

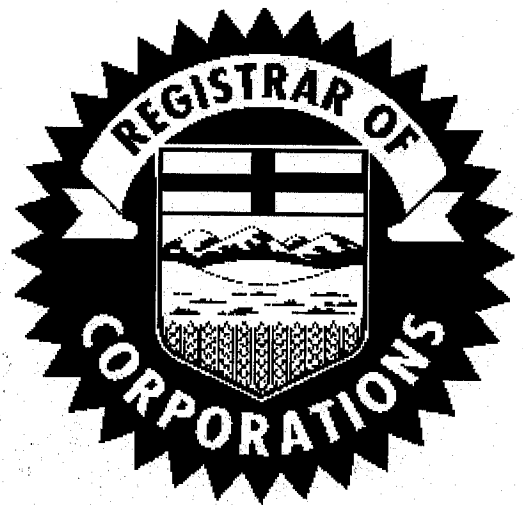
CORPORATE ACCESS NUMBER: 500060538

**Government
of Alberta ■**

SOCIETIES ACT

**CERTIFICATE
OF
AMENDMENT**

**ROCKY ROD AND GUN CLUB
CHANGED ITS OBJECTIVES. THE NEW OBJECTIVES WERE REGISTERED ON
2016/03/30.**



Society Object Change - Registration Statement

Alberta Amendment Date: 2016/03/30

Service Request Number: 24948791

Corporate Access Number: 500060538

Legal Entity Name: ROCKY ROD AND GUN CLUB

French Equivalent Name:

Legal Entity Status: Active

Annual returns are outstanding for the 2015 file year(s).

Annual Return

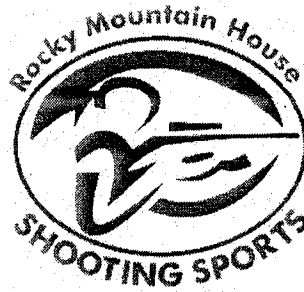
File Year	Date Filed
2014	2015/11/18
2013	2013/11/26
2012	2013/11/26

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Financial Statement	10000298000162097	1998/05/21
Audited Financial Statement	10000498000518172	1999/03/22
Annual Return Form	10000698000518171	1999/03/22
Annual Return Form	10000799000601503	2000/03/13
Audited Financial Statement	10000399000601500	2000/03/13
Annual Return Form	10000201000068451	2001/02/26
Audited Financial Statement	10000601000068454	2001/02/26
Audited Financial Statement	10000901000312058	2002/03/11
Annual Return Form	10000101000312057	2002/03/11
Audited Financial Statement	10000302000343849	2003/03/19
Annual Return Form	10000102000343831	2003/03/19
Annual Return Form	10000504000221676	2004/07/08
Audited Financial Statement	10000904000221679	2004/07/08
Audited Financial Statement	10000704100313650	2005/04/07
Annual Return Form	10000304100313647	2005/04/07

Annual Return Form	10000805101177226	2006/03/16
Audited Financial Statement	10000205101177229	2006/03/16
Audited Financial Statement	10000807102769995	2007/04/10
Annual Return Form	10000507102769992	2007/04/10
Annual Return Form	10000307103414524	2007/10/19
Audited Financial Statement	10000007103414525	2007/10/19
Annual Return Form	10000807103414526	2007/10/19
Audited Financial Statement	10000607103414527	2007/10/19
Audited Financial Statement	10000107104712458	2008/10/24
Annual Return Form	10000307104712457	2008/10/24
Audited Financial Statement	10000807107441460	2009/11/19
Annual Return Form	10000207107441463	2009/11/19
Audited Financial Statement	10000007109939956	2010/11/23
Annual Return Form	10000407109939959	2010/11/23
Special Resolution/Objects	10000107114956592	2013/06/07
Bylaws & Special Resolution	10000907114956593	2013/06/07
Audited Financial Statement	10000707116111210	2013/09/16
Annual Return Form	10000107116111213	2013/09/16
Audited Financial Statement	10000907116112708	2013/11/26
Annual Return Form	10000707116112709	2013/11/26
Audited Financial Statement	10000507116112710	2013/11/26
Annual Return Form	10000107116112707	2013/11/26
Annual Return Form	10000607123025254	2015/11/18
Audited Financial Statement	10000407123025250	2015/11/18
Special Resolution/Objects	10000707123619278	2016/03/30
Bylaws & Special Resolution	10000207123619247	2016/03/30

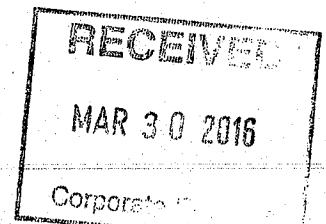
Registration Authorized By: LEE FORSTER
PRESIDENT



SPECIAL RESOLUTION

I hereby certify that the following special resolution was passed at a meeting of the members of:

ROCKY ROD AND GUN CLUB
Corporate access number: 500060538 on
October 20/2015



The objects were changed as follows:
The existing objects are repealed.
They are replaced with the attached objects.

Amendments requested by Corporate Registries were completed and passed at
the February 2/2016 AGM.

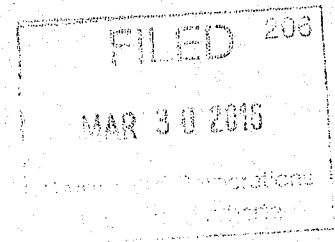
Dated this day of March 3/2016

Authorized Official Signature: _____

A handwritten signature in cursive script, appearing to read "Lee Forster", written over a horizontal line.

Printed Name: _____ **Lee Forster** _____
403-895-4338

Title: _____ **President** _____

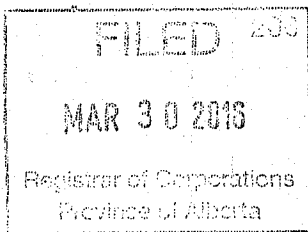


Authorized Official Signature: _____

A handwritten signature in cursive script, appearing to read "Jason Burrows", written over a horizontal line.

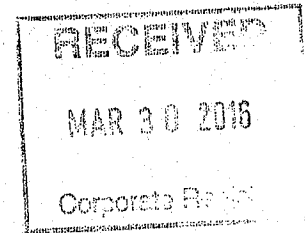
Printed Name: _____ **Jason Burrows** _____
403-506-2280

Title: _____ **Secretary** _____



Rocky Rod and Gun Club

Objectives



I. The name of the Society is the Rocky Rod & Gun Club.

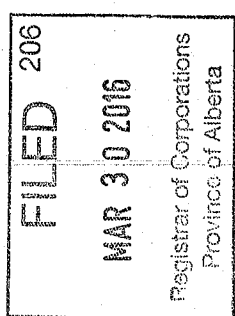
II. The objectives of the Society are:

- (a) To bring together all persons who have a common interest in promoting, within the organization of the Society; handgun, rifle, shotgun, and archery disciplines of the shooting sports.
- (b) To erect, maintain, improve or alter any building or other equipment for the purpose of the Society.
- (c) To purchase, hire, or otherwise acquire for the purposes of the Society any real or personal property, and in particular, any lands, buildings, furniture, club and household effects, and all apparatus, appliances, and conveniences for the purposes aforesaid, and so far as it may be legal, from time to time to sell, demise, let, mortgage or dispose of the same.
- (d) To borrow or raise money by the issue of or upon security of bonds, debentures, bills of exchange, promissory notes, or other obligations or securities of the Club, or by mortgage or charge of all or part of the property of the Society in the accordance with the provisions of the By-Laws, and the authority of an extraordinary resolution of the Society.
- (e) To carry on all activities in a manner consistent with the preceding objectives and in the event of dissolution of the Society, any assets remaining after payment of all debts and obligations shall be distributed to a recognized charitable organization or not-for profit organizations with aims and objectives similar to those of this Society, or to a suitable level of government. This shall be decided by a special (extraordinary) meeting called for the purpose of dissolution.
- (f) To promote and disseminate a knowledge of safe and proper practices of firearms use and proficiency in the shooting sports and allied activities among the population of our Region.
- (g) To promote and encourage the education of safe and responsible firearms use to youth in our Region.

III. The operations of the Society are to be carried on in Clearwater County, in the Province of Alberta.

IV. The operations of the Society are to be non-commercial and not-for-profit in nature.

The Original Objectives Dated October 14, 1970 was changed on February 26, 2013 voted on and passed at the A.G.M. February 26, 2013, and again amended, voted on, and adopted on October 20, 2015.



Society Bylaw Change - Proof of Filing

Alberta Amendment Date: 2016/03/30

The Bylaws are filed as of 2016/03/30

Service Request Number: 24936933

Corporate Access Number: 500060538

Legal Entity Name: ROCKY ROD AND GUN CLUB

Legal Entity Status: Active

Fiscal Year End: 12/31

Annual returns are outstanding for the 2015 file year(s).

Annual Return

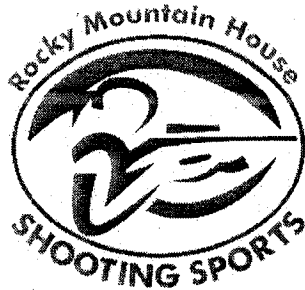
File Year	Date Filed
2014	2015/11/18
2013	2013/11/26
2012	2013/11/26

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Financial Statement	10000298000162097	1998/05/21
Audited Financial Statement	10000498000518172	1999/03/22
Annual Return Form	10000698000518171	1999/03/22
Annual Return Form	10000799000601503	2000/03/13
Audited Financial Statement	10000399000601500	2000/03/13
Audited Financial Statement	10000601000068454	2001/02/26
Annual Return Form	10000201000068451	2001/02/26
Annual Return Form	10000101000312057	2002/03/11
Audited Financial Statement	10000901000312058	2002/03/11
Annual Return Form	10000102000343831	2003/03/19
Audited Financial Statement	10000302000343849	2003/03/19
Audited Financial Statement	10000904000221679	2004/07/08

Annual Return Form	10000504000221676	2004/07/08
Audited Financial Statement	10000704100313650	2005/04/07
Annual Return Form	10000304100313647	2005/04/07
Annual Return Form	10000805101177226	2006/03/16
Audited Financial Statement	10000205101177229	2006/03/16
Audited Financial Statement	10000807102769995	2007/04/10
Annual Return Form	10000507102769992	2007/04/10
Audited Financial Statement	10000007103414525	2007/10/19
Annual Return Form	10000307103414524	2007/10/19
Annual Return Form	10000807103414526	2007/10/19
Audited Financial Statement	10000607103414527	2007/10/19
Annual Return Form	10000307104712457	2008/10/24
Audited Financial Statement	10000107104712458	2008/10/24
Annual Return Form	10000207107441463	2009/11/19
Audited Financial Statement	10000807107441460	2009/11/19
Audited Financial Statement	10000007109939956	2010/11/23
Annual Return Form	10000407109939959	2010/11/23
Special Resolution/Objects	10000107114956592	2013/06/07
Bylaws & Special Resolution	10000907114956593	2013/06/07
Audited Financial Statement	10000707116111210	2013/09/16
Annual Return Form	10000107116111213	2013/09/16
Audited Financial Statement	10000507116112710	2013/11/26
Annual Return Form	10000707116112709	2013/11/26
Audited Financial Statement	10000907116112708	2013/11/26
Annual Return Form	10000107116112707	2013/11/26
Audited Financial Statement	10000407123025250	2015/11/18
Annual Return Form	10000607123025254	2015/11/18
Bylaws & Special Resolution	10000207123619247	2016/03/30

Registration Authorized By: LEE FORSTER
PRESIDENT

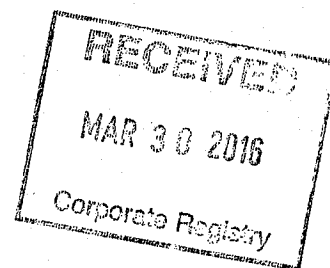


SPECIAL RESOLUTION

I hereby certify that the following special resolution was passed at a meeting of the members of:

ROCKY ROD AND GUN CLUB
Corporate access number: 500060538 on
October 20/2015

The Bylaws were changed as follows:
The existing Bylaws are repealed.
They are replaced with the attached bylaws.



Amendments requested by Corporate Registries were completed and passed at the February 2/2016 AGM.

Dated this day of March 3/2016

Authorized Official Signature: _____

A handwritten signature in dark ink, appearing to read "Lee Forster", written over a horizontal line.

Printed Name: _____ **Lee Forster** _____
403-895-4338

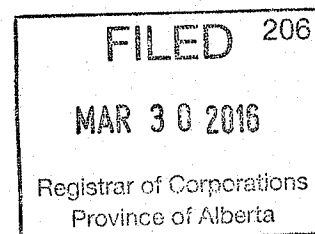
Title: _____ **President** _____

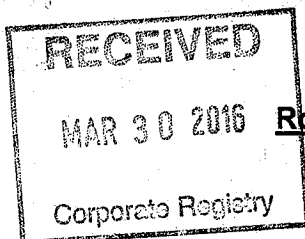
Authorized Official Signature: _____

A handwritten signature in dark ink, appearing to read "Jason Burrows", written over a horizontal line.

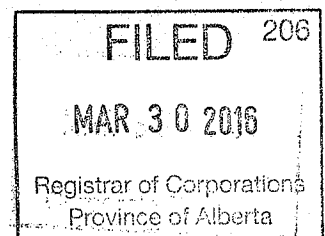
Printed Name: _____ **Jason Burrows** _____
403-506-2280

Title: _____ **Secretary** _____





Rocky Rod and Gun Club By-Laws



Definitions

"Disciplines"	Seven (7) specialty areas within the Rocky Rod and Gun Club Including: Rifle, Pistol, Shotgun, Archery, Rim fire, Youth, and Silhouette and Black Powder.
"Director's Committee"	Board of Directors or 'Board'.
"Full Voting Membership"	Full Voting Members with residency in the boundaries of Clearwater County in good standing are eligible to vote at a meeting of the society.
"Associate Non-Voting Member"	Member with residency outside Clearwater County. Associate non-voting members are not eligible to vote at a meeting of the society, or hold a position on the board of directors.
"Member in Good Standing"	a member in good standing is a full voting member that has not withdrawn from membership, nor been suspended or expelled."
"Residency"	shall mean the fact of primarily residing in the county or urban municipality within the boundaries of Clearwater County, Alberta.
"Non-Residents"	shall mean any person primarily residing outside the boundaries of Clearwater County, Alberta.
"Membership Committee"	Committee appointed by the Society to administer memberships and membership rules according to the Society by-laws and directives.
"PAL"	Possession and Acquisition License.
"POL"	Possession Only License.
"Plurality"	During elections, the candidate(s) who get the highest number of votes are elected
"General Meeting"	General meetings are meetings of the full voting membership. AGM meetings and Special Meetings are a different class of General Meeting.
"Special Resolution"	as defined by section 1(d) of the <i>Societies Act</i> of Alberta.
"Special Meeting"	Special (or Extraordinary) Resolutions require special motions to be considered. More than seventy-five% (75%) majority votes of the full voting Members present and eligible to vote at a Duly Called and Constituted meeting are required for adoption of a Special Resolution.
"Simple Majority Vote"	Motion is carried by more than 50% of the Full Voting Members present and eligible to vote. Note that Board motions require a majority of the Board Members in good standing to carry a motion.
"Super-Majority Vote"	clear support for certain sensitive resolutions requiring more than Two Thirds (66%) majority of the members present and eligible to vote in favor to be adopted.
"75% Majority Vote"	support for a resolution requiring greater than Three Quarters (75%) majority of the members present and eligible to vote in favor to be carried (i.e. change of

By-Laws).

"General Notice"

Notice for meeting called with not less than twenty one (21) day's notice. This notice will be given to all members by a public means. (Printed three weeks in the most widely read local newspaper(s) and published on the club's website for three weeks). Electronic mail notification shall be sent to members' electronic mail address on file. General Notice shall contain the clause "If a quorum is not established, the meeting shall be convened one week (seven days) from the originally scheduled date."

"Duly Called and constituted"

Meeting called with the required notice to members who have the right to attend, and constituted by the required quorum of full voting members in good standing.

"Society"

Shall mean the same as "club".

Rocky Rod and Gun Club BY-LAWS

Memberships

By-Law 1: Section A

1. (a) **FULL VOTING MEMBERSHIP** in this Society is open to any residents inside of Clearwater County, over the age of eighteen (18) years upon the favorable vote of a majority of the Membership Committee and payment of the prescribed fees and due to the Club. Possession of a PAL or POL is a requirement.

(b) **Associate NON VOTING MEMBERSHIP** in this Society is open to any residents who reside outside of Clearwater County, over the age of eighteen (18) years upon the favorable vote of a majority of the Membership Committee and payment of the prescribed fees and dues to the Club. Possession of a PAL or POL is a requirement.
2. **FAMILY MEMBERSHIP** in this Society is open to the spouse or partner, or children under the age of eighteen (18) still living under the same roof, of a Full Member upon inclusion on the Full Member's Membership Application Form and payment of the prescribed fees and dues and upon the favorable vote of a majority of the Membership Committee. Family members in good standing residing inside of Clearwater County and over the age of (18) years shall be deemed a full voting member: with the same rights and privileges, including the right to hold office and voting privileges.
3. An overall limit / cap on club membership can be set if required. This limit can be set by policy adopted by the full voting membership
4. A limit / cap can be set on the number of associate non-voting members. This limit can be set by policy adopted by the full voting membership.
5. All members in good standing have the privilege of the Club under the rules and policies of the Rocky Rod and Gun Club.
6. Members in good standing that reside in Clearwater County shall have the privilege of a voice in all matters pertaining to the activities of the Club, except such matters of administration as are delegated by these By-Laws or by proper action of the membership to the Director's Committee, Special Committee, or Club officers, from time to time.
7. Memberships are to expire on December 31 of each calendar year.
8. It shall be the duty of all members to:
 - (a) Conduct themselves at all times in a manner becoming responsible and Law-abiding firearms owners and users.
 - (b) Observe the rules, regulations and published protocols of the Club.
 - (c) Assist the Club's Directors in maintaining proper order, discipline, and safe
 - (d) Conduct and fair play, remembering that the Conduct of a member is to be at all times to the Good of the Rocky Rod and Gun Club only and no other organization.

(e) Abstain from alcohol on Rocky Rod and Gun club Premises.

9. HONORARY LIFE MEMBERSHIP may be granted to an individual of the Rocky Rod and Gun Club in recognition of long and meritorious service upon the recommendation of the Director's and passed at a General Meeting. Honorary Life Members He/She shall carry all the rights and voting privileges of a full voting member, provided he resides in Clearwater County.

10. A person ceases to be entitled to membership privileges upon resignation from the Club by giving written or verbal notice to that effect to the Board.

11. A Membership Committee shall be appointed by the general Full Voting Membership at the Annual General Meeting each year. The Membership Committee shall contain equal or fewer Board Members than non-board members. Positions vacated by resignations and committee members removed by a Super-majority general membership vote may be filled by the Full Voting Members at any General Meeting.

12. (1) Subject to the following sections; a member who is not on the Board may be suspended temporarily from the Club if the Board determines:

(a) his/her conduct contradicts of the objectives of the Rocky Rod and Gun Club and causes or may cause hardship to the club; or

(b) he/she commits a breach of the By-Laws, rules, regulations or published protocols of the Club; (Subject to the member's right to appeal to the general membership).

(c) When exercising their discretion, the Directors and Membership Committee must act in accordance with the rules of natural justice (fair, un-biased, impartial hearings required).

(d) The suspension is then to be turned over to the disciplinary & appeals committee, who is tasked with investigating the issue in a timely and thorough manner. They are then to report all findings to the general membership at the next meeting, where it can be voted on.

(2) The suspension of a member shall be reviewed and approved, varied, or cancelled by a super-majority (66%) vote by the general membership at the next duly called and constituted Annual, General, or Special Meeting. If seven (7) Full Voting Members are in suspension, a moratorium on Full Voting Member suspensions by the board shall apply, and a General Meeting shall be called to deal with the back-log.

(3) Expulsion of a member shall require super-majority (2/3) approval by vote of the Full Voting Membership at a duly called and constituted Annual, General or Special Meeting.

(4) A disciplinary & appeals committee shall be appointed by the full voting membership at the annual general meeting each year. The disciplinary & appeals committee shall contain no board members. The committee is to contain a majority composition of full voting members. Positions vacated by resignations and committee members removed by a super majority voting membership vote may be filled by the full voting members at any general meeting.

13. Removal of a full voting or associate member

(1) Subject to the following sections; a member who is not on the Board may be suspended temporarily if:

- (a) his/her conduct contradicts of the objectives of the Rocky Rod and Gun Club and causes or may cause hardship to the club; or
 - (b) he/she commits a breach of the By-Laws, rules, regulations or published protocols of the Club;
(Subject to the member's right to appeal to the general membership).
- (2) There are 3 methods to begin the procedure to suspend a member.
 - (a) A petition containing the names and signatures of a minimum of 10 full voting members
 - (b) A simple majority of the board of directors
 - (c) Committing more than 3 infractions of club rules.
- (3) The petition or motion is to be forwarded to the disciplinary & appeals committee, who must investigate the manner in a timely and thorough manner, and must act in accordance with the rules of natural justice (fair, unbiased, impartial hearing are required). Their findings are to be presented at the next general meeting, or if they feel the situation warrants it, they may call a general meeting. A non-board member can be temporarily suspended by a simple majority vote of the board of directors.
- (4) If necessary, the findings of their investigation shall be presented to the general membership at the next general meeting, and the suspension is to be voted on at that time. If the disciplinary & appeals committee feels that the matter is not urgent and does not pose an immediate threat to the club, they can also re-instate the member and postpone further discussion to the next meeting. All requests for removal of members shall be discussed at the next general meeting. The disciplinary & appeals committee must provide written notice to the member in question by means of registered mail, in addition to any other contact means available, a minimum of 2 weeks before the meeting is to be held. The disciplinary & appeals committee does not have authority to ignore requests made by a majority of the board or by a petition from voting members.
- (5) The suspension of a member shall be reviewed and approved, varied, or cancelled by a super-majority (66%) vote by the general membership at the next duly called and constituted Annual, General, or Special Meeting. If seven (7) Full Voting Members are in suspension, a moratorium on Full Voting Member suspensions by the board shall apply, and a General Meeting shall be called to deal with the back-log.
- (6) The membership may, at their discretion, temporarily suspend a member or completely revoke membership status. The suspension or expulsion of a member shall require super-majority (2/3) approval by vote of the general Full Voting Membership at a duly called and constituted Annual, General or Special Meeting. The member in question will be given a chance to address the membership and speak to the matter in question. The will of the full voting membership shall be considered a final decision.
- (7) Terms of the suspension must be fair and relative to the issue at hand.

Fees, Dues, and Budgets

By-Law 1: Section B

1. Membership dues shall be only for the calendar year in which they are paid.
2. The board shall obtain approval from the general voting membership to increase membership fees.
3. The Annual Fees and Membership dues shall be set by the Director's on December 1st, of each calendar year, or as soon thereafter as may reoccur from time to time.
4. Committees shall submit their respective Budgets to be VOTED on and approved at the Annual General Meeting.
5. The Directors authority to increase any budget shall be subject to an annual limit of five percent (5%) of the committee budget per fiscal year. Any over-run of the aggregate budget total in excess of the five percent (5%) limit shall require approval of the Full Voting Membership at an Annual, General, or Special Meeting.

Officers

By-Law 2: Section A

1. The Officers of the Club shall consist of seven (7) Directors. Only Full Voting Members in good standing are eligible to hold a Director position. Directors shall be Full Voting Members in good standing for a period of One (1) year before being eligible to hold an office. From these seven (7) Directors, a President, Vice-President, Secretary, Treasurer will be determined by vote of the directors at the first Director's meeting. The Board may re-assign the officers during the year at any duly called and constituted Directors meeting with fourteen day's notice of motion to the board members.
 - (a) Directors shall be determined by election by the Full Voting Members present and eligible to vote at the Annual General Meeting. This shall constitute Director's Committee of the Club.
 - (a) Elections shall be conducted by plurality vote.
 - (b) Immediate family (spouse/partner and dependents living in the same house hold) may not sit on the board at the same time.
2. Available Director's positions shall be elected first at the Annual General Meeting by the Full Voting Membership present and eligible to vote at a duly called and constituted Annual, General or Special Meeting. If an office becomes vacant during the year, an election to fill vacant positions shall be held at any General, Special or Annual meeting, for which General Notice of an election to fill a vacant position has been posted in the notice of meeting.
3. The terms of office shall be:
 - (a) The President, Vice President, Secretary and Treasurer shall serve a 1 year in that position or until a successor is elected.
 - (b) New Directors shall serve a term of one (1) year, or until a successor is elected.
 - (c) Terms of Directors:
 - four (4) Directors to serve two (2) year terms if possible, or until a successor is elected.
 - three (3) Directors to serve one (1) year terms if possible, or until a successor is elected.
 - (d) Directors are eligible to sit on the board for a maximum of 5 years, and thereafter must not run for re-election for a period of one year. Thereafter, such retiring director is eligible for re-election as provided for in this bylaw.
 - (e) No two family members shall sit on the board at any one time.
4. Removal of a board member and/or officer.
 - (a) Subject to the following sections; a member of the board and/or officer may be suspended temporarily if:
 - (1) his/her conduct contradicts of the objectives of the Rocky Rod and Gun Club and causes or may cause hardship to the club; or

(2) he/she commits a breach of the By-Laws, rules, regulations or published protocols of the Club; (Subject to the board member's right to appeal to the general membership).

(3) he/she misses 2 consecutive board meetings without just cause.

(b) There are 2 methods to begin the procedure to suspend a board member and/or officer:

(1) A petition containing the names and signatures of a minimum of 10 full voting members, or

(2) A simple majority of the board of directors.

(c) The petition or motion is to be forwarded to the disciplinary & appeals committee, who must investigate the manner in a timely and thorough manner, and must act in accordance with the rules of natural justice (fair, unbiased, impartial hearings are required). Their findings are to be presented at the next general meeting, or if they feel the situation warrants it, they may call a meeting. The disciplinary & appeals committee must provide written notice to the board member and/or officer in question by means of registered mail, in addition to any other contact means available, a minimum of 2 weeks before the meeting is to be held.

(d) The disciplinary & appeals committee, in the case of a serious bylaw infraction or a matter that the committee feels jeopardizes the wellbeing of the organization, can temporarily suspend a director and/or officer by passing a motion adopted by a majority vote of the committee. In such a case, the disciplinary & appeals committee must immediately begin the process of calling a general meeting to resolve the issue. The findings of their investigation shall be presented to the general membership, and the suspension is to be voted on at that time. If the disciplinary & appeals committee feels that the matter is not urgent and does not pose an immediate threat to the club, they can also re-instate the director and/or officer and postpone further discussion to the next meeting. All requests for removal of a board member and/or officer shall be discussed at the next general meeting. The disciplinary & appeals committee does not have authority to ignore requests made by a majority of the board or by a petition from voting members.

(e) All ultimate decisions for board member and/or officer removal are to be made by full voting members at a general meeting. The membership may, at their discretion, re-instate the director and/or officer, remove the director and/or officer and let them remain a club member or completely revoke membership status. A motion for suspension or expulsion of a board member and/or officer must be passed by a super-majority (66%) vote of the Full Voting Membership. The board member and/or officer in question will be given a chance to address the membership and speak to the matter in question. The will of the full voting membership shall be considered a final decision.

(f) Terms of the suspension must be fair and relative to the issue at hand.

5. In the case of a critical position (President, Secretary, or Treasurer) vacancy, the Directors Committee will fill the position from within the membership of the Directors Committee until the next General Meeting.

6. A nominating committee of three or more members may be set up for the purpose of contacting members who would be willing to stand for office of the Directors. Nominations from the floor shall also be accepted at any election, if the nominated member indicates that they are willing to let his/her name stand.

DUTIES OF DIRECTORS:

By-Law 2: Section B

1. The President shall have general and active oversight of the business of the Society. He/She shall preside at meetings, may attend any meeting, and shall generally supervise the Society's activities. If the President (or Vice-President) is absent, unable, or unwilling to chair a duly called meeting, an impartial meeting chair may be appointed by a simple majority vote of the members present and eligible to vote at a duly called and constituted board, general, annual, special, or committee meeting.
2. The Vice President shall, in the absence of the President, perform the duties and exercise the powers of the President and shall further accept duties delegated to him by the President.
3. The Secretary shall keep all minutes, membership list, and records of the Society; and shall attend to all clerical work. At a Board Meeting, an impartial meeting recorder may be appointed by the Directors present at a duly called and constituted Board Meeting. Club records may be examined when requested by the board at a reasonable time. Minutes of a board meeting will be posted on the website within 2 weeks of the meeting.
4. The Treasurer shall receive all monies due to the Club and shall be responsible for their safekeeping. He/She shall maintain appropriate records of all assets, liabilities, receipts and disbursements, and reconciliations. He/She shall pay all bills as they become due. He/She shall present a full and true account of Club finances current to the end of the previous month to the Director's meetings. The backup documentation to the financial records may be examined when requested by the board at a reasonable time. The Treasurer shall present a financial statement setting out its income, expenses, assets and liabilities, be presented at the Annual General Meeting, that has been signed off by the audit committee.
5. The Directors shall determine at a duly called Board meeting which of a maximum of four (4) officers shall have signing authority on behalf of the Club. At least two (2) signatures must appear on all transactions, cheques, or payments, after approval by board resolution.
6. The Directors shall have the general supervision of all Club activities under the leadership of the President. They shall conduct all the business of the Club as assigned by the by-laws, policies, and standing rules, or as further delegated by the Full Voting Membership by motion.
7. The Director's and the shooting discipline committee heads shall be responsible for organizing all shoots, collecting and submitting shoot fees, maintaining facilities for their respective disciplines, and providing an annual report of activities to the Director's prior to Annual General Meeting.
8. The Director's Committee shall develop and recommend standing rules, policies, and guidelines. These recommendations shall only be adopted by simple majority vote at any duly called and constituted Full Voting Members' Meeting of the Society.
9. Guidelines for Directors:
 - (a) A director holds a position of trust and must act honestly and in good faith.
 - (b) A director must not let personal interests or the interests of a third party conflict with the interests of the society.

- (c) A director has a duty to make corporate decisions, and aid in developing and implementing policies in the best interests of the society and all of its members.
 - (d) Fairness shall be used when allocating and scheduling events and the use of club's facilities among the disciplines and general membership.
10. There shall be no remuneration to Directors and/or Officers for carrying out their duties of office, however;
 - (a) Reasonable expenses with receipts incurred while carrying out authorized duties of the Club may be reimbursed upon Board approval by resolution.
 11. Indemnification: Each Director holds office with protection from the Club pursuant to section 21 of the *Societies Act* of Alberta. The Club agrees to indemnify each Director against all cost or charges that result from any act performed as part of his/her role with the Club. Notwithstanding this indemnification, a Director may be held personally liable for acts of fraud, dishonesty or bad faith.
 12. Director's Meetings shall be held at least six (6) times per year, (except July and August unless an emergency arises) and can be called by the President or any two (2) directors with 5 day's notice by phone, fax or email. If by phone it shall be confirmed by email, fax, or written means.
 13. A quorum of at least four (4) directors in good standing are required to conduct business at a duly called and constituted Board Meeting.
 14. Motions by the Board require a majority of the Board members in good standing in favor to be carried.
 15. General Members wishing to make a presentation to the board shall give written request to appear before the board. They shall be allowed a reasonable time to make their presentation or make inquiries, and then may be asked by the board to leave the board meeting. Board meetings may be deemed open or closed by Board Resolution. Notice of open Board meetings shall be posted on the club web site for one week in advance of the meeting.
 16. Adjournment of a Board of Director's meeting shall require a simple majority vote in favor of adjournment.
 17. The Club Letterhead and Logo shall not be affixed to any document unless prepared by the Club Secretary, save by the authority of a resolution of the Directors' Committee.

Committees

By-Law 2: Section C

1. Fairness shall be used when allocating and scheduling events and the use of club's facilities among the disciplines and general membership.
2. Three classes of committees are available: Board appointed committees, Full Voting Membership appointed committees, and committees determined by policy.

(a) Full Voting Membership appointed committees

Audit Committee
By-Laws Committee
Disciplinary & appeals committee
Independent Policy Committee (as required).
Membership Committee
Nominating Committee
Other independent or standing committees that may be appointed from time to time that shall be accountable to the Full Voting Membership.

(b) Board appointed committees

Policy Committee (or committees, as required).
Project Committee
Safety Committee
Other committee's that may be appointed from time to time that shall be accountable to the Board.

(c) Board or Full Voting Membership committees appointed by policy.

Shooting Discipline Committee Heads and Shooting Discipline Committee Members.
A policy adopted by the Full Voting Membership shall determine if the Shooting Discipline Committee Heads and / or members are appointed by the Board or elected / appointed by the Full Voting Members at a General Meeting. Provisions for their removal shall also be determined by this policy.
Notwithstanding, Shooting Discipline Committee Heads and members appointed or elected by the Full Voting Membership shall be directed by the Board. A majority of the Board in conjunction with the agreement of a majority of the Disciplinary and Appeals Committee shall have the power to suspend them temporarily until disputes with the board are adjudicated by the Full Voting Membership at a General Meeting. A board member shall substitute temporarily during the time of suspension.

3. The President shall be allowed to attend Board Appointed Committee meetings.
4. The Full Voting Membership may allow or may dis-allow the President to attend Full Voting Membership appointed Committee meetings by motion.

5. Each of the seven (7) shooting discipline committee heads shall oversee and support their respective Disciplines and sub-committees within the Club including: Rifle, Shotgun, Archery, Pistol, Rim fire, Youth, and Silhouette and Black Powder. Sub-committees to these disciplines may be appointed and placed under the direction of the Shooting Discipline Committee Head.
6. Documentation of people attending a shoot, and a record of all shoot receipts and expenses shall be turned in to the Treasurer within seven (7) days of the shoot.
7. Full voting members and associate non-voting members are both eligible to sit on committees. Special committees will be disbanded when their report or purpose is accomplished. Standing committee's membership shall be re-constituted on an annual cycle in sync with the Board Elections.
8. The Committee Head shall normally chair committee meetings. A meeting recorder shall be appointed by a majority of the committee members present. A quorum for a committee meeting is a majority of the members on the committee. Records shall be kept of meeting motions, and correspondence to the Board shall be copied, kept and eventually turned over to the Club Secretary. Funds, bills, and receipts shall be submitted to the club Treasurer within seven (7) days. The club treasurer shall account for designated funds a committee requires in a designated account or project category.
9. Each of the seven (7) shooting discipline committee heads shall oversee and support their respective Disciplines and sub-committees within the Club including: Rifle, Shotgun, Archery, Pistol, Rim fire, Youth, and Silhouette and Black Powder. Fairness shall be used when allocating and scheduling events and the use of club's facilities among the disciplines and general membership. An events planning policy shall be developed and adopted by the general voting membership
10. The disciplinary & appeals committee is formulate policy wording for dealing with complaints of member conduct, and breaches of club rules. The committee is to bring proposed policies to the general membership to be adopted by simple majority resolution at a duly called and constituted general meeting.
11. The membership committee is to formulate policy wording for dealing with membership applications. The committee is to bring proposed policies to the general membership to be adopted by simple majority resolution at a duly called and constituted general meeting.

GENERAL MEETINGS

By-Law 3 Section A

1. An Annual General Meeting of the Club and election of Officers shall be held within the second or third month following the fiscal year end. In addition:
 - (a) Members will be given general notice.
 - (b) At the Annual General Meeting the Treasurer or Treasury Committee shall present to the membership a financial statement setting out its income, disbursements, assets and liabilities as required by section 25 of the *Societies Act*; and a report from the Audit Committee shall be presented.
 - (c) The First Directors meeting will be held at the close of the Annual General Meeting, or as soon thereafter as is reasonable under the circumstances.
2. General Meetings can or will be duly called upon the call of the President, any three directors, a majority vote by the disciplinary committee, or within Thirty (30) days of receipt of a demand in writing signed by not less than ten (10) % of the Full Voting Members from Clearwater County in good standing stating the business to be brought before the meeting, at a time and place to be determined by those calling the meeting. Annual, General and Special Meetings will be called to order with general notice.
3. There shall be at least three business meetings, including an Annual General Meeting (February or March), a Spring General Meeting (April or May), and a Fall General Meeting (October or November).
4. A minimum of fifteen (15) FULL VOTING Members in good standing constitute a QUORUM at a duly called ANNUAL GENERAL MEETING, SPECIAL MEETING, or GENERAL MEETING. If a quorum is not established, the meeting shall be convened (with notice) one week (seven days) from the originally scheduled date. No business may be conducted without a quorum other than to set a new meeting time and place, and arrange notice.
5. The meeting chair (if eligible to vote) and / or President shall cast a vote in a secret ballot vote. If a second vote of the full voting members held to break a secret ballot tie results again in a tie, the motion is defeated. In an open vote resulting in a tie, the meeting chair and President shall vote last (or abstain) to break a tie or defeat a motion by causing a tie. The President or meeting chair can speak first and last on any motion or proceeding in any meeting.
6. If the Secretary is unable to fulfill his/her duties at a General Meeting, a meeting recorder may be appointed by a simple majority the Full Voting Members present at a duly called and constituted Annual, General or Special Meeting.
7. The initial agenda and additions to the agenda for the meeting shall be adopted by a simple majority vote at the start of every meeting. Later additions to the agenda shall be made by motion of a Full Voting Member and added as an item by a vote carried by a super-majority (66%) vote of the Full Voting Members present and eligible to vote. General members are recommended to bring suggested business, rules, policies, and guidelines to general meetings (with notice of motion if required) to the Board at least ten (10) days prior to the general meeting.

8. The Full Voting Members Present may appeal a decision of the Chair regarding a question of meeting order. The motion to appeal shall require a super majority (66%) in favor of the motion to appeal in order have the full voting members' wishes prevail over a meeting chair's ruling.
9. The Full Voting Membership may appoint independent committees (example: Audit Committee).
10. A motion may be made to eject a member or person that is causing a serious disturbance in a meeting. A super-majority (66%) of the Full Voting Members present can carry this motion. The assembly may not use harsher measures than is necessary to remove the person.
11. Adjournment of a meeting shall require a Simple Majority of the votes of the Full Voting Members present and in good standing in favor of adjournment. The motion may include a time and place to re-convene. Unfinished business left on the agenda shall be the first items on the next meeting agenda after reading the first meeting minutes. New additions to the agenda of the re-convened meeting shall be allowed if each addition is accepted by a super-majority (66%) vote of the full voting members present and constituting a quorum.
12. No secret meeting to transact business of the Board or of the Club shall be allowed.
13. All new policies drafted shall be adopted by simple majority resolution at a duly called and constituted general meeting
14. Members who are found to be in conflict of interest shall not vote on issues or be present when discussing issues which cause the member to be in a conflict of interest. If he/she has knowledge that would be relevant to the issue, a member may make a short presentation prior to stepping out of a meeting.
15. Procedure for Meetings: The rules of order appended to these By-laws shall govern the society in all cases to which they are applicable, and in which they are not inconsistent with government regulation, the by-laws, or the adopted standing rules of this society. The rules contained in the reference "Robert's Rules of Order", while not binding, shall be considered persuasive in administering order in this society.

Auditing

By-Law 4 Section A

1. The books, accounts and records of the Secretary Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Club appointed for the purpose at the election during the prior Annual General Meeting. A complete and proper audited statement of the standing of the books for the previous year shall be submitted by the Treasurer at the Annual General Meeting of the Club.
2. Fiscal Year End: December 31 in each year shall be the end of the fiscal year for the Club.
3. The books and records of the Club may be inspected by any member of the Club at the Annual General Meeting provided for here in or at any time upon giving reasonable notice and arranging a time

satisfactory to the officer or officers having charge of same. Each member of the Directorship shall at all times have access to such books and records. They may make copies, but not be allowed to take the original paperwork unless they are requested by President and Vice-President in order to protect the documents.

Voting

By-Law 5 Section A

1. FULL VOTING MEMBERSHIP in this Society is open to any resident of Clearwater County, over the age of eighteen (18) years upon the approval of the Membership Committee and payment of the prescribed fees and dues to the Club. Possession of a PAL or POL is a requirement.
2. A full voting member that has not withdrawn from membership nor been suspended nor expelled as herein provided shall have the right to speak (for a reasonable time as determined by the full voting membership) and to vote at any Annual, General, or Special meeting of this society. Votes must be made in person and not in absentia, or by proxy, or otherwise.

Borrowing Powers and Business Transactions

By-Law 6 Section A

1. For the purpose of carrying out its objects, the society may borrow or raise or secure the payment in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society Full Voting Membership, and in no such case shall debentures be issued without the sanction of a special resolution of the society.
2. The sale of assets greater in value than two thousand dollars (\$2,000) shall be approved by the Full Voting Membership. Exercising any instrument on club property, sale or lease of significant club property, or any alteration of the club property lease, or transfer of the club property lease shall only be done with the adoption by a Special Resolution of the Full Voting Membership.
3. Further business limits may be placed on the board by policy or by resolution of the Full Voting Membership.

Amendments of By-Laws

By-Law 7 Section A

1. These By-Laws may be amended only by Special Resolution at an Annual General Meeting or Special Meeting in the manners specified in Sec. 1 (d) *Societies Act* of Alberta and amendments thereto. A motion to amend shall require a 75% majority of the Full Voting Members present and in good standing and eligible to vote at a Special Meeting (with twenty one (21) days General Notice) in favor to be adopted. The amendments shall be posted accessibly for as long as the General Notice required prior to the Special Meeting for member review.
2. The Secretary must receive any proposed amendments no less than 30 days prior to the proposed ratification.

Society Seal

By-Law 8 Section A

1. This society does not have nor wish to use a society seal.

The Original By-Laws of the Rocky Rod & Gun Club dated 14 October 1970 Access # 500060538 were amended and voted on and amended at the A.G.M. meeting held February 26, 2013, and again amended, voted on, and adopted on October 20, 2015.