

**BRITISH COLUMBIA CATTLEMEN'S ASSOCIATION**  
**BY-LAWS PROPOSED FOR AMENDMENT - SPECIAL RESOLUTION MAY 25, 2013**

<b>current <u>BY-LAWS amended 2002</u></b>	<b>Notes re Changes</b>		<b><u>proposed BY-LAWS</u></b> <i>April 30, 2013</i>
<b>article I</b>			<b>article I – Year End</b>
The fiscal year of the Association shall end on the 31 <sup>st</sup> of March in each year.		no change	The fiscal year of the Association shall end on the 31st of March in each year.
<b>article II</b>			<b>article II – Membership</b>
1. For the purposes of organizing the members for the British Columbia Cattlemen's Association, members may form local cattlemen's associations duly incorporated under the Societies Act of British Columbia. Any individual, partnership or corporation actively engaged in the production and/or finishing of cattle in the province of British Columbia is eligible for membership in the local cattlemen's association.	d e l e t e d		
2. (a) A member of the British Columbia Cattlemen's Association must be an individual, partnership, or corporation actively engaged in the production and/or finishing of cattle in the province of British Columbia and must be a member of a local cattlemen's association.		reworded	1. Eligibility - Any individual, partnership, or corporation actively engaged in the production and/or finishing of cattle in the province of British Columbia is eligible to join the British Columbia Cattlemen's Association by paying annual membership fees.
			2. Membership Categories
(b) Where no local or regional association (as hereinafter defined) exists or where an associate member association (as hereinafter defined) has no possibility of becoming a regular member association, then the Association may, at the discretion of the directors from time to time, offer direct individual membership to people in a specific region who would otherwise be eligible to be members of a local cattlemen's association.	d e l e t e d	new	Regular (voting) A person (or partnership or corporation) who meets the eligibility requirement may join the Association by paying regular membership fees through their local and/or regional cattlemen's associations.
		new	Direct (voting) Where no local or regional association exists or when an eligible member does not wish to participate locally or regionally, direct membership fees may be paid through the provincial Association.
3. (a) The board of directors may make a person an honorary life member of the Association in recognition of service to the Association and such honorary members shall be entitled to all rights and privileges of a member free of charge and without the necessity of belonging to a local association.		reworded	Honourary (voting) The board of directors may make a person an honorary member of the Association in recognition of service to the Association. Such honorary members shall be entitled to all rights and privileges of a regular member, free of charge, during the time they remain eligible for membership.
		new	Silver (non-voting) Silver membership is available for former cattle producers interested in participating in the Association as a non-voting member, but are no longer eligible for general membership. The board of directors shall levy a silver membership fee.
(b) The board of directors may accept applications for associate membership from interested persons, businesses or organizations. The associate membership shall have no voting eligibility. The board of directors shall levy an associate membership fee which shall be due and payable in advance on the first day of April of the current year.		reworded	Associate (non-voting) The board of directors may accept applications for associate membership from interested persons, businesses or organizations. The associate membership shall have no voting eligibility and the board of directors shall levy an associate membership fee.

current <u>BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
4. Any association or combination of two or more associations which fulfills the conditions of Article II, Clause 1, except that it has not the required number of members, or which has not the required number of cattle, may apply to the executive for associate member status. This status is intended to allow the Association to assist the associate member to develop into a regular member association, and it is not intended that any association will remain permanently as an associate member. The associate member association may choose an associate director to represent it, who will have all rights and privileges of a director except that he cannot vote.	d e l e t e d	new	3. All members are in good standing except a member who has failed to pay his or her current annual membership fee, or any other subscription or debt due and owing by the member to the Association and the member is not in good standing so long as the debt remains unpaid.
5. The district over which any member association shall have control shall be subject to the discretion of the executive of the Association, and in the event of the member association being dissatisfied with the district allotted to it, it may appeal to a meeting of the directors, whose decision shall be final.	d e l e t e d	new	4. A person ceases to be a member of the society: a) By delivering his resignation in writing to the general manager of the Association. b) On his death or, in the case of a corporation, on dissolution, c) On being a member not in good standing.
6. By the 75 per cent vote of directors, the executive may be empowered to increase the amount to be charged for membership		reworded	5. A member may be expelled by a special resolution as defined by the <i>Society Act</i> . 6. The membership fees may be increased, by the 75 per cent vote of directors.
7. By the 75 per cent vote of directors, a levy may be made on the member associations to meet extraordinary expenses whenever considered necessary.		reworded	7. A levy may be made on the voting members to meet extraordinary expenses whenever considered necessary, by the 75 per cent vote of directors.
8. The membership fees shall be due and payable in advance on the first day of April of the current year.		no change	8. All membership fees shall be due and payable in advance on the first day of April of the current fiscal year.
<u>article III</u>			<u>article III – Annual General Meeting</u>
1. The annual general meeting of the members of the Association shall be held at such time and place no later than 13 months after the preceding Annual Meeting of the Association as the directors may decide.		reworded	1. The annual general meeting of the members of the Association shall be held, as the directors may decide, at such time and place no later than 13 months after the preceding annual general meeting.
2. Special general meetings may be called by the president at any time and in addition shall be called by him at the request in writing of a majority of the board of directors or at the request in writing of two or more member associations; any such meeting called because of request shall be held not later than one month after receipt by the president of such request.		reworded	2. Special general meetings may be called by the president at any time and in addition shall be called by him at the request in writing of a majority of the board of directors; any such meeting called because of request shall be held not later than one month after receipt by the president of such request.
3. (a) A notice stating the day, hour and place of a general meeting, and in the case of a special general meeting, the business to be considered thereat, shall be mailed to each association member at least 15 days before the date of such general meeting, to such address as appears in the register of members of the Association.		reworded	3. Notice of general meetings a) A notice stating the day, hour and place of a general meeting, and in the case of a special general meeting, the business to be considered thereat, shall be mailed, or electronically distributed, to each association member at least 15 days before the date of such general meeting, to such address as appears in the register of members of the Association.
(b) No business other than that of which notice has been given shall be conducted at a special general meeting.		no change	b) No business other than that of which notice has been given shall be conducted at a special general meeting.
(c) The accidental omission to give notice to any member shall not invalidate the proceedings of any meeting which in other respects is in accordance with the provisions of the By-laws.		no change	c) The accidental omission to give notice to any member shall not invalidate the proceedings of any meeting which in other respects is in accordance with the provisions of the By-laws.
4. A quorum for the transaction of business for any directors' meetings shall be not less than one-third of the directors of the Association there, in person or represented by proxy.		reworded moved to IV-11	



current <u>BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
5. Two or more associations may form a regional association. Each regional cattlemen's association shall be represented by the director or directors authorized for it by these By-laws. Each local cattlemen's association may appoint a representative of its members to attend any directors meeting after registering their intention to do so with the general manager.	d e l e t e d		
6. Member associations may elect an alternate director who will have the duties and responsibilities of a regular director when the regular director is unable to perform them for whatever reason. Alternate directors will register with the general manager upon arrival at the meeting place when substituting for a regular director.			
7. At any general meeting, either annual or special, all members of local cattlemen's associations who are present and are duly certified to be in good standing by the secretary or a director, of their respective associations, shall be entitled to vote.		reworded	4. At any general meeting, either annual or special, all voting members who are present and duly certified to be in good standing by the general manager or a director shall be entitled to vote.
8. Any local cattlemen's association or regional cattlemen's association found guilty of conduct detrimental to the interest of the Association may be suspended by the board of directors who shall report at the next general meeting at which time the meeting shall decide as to the removal or otherwise of the association in question.	d e l e t e		
<u>article IV</u>			<u>article IV – Board of Directors</u>
1. (a) The board of directors shall consist of representatives from member associations based upon the number of members in good standing and upon the number of cattle represented by each member association according to the following Number of member units plus number of cattle units divided by two = number of director units Member units shall be: 70 members = 1 unit, 35 members = 1/2 unit Cattle units shall be: 10,000 cattle = 1 unit, 5,000 cattle = 1/2 unit 10 members = + or -                      1,000 cattle = + or -	d e l e t e d	new	1. The board of directors shall consist of twelve members in good standing elected by seven zones established by the Association in 2013, named and numbered for reference: 1 BC Peace River 2 Central 3 Skeena 4 Cariboo 5 Thompson 6 Okanagan 7 Kootenay Zones 1,2,4,5 and 6 shall elect two directors. Zones 3 and 7 shall elect one director
(b) All Member associations recognized by the Board of Directors are entitled to a minimum of one director regardless of the results of the calculation of director units in Article IV 1(a). Member associations shall qualify for an additional director when the calculation as determined by the formula reaches each increment of 1.5, 2.5, 3.5, 4.5, and so on.		d e l e t e d	new

<b>current <u>BY-LAWS amended 2002</u></b>	<b>Notes re Changes</b>		<b><u>proposed BY-LAWS</u></b> <i>April 30, 2013</i>
2. (a) The said directors shall be elected by voting delegates to the regional cattlemen's association from time to time, in the manner provided by the By-laws of the individual regional associations. The results of such elections shall forthwith be certified to the British Columbia Cattlemen's Association by the president and secretary of the electing regional association, and representatives so certified shall be and continue to be directors of the Association until a further certificate of election shall be received from their respective regional associations.	d e l e t e d	new	4. The Association shall carry out an election for the directors in odd years for odd numbered zones, in even years for even numbered zones to elect directors for two-year terms. In the first year only (2014) each zone shall have an election and odd numbered zones will elect directors for a one-year term.
(b) Following the annual election of president at the post-annual directors meeting of the British Columbia Cattlemen's Association, the regional association which the president is representing shall be entitled to elect one additional director to serve on the board of directors.	d e l e t e d	new	5. The election process shall be carried out by direct mail ballot to the voting members of the association. Electronic voting may be considered by the directors as an alternate method. The election process shall be completed by April 15th of each year, and the directors shall take office at the first meeting of the board following the annual general meeting.
(b) Directors shall avoid positions which may result in a conflict of interest with policies of the British Columbia Cattlemen's Association.		reworded	6. Directors: a) shall be a voting member in good standing of the Association, or shall be a representative duly authorized by a voting member in good standing that is a partnership or corporation.
(c) A director must be a member of the British Columbia Cattlemen's Association.		reworded	b) shall avoid positions which may result in a conflict of interest with policies of the Association.
		new	c) shall complete no more than four consecutive two-year terms as directors to the Association, unless serving as president or vice-president.
		new	d) shall not be a paid employee or contractor of the Association.
4. The board of directors shall meet not less often than once in the fall and once in the spring, besides any special meetings, in addition to meetings at the time of the annual general meeting.		reworded	7. The board of directors shall meet at least two times per year, besides any special meetings, in addition to meetings at the time of the annual general meeting.
		reworded from V-6	8. The board of directors shall keep minutes of all its proceedings and the copies of which will be mailed or electronically distributed to the members of the board of directors and alternates within two weeks of each meeting of the board of directors.
5. Special meetings of the board of directors may be called by the president and shall be called by him on the written request of two or more regional cattlemen's associations. At least seventy-two hours notice shall be given to each director.		reworded	9. Special meetings of the board of directors may be called by the president and shall be called by him on the written request of two or more directors. At least seventy-two hours notice of special directors meeting shall be given to each director.
6. A resolution, the approval of which is evidenced by the signature of the majority of directors shall be as valid and effective as if it had been passed at a meeting of the board of directors duly called and constituted, and shall be entered in the minute book of the directors' meetings accordingly.		no change	10. A resolution, the approval of which is evidenced by the signature of the majority of directors, shall be as valid and effective as if it had been passed at a meeting of the board of directors duly called and constituted, and shall be entered in the minute book of the directors' meetings accordingly.
		reworded from III-4	11. A quorum for the transaction of business for any directors' meetings shall be not less than five directors participating, or represented by alternate.

<u>current BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
7. Without restricting the general powers conferred upon the board of directors and the powers otherwise conferred by the Constitution and By-laws of the Association, it is hereby expressly declared that the board of directors shall have the following powers, that is to say:		no change	12. Without restricting the general powers conferred upon the board of directors and the powers otherwise conferred by the Constitution and By-laws of the Association, it is hereby expressly declared that the board of directors shall have the following powers, that is to say:
(a) From time to time make and change rules and regulations consistent with the Constitution and By-laws for the management of affairs and business of the Association.		no change	a) From time to time make and change policy, rules and regulations consistent with the Constitution and By-laws for the management of affairs and business of the Association.
(b) To authorize any appointed officer or officers of the Association to draw, make, accept, endorse, sign or otherwise execute and deliver bills of exchange, cheques, promissory notes, receipts, releases, contracts and other documents.		no change	b) To authorize any appointed officer or officers of the Association to draw, make, accept, endorse, sign or otherwise execute and deliver bills of exchange, cheques, promissory notes, receipts, releases, contracts and other documents.
(c) To delegate any of the powers of the board to any standing or special committee which may be appointed from amongst the directors or from amongst the members of any member association in good standing or to any manager or other committee, or to any manager or other officer, including the power to sub delegate, and upon such terms as the board may think fit.		reworded	c) To delegate any of the powers of the board to any standing or special committee, or to any general manager or other officer, including the power to sub delegate, and upon such terms as the board may think fit.
(d) To establish an investment policy for the Association, to annually review the policy guidelines and to report investment results to the annual general meetings of the members.		no change	d) To establish an investment policy for the Association, to annually review the policy guidelines and to report investment results to the annual general meeting of the members.
(e) At their discretion, may seek direction from the members of the British Columbia Cattlemen's Association at a general meeting, on any issue of importance to the Association.		reworded	e) At their discretion, may seek direction from the members of the Association at a general meeting, or at the discretion of the directors, by mail ballot, on any issue of importance to the Association.
8. (a) Each director may be reimbursed for expenses incurred in attending regular or special meetings of the board of directors.		no change	13. Each director may be reimbursed for expenses incurred in attending regular or special meetings of the board of directors.
		new	14. The voting members of a zone may, by special resolution, remove a director, before the expiration of his term of office, and may elect a successor to complete the term of office.
			<b>Article V – Standing Committees</b>
		new	1. Each of the zones shall be eligible to elect one voting member to each current standing committee of the Association.
		new	2. The election of committee members will be carried out by the Association at the same time as the election of directors, and using the same qualifications, nomination and election process.
		new	3. The president shall appoint a chairman of each standing committee from the board of directors.
(b) The directors may authorize the payment of expenses to all members of special or standing committees when engaged in work for the said committee.		no change	4. The directors may authorize the payment of expenses to members of special or standing committees when engaged in work for the said committee.
(c) Every standing or special committee shall keep minutes of its proceedings and report the same to the board of directors from time to time as the circumstances may warrant, and shall render a full report to the Association at the regular annual meeting thereof.		no change	5. Every standing or special committee shall keep minutes of its proceedings and report the same to the board of directors from time to time as the circumstances may warrant, and shall render a full report to the Association at the regular annual meeting thereof.

current <u>BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
<u>article V</u>			<u>article VI – Officers and Representatives</u>
1. The board of directors, at the meeting immediately following the annual meeting, shall elect from their members, the president, vice president, and four executive members to the executive committee. The president shall be the chairman. In electing the executive committee, consideration shall be given to having representation from different parts of the province.		reworded	1. The board of directors, at the meeting immediately following the annual meeting, shall elect from their members, the president, and vice president. The president shall be the chairman.
2. The president, vice-president, immediate past-president, and four executive members, shall constitute the executive committee of the Association.	d e l e t e d		
3. Four members of the executive committee shall constitute a quorum.	d e l e t e d		
4. The executive committee, under the leadership of the president, is responsible for initiating and supervising the activities of the Association in accordance with the policies established by the board of directors.	d e l e t e d		
5. The board of directors shall elect from their members, representatives to senior provincial and national organizations.		reworded	2. The board of directors shall elect from the Association voting membership, persons to represent the Association on provincial, national and other external groups and organizations as deemed appropriate.
6. The board of directors and the executive committee shall keep minutes of all its proceedings and the copies of which will be mailed to the members of the board of directors and alternates and secretaries of local and regional associations, within two weeks of each meeting of the executive committee and board of directors.	d e l e t e d	reworded moved to IV-8	
7. The executive committee shall have the power to strike committees. The chairman of each committee must be a member in good standing.		reworded	3. The board of directors shall have the power to strike committees.
<u>article VI</u>			<u>article VII – President</u>
1. The president shall be the chief executive officer of the Association. He shall, when present, preside at all meetings of the members and of the directors. He shall have general management of the business and affairs of the Association and the general superintendence and direction of all the other officers thereof and shall see that their duties are properly performed. He shall submit an annual report in writing of the business and affairs of the association to the board of directors as soon as such may conveniently be prepared after the close of each fiscal year, and to the members of the association at the ensuing annual meeting, and from time to time he shall report to the board all matters within his knowledge which the interests of the Association require to be brought to their attention.		no change	1. The president shall be the chief executive officer of the Association. He shall, when present, preside at all meetings of the members and of the directors. He shall have general management of the business and affairs of the Association and the general superintendence and direction of all the other officers thereof and shall see that their duties are properly performed. He shall submit an annual report in writing of the business and affairs of the Association to the board of directors as soon as such may conveniently be prepared after the close of each fiscal year, and to the members of the Association at the ensuing annual meeting, and from time to time he shall report to the board all matters within his knowledge which the interests of the Association require to be brought to their attention.
2. The president shall be a member of all standing committees and the president shall appoint the chairman and members of all committees. Members of the executive committee may sit in an advisory capacity on all committees.		reworded	2. The president shall be a member of all standing committees.
3. The vice-president shall be vested with all powers and perform all duties of the president in the absence of the latter from his office.		no change	3. The vice-president shall be vested with all powers and perform all duties of the president in the absence of the latter from his office.

current <u>BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
<u>article VII</u>			<u>article VIII – General Manager</u>
1. The executive committee shall appoint a general manager who shall attend the meetings of the Board and of the Association. The general manager shall act as clerk thereof and record all votes and the minutes of the proceedings in a book or books to be kept for that purpose, and shall mail copies of all such minutes to the officers and directors and to the secretary of each member association within 14 days after each meeting. The general manager shall have on file in his office the following documents:		reworded	1. The board of directors shall appoint a general manager who shall attend the meetings of the board and of the Association. The general manager shall act as clerk thereof and record all votes and the minutes of the proceedings in a book or books to be kept for that purpose, and shall distribute copies of all such minutes to the directors and others as directed by policy within 14 days after each meeting. The general manager shall have on file in his office the following documents:
(a) Copy of the Constitution and By-laws of the Association.		no change	a) Copy of the Constitution and By-laws of the Association.
(b) The names of all associations which are or have been within the past five years, members of the Association, and their post office addresses.		reworded	b) The names of all who are or have been within the past five years, members of the Association, and their addresses.
(c) The names and post office addresses of all persons who are or have been within the past five years, directors of the Association, with the dates at which each became or ceased to be a director.		reworded	c) The names and post office and delivery addresses of all persons who are or have been within the past ten years, directors of the Association, with the dates at which each became or ceased to be a director.
2. The general manager shall give, or cause to be given, notice of meetings to members and shall perform such other duties as may be prescribed by the board of directors, executive directors, or by any standing committee.		reworded	2. The general manager shall give, or cause to be given, notice of meetings to members as required and shall perform such other duties as may be prescribed by the board of directors.
3. The general manager shall keep or cause to be kept, full and accurate accounts of receipts and disbursements in books provided by the Association and shall deposit or cause to be deposited all monies of the Association in the name of and to the credit of the Association in such banks as may be designated by the executive committee. He shall disburse, or cause to be disbursed, the funds of the Association as may be ordered by the executive committee, taking proper vouchers for such disbursements, and shall render to the president, the board of directors, executive directors, and the members, at regular meetings or when required to do so by the finance committee, an account of all his or her transactions as general manager and of the financial conditions of the Association.		reworded	3. The general manager shall keep or cause to be kept, full and accurate accounts of receipts and disbursements of the Association and shall deposit or cause to be deposited all monies of the Association in the name of and to the credit of the Association in such banks as may be designated by the board of directors. He shall disburse, or cause to be disbursed, the funds of the Association as may be ordered by the board of directors, taking proper vouchers for such disbursements, and shall render to the president, the board of directors, and the members, at regular meetings or when required to do so by the board of directors, an account of all his transactions as general manager and of the financial condition of the Association.
4. The general manager shall be responsible to members of the executive committee through the president.		reworded	4. The general manager shall be responsible to board of directors through the president.
<u>article VIII</u>			<u>article IX – Tie Vote</u>
In the event of a tie vote at any meeting of the members, directors, or committees thereof, the chairman shall not have a second or deciding vote.		no change	In the event of a tie vote at any meeting of the members, directors, or committees thereof, the chairman shall not have a second or deciding vote.
<u>article IX</u>			<u>article X – Report to Members</u>
The board of directors shall present at each annual general meeting of the Association, and when called for by the members at any special meeting of the Association, a full and clear statement of the business and affairs of the Association.		reworded	The board of directors shall present at each annual general meeting of the Association, and when called for at any special meeting of the Association, a full and clear statement of the business and affairs of the Association.

current <u>BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
<u>article X</u>			<u>article XI – Banking Authority</u>
<p>1. The directors are hereby authorized and empowered to make arrangements for the transaction of the banking business of the Association, and are hereby authorized and empowered to borrow monies upon the recommendation of the finance committee to an amount not exceeding 20 per cent of the annual budget, and to obtain advances upon the credit of the Association at such times and in such sums as they in their discretion, think necessary for the due and proper carrying on from time to time of the business of the Association, either by discounting or causing to be discounted from time to time, negotiable papers made, drawn, accepted or endorsed by the Association for all or any of the said loans or advances or by overdrafts or otherwise howsoever, and the directors are hereby authorized and empowered from time to time to make arrangements as to any and all such advances and as to the terms, conditions and mode of making the same and also to make and execute and to authorize all such receipts, mortgages, deeds and other instruments as may be necessary or proper in relation to and for effectuating the premises; and the powers of borrowing shall be deemed to be continuing powers and not to be exhausted by the first exercise thereof but may be exercised from time to time hereafter until notice of writing of the repeal of this by-law has been given to the bankers of the Association or other corporation or person with whom such transactions may be made and to whom a copy of this By-law may be given. No debenture shall be issued without the passing of a special resolution.</p>		no change	<p>1. The directors are hereby authorized and empowered to make arrangements for the transaction of the banking business of the Association, and are hereby authorized and empowered to borrow monies upon the recommendation of the board of directors to an amount not exceeding 20 per cent of the annual budget, and to obtain advances upon the credit of the Association at such times and in such sums as they in their discretion, think necessary for the due and proper carrying on from time to time of the business of the Association, either by discounting or causing to be discounted from time to time, negotiable papers made, drawn, accepted or endorsed by the Association for all or any of the said loans or advances or by overdrafts or otherwise howsoever, and the directors are hereby authorized and empowered from time to time to make arrangements as to any and all such advances and as to the terms, conditions and mode of making the same and also to make and execute and to authorize all such receipts, mortgages, deeds and other instruments as may be necessary or proper in relation to and for effectuating the premises; and the powers of borrowing shall be deemed to be continuing powers and not to be exhausted by the first exercise thereof but may be exercised from time to time hereafter until notice of writing of the repeal of this by-law has been given to the bankers of the Association or other corporation or person with whom such transactions may be made and to whom a copy of this by-law may be given. No debenture shall be issued without the passing of a special resolution.</p>
<p>2. Contracts and engagements on behalf of the Association may be made, and cheques, bills of exchange and promissory notes on behalf of the Association may be made, drawn, and accepted or endorsed by the president or vice-president and the general manager or by such other persons as the board of directors may from time to time name for that purpose. Cheques and other commercial papers may be endorsed for deposit to the credit of the Association at its bankers by the general manager acting alone, or with such officers as may be designated from time to time by the board of directors for that purpose.</p>		no change	<p>2. Contracts and engagements on behalf of the Association may be made, and cheques, bills of exchange and promissory notes on behalf of the Association may be made, drawn, and accepted or endorsed by the president or vice-president or the general manager or by such other persons as the board of directors may from time to time name for that purpose. Cheques and other commercial papers may be endorsed for deposit to the credit of the Association at its bankers by the general manager acting alone, or with such officers as may be designated from time to time by the board of directors for that purpose.</p>
<u>article XI</u>			<u>article XII – Wording and Definitions</u>
<p>1. In the Constitution and all By-laws of the Association, the singular shall include the plural and the plural the singular, and the words "local or regional cattlemen's association" shall include one association or group of associations combined so as to obtain membership in the British Columbia Cattlemen's Association.</p>		reworded	<p>In the Constitution and all By-laws of the Association, words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.</p>
<p>2. The word "cattle" shall mean cattle over one year of age with all animals born prior to January 1 to be regarded as 1 year of aged provided 30 days has elapsed since weaning.</p>			<p>"Society Act" means the <i>Society Act</i> of British Columbia from time to time in force and all amendments to it.</p>
<p>3. In feedlot operations, "cattle" shall be defined as any animal raised for meat consumption, in which case there are no age restrictions.</p>			<p>"Special Resolution" is as defined by the <i>Society Act</i> of British Columbia.</p>



current <u>BY-LAWS amended 2002</u>	Notes re Changes		<u>proposed BY-LAWS</u> <i>April 30, 2013</i>
4. The cattle to be counted shall be the maximum number of cattle owned or controlled by the member between January 1 and June 30. This information shall be used to determine the subsequent year's director representation.	d	e	
5. Local associations shall provide cattle number and member number information to the British Cattlemen's Association no later than April 1.	e	t	
<u>article XII</u>			<u>article XIII – Amend By-laws</u>
These By-laws may not be altered or added to except by a special resolution of the Association as defined by the "Society Act" and as passed by 75% majority of such members as are entitled to vote as are present at the annual general meeting.		no change	These by-laws may not be altered or added to except by a special resolution of the Association as defined by the "Society Act" and as passed by 75% majority of such members as are entitled to vote as are present at the annual general meeting.
<u>article XIII</u>			<u>article XIV – Seal, Records</u>
The Seal, records and other books of the Association shall be in the custody of the general manager and the records and books shall at all reasonable times be open to inspection by any member in good standing. The seal shall be used only under authority of the board of directors.		no change	The seal, records and other books of the Association shall be in the custody of the general manager and the records and books shall at all reasonable times be open to inspection by any member in good standing. The seal shall be used only under authority of the board of directors.