

# Firearms Institute for Rational Education

## Bylaws

## TABLE OF CONTENTS

1. TITLE.....	2
2. NATURE.....	2
3. HEAD OFFICE.....	2
4. CORPORATE SEAL.....	2
5. MEMBERS.....	2
(a) Appointment.....	2
(b)Qualifications.....	3
(c)Voting.....	3
(d)Resignations.....	3
(e) Expulsions.....	3
6. BOARD OF DIRECTORS.....	3
(a) Duties and Number.....	3
(b) Qualifications.....	3
(c) Appointment.....	3
(d) Term of Office.....	4
(e) Resignation or IPSO FACTO Vacancy.....	4
(f) Powers.....	4&5
(g) Power to Appoint Directors and Committees.....	5
(h) Remuneration.....	5
(i) Protection and Indemnity.....	5
(j) President.....	6
(k) Records.....	6
7. PROCEEDINGS OF THE BOARD OF DIRECTORS.....	6
(a) Means or Place of Meeting.....	6
(b) Quorum.....	6
(c) Notice of Meetings.....	6
(d) Written Resolutions.....	7
(e) Voting.....	7
(f) Minutes.....	7
8. OFFICERS OF THE SOCIETY.....	7
9. ANNUAL GENERAL MEETING.....	7
(a)Time and place.....	7
(b)Notification.....	7
(c) Members required to carry business.....	8
10. SPECIAL MEETINGS.....	8
11. FISCAL YEAR.....	8
12. AMENDMENT OF BYLAWS.....	8

# Firearms Institute for Rational Education (F.I.R.E.)

## 1. TITLE

These bylaws may be cited as the bylaws of the Firearms Institute for Rational Education, herein referred to as F.I.R.E.

## 2. NATURE

F.I.R.E. Shall be a provincially incorporated society governed under the Societies Act. F.I.R.E. shall be independent of any institutional or partisan affiliation, and F.I.R.E. shall only accept monies from the government in the form of reimbursement.

F.I.R.E. shall not borrow money, or incur debt from any persons, business, or financial institutions.

## 3. HEAD OFFICE

The head office of F.I.R.E. shall be in the hamlet of Winfield, in the province of Alberta or in such other place as the Board of Directors of F.I.R.E. may from time to time determine.

## 4. CORPORATE SEAL

The seal shall be in such a form as prescribed by F.I.R.E.'s Board of Directors and shall have the words "Firearms Institute for Rational Education" endorsed thereon. The seal shall be in the custody of an officer of F.I.R.E. and used by any member of the Board of Directors.

## 5. MEMBERS

(a) Members of F.I.R.E. are those people duly appointed to the Board of Directors from time to time. Members shall be appointed by the members of the Board.

(b) Qualifications

Every member shall be eighteen(18) years of age or more and a resident of Canada

(c)Members have the right to vote at and attend meetings while behaving in accordance with the bylaws and objectives of F.I.R.E. Members shall vote to pass special resolutions-to amend bylaws and objects; approve amalgamations; approve the audited financial statements which are presented at the annual meeting.

(d)A member may resign upon giving notice, by letter, e-mail, or telephone, to the President which resignation shall take effect immediately upon being received.

(e)A member can be expelled by a majority vote of the Board of Directors for

(i)not behaving in accordance with the bylaws and objectives of F.I.R.E.

(ii)any good and sufficient reason agreed upon by the Board of Directors.

## 6. BOARD OF DIRECTORS

(a) Duties and number

The affairs of F.I.R.E. shall be managed by the Board of Directors who shall be known and referred to as Directors and who shall be responsible for managing and directing F.I.R.E. in accordance with its bylaws and by statute. The number of Directors on the board shall be five(5).

(b) Qualifications

Every Director shall be eighteen(18) years of age or more and a resident of Canada

(c) Appointment

Directors shall be appointed to the Board by the members of the Board

(d) Term of office

Directors shall hold office for three years whereupon the Director shall retire from office and his successor, if any, shall be appointed. A retiring Director shall be eligible for reappointment, with the exception of the Executive Director.

(e) Resignation or ipso facto vacancy

A Director may resign his office upon giving notice, by letter, e-mail, or telephone, to the President which resignation shall take effect immediately upon being received. The office of a Director shall be automatically vacated:

(i) If the Director is found by a court to be mentally incompetent or of unsound mind;

(ii) If he becomes bankrupt or suspends payment of debts generally or compounds with creditors or makes unauthorized assignment or is declared insolvent;

(iii) If he is removed by a special resolution of the Directors.

(f) POWERS

The Board of Directors of F.I.R.E. may administer the affairs of F.I.R.E. in all things and make cause or cause to be made any kind of contracts which F.I.R.E. may lawfully enter into.

The Board of Directors shall have the power to authorize expenditures by majority on behalf of F.I.R.E. from time to time. The Board of Directors may appoint such agents or officers and engage such employees as it shall deem necessary from time to time and may delegate by resolution to such person or persons the right to make expenditures, to engage and pay employees or agents and perform any other duties prescribed by the Board of Directors at the time of such appointment or engagement.

The Board of Directors shall take such steps as they deem requisite to enable F.I.R.E. to acquire, accept, solicit or receive

legacies, gifts grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objectives of F.I.R.E. subject to the restrictions in paragraph 2.

(g) Power to Appoint directors and Committees

The Board may fill a vacancy of any Director position, by consensus, as soon as practicable, and may appoint additional Directors between annual general meetings, but no more than one third or the Director positions that were put in place at the beginning of the year, and such appointment shall be put before the members at the next annual general meeting of F.I.R.E.

(h) Remuneration

(i) No Officers, or Directors on the Board will receive remuneration, except the Executive Director.

(ii) Remuneration for the Executive Director to be reviewed as necessary and agreed upon by the majority of the board.

(i) Protection and Indemnity

Every Director or officer of the society or any other person by virtue of being a director is exposed to any liability and such Director's heirs, executors and administrators, and estate and effects respectively, shall from time to time and at all times, be indemnified and saved harmless out of funds of the society from and against;

(i) all costs, charges and expenses reasonably incurred which such director, officer or other person sustains or incurs in or about any action, suit, or proceedings which is brought, commenced or prosecuted against him, or in respect of any act, deed, or matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability, and

(ii) all costs, charges and expenses, which are reasonably incurred in relation the affairs thereof, except such costs, charges or expenses as are occasioned by his own willful neglect or default.

(j) President

The Board of Directors shall from time to time appoint from among its members a President, and such other officers of the board, as they deem expedient. The President shall be the senior ranking director of the Board and shall, if present, preside at all meetings of the members and Directors. In the absence of the President a member of the board of directors shall be appointed by the President, or the directors to preside over any meetings or affairs. The President shall perform all duties incident to the office and shall have such powers and duties as may from time to time be assigned by the Board.

(k) Records

(i) Financial books and records shall be prepared and kept by the Treasurer.

(ii) Records and reports of all meetings of the Board of Directors shall be provided to all Members and Directors of the Board in a timely fashion at an agreed upon time and place.

## 7. PROCEEDINGS OF THE BOARD OF DIRECTORS

(a) Means or Place of Meetings

The Board of Directors may meet together by any means or places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings as they see fit but a minimum of one meeting of the directors shall be held each year.

(b) Quorum

50% of the Directors shall constitute a quorum necessary to conduct business.

(c) Notice of Meetings

Every Director shall be given by letter, telephone, e-mail or otherwise at least five(5) days notice of meetings of directors, but a Director may waive notice of a meeting by his attendance at the meeting or, if not in attendance, by so stating by letter, telephone, e-mail or otherwise.

(d) Written Resolutions

The Board may pass a resolution in writing if it is signed by all Directors and any such resolution must be signed by all Directors. A written resolution may relate back to any earlier date.

(e) Voting

Each Director is authorized to exercise one(1) vote, by show of hands, vocally or by proxy. Questions arising at any meeting of Directors shall be decided by a majority of votes. In case of an equality of votes the Chairman of the meeting in addition to an original vote shall have a second or casting vote.

(f) Minutes

Minutes are to be recorded and kept by the Secretary.

Minutes of all formal meetings of the Board of Directors shall be provided to all the Directors in a timely fashion.

## 8. OFFICERS OF THE SOCIETY

(a)The board may, from time to time, install or appoint and empower officers of the Society with titles. Powers and authority as specifically designated by the Board from time to time.

(b)Officers will be removed from office if they do not do the job they have been appointed to do, by a majority vote of the Board of Directors.

## 9. ANNUAL GENERAL MEETING

(a)An annual meeting of the regular members of the society shall be held not more than fifteen(15) months from the last annual meeting. Members may meet together by any means or places they think fit to consider such matters as may be required or prudent. 50% of members will constitute a quorum and no proxies allowed. Members can vote vocally, by a show of hands, or whatever agreed upon method best fits the circumstances of the meeting.

(b)Members will be notified of the annual meeting by mail, e-mail, or telephone, a minimum of 7 days in advance of the meeting.

(c)A minimum of 50% of the members will be required to carry on business at an annual meeting.

## 10. SPECIAL MEETINGS

Special Meetings can be called by the President or the Executive Director as the need for a Special Meeting arises.

(a)Members will be notified of the Special meeting by mail, e-mail, or telephone, a minimum of 1 day in advance of the meeting.

(b)A minimum of 50% of the members will be required to carry on business at a Special meeting.

## 11. FISCAL YEAR

The financial year of the society shall terminate on the 30<sup>th</sup> day of April each year or on such other date as the Directors may from time to time determine and an audit of F.I.R.E.'s accounts shall be conducted each year, before March 31st. The auditors shall be appointed annually by the Board of Directors.

## 12. AMENDMENT OF BYLAWS

In the future the bylaws can only be changed by a special resolution of the members. A minimum of 75%(3/4) of the members present at the meeting must vote in favor of this Special Resolution.