

CONSTITUTION AND BY-LAWS

CONSTITUTION

ARTICLE 1

The name of the society is:

Freshwater Aquaculture Association of B.C.

ARTICLE 2

Purposes:

The purposes of the Society are:

- a. To promote the safe development of the freshwater aquaculture industry.
- b. To promote and sponsor educational programs for the benefit of the members of the Association
- c. To act as a liaison between various government agencies
and freshwater aquaculturists in British Columbia
- d. To conduct those activities that promote the advancement of freshwater aquaculture as determined appropriate by the directors from time to time.

ARTICLE 3

Membership:

- a. There shall be two classifications for members of this society.
 1. Voting Members
 2. Associate Members
- b. Persons desiring to become voting members of this Society shall be persons who are actively involved in commercial freshwater aquaculture and hold a current freshwater aquaculture license in British Columbia. There shall be a limit of one voting membership per valid Freshwater Aquaculture License.
- c. Persons desiring to become associate members of this Society shall be persons who have an interest in the goals of the society.

ARTICLE 4

Officers:

Officers shall consist of the following positions.

- i. Director
- ii. Director
- iii. Director
- iv. Director
- v. Director
- vi. Director

a. A secretary, treasurer and chairperson will be appointed by the directors.

b. Vacant positions shall be filled by appointment of the directors by simple majority vote.

ARTICLE 5

Finances:

An account shall be opened in the name of "Freshwater Aquaculture Association of B.C.", in Canada and signatories shall be the Treasurer and one of two directors as designated by the Directors.

This non profit charity shall be carried on without purpose of gain for its members and any profit or other gain to the organization shall be used in promoting its objectives.

The Society may appeal to various organizations for financial and material help. All funds shall be held in a Canadian bank account and administered by the officers of the Freshwater Aquaculture Association of B.C.

An audited financial statement will be provided yearly.

BY-LAWS

Here set forth, in numbered clauses, the bylaws providing for the matters referred to in sections 6(1) of the Society Act and any other bylaws.

1. MEMBERSHIP:

a) Every member shall uphold the constitution and comply with these bylaws.

b) A Membership Committee, composed of the chairman and the directors shall receive applications for membership, and shall make investigation relating thereto as deems proper, and shall recommend for admission into the Society those applicants who meet membership requirements as set from time to time.

c) Application for membership shall be received on a form approved by the Directors.

d) Any person shall cease to be a member of the society

i. by delivering a letter of resignation to the secretary of the society or by mailing it to the address of the society;<

ii. on his or her death or in the case of a corporation on dissolution;

iii. on being expelled;

iv. on having been a member in not good standing for 12 consecutive months.

e) The amount of the first membership dues shall be determined by the directors and after that the annual membership dues shall be determined at the annual general meeting of the society.

f) All members are in good standing except a member who has failed to pay the current annual membership fee or any other subscription or debt due and owing by him/her to the society and he/she is not in good standing so long as the debt remains unpaid.

2. TERMINATION OF MEMBERSHIP

Any member wishing to withdraw from membership may do so upon notice in writing to the Directors through the Secretary of the Society. Any member upon two-thirds vote of all the directors may be expelled for any cause which the society may deem reasonable.

3. WAIVER OF CLAIM

Notwithstanding in the provisions hereinbefore contained, certificates of membership of this Society shall be issued upon condition that suspension of the member and withdrawal of the certificate of membership in the manner herein provided shall not give the suspended member cause for legal action against the Chairman or any Director or member taking part in the suspension proceedings; and the acceptance of the membership certificate of this Society shall be evidence of a waiver by the member of all rights of action, causes of action, and all claims and demands against the society or officers of the Society by virtue of suspension proceedings and withdrawal of membership of this Society under the foregoing provision.

4. MEETINGS

a) The annual business meeting shall be held in the month of March each year on a suitable date unless otherwise decided by the Chairman and/or Board of Directors. Notices advising the members of the time and place of the annual meeting shall be mailed at least fourteen days prior to the annual meeting.

b) Special meetings may be called at any time by the Board of Directors. Notice of such meetings shall be mailed to the members at least fourteen days prior to the meeting. The notice shall contain the date, time, and place of the meeting together with an agenda.

c) A quorum shall be the majority of all members present, providing all members have been duly notified of the meeting. There is no provision for proxy voting.

5. OFFICERS

Officers shall consist of the following positions.

- i. Director
- ii. Director
- iii. Director
- iv. Director
- v. Director
- vi. Director

- a. A secretary, a treasurer and chairperson will be appointed by the directors.
- b. Vacant positions shall be filled by appointment of the directors by simple majority vote.

6. DUTIES OF OFFICERS

The board shall be charged with the oversight of all of the activities of the society. They shall assist in the examination of application for membership and the administration of the Society.

A quorum shall be established when three officers are present, provided that all the members have been notified to be present.

It shall be the duty of the Board to see that any employees of the Society are adequately remunerated.

A majority of the Board shall have the right to ask the Chairman to convene an official Board Meeting.

7. OFFICERS SERVE WITHOUT PERSONAL GAIN

All officers shall serve without personal gain from their role as directors of the Society.

8. BORROWING POWERS

The board has the power to borrow monies from time to time as may be deemed necessary to carry on and fulfill the purposes of the Society. The board may delegate this authority as it deems necessary.

9. AUDIT

The accounts shall be audited annually by a person or persons appointed by the Board of Directors.

10. AMENDMENTS

These by-laws, with exception of By-law 7 and By-law 12, may be amended at any annual business meeting of this Society, or at a special meeting called for that purpose, provided that a copy of the proposed amendment has been presented to the Chairman of the Board of Directors at least 30 days prior to the date of the annual business meeting, or in the case of a special meeting, at least 30 days prior to the calling of a special meeting and providing that notice of the said amendment shall have been given in the announcement of the said business meeting. By-law 7 and By-law 12 shall be unalterable.

A copy of the proposed amendment or amendments shall be available to any voting member between the time of the announcement and the time of the business meeting.

An amendment to be adopted shall require a seventy-five percent majority vote of the members present and voting at the meeting.

11. MINUTES

Minutes of all meetings shall be kept by the Secretary along with other books and records in the office of the Society. The registered office of the Society shall be: 16510 32 Ave, Surrey, British Columbia V3S 9V1, unless otherwise determined by the directors.

12. DISSOLUTION OR WINDING UP

Upon the dissolution for winding up of the Society, all its remaining assets, after payment of liabilities, shall be distributed to one or more recognized charitable organizations in Canada.