot, every active member in good standing being entitled to one ballot.
- (b) Official ballots are to be distributed to each member in good standing on the day, date and place so designated for the election by the Executive Committee, with the approval of the General Membership.
- (c) The distribution, collection and tabulation of all ballots shall be by an appointed Electoral Officer and her/his committee, such official and Committee being appointed by the General Membership.

- (d) The Electoral Officer has no vote, except in the event of a tie, whereupon he/she shall cast the deciding ballot.

MEETINGS

14. The Annual Meeting of the GAE, General, Special, and Executive Committee meetings of the GAE shall constitute the official meetings of the GAE.
15. The Chairman of the GAE shall be ex officio chairman of all official meetings of the GAE. In his absence, the Vice Chairman shall preside, but the Chairman may delegate the chairmanship to any responsible member of the GAE.
16. The Annual meetings shall be held during the month of July, the date to be determined by the Executive Committee no later than May 1st. The Secretary shall notify the members of the GAE of the date of the Annual meeting no later than May 15th. Reports from the officers of the GAE, and all other committee heads, shall be submitted to the Annual meeting, which meeting shall be open for the transaction of any other business, provided there is a quorum of fifteen. Announcement of the election returns and installation of new officers shall be the final order of business at the Annual meeting.
17. Special meetings shall be held under any one of the following conditions:
- (a) Upon call of the Chairman;
 - (b) Upon call of the Secretary, provided he/she has previously been requested to do so by a petition in writing signed by at least ten of the active members of the GAE in good standing.
- The quorum for a Special meeting shall be ten.
18. There shall be no less than one General meeting per month. The General meeting shall consist of a quorum of seven of the members, and shall be necessary for the approval of all

proposed business transactions by any single member or group of members, or any committee, on behalf of the GAE.

19. There shall be no less than one Executive Committee meeting per month. The quorum necessary for these meetings shall be three.

BORROWING

20. The Executive Committee may, from time to time, in their discretion, and with the sanction of the General Membership:

- (a) Raise or borrow money for the purpose of the GAE;
- (b) Sign or endorse bills, notes, acceptances, cheques, contracts, and other dividends of or securities for money borrowed for the purposes aforesaid.

AUDIT

21. The accounts of the GAE shall be audited annually or as often as may be necessary, by one or more auditors appointed by the members of the GAE at an Annual meeting.

22. The books and records of the GAE may be inspected at the office of the GAE by any member at such time as may be arranged by appointment with the Treasurer.

CUSTODY AND USE OF THE SEAL OF THE GAE

23. The seal of the GAE shall be in the custody of the Vice-Chairman and shall be necessary only on such documents as would require to be sealed if executed by private individuals.

EXECUTION OF DOCUMENTS

24. All documents, contracts, deeds, bills of exchange and other instruments and documents shall be executed on behalf of the GAE by the hands of any three of the five Executive Committee Officers of the GAE duly authorized by the GAE for that purpose.

AMENDMENTS

25. Amendments to these by-laws may be proposed by submitting them in writing to the Secretary, provided that, prior to their submission, they have been signed by either a majority of the members of the Executive Committee, or by at least ten active members of the GAE in good standing.

26. A proposed amendment of by-laws shall become valid by means of a Special Resolution. The secretary shall give fourteen days notice, at the minimum, prior to this meeting. Voting at any such meeting is open to every active member in good standing. No by-law or amendment to by-laws shall take effect until the Registrar of Joint Stock Companies approves of it pursuant to sec. 11(3) of the "Societies Act".

27. A special resolution proposing to change the Societies name, to alter its objects so as to add to or restrict or abandon any of its objects or the locality in which its activities are chiefly carried on shall not take effect unless approved by the Registrar of Joint Stock Companies pursuant to sec. 9(1) of the Societies Act.

FIRST OFFICERS

28. The first officers shall form the Executive Committee pursuant to By-Law #2 and shall hold office until the first annual meeting or until their successors are appointed. Retiring Officers under this clause will be eligible for re-election for one further term.