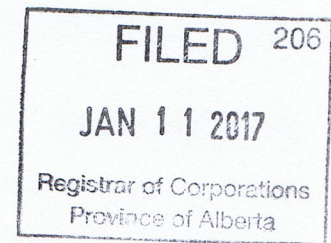
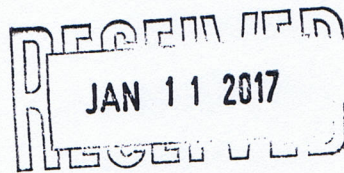


By – Laws
Of The Alberta Cattlemen's Penning & Sorting Association
As Amended and Approved by Majority Vote
Jan 11, 2017

REVISED BY-LAWS



NAME: ALBERTA CATTLEMEN'S PENNING & SORTING ASSOCIATION

- ① MEMBERSHIP: Membership shall be open to all individuals who have an interest in cattle penning & sorting and whose application for membership has received the approval of the Board of Directors
- ② FEES: The Annual Membership fee shall be set by the Alberta Cattlemen's Penning & Sorting Association, Board of Directors. The fees shall be used to support the running of the association.
- ③ RESPONSIBILITIES: It shall be the responsibility of all members to attend the Annual General Meeting & Special Meetings of the Association & to contribute meaningful ideas & solutions. If for any reason members cannot attend, they should contact the President, Directors or Secretary, either in writing or by telephone or email to have their concerns or ideas brought forward.
- ④ FISCAL YEAR: The fiscal year end shall be December 31.
5. ANNUAL MEETING: An Annual General Meeting(AGM) **must** be held yearly.
6. GOVERNANCE, OFFICERS, DIRECTORS:
7. A member shall be eighteen(18) years of age to qualify as a Director.

An election, with all eligible members having a vote shall be held each year at the Annual General Meeting to elect a Board of Directors for the Association. The Board shall preside over the business of the association to the best of their ability & at all times **consider what is best for the association and not themselves.**

The Board of Directors shall consist of the immediate past president & twelve(12)directors. The terms for the directors shall be two(2)years with no director serving more than four(4)years or two(2)terms without a break of at least one(1) year unless said director is the President or his equivalent. At each Annual General Meeting six(6) directors with two(2) year terms shall be elected.

Directors shall elect from their members a President , a First Vice President , a second vice president and one(1)other, who along with the past president , shall form the executive committee of five(5). The executive committee shall be elected at a meeting of the Board of Directors immediately following the Annual General Meeting.

8. **EXPULSION:** Any member wishing to withdraw from membership may do so upon a notice in writing or email to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the society until reinstated. Any member upon a majority vote of all members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable. If a director is absent for three(3) consecutive Board meetings in one calender year, without just cause, his/her directorship may be terminated. The executive committee shall inquire into the reasons said director has been absent and notify the Board at the next Board meeting. At that time, if the Board feels there is just cause to terminate then the directorship may be terminated. The position of the terminated director shall remain open until the next Annual General Meeting, at which time it shall be filled by election to the position by association members. A Director may be expelled from his/her position for presenting misleading information & for inappropriate behavior toward other members. Again the executive committee shall investigate & present evidence of misconduct to the Board for expulsion of said director.
- RESIGNATION:** A director may resign their position providing they do so in writing , giving their reasons, to the Board of Directors.

9. **RENUMERATION:** All Directors will serve the Association with **no** remuneration, including mileage, for attendance at all meetings.

10. **EXECUTIVE COMMITTEE:** It shall be the duty of the executive committee to ensure that all accounts of expenditures are kept current. The executive committee shall have the power to appoint, dismiss or fix the salary of the secretary, treasurer or other employees of the association and shall manage the

business of the association after consultation with the Board of Directors. The executive committee shall meet at the call of the president. Ten(10) days documented notification shall be given for all meetings. An emergency meeting may be called sooner with the consent of the majority of the directors.

11. **PRESIDENT:** The president may be present & preside at all meetings of the association but may choose to designate another officer in his/her stead at specific meetings, shall have the authority to name committees as needed, & shall supervise the affairs of the association.
12. **FIRST VICE PRESIDENT & SECOND VICE PRESIDENT:** Either position will assume the role of president in the absence of or at the request of or upon the resignation of the president. They may attend sub committee meetings in place of the president.
13. **CTCPA REPRESENTATIVE:** The Board of Directors shall appoint a member to represent the Alberta Cattlemen's Penning & Sorting Association at the Canadian Team Cattle Penning Association meetings.
14. **SECRETARY:** The secretary shall record a full & true account of the proceedings of the Annual General Meeting & all other meetings pertaining to the business of the association. The secretary shall prepare minutes & distribute minutes to the appropriate committee members, from these said meetings in a timely & professional manner. The secretary shall attend to all office correspondence, & shall perform all other duties as outlined by the Board of Directors & executive committee. All minutes of the said meetings shall be kept, by the secretary at the office of the association.
15. **TREASURER:** The treasurer shall keep a true & full account of all receipts & expenditures, assets & liabilities, & all business transactions of the association in ledgers appropriate for that purpose. The treasurer shall keep the funds of the association in a chartered bank &/or other facility that is approved by the executive committee & make payments from these funds as directed by the executive committee. All invoices for which payment is made shall be done by cheque & shall be signed by the president, vice president, or treasurer. The

treasurer shall furnish a bond, if so requested, & said bond will be at the expense of the association. The position of secretary & treasurer may be served by one individual if the executive committee is so inclined. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant, approved by the membership at the Annual Meeting. The report shall contain a statement of receipts & expenditures & assets, both physical & financial, & liabilities for the year previous.

16. **INSPECTION OF BOOKS & RECORDS:** Members shall have the right to inspect the books & records of the association. Time to be decided by the person requesting inspection & the secretary but at no time may it be inconvenient for the secretary/treasurer.
17. **BORROWING MONEY:** The Board of Directors may from time to time, borrow money for the betterment of the association provided same has been authorized at an annual general meeting (AGM) of the association. A 75% majority vote of the membership in attendance of the above meeting will give this authority.
18. **VOTING:** An individual shall be entitled to vote if that individual is eighteen (18) years of age & a member in good standing of the Alberta Cattlemen's Penning & Sorting Association. Voting at all meetings will be decided by majority of votes. Voting at the Annual General Meeting & executive committee meetings will be by a show of hands unless a vote by secret ballot is requested on certain issues. After the count has been taken, a motion is required to destroy the ballots.
19. **AMENDMENTS:** The By-Laws may be amended at the Annual General Meeting of the association with a 75% majority of the members present. Notice of all proposed amendments shall be in writing & signed by two (2) members who hold a current membership. Said amendment must be received by the secretary sixty (60) days prior to the AGM & shall be included in the written meeting notice otherwise such amendments will not become part of the agenda for the AGM.

OR The By-Laws may be rescinded, altered or added to by a "Special Resolution" at the AGM, or special meeting of the association with a 75% majority of the members present. The special resolution must be submitted by two (2) members

who hold a current membership. Notice of the special resolution shall be in writing with twenty-one (21) days notice to all members.

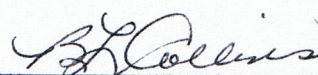
20. MEETINGS: A General Meeting of the association may be held with thirty(30) days written notice to the membership stating time & place of said meeting. The Board of Directors & executive committee shall receive documentation fifteen(15) days prior to meetings with the exception of the Directors meeting held immediately following the AGM. The president may call a special meeting at the request of (20)twenty members at a time & place of his choice. All association business may be conducted at said meeting with the exception of amendments to the By-Laws.

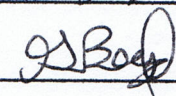
21. ORDER OF BUSINESS: It is the responsibility of the president to prepare the agenda for the AGM. Said agenda shall include the following: 1. Approval of the previous years AGM minutes which have been circulated previous to the current AGM. 2. Reports of the officers,directors,& committees 3. Resolutions 4.Election of Directors 5.appointment of an auditor 6.Old business 7.New business 8.Adjourment

22. DISBANDMENT: In the event that the Alberta Cattlemen's Penning & Sorting Association should cease to exist, all funds will be dispersed to a charity of the members choice.

23. USE OF SEAL: The Alberta Cattlemen's Penning and Sorting Association will not use a seal.

SIGNATURES OF MEMBERS:

B.LAURIE COLLINS(treasurer)  (780) 7852556

GRAHAM BOYD(director)  (780) 305 4114