

THE WHITEHORSE RIFLE & PISTOL CLUB

CONSTITUTION AND BYLAWS

REVISED December 5, 2021

Documentation outlining the principles and practice of the organization relating to Membership, meetings, elections, voting, duties of Officers and the financial management guidelines.

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CONSTITUTION

NAME

The name of this organization shall be:

The Whitehorse Rifle & Pistol Club

And, the short name shall be:

WRPC

Originally incorporated as a Society under the provisions of the Societies Ordinance R.O. 1958, c.101,s.1. (Yukon).

PURPOSE AND OBJECTIVES

The purpose of The Whitehorse Rifle & Pistol Club is to provide a safe and appropriate place for individuals, families, and community organizations to participate in the shooting sports; to encourage the development of safe and responsible shooting practices; to promote recreational and competitive target shooting in the various shooting disciplines; to facilitate opportunities for education, instruction and training in the safe use of firearms.

AREA OF OPERATIONS

The Society will conduct its operations primarily at the shooting range located at Mile 3.2 Grey Mountain Road, within the City of Whitehorse, on land leased from the City and identified as Lot 1114, Quad 105D/10

BYLAWS

1 DEFINITIONS AND APPLICATION

1.1 DEFINITIONS

1. The definitions in the Act apply to these bylaws unless context requires otherwise.
2. If there is a conflict between these Bylaws and the Act, the Act shall prevail.
3. In these bylaws:
 - a) "Act" means the Yukon Societies Act and the regulations under the Act as amended from time to time
 - b) "Board of Directors" means the officers and directors of the Society
 - c) "Director" means a member of the Board of Directors who has been designated, elected, or appointed in accordance with the Act
 - d) "General Meeting" means a general meeting of the members of the Society
 - e) "Member" means a person who has been accepted, and who has paid the required annual membership dues
 - f) "Officer" means a member who has been elected or appointed, in accordance with the Act, to manage the affairs of the society
 - g) "Section" means a specific category of shooting such as rifle, handgun, air gun and shotgun or other identified operational activity (e.g., range safety officers, communications, maintenance)
 - h) "Section Leader" means a member of the Society who oversees the activities of a specific section of the Society
 - i) "Shooting discipline" means a specific style of shooting interest within a section.

1.2 APPLICATION

1. These bylaws are intended to be read in conjunction with the Act.
2. The Board of Directors will review these bylaws every two years to ensure relevance.
3. The Society may amend its bylaws by special resolution, but the change is not effective until filed with the Registrar of Societies.
4. An amendment to the bylaws shall be made by deleting, substituting, or adding entire clauses.
5. The notice of the meeting at which a special resolution to change the bylaws is to be voted on shall state:
 - a) the numbered section containing the identified clause(s) to be deleted, if any, and
 - b) the entire text of the clause(s) to be substituted or added.
6. A member may request an amendment to a by-law by:
 - a) submitting a written request, at any time, to the Board of Directors, or
 - b) making a motion to request an amendment to a by-law at the annual general meeting, if this business item is included in the approved agenda.
7. The Directors will consider the merits of the amendment before proceeding. Such consideration shall not be unduly delayed.

1.3 SOCIETY RECORDS

1. Processes and policies will be developed and revised as required, to manage the retention, storage, distribution, access, and disposal of all records created or utilized by the Society for conducting and recording the business of the organization in accordance with the Act.
2. The Society will comply with all Federal, Territorial and Municipal Acts and Regulations that govern and apply to the operation of a shooting club and shooting range, which may require retention of records, maintenance of licenses, permits and approvals.
3. Special attention will be given to all legal requirements and the protection of personal information.
4. The records management plan will also identify a disaster recovery plan and a disposal plan upon dissolution of the Society.
5. Records held by the organization may include documentation of information in various formats including but not limited to paper records, electronic formats, photographs, artwork, awards, and digital recordings.

1.4 SEAL

1. The Directors may adopt a seal for the Society and substitute a new seal.
2. The seal shall be affixed only when authorized by ordinary resolution of the Directors and then only in the presence of the persons prescribed in the resolution, or if no other persons are prescribed, in the presence of the President and
 - a) Secretary-Treasurer, or
 - b) Secretary.

2 MEMBERSHIP

2.1 MEMBERSHIP

1. The Board of Directors is responsible for:
 - a) determining the 12-month period to be designated as the membership year,
 - b) the fee structure,
 - c) establishing criteria for membership, and
 - d) defining membership classifications and voting rights.
2. A person becomes a member once an application and payment of membership dues is received by the Board of Directors.
3. All memberships expire at the end of the membership year.
4. A member in good standing is one who is current in paying their membership dues.
5. Every member shall uphold the constitution and comply with these bylaws and the range rules.
6. Membership privileges may include:
 - a) participation in club activities,
 - b) reasonable access and use of club facilities,
 - c) notice of general meetings,
 - d) voting rights at all general meetings,
 - e) receipt of a copy, without charge, of the Constitution and Bylaws of the Society,
 - f) using and wearing the official crest and colours adopted by the Society, and

- g) examining the operational records of the Society in accordance with the Act.
- 7. A person shall cease to be a member of the Society:
 - a) upon the death of the member or in the case of a corporation, on dissolution,
 - b) on being expelled,
 - c) by failing to remit membership fees when due, or
 - d) by delivering a resignation in writing to the address of the Society.

2.2 TERMINATION OF MEMBERSHIP

1. Membership with this Society may be suspended or terminated for cause.
2. Cause may be considered as, but is not limited to:
 - a) any action or deed which may compromise the safety or well-being of any member,
 - b) any action or deed which may be considered prejudicial to the Society or its purpose, or
 - c) misuse of Society property, facilities, or purpose.
3. The affected member will be provided with reasonable opportunity to defend the charges against them prior to a decision being reached.
4. The Board of Directors will investigate all charges against the member and make their decision based on the available evidence. The decision to terminate membership will be deemed final upon a majority vote of the Board of Directors.
5. A record of decision will be maintained as a confidential document for reference by future executive members.
6. The membership roster will be flagged to alert the Secretary of any issues attributed to the member in question.
7. The President shall ensure a written notice of the decision made by the Board of Directors is sent to the affected member.
8. In the case of suspension, notice will also include the length of time for the suspension and process for re-instatement of full membership privileges and responsibilities.
9. An expelled member may appeal the decision in writing.

3 MEETINGS

3.1 GENERAL MEETINGS

1. The Board of Directors may call a general meeting at any time for any specified purpose and members may, in accordance with the Act, request the Directors to call a general meeting for a specified purpose.
2. General Meetings will be held in person in Whitehorse, Yukon at a time and place chosen by the Board of Directors.
3. The Society is not obligated to facilitate the use of electronic methods such as via teleconference or by video conference at a general meeting.

3.2 ANNUAL GENERAL MEETING

1. The Annual General Meeting shall be held in accordance with the Act at a time and place chosen by the Board of Directors.
2. Business of the annual general meeting will include:

- a) Adoption of the agenda.
 - b) Approval of the minutes of the previous annual general meeting.
 - c) Presentation of various reports, including financial statements and the accountant report, if any.
 - d) Election of the Officers and Directors of the Society. Newly elected Officers and Directors shall be installed effective at the end of this meeting.
 - e) Passing a special resolution to waive a financial review or determine the type of financial review to be conducted, as required in accordance with the Act.
 - f) Appointment of a professional accountant, if required.
3. No other business will be conducted or discussed during this meeting.
 4. Special business shall not be conducted at a general meeting unless notice has been given of the proposal to conduct that business at that meeting.

3.3 BOARD OF DIRECTORS MEETING

1. A meeting of the Board of Directors is reserved for developing the policies and managing the operational requirements of the organization.
2. The Board of Directors will determine the schedule, method, and location for Director meetings.
3. A Directors meeting held by electronic means must permit all participants to communicate with each other and therefore will be deemed to be present at that meeting.
4. During the business of the meetings, the Board of Directors will:
 - a) Review and revise the general operational procedures of the Society,
 - b) Develop and publish policies related to the functions of the Society,
 - c) Discuss and determine final decisions on financial commitments,
 - d) Set agenda items for future general meetings, and
 - e) Maintain a record of decisions.

3.4 NOTICE

1. The Board of Directors will determine the method by which the notice of a general meeting will be communicated and delivered to a member.
2. Notice of a general meeting shall be communicated to each member on the register who is entitled to vote at the meeting for which notice is being given.
3. Notice shall be given to the professional accountant if applicable; however, no other person is entitled to receive a notice of a general meeting.
4. Notice shall be given not less than 14 days or more than 60 days before the meeting.
5. Delivery of notice may include one or more methods such as by email, publishing in local newspapers, posting on the website of the Society and other media sources.
6. The notice shall specify the place, day, and hour of the meeting and, in case of special business, the general nature of the business.
7. Where a special resolution is to be voted on, notice of the meeting shall be given or sent to notify each member entitled to vote at the meeting not less than 10 days before the meeting. The notice shall include the text of the special resolution to be submitted.
8. The accidental omission to send notice of a meeting to a member or the non-receipt of a notice by a member, does not invalidate proceedings at that meeting.

3.5 CHAIRPERSON

1. The President shall be ex officio chairperson at all meetings.
2. The President of the Society, the vice President, or, in the absence of both, one of the other Directors present, shall preside as chairperson of a general meeting.
3. At a general meeting the members present shall choose one of their number to be chairperson if:
 - a) there is no President, vice President, or other Director present within 15 minutes after the time appointed for holding the meeting, or
 - b) the President and all the other Directors present are unwilling to act as chairperson.
4. The chairperson shall not move or propose a resolution and shall not second a motion or resolution proposed by another person.
5. In case of an equality of votes, the chairperson shall not have a casting vote and the motion or resolution is defeated.
6. The chairperson of a meeting of the Board of Directors may propose, move, and vote.
7. All questions of order or procedure with respect to any meeting or action of this Society shall be determined by Bourinot's Rules of Order, as revised from time to time.

3.6 ADJOURNMENT OF MEETINGS

1. A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
2. Except, as required by this bylaw, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.
3. When a meeting is adjourned for 10 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.

3.7 QUORUM

1. The transaction of business at a general meeting requires approval by a prescribed number of voting members present at that meeting.
2. To pass a special resolution at the general meeting convened for that purpose a quorum is the favourable vote of two thirds of those voting members present which includes at least three members of the Board of Directors.
3. To pass any business matter conducted at the annual general meeting a quorum is 15 voting members in addition to three members of the Board of Directors present at the meeting.
4. To pass any business by ordinary resolution at a general meeting or Board of Directors meeting a quorum is the majority of voting members present at that meeting.

3.8 VOTING

1. A member in good standing who is 18 years of age or more, is entitled to vote.
2. Voting by proxy is not permitted.
3. Voting is by a show of hands
4. Voting for the election of Officers is by a show of hands, except where more than one candidate is nominated, then an alternate ballot process may be implemented.

3.9 NOMINATIONS

1. Any member in good standing who is 18 years of age, or more is eligible for nomination to the position of President, vice President, Treasurer, Secretary, Secretary -Treasurer or Director.
2. The nominee, the nominator and the seconder of the nomination must be present at the annual general meeting, be a member in good standing and 18 years of age or more.
3. A member accepting a nomination for a position acknowledges that they are qualified for the position in accordance with the Act.

3.10 ELECTIONS

1. Separate elections shall be held for each office to be filled.
2. If no successor is elected the person previously elected or appointed may continue to hold office.
3. The term of office for all positions will be one year.
4. The Directors shall cease to hold office when their successors are elected at the next annual general meeting of the Society.
5. In the situation where an Officer or Director is appointed part way through the year, they will then serve until the end of the term.

4 OFFICERS AND DIRECTORS

4.1 MEMBERSHIP

1. All officers and directors of the Society must be a member in good standing of the Society, be 18 years of age or more and be qualified to fulfill the obligations of the position in accordance with the Act.
2. The executive officers of the Society shall be the President, the vice-President and either a Secretary -Treasurer or a Secretary and a Treasurer.
3. The Board of Directors shall be a maximum of 10 members to include the executive officers, the immediate past President and five Directors.
4. In accordance with the Act the minimum number of directors cannot be less than three and at least one director must be ordinarily resident in Yukon.

4.2 AUTHORITY

1. The Officers and Directors may exercise all the powers and perform all actions that the Society may direct, to manage the activities and internal affairs of the Society.
2. The authority of the Officers and Directors is subject to:
 - a) all laws affecting the Society,
 - b) these bylaws,
 - c) rules, not being inconsistent with these bylaws, which are made from time to time by the Society in a general meeting, and
 - d) the conduct and execution of the of the Society' affairs based on common business practices.
3. No rule, made by the Society in a general meeting, invalidates a prior act of the Officers or Directors that would have been valid if that new rule had not been made.
4. No act or proceeding of the Directors is invalid only by reason of there being less than the prescribed number of Directors in office.

5. Implementation of the operational activities of the club rests with the Executive.

4.3 APPOINTMENT OF SECTIONS OR COMMITTEES

1. The need to create a Section or Committee will be determined by the Board of Directors.
2. A Section or Committee so formed shall conform to the rules imposed by the Board of Directors.
3. A Section Leader or Committee Chairperson will be appointed by the Board of Directors.
4. A Section Leader or Committee Chairperson may be removed by the Board of Directors upon:
 - a) completion of the assigned activities,
 - b) presentation of their resignation, or
 - c) failure to comply with the objectives of the assigned activity.

4.4 REMUNERATION

1. No Officer or Director shall receive compensation for being or acting as an Officer or Director.
2. An Officer, Director or member in good standing shall be reimbursed for all out-of-pocket expenses necessarily and reasonably incurred while engaged in the affairs of the Society, with prior approval for the expenditure.
3. The Society may, subject to the Act, remunerate a director for services provided by the Director of the Society in a capacity other than as a director.
4. Travel for the business of the Society, approved in advance by the Board of Directors, will be reimbursed.
5. Reimbursement of per diem expenses shall be the lesser of actual expenses or the published Government of Yukon travel allowance rates for meals, accommodations and distance travelled. Receipts are required to support reimbursement.

4.5 REMOVAL FROM OFFICE

1. Any Officer or Director of the Society may be removed from office for cause.
2. Cause may be considered as, but is not limited to:
 - a) Acts of malfeasance of office,
 - b) Misappropriation of funds,
 - c) Misuse of property or facilities, or
 - d) Action, official or personal and considered to be prejudicial to the association or its purpose.
3. Any member in good standing may submit their request for an Officer or Director to be removed from office to the Board of Directors.
4. The Board of Directors will meet with due haste to gather and assess the details of the charges and implement a response plan.
5. At minimum, the response plan will:
 - a) Assess the impact to the organization and if further action is necessary,
 - b) Determine if legal action is required, and
 - c) Outline how the information will be communicated to the membership.
6. The members may then, by special resolution, remove an Officer or Director before the expiration of their term of office.
7. The affected Officer or Director may appeal the decision in writing to the Board of Directors.

4.6 VACANCIES

1. If the office of President becomes vacant for any reason, the vice President shall advance in office.
2. If provision for such advancement fails to fill the office, the Board of Directors shall call a general meeting for the purpose of electing a President.
3. Notice of this meeting will be issued 14 days in advance indicating time, place and purpose.
4. In the event of a vacancy of any other office, the Board of Directors shall appoint a member of the Society to fill said vacancy for the remainder of the term.
5. In the event the number of vacancies on the Board of Directors is reduced to a number that is less than required to form a quorum, the general membership of the Society shall have power to fill vacancies by an election held at any general meeting called for the purpose described.

4.7 RESPONSIBILITIES

4.7.1 President

1. The President is the chief executive Officer of the Society and is responsible for the overall management of the organization.
2. The President shall:
 - a) Supervise the other Officers in the execution of their duties.
 - b) Act as the official spokesperson for all Society related events and activities.
 - c) Preside at all general meetings of the Society and of the Board of Directors, except where these bylaws otherwise direct.
 - d) Issue the call for all general meetings and Board of Director meetings.
 - e) Appoint standing and special committees and cooperate with the chairpersons of those committees to affect regular functioning and reporting of such committees.
 - f) Ensure that regular elections are duly called, noticed, and held.

4.7.2 Vice president

1. The vice president shall:
 - a) Assume the roles and responsibilities of the president with the same authority if the president is unable to perform the duties of the office for any reason.
 - b) Oversee the functioning of such committees as the president shall designate.
 - c) Carry out duties of the society as assigned by the president.

4.7.3 Secretary

1. The Secretary shall:
 - a) Conduct the correspondence of the Society,
 - a) Issue notices of meetings of the Society and Directors,
 - b) Keep minutes of all meetings of the Society and Directors,
 - c) Maintain the register of members,
 - d) Maintain custody of the seal of the Society,
 - e) Maintain care and custody of the records not managed by the Treasurer of the Society, and
 - f) Perform other related tasks as required.

4.7.4 Treasurer

1. The Treasurer shall:
 - a) Receive and record all funds paid to the Society,
 - b) Pay out monies related to Society obligations,
 - c) Confirm completeness and authenticity of all submitted claims,
 - d) Confirm authenticity of expenses charged to any credit card accounts,
 - e) Ensure cheques are signed by the Treasurer and co-signed by one other Officer of the Society,
 - f) Maintain the financial records using basic accounting practices,
 - g) Prepare and submit monthly, quarterly, and annual financial reports, and
 - h) Reconcile accounts held by the Society.

4.7.5 Secretary-treasurer

1. When the Society has a Secretary-Treasurer, that person shall carry out the duties of both as described above.
2. In the absence of the Secretary or Secretary-Treasurer from a meeting, the Directors shall appoint another person to act as a recording Secretary.

4.7.6 Directors

1. The Directors shall:
 - a) act as advisors by presenting the collective interests of the members and Sections to the Board of Directors for review and action as required,
 - b) fulfill specific tasks and duties as may be required from time to time, and as requested by the Executive,
 - c) investigate and review situations involving injury, property damage or a breach of the range safety rules and determine whether remediation or disciplinary action is required, and
 - d) review and revise the general operational procedures and safety rules of the Society as required.
2. The immediate past president of the Society shall be a Director and act as general advisor to the executive and fulfill other tasks and duties as may be required to facilitate the transition of operations to the newly appointed Board of Directors.

5 FINANCE

5.1 FISCAL YEAR

1. The fiscal year shall be January 1st to December 31st.

5.2 FINANCIAL STATEMENTS

1. In compliance with the Societies Act and Regulations, the Treasurer or Secretary-Treasurer will ensure that the financial accounts are prepared in accordance with generally accepted accounting principles.
1. Presentation of the financial statements at the annual general meeting will:
 - a) Consist of a balance sheet and a statement of revenue and expenditures,

- b) Be reviewed and approved by at least two Directors, and
- c) Be signed by the Treasurer or Secretary-Treasurer and one other executive Director.

5.3 PROFESSIONAL ACCOUNTANT

1. This part applies only when:
 - a) the Societies Regulations requires the Society to have a professional accountant, or
 - b) the Society has resolved to appoint a professional accountant.
2. At each annual general meeting the Society may, by passing a special resolution, waive the requirement to appoint an accountant for the fiscal year for which financial statements will be presented at the next year's annual general meeting.
3. In accordance with the Act the Society cannot waive this requirement for more than two consecutive years.
4. In accordance with the Act, the Society will specify the type of financial review to be conducted.
5. The Directors may appoint a professional accountant to fill a vacancy occurring in that office between one annual general meeting and the next.
6. A professional accountant may be removed by ordinary resolution at a general meeting called for that purpose.
7. No Director and no member of the Society shall act as the appointed professional accountant.

5.4 FINANCIAL AUTHORITY

1. Signing authority on bank accounts and other financial instruments of the Society is delegated to two members of the executive where one signatory will always be the Treasurer.
2. Authority for non-discretionary expenditures to meet the day-to-day operational requirements of the Society rests with the executive members.
3. Discretionary expenditures over \$1,000.00 for goods or services necessary for the general operation of the organization, requires approval by a two-thirds majority of the Board of Directors.
4. Approval for capital expenditures for goods or services, more than \$20, 000.00, requires the passing of a motion at a meeting of the Board of Directors followed by the approval of that motion by the membership at a general meeting convened for that purpose.
5. Limits to spending will be identified by approval of an annual operational budget presented at the annual general meeting.

5.5 BORROWING

1. Borrowing is not permitted.

5.6 FEES AND DUES

1. The Board of Directors will determine the fee structure for each membership classification, and for any services or programs rendered by the Society.
2. Changes to the annual membership dues will be communicated to members with at least three months advance notification.
3. The Board of Directors is responsible for developing and revising the operational policy and procedures required for implementing and adjusting the various fees schedules.

5.7 FINANCIAL ACCOUNTS

1. The Society will adhere to generally accepted accounting procedures for the management of the financial records.
2. Transactions may be recorded in paper records and electronic formats, or on web-based systems.
3. All transactions for income or expenses must be supported by invoice or receipt.
4. Where expenses are paid by cheque, they shall be signed by the Treasurer and one other authorized executive Officer.
5. Automatic bank deductions may be established to facilitate the payment of regular recurring services.
6. Charge accounts may be established for the purchase of supplies, services, and equipment.
7. A petty cash account shall be established for the reimbursement of authorized small purchases paid out of pocket.
8. The Society may enter into service contracts, as required, to facilitate the submission and payment of invoices for services rendered by or to the Society.
9. Contracts must be signed by the Treasurer and one other member of the executive.

6 POLICY AND PROCEDURES

1. The Board of Directors is responsible for developing and revising policies and procedures that govern the expected behaviour at the range and the general operations of the organization. The details of these policies and procedures will be maintained separately from the by-laws.

6.1 CONFLICT OF INTEREST

1. The conflict-of-interest policy will require each member of the Board of Directors to disclose their conflict or potential conflict and to excuse themselves from voting on any matter in which they have a conflict.
2. The minutes of a meeting in which a member of the Board of Directors declares their conflict and abstains from casting a vote, will document that action.

6.2 DISSOLUTION OF THE SOCIETY

1. If the Society no longer serves the purpose for which it was incorporated or where the members have lost interest in the Society; the Society may by ordinary resolution apply to the registrar for dissolution.
2. Notice of the general meeting respecting the dissolution must be given to its members and creditors at least 21 days in advance.
3. Assets remaining after all debts have been paid will be distributed to one or more incorporated Yukon societies as determined by a ordinary resolution.
4. The Board of Directors will be responsible for submitting any records as prescribed under the Act and the final reports and reconciliation of the affairs of the Society to the Yukon Registrar of Societies.

6.3 HARASSMENT

1. Aggressive, abusive, or harassing behaviour will not be tolerated.
2. The Board of Directors will develop, revise and communicate a policy outlining the expectations related to respectful behaviour by all members, users and visitors.
3. The Board of Directors will investigate any report of aggressive, abusive or harassing behaviour that occurs within the operational authority of the organization and take appropriate remediation.

6.4 INCIDENT REPORTING

1. All incidents involving injury to persons or damage to property will be investigated by the Board of Directors.
2. Where required, notification will be made to the appropriate agency or authority within the identified reporting period.
3. A summary report will be provided to the membership at a general meeting and will include any remediation required to reduce future risk of injury or damage.

6.5 PARTISAN ACTIVITIES

1. The organization as an entity will refrain from commenting on or participating in any activity that will bias the philosophy of the organization or jeopardize the credibility or values of the organization, and by the extension, its members.

6.6 PHILANTHROPY

1. The Board of Directors will develop a process for managing both the receipt of donations to the organization and the contribution of services or funds to other community organizations.
2. The Treasurer will account for the receipt and disbursement of these funds as a separate budget item within the general accounting.