



HAMILTON GAULT MEMORIAL FUND

CONSTITUTION

January 2021

This January 2021 HGMF Constitution replaces the Constitution approved in February 2019
and includes Amendment One

HAMILTON GAULT MEMORIAL FUND

CONSTITUTION

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Article 1 – Name and Logo

AL1

1.01 The name of the fund is the Hamilton Gault Memorial Fund. The fund is also known by its initials, HGMF.

1.02 The HGMF is named after Brigadier Andrew Hamilton Gault, DSO, OBE, ED, CD, Founder of Princess Patricia’s Canadian Light Infantry (PPCLI). When he died in 1958, Hamilton Gault left a bequest which provided initial funding for the HGMF.

1.03 When it was established, the HGMF also assumed use of the logo of the PPCLI Association. A more representative logo, featuring a portrait of the Founder painted not long before the establishment of the HGMF, was introduced in 2020. The logo is on the Cover Sheet of this Constitution. It may be used on all HGMF-related correspondence.

AL1

Article 2 – Authority

2.01 The HGMF was established in accordance with a Special Resolution passed at the 1964 Annual General Meeting of the PPCLI Association.

2.02 The HGMF has been approved by the Charities Division of Canada Revenue Agency as a charitable organization as defined in paragraph 149.1(1)(b) of the Income Tax Act. Its assigned Business Number is 8878 6647 RR0001.

Article 3 – Role

3.01 The HGMF receives charitable and other donations, as well as income from interest and fundraising activities, and expends funds on charitable activities in keeping with the terms and intent of the Act, this Constitution, and its By-laws.

AL1

Article 4 – Objects

4.01 The Objects of the HGMF will be limited to the following charitable purposes:

- a. To receive donations and hold in absolute trust such donations, subject to the direction of the donor(s) and use such funds or income, as the case may be, for the charitable purposes and activities below;
- b. To make disbursements for the purpose of maintaining the collection of the Regimental Museum and Archives;
- c. To offer bursaries for educational advancement for former members or serving members of the Regiment, their families and members of Cadet Corps affiliated with the PPCLI, to achieve a higher level of academic or technical education;
- d. To budget annually a fixed sum to the Royal Canadian Army Cadet League in support of Army Cadet Corps affiliated or sponsored by the Regiment, as approved by the Board of Trustees;
- e. To provide counselling service at regional centres to members who suffer from “Post Traumatic Stress Disorder” (PTSD) or other service-related illnesses, and provide referrals to appropriate social, medical and legal agencies;
- f. To develop and maintain various Regimental memorials as approved by the Board of Trustees, including maintenance of the Frezenberg Memorial;
- g. To relieve financial stress and promote a healthy family environment by providing financial assistance with home modifications due to injuries or disabilities incurred during military service; and,
- h. To promote the mental health of veterans and members of the Canadian Armed Forces by providing and supporting specialized training for suitable volunteers, conducting Regional Mental Health and Suicide Awareness Workshops; and providing VPP Coordinators the opportunity to attend ASIST or similar courses within their local area.

4.02 The HGMF shall be operated solely to promote these Objects, without direct benefit nor purpose of gain by the Members of the Board of Trustees.

Article 5 – By-laws

5.01 HGMF By-laws, approved and issued separately, govern the administration and operation of the HGMF.

Article 6 – Amendment

6.01 This Constitution may be amended only by a Special Resolution approved by the HGMF Board of Trustees. Amendments to the Objects in Article 4 above must have the prior approval of the Charities Directorate, Canada Revenue Agency. AL1

6.02 The By-laws of the HGMF may be amended by a Special Resolution approved by the HGMF Board of Trustees.

Article 7 – Dissolution

7.01 The Hamilton Gault Memorial Fund, will be voluntarily dissolved only by means of a Special Resolution to this effect, passed by the HGMF Board of Trustees at a Special or Annual General Meeting. AL1

7.02 Should the HGMF be dissolved, the assets remaining after all liabilities have been met will be distributed in accordance with the terms of the Income Tax Act, to a charitable organization, or to charitable organizations, all having roles and objects similar to those of the HGMF. This will be done in such a way that no direct or indirect benefit may accrue to a member of the Board of Trustees or any other person related to the HGMF. AL1

Article 8 – Effective Date

8.01 This January 2021 HGMF Constitution replaces the February 2019 HGMF Constitution. AL1

8.02 The effective date of this Constitution is 27 January 2021, the date that the PPCLI Association Council of Presidents passed their Special Resolution 01-21, after it had been approved by the HGMF Board of Trustees on 23 January 2021. AL1

Certification

The undersigned Chair and Trustees certify that this January 2021 Constitution of the Hamilton Gault Memorial Fund is that which was recommended by the Board of Trustees on 23 January 2021, and approved by the PPCLI Association Council of Presidents on 27 January 2021.

Original signed by

Terri Orser
Secretary and Trustee
HGMF

Original signed by

Dougal Salmon
Vice-Chair and Trustee
HGMF

Original signed by

Paul Hale
Chair and Trustee
HGMF

Date: 27 January 2021

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RECORD OF APPROVAL AND AMENDMENT

This record is included as an integral part of the HGMF Constitution.

1. Approval. The Constitution of the HGMF was first approved in 1964, and included items normally found in By-laws. However, there were no separate By-laws. The Constitution was periodically updated and amended between then and 2020, when a major revision was undertaken, and the items normally contained in By-laws were split out in order to simplify and regularize the Constitution. The new February 2019 HGMF Constitution was recommended by the Board of Trustees by approval of their SR 01-20 in February 2019 and was subsequently approved by the PPCLI Association Council of Presidents in their SR01-20 dated the same month.

2. Amendment One. Over the years, it had become apparent that the Income Tax Act and Charities Case Law had evolved significantly since the creation of the HGMF was sponsored by the PPCLI Association. There was a need to explicitly establish and continue to ensure an at arms-length relationship between the charity and the not-for-profit corporation. Action was begun in 2020 and completed in January 2021, when the HGMF Constitution and coincidentally, the PPCLI Association By-law No. 1, were amended in order to secure this at arms-length relationship. None of the Objects of the HGMF in Article 4 were amended, and thus CRA/CD approval need not be sought. As a result, these amendments could be approved by passage of Special Resolutions by the HGMF Board of Trustees and by the PPCLI Association Council of Presidents. The following amendments were made to the HGMF Constitution as a result of approval of HGMF Board of Trustees SR 01-21 and of PPCLI Association SR 01-21:

a. Logo. The HGMF had used the PPCLI Association logo since its formation. A new HGMF logo, featuring a portrait of the Founder done just before the creation of the HGMF in 1964, was designed and approved by the Board of Trustees. (Title page and Art 1.03)

b. Role. Deletion of the sentence stating that HGMF is the principal charitable arm of the PPCLI Association. (Art 3.01)

c. Amendment. The HGMF Constitution could be amended by means of a Special Resolution passed by the HGMF Board of Trustees: PPCLI Association Council of Presidents approval need no longer be sought. (Amendments to Art 4, Objects still require prior approval by CDA/CD) (Art 6.01)

d. Dissolution. The HGMF could be dissolved by the Board of Trustees by passage of a Special Resolution: PPCLI Association Council of Presidents approval need no longer be sought (Art 7.01). Should the HGMF be dissolved, then no direct benefit may accrue to anyone related to the HGMF or to the PPCLI Association. (Art 7.02)