



The Name of the Society is

The Alberta Native Plant Council Society  
MEMBERSHIP

1.-- Membership fee in the society shall be determined, from time to time, by the members at a general meeting. Any person subscribing to the objectives of the society may become a member upon payment of the fee.

2.-- Any member wishing to withdraw from membership may do so upon a notice in writing 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 two-thirds vote of all members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable.

#### PRESIDENT

3.-- The President shall be ex-officio a member of all Committees. He shall, when present, preside at all meetings of the society and of the Board. In his absence the Vice-President shall preside at any such meetings, and in the absence of both a chairman may be elected by the meeting to preside thereat.

#### BOARD OF DIRECTORS

4.-- Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.

5.-- The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members thereof provided they request the President in writing to call such a meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by ten day's notice in writing mailed to each member or by three days' notice by telegram or telephone. Any four members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided, however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

SECRETARY

6.-- It shall be the duty of the secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. He shall have charge of the Seal of the society which seal whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.

7.-- The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and shall collect and receive the annual dues or assessments levied by the society, such monies to be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as hereinafter required.

TREASURER

8.-- The Treasurer shall receive all monies paid to the society and shall be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He shall properly account for the funds of the society and keep such books as may be directed. He shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as hereinafter set forth of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

9.-- The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the society. The fiscal year of the society in each year shall be April 30  
(Month, Day)

10.-- The books and records of the society may be inspected by any member of the society at the annual meeting provided for herein or at any time upon given reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

### MEETINGS

11.-- This society shall hold an annual meeting on or before April 15 in each year, of which meeting due notice shall be given to all members. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer (or Secretary-Treasurer), and three directors. The officers and directors so elected shall form a Board, and shall serve for a term of two years and until their successors are elected and installed. Any vacancy occurring during this period shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the society.

12.-- Meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered in the mail eight days previous to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in the mail eight days previous to the meeting.

13.-- Five members in good standing shall constitute a quorum at any meeting.

### VOTING

14.-- Any member who has not withdrawn from membership nor has been suspended nor expelled as herein provided shall have the right to vote at any meeting of the society. Such votes must be made in person and not by proxy or otherwise.

### REMUNERATION

15.-- Unless authorized at any meeting and after notice of same shall have been given, no officer or member of the association shall receive any remuneration for his services.

### BORROWING POWERS

16.-- For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money 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, and in no case shall debentures be issued without the sanction of a special resolution of the society.

BY-LAWS

17.-- The By-Laws may be rescinded, altered or added to by a "Special Resolution".

DATED THIS 11<sup>th</sup> day of April 19 98.

NAME (SIGNATURE)	ADDRESS	OCCUPATION
<u>Peter J. Achuff</u>	<u>10730-126 St., Edmonton, Alberta</u>	<u>biologist</u>
<u>J. Deak Johnson</u>	<u>7109-106 St. Edmonton, Alberta</u>	<u>botanist</u>
<u>Cliff W. Swales</u>	<u>615 Deer-Croft Way SE, Calgary</u>	<u>environmental consultant</u>
<u>Julie C. Drapko</u>	<u>11816-135 St., Edmonton</u>	<u>botanist</u>

WITNESS:

NAME (SIGNATURE)	ADDRESS	OCCUPATION
<u>[Signature]</u> <u>AIRN</u>	<u>4203-123 St Edmonton</u>	<u>Biologist</u>