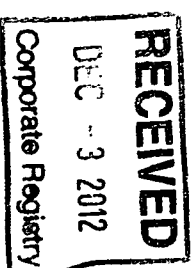


Revised-Sept 12, 2012

BY-LAWS
OF

FORT MCMURRAY FISH & GAME ASSOCIATION



1. NAME

- 1.1.1 The name of this Association is "The Fort McMurray Fish & Game Association" hereinafter referred to as the Association.
- 1.1.2 Executive members shall mean the President, 1st Vice-President, 2nd Vice-President, 3rd Vice-President, Secretary, Treasurer, and Membership Chairperson.
- 1.1.3 A Discipline is a member group of Association members dedicated to a particular shooting sport under the auspices of the Association and Executive. The chairperson is elected by the discipline and approved by the Executive annually
- 1.1.4 The purpose of the Discipline chairperson is to promote the goals and ideals of the Association in obtaining the specific objectives of that particular discipline.
- 1.1.5 Discipline names, titles, logos, etc, shall include the name of the Association.

2. AFFILIATION

The Association shall be affiliated with the Alberta Fish & Game Association, Zone 5 and other such Associations as the Executive deem worthy.

3. MEMBERSHIP

- 3.1.1 Membership shall be available to those persons whose expressed aims are the conservation of our fish, wildlife and the natural resources and their management for the future.
- 3.1.2 The annual year for the purpose of membership shall be from the 1st day of January to the 31st day of December in each year.

3.1.3 The membership fee for each year shall be established and subject to change at the Annual General Meeting if needed by majority vote.

3.1.4 The membership of the Association shall consist of those persons' subscribing to the aims and objectives of the Association, and those who have paid the membership fee as set in the manner prescribed in paragraph 3.1.1.

3.1.5 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 and Special meetings of the Association, and to hold office in the Association.

3.1.6 Life Membership may be awarded by the Executive, such memberships to be restricted to members of the Association who, through long service to the Association or through other contributions to the aims and objectives of the Association, merit in the opinion of the Association, special recognition for their services. Every Life Member of Fort McMurray Fish & Game Association is permitted to attend, participate in, and vote as delegates at large at any Annual Conference or Special General meeting.

3.1.7 All classes of membership may withdraw from membership by notifying the Association verbally or in writing that they wish to withdraw from the Association. Failure to remit the appropriate membership fees will also result in removal of said individual from the Association membership roster.

4 EXECUTIVE

4.1.1 The governing body of the Association shall be the Club Executive, alternately referred to as the Executive members.

4.1.2 The Executive Members of the Association shall administer the affairs of the Association and all things associated with the business of the Association. The Executive are expressly empowered from time to time to purchase, lease, or otherwise dispose of shares, stocks, rights, leases or any right therein, as they deem necessary.

4.1.3 In the event that the President is unable or unwilling to perform the duties of the President for any reason, the 1st Vice-President shall assume the office and the duties of the President.

4.1.4 Vacancies on the Executive Board may be filled by appointment of the President with the approval of the Executive Board.

4.1.5 A simple majority of the Executive, present in person, shall constitute a quorum at a duly constituted meeting of the Executive.

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- 4.1.6 Meetings of the Executive shall be held monthly before any General Meeting and in addition may be called at any time with 48 hours-notice to the Executive by the President.
- 4.1.7 The chairpersons of each Discipline of the Association shall be nominated by the members of the discipline at a regular meeting within the discipline and voted upon.
- 4.1.8 No officer of the Executive or Member of the Association shall receive remuneration and/or honorarium for services to the Association. A business belonging to a member may do business with the Association but 3 competing bids are required before said business is conducted.
- 4.1.9 The Executive shall be elected at an Annual General Meeting by the general membership and shall consist of President, # Vice-Presidents, Secretary, Treasurer, and Membership Chair. Nominees must be members in good standing of the Association for at least one year prior to nomination. Nominations will be taken at the November meeting and a slate of Executive officers will be prepared and submitted for election at the Annual General Meeting held the first week of December.
- 4.1.10 If any Executive member is absent without reason from regular meetings for three or more meetings, the Executive member will be considered removed from the office they are elected to, if the majority of the Executive vote to the affirmative. A replacement for the office may be filled by a Presidential appointment. A letter from the Executive Board will be sent to the outgoing Executive member to inform them of the Executive decision.

5 DUTIES OF OFFICE

- 5.1.1 The President shall preside at all General or Special Meetings of the Association at which he/she is present, shall serve as a Chairman of the Executive, and shall serve as a member exofficio of all Discipline committees.
- 5.1.2 The 1st Vice-President shall assume the duties of the President in his/her absence, and any duties delegated to him/her by the Executive from time to time.
- 5.1.3 The 2nd Vice-President shall assume the duties of the Public Relations Officer. The position's responsibilities include all advertising and public relations of the Association and the Disciplines, in the name of the Association.

5.1.4 The 3rd Vice-President shall assume the duties of the 1st or 2nd Vice-President or any duties delegated to him/her by the President or Executive.

5.1.5 The Secretary shall handle all correspondence of the Executive or Association and maintain the minutes of the meetings, assist in promoting its membership, arrange for Special or General Meetings. The secretary will provide copies of the minutes of the Association to all Executive Members prior to the next meeting and generally assist the Executive to ensure the smooth and efficient conduct of the Association's business.

5.1.6 The Treasurer shall receive and deposit all income of the Association and from the Disciplines and keep and have custody of the books of the account of the Association. The Treasurer shall have custody of the Association funds and shall pay all claims which have been duly approved by the Executive. The Treasurer shall maintain all monies received and dispersed by the Association and shall be responsible for the preparation of all financial statements of the affairs of the Association. The Treasurer is responsible for lease payments, tax notices, building permits, and Federal licensing of all the ranges on an annual basis or as need be.

5.1.7 The Membership Chairperson is responsible for the collection of membership fees, ordering of keys and locks or other equipment pertaining to membership. The Membership Chairperson is responsible for maintaining Association membership lists and liasing with Alberta Fish & Game Association in having members registered and fees paid to them. The Membership Chairperson ensures that all funds are given to the Treasurer for deposit.

6 CUSTODY AND USE OF THE SEAL OF THE ASSOCIATION

6.1.1 There shall be a Seal of the Association. The Seal shall be affixed to all contracts or other written documents to which the Seal of the Association is required to be affixed under signatures of Executive members of the Association as may be prescribed by the Resolution of the Executive authorizing the use of the Seal.

6.1.2 The common Seal of the Association shall be under the control of the Executive and the responsibility for its custody and use from time to time shall be determined by the Executive. The Treasurer shall retain custody of the Seal.

7 FUNDS

- 7.1.1 All Association funds shall be credited to the current or special account of the Association as may be authorized from time to time, and shall be paid out only on resolution approval by the Executive. All cheques issued shall be signed by the Treasurer and one of the other approved Executive for a total of two signatures on every cheque or by other members as authorized by a resolution of the Association to sign in the place of the Treasurer or other Executive members.
- 7.1.2 The term "Association Funds" shall mean all funds held by the Association or generated by the Association in any approved manner and shall include all funds generated by sale of Association memberships, range fees, Association fund drives, Discipline revenues, donations, borrowed monies, Grant monies, Borrowed monies, sale of Association property and any other funds within the control of the Association.
- 7.1.3 The term "Discipline Funds" shall mean such funds as are generated by the particular disciplines through their own efforts to; defray their own operating costs, promote activities within their own field of interest, or carry out activities necessary for the continuation of that particular discipline.
- 7.1.4 Each discipline chairperson shall prepare a budget for the year to be presented at the first meeting following the Annual General Meeting. The budget shall contain a statement of financial needs of the Discipline for that year taking into account all known and anticipated expenses and any projects planned by that Discipline.
- 7.1.5 Disciplines shall at all times remain accountable to the Executive for its use of Association funds and Discipline funds.
- 7.1.6 Any Discipline expenditure in excess of \$500.00 shall be brought to the Executive for preliminary approval and shall further require approval of the membership of the Club.
- 7.1.7 Each discipline shall present to the Executive a monthly financial report of all Discipline funds as well as Association funds expended. Receipts are required for all expenditures.
- 7.1.8 Any funds held by a Discipline in excess of their approved budget requirement shall be deemed Association funds and shall be remitted to the Association Treasurer.
- 7.1.9 Any funds raised during the season by a Discipline shall be remitted to the Association Treasurer at the end of their season. No monies collected by a discipline shall be deposited into any account other than the Association's accounts.

7.1.10 All discipline fund accounts shall be audited with the Association fund account at the end of the calendar year.

7.1.11 All discipline fund accounts shall have the Treasurer as one of the signing authorities.

7.1.12 Association funds may be dispersed to a Discipline committee only as required and pending approval of the general membership.

8. PROPERTY OF THE ASSOCIATION

8.1.1 The Association shall hold all property, income arising therefrom, acquired by it, by possession, gift bequest, grant, or otherwise, in trust for the objects and purposes for which the Association is incorporated.

8.1.2. For the purpose of carrying out the objectives of the Association, the Executive may borrow or raise or secure the payment of monies in such a manner as they think fit, and in particular by the issue of debentures, providing debentures shall not be issued without the sanction of a Special Resolution of the Association.

8.1.3. The executive may from time to time: a) borrow money on the credit of the Association, and b) issue, sell, trade or pledge the property of the Association to secure financing with the sanction of a Special Resolution of the Association.

8.1.4. From time to time, the Executive may authorize an Executive member to manage, transact and settle the borrowing of monies by the Association.

8.1.5. The Executive may from time to time, appoint Officers and Agents and authorize the employment of such persons as they deem necessary to carry out the objects of the Association.

9. MEETINGS

9.1.1 There shall be ten General Meetings of the Association each year. Notice of meetings will be posted on the Association website. Unless posted otherwise, meetings will be held in a proscribed manner. (ex: second Wednesday of each month. Meetings held once per month from September to June.) The Annual General Meeting will be held the first part of December and will be publicized on Club Website and in the local newspaper, with the exact date noted two weeks in advance of that date.

Any meeting at which a Special Resolution is presented to the membership will have a minimum of 48 hours' notice, called by the President, will be posted on Club website and by e-mail to as many members as have given permission to be contacted by e-mail.

9.1.2 A quorum is needed for resolutions to be passed at any General Meeting and no Special Resolution shall be passed without a majority of three quarters of those present. Twelve members in person shall constitute a quorum. In the event of a quorum not being present, a Special Meeting may be called to carry out Association business, regardless of the number of members present.

9.1.3. If a member of the Executive fails to attend three consecutive meetings of the Executive of the Association without having being excused by the President or Secretary for valid reason for such non-attendance prior to the third such non-attendance without excuse, the President shall declare the Executive post held by that person to be vacant and the Executive shall deal with the filling of that post as prescribed in article 4.1.4.

9.1.4. In the event of the absence of the President or Secretary or Treasurer or Discipline chairperson being unable to attend a general or Executive meeting, these members shall make every attempt to provide the proper documents are present at the meetings.

- the Secretary shall ensure that the Minutes of the previous meetings are available and in possession of a substitute.
- the Treasurer and all the Discipline chairpersons shall ensure any needed financial reports are available and present.
- the President shall ensure that the agenda is prepared and before the Executive.

10. ORDER OF BUSINESS

10.1.1 Any meetings of the general membership or the Executive may be adjourned at any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the originally planned meeting. No notice shall be required of such

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adjournment. Such adjournments may be made notwithstanding that no quorum is present but in this case notice is required.

10.1.2. A member that is disrupting the meeting shall be asked to leave the meeting immediately. If the member refuses to leave the meeting, the meeting may be adjourned and the business conducted at another location or at another time of the Executives' choosing.

10.1.3. Votes of the members shall be given in person. At any meeting of the Association, each member represented in person shall have one vote.

10.1.4. No member shall be entitled to vote at any meeting unless his/her membership is valid and up-to-date. Members must be members of the Association for one year prior to running for an Executive position.

10.1.5. Voting will be by ballot.

10.1.6. A slate of Executive officers will be prepared at the November meeting and the slate will be presented at the Annual General Meeting. Members wishing to put their name forward for election at the Annual General Meeting must announce their intentions at the November meeting.

11. MEETING AGENDAS

11.1.1 As far as practical, the order of business at the General meetings and the Executive meetings shall be as follows:

- Call to Order
- Reading of the previous meeting's minutes
- Financial report
- Membership report
- Correspondence
- Discipline reports
- Unfinished business and New business
- Adjournment and announcing next meeting date.

12. AMENDMENT OF THE BY-LAWS

The By-Laws of the Association may be amended, altered, revised, added to, deleted from or repealed by a Special resolution only, provided that three quarters of those present at that meeting vote in favor of the Special Resolution, provided that at least 21 days' notice or more is given via the Association website and by e-mail, has been given to the members of the Association of the time and place of the meeting at which the matter of changing the By-laws is to be considered and of the intention to introduce a Special Resolution changing this Constitution and the substance of the change.

13. AUDITING

13.1.1. The books, accounts and the records of the Secretary, the Treasurer and the Disciplines shall be audited at least once every year by a qualified person or by two Executive members of the Association. A complete and proper audit of the books for the previous year shall be submitted to the Executive as soon as possible after the end of the fiscal year of the Association. December 31 shall be the end of the fiscal year for the Association.

13.1.2. The books and records of the Association may be inspected by any member of the Association at any General meeting provided for herein, or at any time satisfactory to the Executive officer, upon request and with reasonable notice. Executive members shall at all times have access to such books and records.

14. SUSPENSION OF MEMBERS

14.1.1. The Executive shall have the power by a vote of three quarters of those members present to expel or suspend any member whose conduct shall have been determined by the Executive to be improper, unbecoming or likely to endanger the interest or reputation of the Association or who willfully commits a breach of the constitution or the by-laws of the Association or for serious infraction of the posted range rules that govern the conduct of behavior at our ranges. Said member will be notified by registered letter and then be given the opportunity to answer the charge or complaint against him/her before an Executive meeting called for such purpose if he/she so desires.

14.1.2. Any member who resigns, withdraws or is expelled from the Association shall forfeit all right, claim, and interest arising from or associated with membership in the Association. They will surrender their key and membership card for the current year. No part of their membership fees will be returned to them.

14.1.3. It shall be the responsibility of any member of the Association to report to the Executive any act which, in his opinion, is improper, unbecoming or likely to endanger the interest or reputation of the Association or willfully breaches the constitution or by-laws or code of conduct of the Association.

15. POWERS

The power authorized by the Society's Act shall apply to the Association except and to the extent that the same may be consistent with the powers herein set forth, but none of the powers authorized by the Society's Act shall be deemed to be lessened or restricted , as regards to the Association by reason of anything in these by-laws contained.

16. DISSOLUTION CLAUSE

Should the Association disband at any time in the future, all of its assets, after payment of all debts, shall be given to Alberta Fish & Game Association, whose principals our Association holds worthy.