

**BY- LAWS**  
**WILDLIFE REHABILITATION SOCIETY OF SASKATCHEWAN**  
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## **ARTICLE I - NAME**

The name of this organization shall be the "Wildlife Rehabilitation Society of Saskatchewan Inc. ("WRSOS") (hereinafter referred to as "the Organization").

## **ARTICLE II - GOALS AND AUTHORITY TO TRANSACT BUSINESS**

### **Section A - The Objectives of the organization are:**

- (1) to ensure that injured and orphaned wildlife receive qualified animal care and animal disposition based on a qualified diagnosis.
- (2) to provide training to volunteers in the proper care and treatment of injured and orphaned wildlife with the intention of returning them to the wild.
- (3) to promote public awareness of wildlife rehabilitation and its contribution to conservation and appreciation of wildlife.
- (4) to facilitate information exchange on the best care and treatment of injured and orphaned wildlife.
- (5) to provide public education about the value of wildlife.
- (6) to support scientific understanding of rehabilitated wildlife.

### **Section B - Authority to transact business:**

The authority to transact the business of the Organization shall be vested in the Board of Directors which will have the power to delegate. The affairs of the Organization, therefore, shall be carried out by the officers and the various committee chairs under the guidance of the said Board.

## **ARTICLE III - MEMBERSHIP**

### **Section A:**

Membership in the organization shall be open to any individual upon application theretofore and accompanied by the prescribed annual dues.

### **Section B:**

Membership fees shall be determined by the Board of Directors and approved by the membership at an annual general meeting. Membership shall commence from the dates of the acceptance into the Organization and continue to April 1 of the next year.

### **Section C:**

Membership fees shall be payable upon application for membership and thereafter on April 1. Any membership in arrears after 30 days payable shall automatically terminate. The Board shall have the right to grant membership to any person, firm or corporation in consideration of dues or donations to the Organization.

### **Section D - Categories of Membership:**

All members shall be one of the following levels:

**Level I, Supporter:** Basic membership supports the Organization to achieve its objectives.

**Level II, Volunteer:** Members can receive training within the Organization to participate in various volunteer activities.

**Level III, Rehabilitator:** Members who are licensed as Rehabilitators by the Provincial and/or Federal government. Training opportunities may be facilitated by WRSOS.

**Section E:**

Any member may be expelled from membership for any reason deemed to be prejudicial to the best interests of the Organization by a vote of three-quarters of the members of the Board of Directors present at a meeting of which at least twenty-one days written notice specifying the purpose thereof, shall have been given to each Director and the member proposed for expulsion.

**ARTICLE IV - OFFICERS**

The elected officers shall be a President, Vice-president, Secretary, Treasurer and they as a group, as well as the Past-President, shall be called the Executive. Chairperson of Executive meetings shall be the President. The officers shall be elected into office for a two year term with President and Secretary Offices being elected on alternating years from Vice President and Treasurer Offices. Officers may run for re-election at the completion of their term.

**ARTICLE V - BOARD OF DIRECTORS AND THEIR ELECTION**

**Section A - Board of Directors:**

The Board of Directors (hereinafter called the Board) shall consist of the Executive with no more than eleven (11) directors and no less than three (3). All Board members must be of the age of 16 years or older. The business and activities of the Organization shall be conducted by the Board which may name such committees, as it deems necessary, and appoint such members thereto as may be requisite to the functioning thereof, to hold office for such time as the Board deems expedient. In the event of a vacancy on the Board, the remaining Directors may appoint a replacement from the membership to hold office during the unexpired term. The Board shall have full control of the funds of the Organization and shall report to the annual meeting upon the year's work.

**Section B - Nominations:**

There shall be a nominating committee consisting of the President, the immediate Past-president, and such other members as they may appoint. It shall be the duty of the Nominating Committee, after receiving consent of each proposed nominee, to present to the Annual Meeting a list of the nominees for election as Officers and Directors of the Organization. Nominations may be made by members provided that: (1) the nomination paper is signed by a member, (2) it also has the signature of the nominee, who must be a member in good standing, indicating a willingness to serve, and (3) nomination papers are provided at the Annual General Meeting so that nominations from the floor may be made. A call for nominations at the Annual General Meeting shall be done three times.

**Section C - Elections:**

The Board, excluding the immediate Past President, shall be elected by ballot or a show of hands at the annual meeting of the Organization. If there is only one nominee for any office, the Chairperson will accept the nominee by acclamation. A majority vote shall elect. No Board

member shall hold more than one office at any one time, and no officer shall be eligible to serve more than two (2) consecutive terms in the same office, unless otherwise approved by the Board.

## **ARTICLE VI - DUTIES OF OFFICERS**

### **Section A - President:**

The President shall:

- preside at all meetings of the Board and all General Meetings and be ex-officio member of all committees
- shall have general supervision of all activities of the Organization and perform such duties as may be assigned by the Executive.
- shall be the official representative of the Organization.

### **Section B - Vice-President:**

The Vice-President shall:

- perform the duties of the President in her/his absence and perform such duties as may be assigned by the Executive.

### **Section C - Secretary:**

The Secretary shall:

- keep an accurate record of all general, Executive and Board meeting of the Organization and be prepared to make reference thereto when requested to do so.
- conduct all correspondence as directed by the Board, and give adequate notice to each member of the Board, the Executive and general membership of their various meetings.
- as well s/he shall perform such other duties as the Directors may from time to time request.

### **Section D - Treasurer:**

The Treasurer shall:

- handle all funds of the Organization;
- make disbursements upon authorization of the appropriate officer, providing the budget approval has been obtained;
- be responsible for the deposit of all moneys and other valuable effects in the name and to the credit of the Organization;
- keep an accurate record of all funds;
- report to the Board and the general membership on the examination of the Organization's records by a qualified auditor;
- file the necessary returns with Revenue Canada as required;
- perform such other duties as the Directors may from time to time request.

### **Section E - Remuneration:**

Directors or officers may only be remunerated for expenses incurred on behalf of the Organization funds permitting, and on approval by the Board.

## **ARTICLE VII - COMMITTEES**

The Board shall have power to establish such standing and special committees as it deems necessary.

## **ARTICLE VIII - MEETINGS AND QUORUMS**

### **Section A - Annual General Meetings:**

The annual meeting of the members of the Organization shall be held during the first three (3) months of the Organization's fiscal year at such place and time as the Board may determine. The Board shall give all members a minimum of 30 days written notice of the AGM.

### **Section B - Special Meetings:**

Special meetings of the Organization may be called by the Board when required, or on request in writing to the Secretary of ten (10) members of the Organization. The Secretary shall give notice of special meetings and the reason for calling it. At these meetings, no business other than that specified in the notice calling the meeting shall be transacted.

### **Section C - Board Meetings:**

Board meetings shall be held as often as the business of the Organization may require. Such meetings shall be called by the President or the Vice-President on a minimum of seven (7) days notice to each Board Member.

### **Section D - Executive Meetings:**

Executive meetings shall be held at the call of the chair on such reasonable notice as can be mutually agreed upon. The purpose of these meetings shall be to expedite the business of the Organization at the Board Meetings. In addition, the minutes of the Executive meeting or a written report of action taken will be reviewed by the Board and presented to the Board for acceptance, modification or rejection.

### **Section E - Quorum:**

Two-thirds of the current Board members shall constitute a quorum of the Board. Three (3) members shall constitute a quorum of the Executive. Quorum for an Annual General Meeting is ten (10) members.

### **Section F - Organization Year:**

The financial (fiscal) year of the Organization shall be April 1 to March 31 of the following year.

### **Section G - Voting Privileges:**

Each member personally present, of the age sixteen (16) years and more, and in good standing shall have voting privileges at any meeting of the general membership. Voting at a meeting of members shall be by a show of hands except where a ballot is demanded by a member. A member may demand a ballot before any vote is taken.

## **ARTICLE IX - FINANCE**

The accounts and books of the Organization shall be made available to and reported on in a financial statement by the Treasurer or a bookkeeper at least once in each year. Should an external review or audit by an accountant be required, one will be appointed at the Annual General Meeting.

All monies belonging to the Organization shall be deposited in its name in a bank account at a branch of a chartered bank, credit union or trust company as the Board may select. All cheques issued upon the Organization's bank account shall be signed in the name of the Organization by any two of the President, Vice-President, or the Treasurer.

## **ARTICLE X - PUBLICATIONS**

There will be an official publication of the Organization. Notices therein shall be construed as the official notice of the Organization and will have the same force and effect as if contained a personal notice delivered to each member of the Organization. The Organization may participate in other publications and documents necessary to fulfill its position in the community as set forth in the objects of the Organization (Article II).

## **ARTICLE XI - PARLIAMENTARY AUTHORITY**

Robert's Rule of Order Newly Revised shall apply on all questions of procedure and parliamentary law not specified in these by-laws.

## **ARTICLE XII - AMENDMENTS**

Notice of intent to amend the bylaws shall appear in notice to the membership at least 30 days prior to the annual meeting of the Organization. A two-thirds majority of the members present voting is required to amend the by-laws. Such amendment, alteration or addition shall be of no force of effect until the same has been filed with the Director of Non-Profit Corporations, and a copy thereof bearing an endorsement to that effect has been received by the Organization.

## **ARTICLE XIII - DISSOLUTION**

In the event of winding down or dissolution of the Organization, all its remaining assets after payment of its liabilities shall be distributed to a registered charitable organization within Canada whose aims and objects are of a similar nature to those of this Organization and determined by Board Motion.