

CONSTITUTION OF THE
FRONTENAC RIFLE AND PISTOL CLUB (2007)

ARTICLE 1	NAME
ARTICLE 2	AUTHORITY
ARTICLE 3	OBJECTIVES
ARTICLE 4	MEMBER QUALIFICATIONS AND RIGHTS
ARTICLE 5	MEMBER CATEGORIES AND FEES
ARTICLE 6	CLUB ADMINISTRATION
ARTICLE 7	MEETINGS
ARTICLE 8	RULES OF ORDER
ARTICLE 9	AMENDING FORMULA

FRONTENAC RIFLE AND PISTOL CLUB (2007)

CONSTITUTION

This constitution is made this 8th day of June, 2008 and is approved by the required majority of members at the first general meeting of them, and does replace and supersede any previous constitution. This constitution is also hereby amended as so approved at the annual general meeting held on 21 September 2014.

ARTICLE 1 - NAME

- 1.1 The official name of the organization shall be "Frontenac Rifle and Pistol Club (2007)"; hereinafter referred to as "FRPC". The head office shall be located at 1096 McAdoo's Lane, Kingston, Ontario and all meetings of the FRPC shall be at this location.

ARTICLE 2 - AUTHORITY

- 2.1 The FRPC is incorporated under the Ontario Corporations Act as a Not For Profit Corporation.
- 2.2 The FRPC is a chartered organization operating under the authority of the Chief Firearms Officer of Ontario; hereinafter referred to as the "Authority" unless and until legislative changes determine otherwise.
- 2.3 In the event that any provision of the constitution, bylaws or rules of operation of the range should *prima facie* contravene a mandatory requirement of the Chief Firearms Officer for Ontario, or said officer's successor in authority, then this constitution, bylaws and rules shall be and hereby are amended to give effect to such requirement to the extent of said contravention.

ARTICLE 3 - OBJECTIVES

- 3.1 The objectives of the FRPC shall be:
 - a. the encouragement of safe and organized shooting for members and guests with interest and attention distributed across all disciplines;
 - b. to promote safe and proficient use of firearms in a social group environment;
 - c. to provide recreational facilities incidental to the use of such firearms;
 - d. to further the characteristics of honesty, self discipline, team play and good fellowship among shooters;

- e. to further develop the ownership and practice with firearms as a lawful sport;
- f. to purchase, lease, hire or otherwise acquire any real or personal property or any rights or privileges which the Corporation determines necessary for the Corporation, its Objects or activities;
- g. to receive gifts and bequests in furtherance of the Objects of the Corporation;
- h. to invest the funds of the Corporation in such manner as determined by the Directors. In making such investments the directors shall not be subject to the *Trustee Act* provided that such investments are reasonable, prudent and sagacious under the circumstances and do not constitute either directly or indirectly a conflict of interest; and
- i. for the above objectives, and as Incidental and ancillary thereto, to exercise any of the powers as prescribed by the *Corporations Act*, or by any other statutes or laws from time to time applicable, except where such power is limited by these letters patent or the statute or common law relating to not-for-profit corporations.

ARTICLE 4 - MEMBER QUALIFICATIONS AND RIGHTS

- 4.1 All persons who were voting members in good standing of the Frontenac Rifle and Pistol Club Limited on the 30th day of April 2008, be and hereby are members of the Frontenac Rifle and Pistol Club (2007).
- 4.2 All members shall abide by the rules and regulations as may be properly established by the Directors in accordance with the By-laws.
- 4.3 Probationary membership will be available to those applicants who apply on the prescribed form, and:
 - a. who in the opinion of a majority of the Directors are of good behaviour and moral character;
 - b. declare their support for FRPC Objectives 3.1 a.-e. inclusive; and
 - c. hold a valid Firearms License or in the case of a minor, a valid Minor's Firearms License.
- 4.4 An applicant's probationary period shall not commence, and the applicant does not become a probationary member, until a valid Firearms License has been issued in their name.
- 4.5 A person who is a probationary member shall have all the rights and privileges of a non-probationary member, save and except that the probationary member shall not be entitled to vote at any meeting of the FRPC.
- 4.6 The period of probationary membership shall continue for a period of one year from the date of acceptance as a probationary member, and after that year, until the day before the

next Annual General Meeting. Passage of this time alone shall not promote a probationary member to non-probationary membership.

- 4.7 A probationary member, prior to becoming a non-probationary member, may be obliged to successfully complete a period of training as specified from time to time by the Directors.
- 4.8 A probationary member who has completed the probationary period, has successfully completed such training as may be prescribed and has complied with the provisions of Article 4.3 b. and c., shall be recommended by the Secretary to the FRPC Directors for non-probationary membership.
- 4.9 The FRPC Directors, at a Directors' meeting immediately prior to an Annual General Meeting, shall annually promote to non-probationary membership those probationary members who have completed their probation in all respects and who have been approved for promotion by the Directors at such Directors' meeting by simple majority.
- 4.10 The FRPC Directors, by a two-thirds majority vote at any proper meeting of them, may at any time suspend or terminate the membership of any non-probationary or probationary member who, in the opinion of the Directors acting reasonably, no longer fully supports one or more of Objectives 3.1 a.-e. of the FRPC. Such person so terminated or suspended shall receive a pro-rated refund of their membership fee paid for that year, and this refund, as a condition of membership, shall represent payment in full of a full and final release of the FRPC from any claim (other than damages for physical injury) by that person.
- 4.11 Only a non-probationary member who has completed one year of non-probationary membership shall be entitled to stand for election or be appointed as a Director.

ARTICLE 5 - MEMBERSHIP CATEGORIES & FEES

- 5.1 Membership categories applicable to both probationary and non-probationary members shall be categorized and defined as determined by the Directors and as laid out in the By-laws. Annual membership fees for the categories of membership shall be as determined by the Directors.

ARTICLE 6 - FRPC ADMINISTRATION

- 6.1 The FRPC shall be administered by Nine (9) Directors. All Directors shall be elected by a simple majority of the non-probationary membership with the exception of the position of Past President which will be held by the outgoing President following the elections at an Annual General Meeting.
- 6.2 The method of election and the period of service of the Directors and their duties shall be as defined in this Constitution.

6.3 Directors:

- a. Shall be elected from the non-probationary membership by a simple majority of the membership voting at an Annual General Meeting of the club;
- b. Shall serve a term of three (3) years, however a Director who has completed a term of office may stand for re-election;
- c. Shall make decisions on day to day matters regarding the operation of the club and those relating to club policy;
- d. Shall provide nominations and appoint from among the non-probationary membership to fill vacancies on the Board of Directors as may arise. A Director who is appointed to the Board must be elected by a majority of club members voting at the next Annual General Meeting or the appointment ceases following the Annual General Meeting;
- e. Shall empower the President and Treasurer or Secretary and Treasurer with signing authority for financial expenditures and the request for members' authorization to transport (ATT) permits for restricted firearms where applicable;
- f. Shall carry out their duties without prejudice towards any member of the club or any invited guest;
- g. May from time to time appoint or hire a general manager or manager, who if a Director, may be, but need not be called a Managing Director and may delegate to that person power to manage the day to day running of the property and/or club affairs as directed by the Board of Directors;
- h. May from time to time set aside such sums as they deem fit as a reserve fund to meet contingencies for repairing, improving and maintaining any of the property of the club, replacing wasting assets or for such other purposes as the directors shall think conducive to the good of the club; and
- i. May from time to time appoint such person or persons as they deem necessary to carry out the objectives of the FRPC.

6.4 Executive Committee of the Club. Only Directors may be elected to the Executive Committee. The Executive Committee shall be comprised of the President, Vice President, Secretary, Treasurer and the Past President and shall be elected by the Directors from among themselves.

a. The President:

- i) Shall be elected by the Board of Directors and serve a term of three (3) years. However, a President who has completed a term of office may stand for re-election;
- ii) Shall be the chief executive officer of the Club and shall sign all instruments related to Club business;
- iii) Shall preside over all meetings of the Club, the Directors, and the Executive Committee;
- iv) Shall hold a seat on any standing committee put in place;

- v) Shall be responsible for the proper functioning of the Club and its day to day operations; and
- vi) Shall call meetings as required.

b. The Vice President:

- i) Shall be elected by the Board of Directors and serve a term of three (3) years. However, a Vice President who has completed a term of office may stand for re-election;
- ii) Shall in the absence of the President, preside at all meetings of the Club, the Directors, and the Executive Committee; and
- iii) Shall perform such duties as are assigned to him by the President and the Executive Committee.

c. The Secretary:

- i) Shall be elected by the Board of Directors and serve a term of three (3) years. However, a Secretary who has completed a term of office may stand for re-election;
- ii) Shall keep all files and records of the Club including minutes of all meetings, and names and addresses for all members;
- iii) Shall record minutes of all meetings and enter them into the Minutes Book of the Club after acceptance by the Board of Directors and signature of the President. In the absence of the Secretary, any Director or such other person as designated by the Directors, may be called upon to take minutes and ensure these are placed into the Minutes Book of the Club;
- iv) Shall attend to all correspondence, including new issuance and renewals of "Authorizations To Transport" for restricted firearms (if applicable);
- v) Shall be responsible for the collection of all membership fees and coordinate such deposit of fees with the Treasurer; and
- vi) Shall look after all Club correspondence.

d. The Treasurer:

- i) Shall be elected by the Board of Directors and serve a term of three (3) years. However, a Treasurer who has completed a term of office may stand for re-election;
- ii) Shall have care and custody of all funds and securities and deposit same in the name of the corporation as directed by the Board of Directors, and shall take charge of all financial records related to Club business;
- iii) Shall sign or counter-sign cheques, drafts, notes for payment of bills in a timely manner as required. They shall when requested at a reasonable time exhibit their books and account statements to the Board of Directors;
- iv) Shall arrange all documentation required for submission to accountants for tax filings following the end of the fiscal year;
- v) Shall lead the Board of Directors in laying out an annual budget, and present a draft to the Board at a date to be determined;
- vi) Shall provide a financial overview in a manner to be determined by the Board at every regularly-scheduled meeting of the Board;
- vii) Shall arrange to secure annual membership liability insurance as required to cover appropriate membership through whatever affiliation is in effect (i.e. Shooting Federation of Canada or alternate); and
- viii) Shall arrange to secure annual general commercial liability insurance as deemed appropriate by the Executive Committee, and in no event less than in the amount of \$2 million dollars, and for clubhouse, grounds and other outbuildings and structures.

e. The Past President

- i) Shall remain on the Board of Directors in a non-voting capacity for one year following the end of his term as President or, if that person so chooses, until a new Past President becomes available.

ARTICLE 7 - MEETINGS

7.1 Directors' Meetings:

- a. A quorum for such meeting shall be a majority of Directors and shall be held quarterly if required.
- b. Shall be called for the purposes of attending to general club business, (i.e. ATT permits, range rental, etc) as well as other Club-related matters

requiring input of the Directors and shall require a minimum of 7 (seven) days notice.

- c. Special or Emergency meetings if/when required by special circumstance can be called by the Directors providing as much notice as possible has been given to achieve a quorum.

7.2 Annual General Meetings:

- a. Notice of any and all Annual General Meetings shall be posted in hard copy on club property and posted on the front page of the web-site at www.frpc.ca at least 21 days prior to the date of the AGM.
- b. A quorum for the Annual General Meeting shall be at least 50 non-probationary members in good standing (including the Directors) in person or by proxy.
- c. Any member (non-probationary or probationary) may attend the Annual General Meeting. Only non-probationary members in good standing may vote at the meeting.
- d. Completed Financial reports for the year ended shall be made available for review by all members at the Annual General Meeting.
- e. Nominations shall be accepted for the position of Director, if received in writing 6 weeks prior to the date of the Annual General Meeting each year. Elections shall be held to elect up to three (3) new Directors so as to cause nine (9) Directors positions to be filled.
- f. The elected Board of Directors shall meet immediately following the Annual General Meeting to elect the Executive Officers and fill any vacant Executive Officer position. Criteria for election as an Executive Officer will be the holding of the position of a Director for at least 2 years and to hold a valid Restricted PAL.

ARTICLE 8 - RULES OF ORDER

- 8.1 In all matters not covered by this Constitution or the By-Laws, the Corporations Act (r.s.o. 1990, Chapter 38) and Robert's Rules of Parliamentary procedure shall prevail.
- 8.2 All motions, when properly presented and seconded shall, by a majority vote of the members, be adopted unless any greater degree of majority is otherwise specified in the Constitution or By-laws.
- 8.3 In case of a vote being a tie, the President shall cast the deciding vote.
- 8.4 All questions and replies must be addressed through the chair.

ARTICLE 9 - AMENDING FORMULA

9.1 Amendments to the Constitution:

- a. May only be made at Annual General Meetings and must be received in written draft form by the Board of Directors at least sixty (60) days prior to the Annual General Meeting and be debated and voted on by the Board of Directors at a Special Meeting called for that purpose. A two thirds majority vote by the Directors in favour of the amendment(s) will result in a "Recommended" notation. Less than a two thirds majority vote by the Directors will result in a "Not recommended" notation added to the Notice of Proposed Amendment.
- b. Must be posted in draft form on club property, with notation by the Board of Directors, at least twenty one (21) days prior to the Annual General Meeting for review by all members.
- c. Must be passed by a two-thirds majority vote of non-probationary members in good standing voting at the Annual General Meeting in person or by proxy.
 - a. Shall become effective immediately if so passed at the Annual General Meeting.

9.2 When required due to unforeseen events, amendments to the By Laws may be made by resolution of the Directors at a Special Meeting called for that purpose.

Revised :
25 July 2012
21 Sept 2014