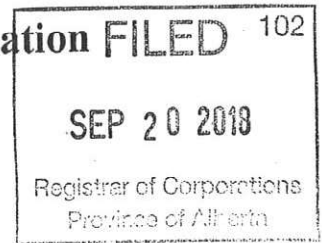




# By-Laws of the Red Deer Fish & Game Association



AMENDED June 18, 2018

## ARTICLE I- NAME

The name of this Association is the Red Deer Fish & Game Association hereinafter referred to as the "Association".

## ARTICLE II- AFFILIATION

The Association shall be affiliated with the Alberta Fish & Game Association.

## ARTICLE III- MEMBERSHIP

- (a) Membership shall be available to those persons who have expressed interest in the Association's aims, which are the conservation of our fish, wildlife and natural resources and their management for the future.
- (b) Memberships shall be valid for one (1) year terms in accordance with Alberta Fish & Game Association Membership terms (ie. Memberships may be from the 1<sup>st</sup> day of January to the 31<sup>st</sup> day of December in each year, or alternatively, for twelve (12) months from the date the Membership is acquired), and Members will be advised by the Association of the term of the Membership at the time the Membership is acquired.
- (c) The membership fee for each year shall be established by majority vote of the members present at the annual general meeting of the Association held between November 1<sup>st</sup> and December 15<sup>th</sup> in the preceding year.
- (d) The membership of the Association shall consist of those persons subscribing to the aims and objectives of the Association and who have paid the membership fee as set out in the manner prescribed in paragraph (c) of this Article.
- (e) Members of the Association shall be entitled to all rights and privileges of the Association, including the right to be present and vote at all annual general meetings, regular general meetings and special meetings of the Association and to hold office in the Association.
- (f) Any member may at any time may withdraw from the Association by notification in writing to the Board of Directors and the withdrawal shall be effective upon the

acceptance thereof by the Board, but the membership fee of such member or any part thereof shall not be refunded.

- (g) The Board of Directors may, by vote of a majority of the Board, expel any member whose conduct has been determined by the Board of Directors to be improper, unbecoming, or likely to endanger the reputation of the Association, or who commits a breach of the By-Laws of the Association. Any expelled member of the Association may attend the next Association regular meeting and appeal the expulsion.
- (h) The Association adopts the Alberta Fish & Game Association's description of a family; a family membership consists of one adult member, spouse, and sons or daughters 18 years of age or under that are living at home.
- (i) Family membership voting privileges will be allowed for two members of the family over the age of 18 years.

#### **ARTICLE IV- BOARD OF DIRECTORS**

- (a) The Board of Directors of the Association shall consist of a minimum of 6 Directors, consisting of the President, three Vice-Presidents, the Secretary, the Treasurer and the Chairpersons of the standing committees of the Association (also known as the Board or the Executive).
- (b) The Board of Directors shall be elected by the majority vote of the members attending the annual general meeting. The Board of Directors shall hold office until the conclusion of the second annual general meeting after their election to office.
- (c) In the event that the President is unable to perform his duties for any reason, the first Vice-President shall assume the office and the duties of the President.
- (d) Vacancies in the Board of Directors shall be filled by appointment of the Board of Directors (majority vote) until the next annual general meeting when the vacant office shall be filled by majority vote of the members present at that meeting.
- (e) Five members of the Board of Directors present in person shall constitute a quorum at a fully constituted meeting of the Board of Directors.
- (f) Meetings of the Board of Directors shall be called as required at the discretion of the President on at least 48 hours' notice to all Board members.
- (g) The Board of Directors may elect standing committees of the Association and any other special committee deemed necessary by the Board of Directors.

- (h) Unless authorized at any annual general or special meeting of the Association, and after notice thereof has been given, no officer, member or Board member of the Association shall receive any remuneration for his or her service.

## **ARTICLE V- DUTIES OF BOARD OF DIRECTORS**

- (a) The President of the Association shall preside at Board of Directors, general and special meetings of the Association, and shall be an ex-officio member of all committees, and shall exercise general supervision over the affairs of the Association.
- (b) The Secretary shall attend all meetings of the Association, including meetings of the Board of Directors, and record all acts and minutes of all proceedings in the books kept for that purpose. The Secretary shall give all notices required to be given to members and to Directors and shall be the custodian of all books, papers, records, correspondence, contracts and other documents belonging to the Association which the Secretary shall deliver up only when authorized by a resolution of the Board of Directors to do so and to such a person or persons as may be named in the resolution, and the Secretary shall perform such other duties as may from time to time be determined by the Board of Directors. The Secretary shall have charge of the seal of the Association, which seal, whenever used, shall be authenticated by the signature of the Secretary and the President, or in the case of the death or inability or either to act, by the Vice-President.
- (c) The Treasurer shall receive and collect all fees and other income of the Association and keep and have custody of the books of account of the Association. The Treasurer shall have the custody of funds of the Association and pay all claims which have been fully approved by resolution of the membership or of the Board of Directors during the months of July and August.

## **ARTICLE VI- MEETINGS**

- (a) Regular general meetings of the Association shall be held once a month except during the months of July and August. The time and place of the meetings of the Associations shall be decided by the President in consultation with the Board of Directors, and at least 48 hours' notice of the time and place of a regular general meeting of the Association shall be given to the members by mail, by publication in the press or on the radio, by electronic mail or by any other electronic means.
- (b) The annual general meeting of the Association shall be held during the period from February 15<sup>th</sup> to June 30<sup>th</sup> in each year, which may coincide with a regular general meeting, and all members of the Association shall be given at least seven days' notice by



mail, by publication in the press or on the radio, by electronic mail or by any other electronic means of the time and place of the annual general meeting of the Association.

- (c) There shall be at least one special meeting of the Association each year being held during the period of September 1<sup>st</sup> to December 31, which may coincide with a regular general meeting for the month. All members of the Association shall be given at least seven days' notice by mail, by publication in the press or on the radio, by electronic mail or by any other electronic means of the time and place of the special meeting of the Association.
- (d) Fifteen members present in person shall constitute a quorum at a regular general meeting of Association, and thirty members present in person shall constitute a quorum at the annual general meeting and those meetings designated in these By-Laws as a special meeting of the Association.
- (e) No resolution shall be passed at any meeting of the Association at which there is not a quorum.
- (f) In the event that any Board member fails to attend three consecutive meetings of the Association without having been excused by the President for a valid reason for such non-attendance prior to the third such attendance without excuse, the President shall declare the Board member's post held by that person to be vacant and the Board of Directors shall deal with the filling of that post in the manner in which vacancies are dealt with elsewhere in these By-Laws.
- (g) An elected Board member of the Association may be removed from office at a duly called Board of Directors meeting by majority vote. The proposal to remove the elected Board member is brought to the next special meeting or annual general meeting, and voted upon by members in attendance. The motion to remove the elected Board member must pass a 75% majority vote of the Board members in attendance. The Board member in question can make their case as to why they should not be expelled from the position at the such meeting.

## **ARTICLE VII- FUNDS**

- (a) All Association funds shall be credited to the current account of the Association, and shall be paid out only on resolution approved by the general membership. Cheques issued shall be signed by the President and by the Treasurer or by members of the Board of Directors authorized by resolution of the Association to sign in place of the President with the Treasurer during the months of July and August.

- (b) The membership may appoint committees with power to spend funds to specified amounts, and to operate their transactions within the limits of their monetary power from a separate account. Cheques issued by such committees shall be signed by two authorized members of such committee.

## **ARTICLE VIII- ORDER OF BUSINESS**

- (a) As far as is practical, the order of business at the annual general meeting, regular general meetings and special meetings shall be as followed:
1. Call order
  2. Reading of the minutes
  3. Financial report
  4. Correspondence
  5. Report of committees
  6. Unfinished business
  7. Miscellaneous and new business
  8. Adjournment
- (b) In general, the major item of business to be transacted at the annual general meeting shall be the regular elections of the Association or any elections necessitated by vacancies or resignations. In general, the major item of business to be conducted at the other special meetings required to be held by these By-Laws in each year shall be the discussion of and voting on any resolutions submitted by any member of the Association of eventual conveyance to the annual convention of Alberta Fish & Game Association.
- (c) At all meetings of the Association, including Board meetings, every question shall be decided by a majority of the votes of the members present in person unless otherwise required by the By-laws. Such voting shall be decided in the first instance by a show of hands unless a ballot is demanded by the President. All votes must be made in person and not by proxy. In case of an equality of votes at any meeting, whether upon a show of hands or by ballot, the President is entitled to a casting vote.

## **ARTICLE IX- AMENDMENT OF THE BY-LAWS**

- (a) The By-Laws of this Association may be amended, altered, revised, added to, deleted from or repealed only by special resolution of the members of this Association as defined by section 1(d) of the *Societies Act*.

## ARTICLE X- BORROWING POWERS

- (a) For the purpose of carrying out its objectives, the association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debenture, which can only be issued by special resolution of the members of this Association as defined by section 1(d) of the *Societies Act*.

## ARTICLE XI- AUDITING

- (a) The books, accounts and records of the Association and any partnerships with the Association shall be Audited and reported upon for approval by the general membership at least once per year by an audit committee consisting of either two (2) members of the Association, who are in good standing, and who do not serve on the Board of Directors of the Association at the time of the audit, or a professional accountant duly authorized to perform a review or audit in accordance with the laws of the Province of Alberta, as chosen by the Board of Directors.
- (b) The books and records of the Association may be inspected by any member of the Association at the annual general meeting provided for herein or at any time upon giving reasonable noticed and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.