



CFAR SOCIETY
Circle for Aboriginal Relations



Meeting Held

September 18, 2009
Time: 1:30 to 2:00pm

Location

Edmonton Marriott at Cree River Resort
300 East Lapotac Blvd.
Enoch, Alberta
T7X 3Y3

In attendance

Barry Brisson, Christine Schreuder, Janais Turuk, Wayne Erasmus, Todd Belot, John Twyman, Lloyd Martell, Pat Hammerschmidt, James Blackman, Orlando Alexis, Sandy Sanderson, Gareth Spicer, Alfred L'Hirondelle, Gerry Laslo, Jacob Handel, Irene Smith, Julie Hindbo, Leona Small, Howard Mustus Jr., Kuni Albert

Agenda

1. Welcome
2. Chairperson's message
3. Approval of Agenda
4. Approval of Minutes from 2008 AGM
5. Special Resolutions: CFAR BY-LAWS
6. Treasurer's report - CFAR Financials for period ending March 31, 2009
7. Recommended slate of nominations
8. Nominations from the floor
9. Election of Directors
10. Adjournment

Minutes

1. Welcome (Barry Brisson)
2. Chairperson's message
 - Barry Brisson provided a review of the 2008/2009 CFAR year, successes and challenges
3. Approval of Agenda
 - Barry Brisson presented the proposed AGM agenda to those in attendance
 - Barry Brisson requested a motion to approve the AGM agenda
 - Motion: John Twyman
 - Seconded: Janais Turuk
 - All in favour
4. Approval of Minutes from 2008 AGM

- Barry Brisson presented minutes from the 2008 AGM
 - Barry Brisson requested a motion to approve minutes from the 2008 AGM
 - Motion: unknown
 - Seconded: unknown
 - All in favour
5. Special Resolutions: CFAR Bylaws
- Barry Brisson presented proposed amended CFAR Bylaws to those in attendance
 - Barry Brisson requested a motion to approve the amended CFAR By Laws
 - Motion: Gerry Laslo
 - Seconded: Sandy Sanderson
 - All in favour
6. Treasurer's Report – CFAR financials for period ending March 31, 2009
- Barry Brisson presented the 2008/2009 CFAR financials to those in attendance.
 - Barry Brisson requested a motion to approve the 2008/2009 CFAR financials
 - Motion: Janais Turuk
 - Seconded: Wayne Erasmus
 - All in favour
7. Recommended slate of nominations
- Barry Brisson presented a list of CFAR members seeking election to the Board of Directors; the following CFAR members were put forth for election to the 2009/2010 Board of Directors:
 - Wayne Erasmus
 - Todd Belot
 - Gareth Spicer
 - Lloyd Martell
 - Sandy Sanderson
 - Helen Evans
 - Carol Wildcat
 - Orlando Alexis
 - James Blackman
 - Barry Brisson requested a motion to elect the above-listed CFAR members to the 2009/2010 CFAR Board of Directors.
 - Motion: Janais Turuk
 - Seconded: John Twyman
 - All in favor
 - Barry Brisson presented a list of 2008/2009 CFAR Board of Directors seeking to remain on the Board during the 2009/2010 CFAR year; the following CFAR Board of Directors seeking to remain on the CFAR Board are as follows:
 - Barry Brisson
 - Rob Barber
 - Nora Flett
 - Jacob Handel
 - Tweela Nepoose
 - Janais Turuk
 - Ben Brunnen
 - David Turner
 - Vivienne Beisel
 - Gerry Laslo

- Barry Brisson requested a motion to approve the above-listed Board of Directors return for the 2009/2010 CFAR year.
 - Motion: Sandy Sanderson
 - Seconded: Wayne Erasmus
 - All in favour
 - Barry Brisson presented a list of CFAR members seeking election to the CFAR 2009/2010 Executive; the following names and positions were presented to those in attendance:
 - Janais Turuk – Chair
 - Sandy Sanderson – Treasurer
 - Gareth Spicer - Secretary
 - Barry Brisson requested a motion to approve 2009/2010 Executive positions
 - Motion: Jacob Handel
 - Seconded: Wayne Erasmus
 - All in favor
 - Barry Brisson noted that currently, there is not a nomination for the Vice Chair position
8. Nominations from the floor
- Gerry Laslo nominated Alfred L'Hirondelle to the CFAR Board of Directors
 - Barry Brisson indicated that only CFAR members can be nominated to the Board of Directors; a CFAR Board member will contact Alfred to discuss his membership status as well as potential election to the Board of Directors.
- Action Item:** CFAR Board member to follow up with Alfred L'Hirondelle to discuss membership status and potential election to the Board of Directors.
9. Election of Directors
- See Item No. 7
10. Adjournment
- Barry Brisson provided closing remarks
 - Meeting adjourned

APPENDIX I

2008 CFAR AGM MINUTES

Circle for aboriginal relations (CFAR) society



September 24, 2008 3rd Annual General Meeting

Edmonton Petroleum Club – 11110 108 Street N.W. Edmonton, AB

CFAR AGM Attendance:

Larry Veilleux – Golder Associates, Barry Brisson – NEB, Christine Schreuder – CFAR, Rob Barber – ERCB, Nora Flett – Nora Flett & Associates, Susan Barthel – Métis Settlements General Council, Cliff Supernault – Supernau Ventures, Jacob Handel – Husky Energy, Bob Phillips – Alberta Research Council, Amanda Barker – Pembina Pipelines, Darryel Sowan – Treaty 8, Pat Hammerschmidt – Horizon North, Craig Barraclough – CFB and Associates, Jennifer Findlay – Talisman Energy, Jennifer Hogan – Talisman Energy, Julie Hindbo – Talisman Energy, Paul Perkins – Talisman Energy, Laura Tustian – Talisman Energy, Andy Popko – EnCana, Judy Best-Plamondon – Syncrude, Ted Muise – Syncrude, Fraser Paterson – Alliance Pipelines, Gerry Laslo – Sunchild First Nation, Joseph Jobin – Alberta Environment, Crystal Stamp-Cardinal – Alberta Environment, Melanie Daniels – Alberta Environment, Kim Shade – Alberta Environment.

September 24, 2008 3rd Annual General Meeting

CFAR AGM Chair: Craig Barraclough

Presidents Report: (see Rob's notes)

Rob Barber provided some background information on the history of CFAR relative to meeting initial goals, the desire of the membership to achieve accreditation for the Aboriginal Relations Profession. He also touched on succession planning and introduced CFAR part time Office Manager, Christine Schreuder.

Treasurers Report:

Barry Brisson advised the attendees at the AGM that CFAR has an audit committee and at the last Audit committee Meeting the committee recommended approval of financial report. Barry touched on the highlights of the financial report. See attached Financial Statements.

Rob Barber commented that we have a significant balance in the bank, the majority of which is to be used for the accreditation process. He further pointed out that the cost of the accreditation process is yet undetermined, but may be significant.

Craig Barraclough requested approval of the appointment of the Standing Audit Committee: David Turner, Domenyk Leach, Barry Brisson, Craig Barraclough, and Norrine Samson

Motion to appoint Audit committee members as identified:

Rob Barber moved

Gerry Laslo seconded the motion,

All in favour, motion carried.

Motion to accept: Barry Brisson as Chair for CFAR

Moved by Cliff Supernault

Seconded by Gerry Laslo

All in favour, motion carried.

Motion to accept Ted Muise as Treasurer for CFAR.

Moved by Jacob Handel

Seconded by: Barry Brisson

All in favour, motion carried.

Motion to accept Karen McCullough as Secretary for CFAR

Moved by Ted Muise

Seconded by: Pat Hammerschmidt

All in favour, motion carried.

Motion to accept Bob Phillips as 2nd alternate Secretary for CFAR

Moved by Gerry Laslo

Seconded by Cliff Supernault

All in favour, motion carried.

Motion to accept Janias Turuk as Vice President for CFAR;

Moved by Jacob Handel

Seconded by Larry Veilleux

All in favour, motion carried.

Directors at Large:

Rob introduced the new directors and called for a motion to accept all the new board of Directors. These directors are:

Teri Villebrun

Andy Redcrow

Vivienne Beisel

Bob Phillips

Ted Muise

Norrine Samson

Rachelle McDonald

Ben Brunnen

Motion to accept all new board members.

Moved by Cliff Supernault

Seconded by Barry Brisson

All in favour, motion carried.

Point of order, need to accept the financial statement:

Motion to accept financial statement

Moved by Gerry Laslo

Seconded by Cliff Supernault

All in favour, motion carried.

Accreditation committee: Craig Barraclough, Art Cunningham, Catherine Pennington, Nora Flett
and new volunteers Bob Phillips, Jennifer Findlay, Julia Hindbo

Craig declares AGM closed.

APPENDIX II

CFAR SPECIAL RESOLUTION: BYLAW AMENDMENT



**CERTIFIED COPY OF A SPECIAL RESOLUTION OF THE MEMBERS OF
CIRCLE FOR ABORIGINAL RELATIONS SOCIETY
(the "Society")**

Resolved, as a Special Resolution, that:

1. All of the previous by-laws of the Society have been rescinded and replaced, as attached as schedule "A" to this Special Resolution;
2. The attached by-laws contain provisions for all of the items described in Section 9(4) of the Act, and do not contradict any part of the Act or Regulations.

The undersigned hereby certifies that the foregoing is a true and complete copy of a Special Resolution of the Members of Circle For Aboriginal Relations Society which was duly passed by the Members of Circle For Aboriginal Relations Society cast at a special general meeting of the Members duly called for that purpose and held on the 18th day of September, 2009, and that a true copy of the bylaws referred to in said Special Resolution is attached hereto.

Dated this 18th day of September, 2009.



Barry Brisson:

President:

**BY-LAWS
OF
CIRCLE FOR ABORIGINAL RELATIONS SOCIETY**

1. Definitions

1.1 In these By-laws, unless the context otherwise requires:

- (a) "Act" means the *Societies Act*, R.S.A. 2000, c. S-14, as amended from time to time, or any statute or statutes substituted therefore;
- (b) "Board of Directors" or "Board" means the Board of Directors from time to time of the Society;
- (c) "Society" means **CIRCLE FOR ABORIGINAL RELATIONS SOCIETY**.

Words importing the singular gender include the plural and vice versa; words importing gender include the masculine, feminine and neuter genders; and words importing persons include individuals, bodies corporate, partnerships, trusts and unincorporated organizations.

1.2 The headings used throughout these By-laws are inserted for reference purposes only, and are not to be considered or taken into account in construing the terms or provisions of any section nor to be deemed in any way to qualify, modify or explain the effect of any such terms or provisions.

2. Head Office

Unless changed in accordance with the Act, the Head Office of the Society shall be the City of Calgary, in the Province of Alberta.

3. Corporate Seal

The corporate seal of the Society shall be in the form as approved by the Board from time to time. The corporate seal shall be kept in the custody of the Secretary or nominee of the Secretary, and shall be affixed to documents signed on behalf of the Society by the President and the Secretary, or by such other person or persons as may be specifically designated by the Board.

4. Membership

4.1 Members. Any person residing in Canada, and being of the full age of 18 years, may become a member upon payment of the membership fee. The membership fee, if any, in the society shall be determined, from time to time, by the board at a meeting of the Board. Any member in good standing shall be eligible to hold any office in the Society.

4.2 Withdrawal of membership. Any member wishing to withdraw from membership may do so upon giving notice in writing to the Board through its Secretary of his or her intention to withdraw from membership and shall cease to be a member upon the date therein specified or its earlier acceptance by the Board. If any member is in arrears with respect to payment of fees or assessments for any year, such member shall be automatically suspended at the expiration of three (3) months from the end of such year and shall thereafter not be entitled to membership privileges in the Society until paying all fees in arrears and being reinstated as a member in good standing.

4.3 Cancellation of membership. Any member, upon a majority vote of the Board, may be expelled from membership for any cause which the Society may deem reasonable.

5. Board of Directors

5.1 Management. The management of the affairs of the Society shall be vested in the Board of Directors. The Board of Directors may enact and enforce regulations regarding the management and operation of the Society, and such regulations shall be consistent with these By-laws.

5.2 Number of directors. The affairs of the Society shall be managed by a Board of not less than seven (7) nor more than twenty-four (24). A director must be a member.

5.3 Election and term. The election of directors shall take place at the annual meeting of the members and all of the directors having then been in office for a term of two (2) years shall retire, but if qualified, shall be eligible for re-election. The number of directors to be elected at any such meeting shall be the number of directors vacating their office unless the members otherwise determine. A quorum of directors may fill a vacancy among the directors elected at the annual meeting of the members. If there is not a quorum of directors, the directors then in office shall forthwith call a special meeting of the members to fill the vacancy. A director appointed or elected to fill a vacancy holds office for the unexpired term of his or her predecessor.

5.4 Resignation. A member of the Board of Directors may resign by giving to the President of the Society a notice in writing to that effect.

5.5 Removal of directors. The Board of Directors may, by a resolution passed by a majority of not less than (2/3) two-thirds of the votes of such Directors at a meeting called for such purpose, remove any director before the expiration of his or her period of office. A vacancy created by the removal of a director may be filled by the members, or, if not so filled, may be filled by a quorum of directors.

5.6 Meetings of directors. 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 of the Board may be called upon the written request of any two members thereof with such written request to state the business to be brought before the meeting. Meetings may be held without notice if a quorum of the Board is present; provided, however, that any business transacted at such meeting shall be null and void unless ratified at the next regularly called meeting of the Board.

5.7 Place of meetings. Meetings of the Board may be held at any place within or outside the Province of Alberta.

5.8 Meetings by telephone. If all the directors participating in a meeting consent, one or more directors may participate in a meeting of the directors by means of such telephone or other communication facilities as permit all persons participating in the meeting to hear each other, and a director participating in such a meeting by such means is deemed to be present at the meeting. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the directors held while a director holds office.

5.9 Notice. Notice of the time and place of each meeting of the directors shall be sent to each director by regular mail addressed to the director at his or her latest address as shown in the records of the Society not less than ten days before the meeting or by fax or telephone, telegram, electronic mail (email) or any other means of communication not less than three days before the meeting or delivered personally. If mailed, such notice shall be deemed to have been received on the third day following the date of mailing, if delivered by fax or telephone, telegram, electronic mail (email) or any other means of communication, such notice shall be deemed to have been received on the date of transmission, and if delivered personally, on the date of delivery. A director who participates in a meeting shall be deemed to have received notice thereof.

5.10 Quorum. The quorum for the transaction of business at any meeting of the Board shall consist of 50% plus 1 of the directors.

5.11 Votes to govern. Each member of the Board of Directors shall have one vote. Questions arising at any meeting of the Board shall be decided by a majority of the votes.

5.12 Resolution in writing. Notwithstanding anything to the contrary in these By-laws, a resolution in writing signed by all of the directors shall be valid and effectual as if it had been passed at a meeting duly called and constituted.

6. Executive Committee

6.1 Purpose. There shall be an Executive Committee of the Board of Directors to facilitate the business of the Society.

6.2 Composition. The Executive Committee shall be composed of the appointed officers as defined in paragraph 6.1 of these By-laws, together with the Executive Director, who shall be a member of the Executive Committee by right of office but without voting privileges.

6.3 Powers and functions. The Executive Committee shall report to the Board of Directors. The Executive Committee may take action at any time in relation to any matter of any nature within the power and authority of the Board of Directors which requires attention before the date of the next meeting of the Board. Such action shall not involve any change of policy or the authorization of expenditures of an extraordinary nature.

6.4 Transaction of business. The powers of the Executive Committee may be exercised by resolution passed at a meeting at which a quorum is present or by resolution in writing signed by all the members of the Executive Committee who would have been entitled to vote on that resolution at a meeting of the Executive Committee. Meetings of the Executive Committee may be held at any place within or outside the Province of Alberta.

6.5 Procedure. Unless otherwise determined from time to time by the Board of Directors, the Executive Committee shall have the power to fix its quorum at not less than the majority of its members, to elect its chairman and to regulate its procedures.

6.6 Resignation. A member of the Executive Committee may resign by delivering a notice in writing to that effect to the Board of Directors and the Board may fill the vacancy so created.

6.7 Removal by members. The members of the Society may remove any member of the Executive Committee by a resolution passed by a majority of such members at a meeting called for such purpose, and the members may then fill the vacancy which is so created.

6.8 Removal by Board of Directors. A member of the Executive Committee, except for the President, may be removed from the Executive Committee by a resolution passed by a majority of Board of Directors at a meeting called for such purpose, and the Board of Directors may then fill the vacancy which is so created.

6.9 Remuneration. Members of the Executive Committee of the Society shall serve without remuneration but shall be entitled to be reimbursed for expenses reasonably incurred including the expenses of attendance at meetings.

6.10 Termination of committee membership. Any director who ceases for any reason to be a director shall, immediately upon ceasing to be a director, also cease to be a member of the Executive Committee and all other committees of directors.

7. Officers

7.1 **Appointment.** The officers of the Society shall consist of a President, a Vice-President, a Secretary, and a Treasurer and such other officers as the Board of Directors may determine from time to time. Such officers shall be appointed at a meeting of the Board of Directors to be held immediately following the annual meeting of the members.

7.2 **President.** The President shall be a director, and shall be charged with the general management and supervision of the affairs and operations of the Society. The President shall when present, preside at all meetings of the members of the Society and of the Board of Directors. During the absence or inability of the President, his or her duties and powers shall be exercised by the Vice-President.

7.3 **Vice-President.** The Vice-President shall be a director, and shall have such duties and powers as the directors may specify and delegate. During the absence or inability of the President, his or her duties and powers shall be exercised by the Vice-President.

7.4 **Secretary.** The Secretary shall be a director and shall be the Secretary of all meetings of the Board of Directors and of the members and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings thereat. The Secretary shall keep a record of all the members of the Society and their addresses, send all notices of meetings as required, and shall collect and receive the annual dues or assessments levied by the Society.

7.5 **Treasurer.** The Treasurer shall be a director and shall receive all moneys paid to the Society and shall be responsible for the deposit of same in a Canadian chartered bank, trust company, credit union or treasury branch designated from time to time by the Board. The Treasurer shall properly account for the funds of the Society and keep such books as may be directed, and shall present a full detailed account of receipts and disbursements to the Board whenever required.

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.

7.6 **Executive Director.** The Board of Directors may from time to time appoint an Executive Director, who shall be an ex-officio member of the Board of Directors without voting power. The Board of Directors may delegate to the Executive Director full authority (subject to any restrictions contained in the Act or imposed from time to time by the Board) to manage and direct the business and affairs of the Society and to employ and discharge agents and employees of the Society. The Executive Director shall at all reasonable times give to the Board of Directors all information it may require regarding the affairs of the Society.

7.7 **Powers and duties of other officers.** The powers and duties of all other officers shall be such as the terms of their engagement call for or as the Board may specify and delegate.

7.8 **Removal of officers.** The Board, upon a majority vote of the Board, may at any time, in their discretion, remove any officer of the Society.

8. Committees

8.1 **Appointment.** Committees for promoting the objects or functions of the Society may be appointed by the Board of Directors.

8.2 Composition. Every committee shall be composed of a chair who shall be a member of the Board of Directors and such other members of the Society as may be required. The President shall be an ex-officio member of all committees.

8.3 Transaction of business. The powers of a committee may be exercised by resolution passed at a meeting at which a quorum is present or by resolution in writing signed by all the members of such committee who would have been entitled to vote on that resolution at a meeting of the committee. Meetings of committees may be held at any place within or outside the Province of Alberta.

8.4 Procedure. Unless otherwise determined from time to time by the directors, each committee shall have the power to fix its quorum at not less than the majority of its members, to elect its chair and to regulate its procedures.

8.5 Termination of committee membership. Any chair who ceases for any reason to be a director shall, upon ceasing to be a director, thereupon also cease to be chair of a committee.

9. Protection of Directors and Officers

9.1 Limitation of liability. No director, officer or member of a committee of the Society shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee of the Society, or for joining in any receipt or other act of conformity, or for any loss, damage or expense happening to the Society through the insufficiency or deficiency of title to any property acquired by order of the Board of Directors for or on behalf of the Society, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Society shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any of the moneys, securities or effects of the Society shall be deposited, or for any loss occasioned by any error of judgment or oversight on their part, or for any other loss, damage or misfortune whatsoever which shall happen in the execution of the duties of their offices or in relation thereto unless the same shall happen through their own wilful neglect or default.

9.2 Indemnity. The members and former members of the Board of Directors, officers and former officers, and members and former members of all committees of the Society and each of them, and each of their respective heirs, executors, administrators, successors and assigns, shall from time to time and at all times be indemnified and saved harmless out of the assets and profits of the Society from and against all costs, charges, losses, damages and expenses which they, or any of them, or any of their heirs, executors, administrators, successors and assigns, shall or may incur or sustain by or by reason of the performance of their duty or purported duty in their respective offices, except such (if any) as they shall incur or sustain by or through their own wilful neglect or default, respectively. This indemnification is in addition to, but not exclusive of, any other rights of indemnification to which the members and former members of the Board of Directors, officers and former officers and members and former members of all committees of the Society may be entitled to at law or in equity.

10. Meetings of the Members

10.1 Annual meetings. The annual meeting of members of the Society shall be held on or before the Fourth Calendar Quarter in each year for the purpose of electing directors, if appropriate, and appointing auditors, and for the transaction of such other business as may properly be brought before the meeting.

10.2 Special meetings. A special meeting of the members shall be called by the President or Secretary upon receipt by either of them of a petition signed by a majority of the members in good standing, setting forth the reasons for calling such meeting.

10.3 **General meetings.** General meetings of the members of the Society may be called at any time by the Secretary upon the instructions of the President or the Board.

10.4 **Place of meetings.** Meetings of the members may be held at any place within or outside the Province of Alberta.

10.5 **Notice.** Notice of the time and place of each meeting of the members shall be sent to each member by regular mail addressed to the member at his or her latest address as shown in the records of the Society not less than ten days before the meeting, by telephone or telegram or any other means of communication not less than three days before the meeting or delivered personally. If mailed, such notice shall be deemed to have been received on the third day following the date of mailing, if delivered by telephone or telegram or any other means of communication, such notice shall be deemed to have been received on the date of transmission, and if delivered personally, on the date of delivery. A member who participates in a meeting shall be deemed to have received notice thereof.

10.6 **Quorum.** The quorum for the transaction of business at any meeting of the members shall consist of 50 percent plus 1 of the members in good standing.

10.7 **Voting and votes to govern.** Any member who has not withdrawn from membership or whose membership has not been suspended or cancelled as herein provided shall have the right to vote at any meeting of the members. Every member shall have one vote. Such votes must be made in person or by proxy. Questions arising at any meeting of the members shall be decided by a majority of the votes of the members. In the case of an equality of votes, the President shall have a casting vote.

10.8 **Proxy.** Every member may by means of a proxy appoint a proxyholder, who must be a member, to attend and act at the meeting in the manner and to the extent authorized and with the authority conferred by such proxy. A proxy shall be in writing and executed by the member. A proxy is valid only at the meeting in respect of which it is given or any adjournment thereof.

10.9 **Meetings by telephone.** If all the members participating in a meeting consent, a member may participate in a meeting of the members by means of such telephone or other communication facilities as permit all persons participating in the meeting to hear each other, and a member participating in such a meeting by such means is deemed to be present at the meeting. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the members.

10.10 **Resolution in writing.** Notwithstanding anything to the contrary in these By-laws, a resolution in writing signed by all of the members entitled to vote thereon shall be valid and effectual as if it had been passed at a meeting duly called and constituted.

11. Financial Arrangements

11.1 **Financial year.** The financial year end for the Society shall end on the 31st of March in each year.

11.2 **Auditor.** A financial statement shall be prepared annually and duly audited by a duly qualified accountant or by an audit committee comprised of at least Two (2) members of the Society elected for that purpose at every Annual Meeting, provided for in paragraph 9.01 of these By-laws. Such audited financial statement duly signed by the President and Treasurer and accompanied by a written signed report of the auditor shall be placed before the members at the next annual meeting of the members of the Society. The remuneration of the auditor shall be subject to the approval of the directors.

11.3 **Bank accounts.** All moneys received by the Society shall, promptly following their receipt, be deposited to the credit of the Society in a Canadian chartered bank, trust company, credit union or treasury branch designated from time to time by the Board of Directors.

11.4 **Signing officers.** Cheques drawn by the Society shall be signed by such person or persons as are designated from time to time by the Board of Directors.

12. Remuneration

12.1 **Remuneration of Directors, Officers and Members.** No director, officer or member shall receive any remuneration for services rendered to the Society, unless authorized at a meeting of the Board or membership. Directors shall be entitled to be reimbursed for out-of-pocket expenses incurred on behalf of the Society, to be decided on a case by case basis by the Board of Directors, if such expenses are incurred by a Director who is self employed or whose employer will not reimburse the Director for the expense.

13. Interpretation

13.1 In these by-laws and in all other by-laws of the Society hereafter passed, unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

14. Borrowing Powers

14.1 **Authority.** 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 Board of Directors of the Society, and in no case shall debentures be issued without the sanction of a Special Resolution, as defined in the Act, of the Board of Directors of the Society.

15. Execution of Documents

15.1 Contracts, documents, cheques or any instruments in writing requiring the signature of the Society, shall be signed by any two (2) officers and all contracts, documents, cheques and instruments in writing so signed shall be binding upon the Society.

16. By-laws

16.1 **Amendments.** These By-laws may be rescinded, altered or added to by a Special Resolution, as defined in the Act, of the members of the Society; PROVIDED that the members have received thirty (30) days' written notice of the proposed rescission, alteration or addition. Members may by writing waive the notice required to be given pursuant to this paragraph.

17. Books and Records

17.1 **Inspection.** Any and all books and records of the Society shall be open for inspection by any member of the Society at the Head Office of the Society upon giving reasonable notice to the officers having charge of the books and records.

18. Dissolution

18.1 **Distribution.** Upon the dissolution of the Society, the property of the Society shall be converted into cash and added to the funds of the Society and the amount thereof distributed firstly in payment of all outstanding debts and liabilities of the Society and the

balance shall be distributed to a non-profit organization having goals and objectives similar to that of the Society.

DATED this 18 day of September, 2009.

Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	
Signature:	Address (include postal code):
Print Name:	

This information is being collected for the purposes of corporate registry records in accordance with the Societies Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013.

APPENDIX III

TREASURERS REPORT (TO MARCH 31, 2009)

Circle For Aboriginal Relations (CFAR) Society

Comparative Income Statement

	<u>Actual 04/01/2008 to 03/31/2009</u>	<u>Actual 04/01/2007 to 03/31/2008</u>	<u>Percent</u>
REVENUE			
REVENUE			
Memberships	34,800.00	19,875.00	75.09
Donations - Friends of CFAR	122.15	11.94	923.03
Event Registrations	89,045.89	76,046.08	17.09
Sponsorships	41,750.00	15,471.30	169.85
Grants	0.00	0.00	0.00
TOTAL REVENUE	<u>165,718.04</u>	<u>111,404.32</u>	48.75
OTHER REVENUE			
Interest Revenue	<u>1,073.08</u>	<u>786.30</u>	36.47
TOTAL OTHER REVENUE	<u>1,073.08</u>	<u>786.30</u>	36.47
TOTAL REVENUE	<u>166,791.12</u>	<u>112,190.62</u>	48.67
EXPENSE			
GENERAL & ADMINISTRATIVE EXPENSES			
Accounting/Audit/Legal Fees	400.00	907.50	-55.92
Facilitator Fees	1,500.00	0.00	0.00
Advertising & Promotion	1,635.36	0.00	0.00
Bank Service Charges	259.62	271.56	-4.40
Credit Card Discount Fees	2,356.55	1,151.29	104.69
Late Payment Fees	30.15	0.00	0.00
Amortization	533.75	0.00	0.00
Course Fees/Seminars	0.00	0.00	0.00
General Administration Fees	21,394.50	15,823.96	35.20
Training admin. expense	385.25	0.00	0.00
Membership Administration Fees	2,428.75	96.25	2,423.38
Luncheon Administration	4,025.25	966.00	316.69
Conference Administrative fees	8,482.25	0.00	0.00
Mixer Administration	1,397.50	161.00	768.01
Insurance	1,905.00	0.00	0.00
Interest Expense	0.00	5.34	-100.00
Meeting Expenses	881.19	275.69	219.63
Membership Fees & Resource Material	0.00	0.00	0.00
Computer software and accessories	184.00	0.00	0.00
Office Supplies & Expenses	2,016.71	690.21	192.19
Shipping fees	44.00	0.00	0.00
Telephone/Fax/Internet	830.30	654.86	26.79
Long Distance charges	178.29	0.00	0.00
Travel, Parking & Accomod. Admin.	1,019.59	582.57	75.02
Mileage	874.73	306.71	185.20
Meal Expense	617.11	0.00	0.00
Computer Support Services	1,465.00	0.00	0.00

Web Site Design & Maintenance	6,643.50	340.00	1,853.97
Amortization	0.00	0.00	0.00
TOTAL GENERAL & ADMINISTRATIVE EXP.	<u>61,488.35</u>	<u>22,232.94</u>	176.56
EVENT EXPENSES			
Admin fees - Event Planning	0.00	0.00	0.00
Awards/Honorariums/Gifts	1,776.09	1,280.90	38.66
Catering	38,072.30	41,778.63	-8.87
Catering Service fees	5,336.29	0.00	0.00
Room set-up fees	3,700.00	0.00	0.00
Entertainment Fees	3,800.00	2,641.51	43.86
Workshop fees	3,419.91	0.00	0.00
Lodging Fees	0.00	0.00	0.00
AV fees	4,895.00	0.00	0.00
AV Service Charge	52.60	0.00	0.00
Golf Tournament Fees	11,207.34	0.00	0.00
Facility Fees	450.00	1,755.30	-74.36
Sponsorship fees	150.48	0.00	0.00
Other Event Expenses	534.50	967.70	-44.77
Travel & Accommodation Guests	<u>2,068.46</u>	<u>244.95</u>	744.44
TOTAL EVENT EXPENSES	<u>75,462.97</u>	<u>48,668.99</u>	55.05
TOTAL EXPENSE	<u>136,951.32</u>	<u>70,901.93</u>	93.16
NET INCOME	<u><u>29,839.80</u></u>	<u><u>41,288.69</u></u>	-27.73

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Circle For Aboriginal Relations (CFAR) Society

Comparative Balance Sheet

	As at 03/31/2009	As at 03/31/2008	Percent
ASSET			
CURRENT ASSETS			
Petty Cash	0.00	0.00	0.00
Cash Drawer	0.00	0.00	0.00
Debit Card Clearing	0.00	0.00	0.00
MasterCard Clearing	0.00	-10.00	-100.00
Visa Clearing	0.00	35.00	-100.00
RBC - 103-559-1	18,569.59	14,104.07	31.66
Investments - GIC	75,000.00	55,000.00	36.36
Total Cash & Investments	93,569.59	69,129.07	35.35
Accounts Receivable	2,726.50	29,957.50	-90.90
Accounts Receivable - Other	0.00	0.00	0.00
Total Receivable	2,726.50	29,957.50	-90.90
Prepaid Expense & Deposits	3,429.97	5,974.00	-42.59
TOTAL CURRENT ASSETS	99,726.06	105,060.57	-5.08
CAPITAL ASSETS			
Computer Equipment	2,135.00	0.00	0.00
Accumulated Amortization Computer	-533.75	0.00	0.00
TOTAL CAPITAL ASSETS	1,601.25	0.00	0.00
TOTAL ASSET	101,327.31	105,060.57	-3.55
LIABILITY			
CURRENT LIABILITIES			
Accounts Payable	8,727.43	5,840.68	49.42
Accrued Liabilities	0.00	2,773.03	-100.00
GST Collected on Sales	2,943.17	1,159.34	153.87
GST Paid on Purchases	-5,990.57	-1,815.93	229.89
GST Owing (Refund)	-3,047.40	-656.59	364.13
TOTAL CURRENT LIABILITIES	5,680.03	7,957.12	-28.62
DEFERRED REVENUE			
Deferred Revenue	9,547.00	43,616.00	-78.11
TOTAL DEFERRED REVENUE	9,547.00	43,616.00	-78.11
TOTAL LIABILITY	15,227.03	51,573.12	-70.47
EQUITY			
MEMBERS EQUITY			
Members Equity - Previous Year	56,260.48	12,198.76	361.20
Current Earnings	29,839.80	41,288.69	-27.73
TOTAL MEMBERS EQUITY	86,100.28	53,487.45	60.97
TOTAL EQUITY	86,100.28	53,487.45	60.97
LIABILITIES AND EQUITY	101,327.31	105,060.57	-3.55

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