



Medway River Salmon Association

BY-LAWS

Membership

1. Membership in the Association is open to any person who subscribes to the objectives of the Association.
2. The membership fee shall be \$10.00 per annum unless otherwise determined by the membership at the annual meeting.
3. The membership year shall be from the first day of January to the 31st day of December.
4. Membership in the Association shall cease on the death of the individual, upon written notice of resignation of membership, or when the individual ceases to qualify for membership.
5. A person may be awarded an Honorary membership of Life in the Association in recognition of services to the Association or to the promotion of the objectives of the Association. This award shall be made at the annual meeting.

Finance

6. Funds for the general operation of the Association shall be derived from the annual membership fees.
7. Besides the revenue from membership fees, contributions of money or other assets may be accepted by the Association and used to further the objectives of the Association.
8. Contributions may be earmarked by the donor for special purposes, approved by the executive of the Association, and separately accounted for by the Treasurer, in the financial statements of the Association.
9. The Fiscal year of the Association shall be the 12 month period from the first day of January to the 31st day of December, both dates inclusive.
10. All checks, documents and negotiable securities of the Association must be signed by any two of the Executive officers named in these bylaws.
11. The financial records shall be audited by an auditor and a report of the audit shall be given at the annual meeting.
12. The Auditor shall be appointed by the Executive.
13. The members may inspect the annual financial statements and minutes of membership and Executive meetings at the regular meeting hall of the Association with one week's notice. All other books and records of the Association may be inspected by any member at any reasonable time within two days prior to the annual general meeting at the regular meeting hall of the Association.

Administration

14. The Executive of the Association shall be a President, Vice-President, Treasurer, Secretary, Past- President and elected Directors. The Past-President shall be a non-voting member for a period of one year.
15. The officers shall be elected bi-annually at the January meeting. The year of the election, *at the annual meeting*, the current executive shall retire from office. Retiring executive shall be eligible for re-election. The officers of the Association shall be elected by secret ballot and shall take office immediately following the annual meeting and shall hold office for two (2) years.
16. Any member, in good standing, shall be eligible to be elected as a member of the Executive for the Association.
17. The members may, by special resolution, remove any Executive member and appoint another person to complete the term of office.
18. The Executive shall serve without remuneration and shall not receive any profit from their positions. However, an Executive member may be paid reasonable expenses incurred in the performance of his/her duties.
19. For the purpose of Incorporation the four signing officers of the Association shall be the President, Vice President, Treasurer and Secretary.

Meetings

20. A notice for the Annual, General or Special meetings shall be provided to the members ten (10) days in advance of the meeting. Notice shall specify the nature of the business.
21. The Annual meeting of the Association shall be held in January of each year. In addition to the Annual meeting the Association shall hold two other membership meetings, one in May and one in September.
22. A Special meeting may be requested by the Executive or by written request of ten (10) members.
23. Notice of the meeting shall be given to the members by newspapers, e-mail, web site and any other means deemed necessary.
24. A quorum shall consist of fifteen (15) members. No business shall be conducted at any meeting unless a quorum is present to open the meeting and, upon request, before any vote.
25. All members in good standing shall have the right of casting a single vote at meeting of the Association. Proxy voting is not allowed.

Duties

26. The Executive shall govern the Association in such a way as to best further the objectives of the Association. The Executive shall meet no fewer than four (4) times a year. The Executive shall administer the affairs of the Association; to provide liaison with Government Departments and other bodies interested in the Atlantic Salmon; to form committees to carry out specific duties and projects. The Executive shall represent the Association at the Nova Scotia Salmon Association meetings and meetings of other Organizations.
27. The Executive shall be responsible for the execution of contracts, deeds, bills of exchange and other instruments and documents on behalf of the Association.
28. The Executive shall be the contact between the Association and the media.

29. It shall be the duty of the President to preside at all general meetings of the Association, at all meetings of the Executive, to perform such duties as usually fall to the lot of this office and any other duties which may be specifically allotted to him/her by these By-laws.
30. It shall be the duty of the Vice-president to act as the duly authorized representative of the President in his/her absence or in the event of his/her disability. He/she shall be thoroughly familiar with the affairs of the Association and shall assist the President in the performance of his/her duties. He/she shall also perform such duties as may be allotted to him/her from time to time. He/she shall sit on the Executive Committee.
31. The Treasurer shall be responsible for the receipt and custody of all revenue for the Association and shall keep the Executive fully advised of all matters pertaining thereto. He/she 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 Executive decides. He/she shall see that all bills and invoices against the Association are paid upon the authority of the Executive. He/she shall have prepared financial reports at such times and in such a manner as required by these By-laws. The Treasurer shall have custody of the Seal, which may be affixed to any document upon resolution by the Executive. The Treasurer shall sit as a member of the Executive Committee.
32. The Secretary shall be responsible for the proper recording of the minutes at the Annual meeting and other general meetings of the Association and the Executive meetings. He/she 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.
33. In the event of the absence of an officer(s) of the Association for any reason that may be deemed sufficient the Executive may delegate the powers or duties of the officer(s).
34. It shall be the duty of the Secretary to distribute a copy of the minutes of each Association meeting.

Committees

35. The Association shall establish committees as deemed necessary by the executive.
Example:

Environment
Membership/communications
Fund-raising, etc.
36. The Membership/Communications and Fund-raising Committees shall have a minimum of two (2) members. The Environment Committee shall have a minimum of five (5) and a maximum of ten (10) members. They shall be selected by the membership at the Annual Meeting and serve for a period of two (2) years. They shall select among themselves a Chairperson and a Secretary. They shall meet no fewer than four (4) times a year. They shall prepare a report of each meeting for the Executive Committee.
37. The Environment Committee shall be responsible for all aspects of the water quality of the Medway River/watershed and its tributaries as well as other projects as deemed necessary by the Executive.

38. The Membership/Communications Committee shall be responsible for membership recruitment and maintaining up-to-date membership lists, including: mailing addresses, e-mail address, phone numbers; as well as the development and maintenance of a web site.
39. The Fund-raising Committee shall be responsible for all fund-raising initiatives on behalf of the Association.
40. Other committees to deal with specific duties or projects may be appointed by the Executive as required.

Order of Business at Membership Meetings

41. The order of business at membership meetings of the Association shall be as follows:
 - Call to order and President's Report
 - Minutes of previous meeting
 - Business arising from the minutes
 - Treasurer's Report
 - Auditor's Report (annual meetings only)
 - Committee Reports
 - New Business
 - Election of Officers (bi-annually)
 - Adjournment

Affiliations

42. The Association shall affiliate with the Nova Scotia Salmon Association and other Associations deemed appropriate by the membership.

Borrowing Powers

43. The Executive may, at their discretion, raise or borrow money to further objectives of the Association, securing the repayment of such monies by mortgage of real property of the Association, providing such borrowing and mortgaging is sanctioned by a resolution presented to a general membership meeting, specifying the intention. Adoption of such resolution will require an affirmative vote of a majority of not less than three quarters (3/4) of the members in good standing that are present at the meeting.

Removal of Member

44. If a member is perceived to be in breach of the objectives of the Association, that member's name shall be submitted to an Adhoc Committee of the Executive who will review/investigate the member's status and report their findings to the Executive. The Executive will then vote on the named member's status.

Amendments to By-Laws

45. Amendments to these By-Laws shall be proposed in a resolution. Adoption of the resolution shall require a vote of not less than three quarters (3/4) of the members in good standing at any general meeting of the association.
46. These By-Laws were adopted at the Founding Meeting of the Medway River Salmon Association held in Charleston, Nova Scotia, March 27, 2007 and may be amended.

1st Amendment – 14 June 2012. Proposed changes to the By-Laws were reviewed and adopted by the membership.