

# OTTAWA FLYFISHERS SOCIETY



*Since 1983*  
*Incorporated December 5, 2005*

## **By-Law No. 1 and Rules & Regulations**

# OTTAWA FLYFISHERS SOCIETY

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Canada  
Corporations Act

Loi sur les  
corporations canadiennes

C A N A D A

LETTERS PATENT

WHEREAS an application has been filed to incorporate a corporation under the name

OTTAWA FLYFISHERS SOCIETY

THEREFORE the Minister of Industry by virtue of the powers vested in him by the *Canada Corporations Act*, constitutes the applicants and such persons as may hereafter become members in the corporation hereby created, a body corporate and politic in accordance with the provisions of the said Act. A copy of the said application is attached hereto and forms part hereof.

Date of Letters Patent - December 5, 2005

GIVEN under the seal of office of the Minister of Industry.

for the Minister of Industry

File Number: 433179-6



**APPLICATION FOR INCORPORATION OF A CORPORATION**  
**WITHOUT SHARE CAPITAL**  
**UNDER PART II OF THE CANADA CORPORATIONS ACT**

TO: The Minister of Industry

**I**

The undersigned hereby apply to the Minister of Industry for the grant of a charter by Letters Patent under the provisions of Part II of the Canada Corporations Act constituting the undersigned, and such others as may become members of the Corporation thereby created, a body corporate and politic under the name of

**OTTAWA FLYFISHERS SOCIETY**

The undersigned have satisfied themselves and are assured that the proposed name under which incorporation is sought is not the same or similar to the name under which any other company, society, association or firm, in existence is carrying on business in Canada or is incorporated under the laws of Canada or any province thereof or so nearly resembles the same as to be calculated to deceive and that it is not a name which is otherwise on public grounds objectionable.

**II**

The applicants are individuals of the full age of eighteen years with power under law to contract. The name, the address and the occupation of each of the applicants are as follows:

**Michael Fuller**  
3189 Bouvier Rd  
Hammond, ON  
K0A 2A0

Occupation:  
Electrical Technician

**Sandy Haggart**  
542 Apollo Way  
Orleans, ON  
K4A 1V7

Occupation:  
IT Analyst

**Darlene Evans**  
1776 Bonaventure Terrace  
Orleans, ON  
K1C 1W4

Occupation:  
Registered Nurse

The said Michael Fuller, Sandy Haggart and Darlene Evans, will be the first directors of the Corporation.

### **III**

The objects of the Corporation are:

- (1) To unite fraternally and to promote the mutual interests of its members; to foster and further the practice of activities associated with the art of fly fishing; and to encourage a cordial and co-operative intercourse among members of the Society;
- (2) To instill, maintain and reflect conservationist ethics and sportsmanlike conduct in the practice of fly fishing;
- (3) To encourage, support and participate in the development, preservation, rehabilitation and designation of ponds, lakes and stream waters as fish habitat and for the practice of fly fishing;
- (4) To provide a clubhouse and other conveniences for the use of the members of the Society, to furnish and maintain the same; and to permit the same to be used by its members and their guests, either gratuitously or otherwise;
- (5) To support Government bodies whenever possible in projects that are intended to preserve or enhance fly fishing opportunities generally;
- (6) To affiliate with and support other organizations who have the same vested interests whether regional, provincial, national or international; and
- (7) To do all such things as are incidental or conclusive to the attainment of the above objects.

### **IV**

The operations of the Corporation may be carried on throughout Canada and elsewhere.

### **V**

The place within Canada where the head office of the Corporation is to be situated is within the City of Ottawa, Province of Ontario.

## VI

It is specially provided that in the event of dissolution or winding-up of the Corporation, all its remaining assets after payment of its liabilities shall be used for the benefit of not-for-profit organizations or entities associated with fly fishing and/or conservation, and specific distribution to one or more such organizations or entities shall be made at the discretion of the board of directors of the Corporation after consulting its members.

## VII

In accordance with Section 65 of the Canada Corporations Act, it is provided that, when authorized by by-law, duly passed by the directors and sanctioned by at least two-thirds of the votes cast at a special general meeting of the members duly called for considering the by-law, the directors of the Corporation may from time to time:

- (1) borrow money upon the credit of the Corporation;
- (2) limit or increase the amount to be borrowed;
- (3) issue or cause to be issued bonds, debentures or other debt obligations (including without limitation debenture stock, notes or other like liabilities whether secured or unsecured) or other securities of the Corporation and pledge or sell the same for such sums, upon such terms, covenants and conditions and at such prices as may be deemed expedient;
- (4) secure any bond, debentures or other securities, or any other present or future borrowing or liability of the Corporation, by mortgage, hypothec, charge or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the Corporation, and the undertaking, rights and powers of the Corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the Corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

VIII

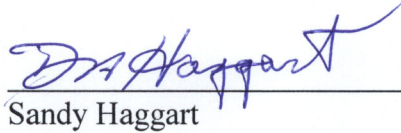
The by-laws of the Corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

IX

The Corporation is to carry on its operations without pecuniary gain to its members and any profits or other accretions to the Corporation are to be used in promoting its objects.

DATED at the City of Ottawa in the Province of Ontario, this 30th day of November, 2005.

  
\_\_\_\_\_  
Michael Fuller

  
\_\_\_\_\_  
Sandy Haggart

  
\_\_\_\_\_  
Darlene Evans