

APPROVED Sunday March 4, 2007

BY-LAWS OF THE Antigonish Town and County Anglers Association

1. In these by-laws unless there be something in the subject or content inconsistent therewith:

(a) "Association" means **Antigonish Town and County Anglers Association**;

(b) "Board" means Board of Directors of the **Antigonish Town and County Anglers Association**

(c) "Registrar" means the Registrar of Joint Stock Companies appointed under the Nova Scotia Companies Act.

MEMBERSHIP

Eligibility: 2. Membership in the Association is open to any individual who is interested in the Atlantic salmon and trout, or who subscribes to the objects of the Association.

Membership

3. Any person subscribing an amount to be decided upon annually to the funds of the Association, shall be a member thereof for the year in which such subscription is made. The membership year shall be from the first day of April to the 31st day of March next following.

4. Membership in the Association shall cease upon the death of the individual, upon written notice of resignation of membership or when the individual ceases to qualify for membership according to Article 3.

Honorary 5. An individual may be awarded an Honorary Membership or Members Life membership in the Association in recognition of services to the Association or to the promotion of the objects of the Association; such award shall be made by the governing body, the Directors and Executive, of the Association.

FINANCE

Revenue 6. Funds for the operation and welfare of the Association shall be derived from the Annual membership fees.

Contributions 7. Besides the revenue from Membership fees, contributions of money, or other assets may be accepted by the Association and used to further the objects of the Association .

Special Contributions 8. Contributions may be earmarked by the donor for special purposes, approved by the governing body of the Association, and separately accounted for by the Treasurer in the Annual Financial Statement of the Association.

Fiscal Year 9. The Fiscal Year of the Association shall be the calendar year. This will allow the Association to give full financial disclosure to its members at the annual general meeting in February /March.

Signing Authority 10. All cheques, documents and negotiable securities of the Association must be signed by any two of three Executive Officers named in Article 13 of these by-laws authorized by the Board of Directors. Individual expenditures over \$1000.00 must be authorized by the Board of Directors.

Auditor 11. The Association will carry out an annual review of the revenue and expenditures as reported to the Treasurer. The review will be conducted by a qualified person (member or non-member) who possesses sufficient financial expertise to be able to assure the membership whether the financial statements are presented fairly and are free of material misstatements. A person of such standing will be elected at the annual general meeting . In the event a person is not elected or the elected person is unable to fulfill their obligations then the Board of Directors may appoint a qualified replacement.

12. The Executive shall be authorized to pay from association funds the costs for the yearly financial audit

Officers 13. The Officers of the Association shall be a President, Vice-President, Treasurer, Secretary and the Immediate Past President.

Executive 14. The Executive shall comprise the Officers of the Association as named in Article 13 of these by-laws; the Executive shall administer the affairs and business of the Association under the direction of the

governing body.

Board of Directors 15. The governing body of the Association shall be the Board of Directors, which shall be made up as follows:

- (a) The Officers as named in Article 13
- (b) Not less than four Directors;

Central Board 16. (a) The Officers and Directors as named in Article 13 shall be elected at the Annual Meeting of the Association, shall take office immediately following the Annual Meeting and shall hold office for a two year period. Following the election, the new Board shall meet and determine who will hold each position in Article 13.

(b) Fifty percent of the Board of Directors shall be elected at each Annual General meeting.

(c) No Director shall hold the same position for more than two consecutive terms (Four years).

(d) A Director may leave the Board or hold a different elected position for one year and then return to the Board in the Prior elected Position.

17. The Office of the President of the Association shall not be occupied by the same individual for more than two consecutive terms without the consent of the membership as decided at the Annual General Meeting.

18. The outgoing President shall be an officer of the Association as the Past President according to Article 13.

Vacancies 19. Any vacancy in the Central Board including the Officers may be filled through appointment by the Board of Directors, such appointee to hold office for the unexpired term of his predecessor.

Honorary Officers 20. Besides the Directors named in Article 15, up to five Honorary Directors and one Honorary President may be elected to the Board for a

one year term in recognition of past services to the Association, such elections to be made at the Annual Meeting.

21. Members who wish to nominate an individual for Honorary President or Honorary Director shall submit such nomination in writing to the Board prior to the Annual Meeting with a statement of reasons for the nomination.

22. An Honorary President or Honorary Directors elected according to Article 19 shall have a voice at any meetings of the Board of Directors but shall not be voting members of the Board.

MEETINGS

Annual 23. The Annual Meeting of the Association shall be held during February or March on such date as the President or the Board of Directors may decide. Notification of time and place of the Annual Meeting shall be provided to each member at least two weeks prior thereto.

General Meetings 24. Meetings may be called at any time by the President, the Executive or upon demand in writing to the Secretary, signed by not less than five members in good standing.

Voting 25. All members in good standing shall have the privilege of casting a single vote at any Annual or special meeting of the Association. Proxy voting is allowed at any Annual, General Meeting or Board Meeting.

Votes 26. Any resolution not passed by three quarters of the Board of Directors shall be included by the resolutions committee and shall be presented before the membership at the next meeting.

Quorum 27. A quorum at any Annual or General meeting shall be fifteen members in good standing.

Board 28. The Board of Directors shall meet on a regular basis which shall be not fewer than four times per year. Before adjourning each

meeting the Board shall decide the time and place for their next meeting.14/03/2007

29. All committees shall present a report at the Annual General Meeting.

30. A quorum for a Board of Directors Meeting shall be five Directors.

DUTIES

Board 31. The Board of Directors shall govern the Association in such ways as to best further the objects of the Association. The Board shall meet no fewer than four times during each year. It shall be the duty of the Board to direct the Executive in the administration of the affairs of the Association; provide liaison with government departments; and other bodies interested in the objectives of the association; to form committees to carry out specific duties and projects; and to allot duties to Directors from time to time.

Executive 32. The Executive shall act upon the instructions of the Board and generally administer the affairs of the Association, under the direction of the Board. The Executive shall be the medium of contact between the Association and other organizations or public media.

President 33. It shall be the duty of the President to preside at all general meetings of the Association, at all meetings of the Executive, and at all meetings of the Board; to perform such duties as usually fall to the lot of this office, and any other duties which may be specifically allotted to her/him by these by-laws, by the Association or by the Board.

Vice President 34. It shall be the duty of the Vice-President to act as the duly authorized representative of the President in her/his absence or in the event of her/his disability. She/He shall be thoroughly familiar with the affairs of the Association and shall assist the President in the performances of her/his duty. He shall also perform such other duties as may be allotted to her/him from time to time.

Secretary 35. The Secretary shall be responsible for the proper

recording of the minutes of the Annual and other general meetings of the Association, at Board meetings and at Executive Committee meetings. She/He shall be responsible for the general correspondence of the Association and shall operate an adequate system of records and filing for the minutes, correspondence and other non-fiscal papers of the Association. The Secretary shall notify all Directors of the time and place of all Directors meetings at least ten days prior thereto.

36. The Board may allot to other individuals, portions of the work which would normally fall to the lot of the Secretary.

37. The seal of the Association shall be in the custody of the Secretary and may be affixed to any document on the authority of the Board.

Treasurer 38. The Treasurer shall be responsible for the receipt and custody of all revenue for the Association and shall keep the Executive fully advised on all matters pertaining thereto. She/He shall keep an accurate Book record showing all receipts and disbursements and shall see that all monies received are deposited to the Account of the Association in such depositories as the Board may designate. She/He shall see that all bills and invoices against the Association are paid upon the authority of the Executive. She/He shall have prepared financial reports at such times and in such manner as are required by these By-laws, by the Association or by the Board.

Directors 39. It shall be the duty of each Central Director including each Executive Officer to attend all Board meetings or if such attendance is not possible to notify the Secretary or President of such fact prior thereto; to attend meetings of such committee to which she/he is appointed and to perform such other duties as may be allotted to her/him from time to time.

40. The Office of a Central Director or Executive Officer may be deemed vacant if the person holding such office, failing to give prior notice, is absent from more than two consecutive Directors Meetings, or is deemed by the Executive and Directors to be delinquent in the carrying out of her/his duties.

Delegated Duties 41. In the event of the absence of any officer of the

Association or for any other reason that may be deemed sufficient, the board may delegate the powers or duties of any Officer to any other Officer, Member or Director for the time being.

Past President 42. It shall be the duty of the Past President to act as the duly authorized representative of the President and the Vice President. She/He shall assist the President in the performance of her/his duties and shall perform other duties as may be allotted to her/him from time to time.

The Past Vice-President will assume the duties of the Past President if the office is left unoccupied. In any other circumstance the Past President's unoccupied office will be filled by a Past Board Member by vote from the Board of Directors.

Office Limitations 43. No Officer shall hold more than one position on the Board of Directors.

AFFILIATIONS

Affiliations 44. Affiliations with similar organizations with similar objectives must pass by three quarters approval of the Board of Directors.

Representation 45. At least one Board Member or designated member in good standing shall be on the executive Board of all Affiliated Organizations.

OTHER COMMITTEES

Nominating 46. A nominating committee shall be appointed each year by the Board at least two months prior to the Annual Meeting. This committee shall comprise a Chairman and two members chosen from the Board of Directors. The duties of this committee shall be to prepare a slate of Officers and Directors as defined in Article 14. The slate shall also include the auditor(s), any Honorary Directors and may include an Honorary President.

47. All committee chairs have a voice at the Board

without voting privileges.

Publicity 48. A publicity committee may be appointed each year by the Board. The duties of this committee shall be (a) the preparation, editing and publication of an official Association newsletter at least once a year in February or March; (b) the preparation and co-ordination of publicity for the Association through news releases, contacts with public media and other recognized means. Such publicity shall be subject to Approval by the Executive.

Resolutions 49. A resolutions Committee may be appointed by the Board each year at least two months prior to the Annual Meeting. The duties of this committee shall be to prepare a list of resolutions to be presented at the Annual Meeting for adoption by the Members. The Resolutions Committee shall consider any resolutions submitted by any committee or member in good standing.

50. Other committees to deal with specific issues or projects may be appointed by the Board from time to time.

51. At meetings of any committee, including the Executive, a quorum shall be one half or more of the committee members.

ORDER OF BUSINESS AT ANNUAL MEETING

52. The order of Business at the Annual Meeting of the Association shall be as follows:

- (a) Call to Order and the President's Address
- (b) Reading and adopting of the Minutes of the last Annual Meeting.
- (c) Reading and adopting of the Minutes of any General Meeting held since the last Annual Meeting.
- (d) Business arising from the Minutes
- (e) Receiving and adopting of the Treasurer's Financial Statement and Auditor's Report.
- (f) Reports from Affiliation Representatives
- (g) Report of the Resolutions Committee and call for adoption of each resolution.
- (h) Reports of other committees except the Nominating Committee

(i) Transaction of any business specifically provided for in the Notice of the Meeting.

(j) Receiving of the report of the Nominating Committee and call for further nominations from the floor(three times).

(k) Election of Officers

(l) New Business

(m) Adjournment of Business Meeting

(n) Guest speakers, films, etc.

53. Meeting shall be conducted following Robert's Rules of Order

AMENDMENTS TO BY-LAWS

54. Amendments of these by-laws, deemed necessary by the Board, shall be proposed in a resolution presented to a general meeting of which notice, specifying the intention to propose the resolution, has been duly given; adoption of such resolution requiring an affirmative vote of not less than three quarters of the members in good standing, at the meeting.

BORROWING POWERS

Borrowing 55. The Board of Directors may from time to time in their discretion raise or borrow money to further the objects of the Association, securing the repayment of such monies by mortgage of the real property of the Association, provided such borrowing and mortgaging is sanctioned by a resolution presented to a general meeting of which notice has been duly given: adoption of such resolution requiring a majority of not less than three fourths of the members in good standing that are present at the meeting.

Investing 55. Investment of Association funds are at the discretion of the Board of Directors in insured secure institutions.

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MEMORANDUM OF ASSOCIATION
OF
Antigonish Town and County Anglers Association

1. The name of the Association is the **Antigonish Town and County Anglers Association** hereinafter referred to as the Association,

2. The objects of the Association are:

- a. To protect and enhance the ecological integrity of the aquatic habitats in Antigonish town and county to sustain a healthy fishery resource.
- b. To promote angling in all community members.
- c. To work towards a sustainable model of fisheries management.
- d. To support the education of anglers in terms of fisheries regulations, ethics and safety for a healthy resource

Provided that nothing herein contained shall permit the Association to carry on any trade, industry or business and the Association shall be carried on without purpose of gain to any of the members and that any surplus or any accretions of the Association shall be used solely for the purposes of the Association and the promotion of its objectives.

Provided, further, that if for any reason the operations of the Association are terminated or are wound up, or are dissolved and there remains, at that time, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall be paid to ST. Mary's River Association, Nova Scotia Salmon Association or a similar minded conservation organization.

3. The activities of the Association are to be

carried on in the county of Antigonish, in the province of Nova Scotia.

4. The registered office of the Association is :
2690 Fraser's Mills Rd,
St. Andrews, Antigonish N.S
B0H 1X0

We, the several persons whose names, addresses and occupations are subscribed, desire to be formed into an association, in pursuance of this Memorandum of Association.

Dated at Halifax this Day of

<u>Names</u>	<u>Addresses</u>	
<u>Occupations</u>		
Chris Marchand	2690 Fraser's Mills Rd, St. Andrews, Antigonish N.S B0H 1X0	Teacher
Dave MacNeil	150 Williams Point Rd Antigonish N.S B2G 2L4	Teacher
Steven Clapperton	14140 Marshy Hope Rd Antigonish, N.S B2G 2K8	
Todd Bradshaw	RR#7 Lower South River Antigonish N.S B2G 2L4	
Dean Marchand	4390 Old South rover Rd Antigonish N.S B2G 2L4	Teacher
Walter Cameron	Purl Brook Antigonish N.S B2G 2L3	
Gerry Doucette	59 The Heights Antigonish N.S B2G 1K4	

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