

# **INTERNATIONAL AIRBORNE GEOPHYSICS SAFETY ASSOCIATION BY-LAWS**

## **ARTICLE I**

### **NAME, OFFICES AND SEAL**

- 1.1** The name of the association shall be "International Airborne Geophysics Safety Association" hereinafter called IAGSA.
- 1.2** The head office of IAGSA shall be in the city of Ottawa, in the province of Ontario, or at any other place as the Executive Committee may from time to time determine.
- 1.3** The seal of IAGSA shall be in such a form as shall be prescribed by the Executive Committee and shall be in the custody of the President.

## **ARTICLE II**

### **OBJECT**

- 2.1** To promote Safety through the development of Standards and Recommended Practices within the Airborne Geophysics Survey Industry.
- 2.2** Without in any way limiting the generality of the object set out in 2.1 of this article, the means by which the advancement of Safety relating to the airborne survey industry shall be accomplished may include, inter-alia, the following:
  - a) the provision of facilities for exchange of information among members;
  - b) the holding of meetings for the discussion of safety related issues;
  - c) the promotion of the exchange of safety related information between member companies.

## **ARTICLE III**

### **MEMBERSHIP AND DUES**

- 3.1** The membership of IAGSA shall consist of Active Members, Associate Members and Honorary Members.
- 3.2** Any commercial or industrial enterprise (corporation, company, partnership, proprietorship or individual which is engaged in airborne geophysics is eligible for Active Member subject to approval of the Executive Committee.
- 3.3** Any commercial or industrial enterprise (corporation, company, partnership, proprietorship or individual) having an interest in the development of the objectives

and aims of IAGSA is eligible for Associate Member subject to the approval of the Executive Committee.

- 3.4** The Executive Committee may at its discretion recognize the contributions and achievements of individuals and with the nominee's agreement elect as an Honorary Member of IAGSA any person who in its opinion has made a noteworthy contribution to aviation safety and whose contributions to the Safety Standards and Practices of IAGSA would be welcome. There is no requirement for a person so recognized by the Executive Committee to be associated with a geophysics company.
- 3.5** An Honorary member shall be exempt from the payment of dues. An Honorary Member may be heard at any meeting of the IAGSA on any matter relating to safety and within the scope of IAGSA's activities, but shall not vote or be deemed to be part of a quorum at any meeting of the IAGSA.
- 3.6** Application for Membership shall be submitted in writing on a form approved by the Executive Committee and shall set forth the qualifications of the applicant for membership as an Active or Associate Member. The application, when accepted, shall be an agreement on the part of the applicant to be bound by the by-laws of IAGSA now or hereafter in effect.
- 3.7** The application for Membership shall be submitted to the Executive Committee for approval or rejection. Notice of acceptance or rejection shall be given to the applicant promptly.
- 3.8** Resignation of any member shall become valid upon receipt of written notice to the President.
- 3.9** The Executive Committee, at its discretion, may readmit a member who has resigned or whose membership has been forfeited for non-payment of dues or for reasons of non-compliance as is defined in clause 3.18.
- 3.10** Each member company admitted to IAGSA shall be liable for the payment of annual dues, in advance of the time period to which the dues apply.
- 3.11** The annual dues shall be set by the Executive Committee.
- 3.12** Dues shall be payable on admission and at the start of each IAGSA fiscal year – as defined in Clause 10.2. For clarity, the dues payable on admission shall be a pro-rata amount of the annual dues as determined by the number of days remaining in the IAGSA fiscal year.
- 3.13** A member who has not paid annual dues as required above shall be considered to be in arrears. A member who is in arrears shall not be entitled to any privileges of membership. The President or Chief Operating Officer shall give notice to this condition and a member who is still in arrears after a 60 day grace period shall forfeit all privileges of membership. A member who re-joins IAGSA within the same fiscal year as resigning or forfeiting membership, shall not be eligible for pro-rating of membership fees as described in section 3.12.

- 3.14** Members shall not be entitled to any return of dues upon severance of their connection with IAGSA.
- 3.15** A member of IAGSA may be suspended or expelled by the Executive Committee for conduct deemed to be prejudicial to IAGSA. Such action shall be preceded by such enquiries as deemed necessary, and the member concerned shall be given an opportunity to appeal at a meeting of the Executive Committee. The President shall duly notify the member of the decision of the Executive Committee.
- 3.16** All IAGSA Active Members shall undergo an accreditation audit arranged by IAGSA within 12 months of becoming a member, and thereafter once every three years.
- 3.17** It is a condition of membership that members undertake to follow the practices in the IAGSA Safety Policy Manual. On an ad-hoc basis, members have the right to file a "notification of difference" (NOD), which is a mechanism intended to be used for exceptional circumstances where a member believes it cannot comply with a specific recommended policy or practice, but can, through alternative practices, achieve an equivalent level of safety. The maximum number of NODs is not defined, however it is expected that members will generally be compliant with the Safety Manual.
- 3.18** The IAGSA Executive Committee reserves the right to terminate the accreditation of any member if it believes that a member is not complying with the requirements and spirit of the organization, both implicit and explicit. Circumstances that may indicate non-compliance include, but are not limited to the following circumstances:
- a) **Non-Compliance with the Safety Manual.** Where, in the opinion of the Executive Committee, a member is operating only in accordance with the minimum applicable regulatory requirements and is generally not operating to the higher requirements specified in, or in the spirit of, the Safety Manual.
  - b) **Significant and Ongoing Deviations.** Where a member has a large number of deviations, or has deviations of a significant nature that are long term or permanent, whether or not an NOD has been filed, and the member cannot demonstrate to the satisfaction of the Executive Committee that an equivalent level of safety can be achieved. It should be clearly understood that there may be valid reasons for both short-term and permanent deviations and that the existence of one or a few deviations may in and of itself, not be grounds for termination.
  - d) **Failure to Participate in the Audit.** Where a member declines to participate in either the accreditation audit or any subsequent audit, or fails to accommodate reasonable requests for such an audit in a timely manner.
- 3.19** If an accreditation, scheduled, or ad-hoc audit indicates non-compliance with the Safety Policy Manual and / or significant and ongoing deviations or non-compliances, the following actions will be taken:
- a) A Notice of Non-Compliance, listing specific findings, will be sent to the member by the COO.

- b) The member will be required to respond within 30 days to each finding with proposed corrective actions and a timeframe for compliance, or will demonstrate that an equivalent level of safety can be achieved, or will provide reasonable justification for the non-compliance.
  - c) Responses will be evaluated by the Executive Committee. In the event a majority of the Executive Committee believes the response to be unsatisfactory, a Notice to Terminate Accredited Membership will be sent to the member describing the reasons why such action is being taken.
  - d) The member will have 30 days to respond to the Notice to Terminate Accredited Membership and may make a case for retaining its Accredited Membership.
  - e) The Executive Committee shall then at its sole discretion decide if there are sufficient grounds to proceed with a termination of the Accredited Membership
- 3.20** It is understood that, as a condition of membership in, and accreditation by IAGSA, the member waives and releases any claim or claims against IAGSA and / or its Executive Committee for loss of revenue, profit or use of capital, loss of services, loss of product, production delays, business interruptions, losses resulting from failure to meet other contractual commitments or deadlines, downtime of facilities or aircraft, or for any special, indirect, delay or consequential damages resulting from or arising out of any determination by the Executive Committee or its individual officers that a member has failed to meet the criteria for accreditation as a member, has failed to meet the requirements or the intent of membership with IAGSA and /or has been either refused membership or has had its membership removed.
- 3.21** Memberships are not transferable or assignable.
- 3.22** Each member shall receive a certificate of his membership in IAGSA. Such certificate shall be in a form selected by the Executive Committee.

## **ARTICLE IV**

### **MEETING OF MEMBERSHIP**

- 4.1** The annual meeting of the membership of IAGSA shall be held at such time and place in Canada, unless otherwise resolved by the members, as may be determined by the Executive Committee, when there shall be presented a report of the proceedings of the previous year, the report of the Executive Committee, a financial statement of IAGSA and the report of the auditors and such other information normally relating to the IAGSA's affairs as may be of interest or importance.
- 4.2** Special meetings of IAGSA shall be called by the President at the request of the majority of the Executive Committee or ten (10) percent of the voting delegates of IAGSA.
- 4.3** Ordinary general meetings of IAGSA may be convened by resolution of the Executive Committee for the purpose of furthering the objectives of IAGSA.

- 4.4** Notice of the time and place of each annual, ordinary or special meeting of members shall be given to the members at least 30 days prior to each meeting. Such notice shall be sufficient if sent by e-mail, facsimile or mail at least 30 days prior to each meeting. The non-receipt of any notice by any member or members of IAGSA shall not invalidate any resolution passed or any proceedings taken at any annual or special meeting. Notice of any meeting shall remind the member of his right to vote by proxy.
- 4.5** Notice of the meeting where special business will be transacted should contain sufficient information to permit a member to form a reasoned judgement on the decision to be taken.
- 4.6** Only voting representatives of Active Members and Associate Members in good standing shall be entitled to vote.
- 4.7** A voting representative must be an officer, employee or person with a similar relationship with an Active or Associate member company.
- 4.8** Each Member, Active or Associate, is entitled to appoint one (1) voting representative.
- 4.9** Votes may be given in person by the voting representative or by proxy; provided that the instrument appointing such proxy is filed with the President before any vote is cast under its authority.
- 4.10** The instrument appointing a proxy shall be in writing under the hand of the member appointing the proxy. The instrument appointing the proxy may be in such form as the Executive Committee may from time to time prescribe or in such other form as the Chairman of the meeting may accept.
- 4.11** No person shall act as a proxy unless he is entitled on his own behalf to be present and vote at the meeting at which he acts as proxy.
- 4.12** Every question submitted to any meeting of the members shall be decided in the first instance by a show of hands. Upon a show of hands, every voting representative present in person or represented by proxy, and entitled to vote, shall have one (1) vote. After a show of hands the chairman may require, or any voting representative present in person or represented by proxy may demand a poll. Unless a poll is required or demanded, a declaration by the chairman that a resolution has been carried or carried unanimously or by a particular majority or has been defeated or defeated unanimously or by a particular majority, shall be conclusive evidence of a fact.
- 4.13** A demand for a poll may be withdrawn any time prior to the taking of it. If a poll be required, it shall be taken in such a manner as the chairman of the meeting shall direct. Upon a poll, each voting representative who is present in person or represented by a proxy shall be entitled to one (1) vote, and the result of the poll on the question shall be the decision of IAGSA in an annual, special or general meeting, as the case may be.

- 4.14** In the case of an equality of votes, the chairman shall, both on a show of hands and at a poll, have a second or casting vote in addition to the vote to which he may be entitled as a member.
- 4.15** Voting representatives representing not less than one third of the members of IAGSA, either in person or by proxy, shall constitute a quorum. No business shall be transacted at any meeting unless a quorum is present at the time of the transaction of such business.
- 4.16** The President, or in his absence, the Vice-President, shall act as chairman of each meeting. If at any meeting the President and Vice-President are absent, the representatives present shall choose one of their number to be chairman of the meeting.
- 4.17** The chairman may, with the consent of the representatives present, adjourn a meeting from time to time and from place to place and no notice of such adjourned meeting need be given to the members. Any business may be brought before or dealt with at an adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the original meeting.

## **ARTICLE V**

### **EXECUTIVE COMMITTEE**

- 5.1** The general management of the affairs of the IAGSA shall be vested in the Executive Committee. The Executive Committee shall have control of the property of the IAGSA and establish guiding policies and fiscal controls governing all employees. It shall have power to employ necessary staff and other help, authorize expenditures, take all necessary and proper steps to carry out the purpose of the IAGSA and to promote its best interest, and do all such lawful acts and things as are not prohibited by statute or by the Letters of Patent or these By-Laws.
- 5.2** The Executive Committee of the IAGSA shall be the number established from time to time by resolution of the Executive Committee which number shall consist of not less than three (3) nor more than seven (7).
- 5.3** The applicants for incorporation shall become the first members of the Executive Committee whose term of office on the Executive Committee shall continue until their successors are elected. At the first annual general meeting of Members, the Executive Committee members then elected shall replace the provisional members named in the Letters of Patent of IAGSA.
- 5.4** An Executive Committee member shall be a voting representative of an Active or Associate Member. Executive Committee members must be individuals, at least eighteen (18) years of age, with power under law to contract.
- 5.5** In the event the representative ceases to meet the qualifications set forth in Section 5.4 such representative's tenure on the Executive Committee shall immediately terminate and the resulting vacancy shall be filled as provided in Section 5.9.

- 5.6** There shall be no more than one (1) Associate Member representative on the Executive Committee if the committee is comprised of five (5) or less members, nor more than two (2) if the committee is comprised of six (6) or more.
- 5.7** Executive Committee members shall be elected for a term of two (2) years by the voting representatives at an annual general meeting or Members.
- 5.8** The office of member of the Executive Committee shall automatically be vacated:
- a) if that person ceases to meet the eligibility requirements of Section 5.4 of this Article;
  - b) if a member has resigned his office by delivering a written resignation to the President of IAGSA;
  - c) if he is found by a court to be of unsound mind;
  - d) if he becomes bankrupt or suspends payment or compounds with his creditors;
  - e) if at a general meeting of members, a resolution is passed by a majority of the representatives present at the meeting that he be removed from office;
  - f) on death.
- 5.9** Any vacancy on the Executive Committee may be filled by the affirmative vote of a majority of the then members of the Executive Committee, and each member of the Executive Committee so appointed shall hold office until the next annual general meeting.
- 5.10** A Nominating Committee, as detailed in section 7.1, shall consider candidates for election to the Executive Committee. At least sixty (60) days prior to the date of the annual general meeting of IAGSA, the President shall submit to the members of IAGSA entitled to vote at the annual general meeting, names of the nominees chosen by the nominating committee.
- 5.11** The representatives of any three (3) Active and Associate Members may submit additional nominees to the Nominating Committee upon the following conditions:
- a) the submission must be in writing and signed by a designated representative of each of the Members;
  - b) the submission must be made thirty (30) days prior to the annual meeting;
  - c) the submission must be accompanied by a letter from an executive of the Member Company employing the said nominee stating such member is willing to have such nominee serve, if elected, and will permit him to attend meetings regularly.

Thereafter, if the above qualifications have been met and the nominee meets the eligibility requirement of Section 5.3, the Nominating Committee shall add such name or names to the list of nominees.

- 5.12** The election of Executive Committee members shall be held at an annual meeting by a show of hands unless otherwise demanded. At an annual meeting a member whose two (2) year term has expired shall retire but shall be eligible for re-election subject to the provisions of Section 5.4.
- 5.13** A member of the Executive Committee retiring at the annual meeting shall remain in office until the dissolution or adjournment of such meeting unless such meeting was called for the purpose of removing him from office as a member in which case the member who was removed shall vacate office forthwith upon the passing of the resolution for his removal.
- 5.14** The members of the Executive Committee shall serve without remuneration and no member shall receive any remuneration as an officer of IAGSA.
- 5.15** Any member of the Executive may be removed at any time, with or without cause, at any Special Meeting of the IAGSA members called for that purpose.
- 5.16** Meetings of the Executive Committee may be held at any time and place to be determined by the members provided that 48 hours written notice of such meeting shall be given, other than by mail, to each member. Notice by mail shall be sent at least 14 days prior to the meeting. There shall be at least one (1) meeting per year of the Executive Committee. No error or omission in giving notice of any meeting of the Executive Committee or any adjourned meeting of the executive Committee shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or thereat.
- 5.17** At all meetings of the Executive Committee three (3) members two (2) of whom must be representatives of Active Members present shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of the majority of members present at any meeting at which there is a quorum shall be the act of the Executive Committee except as otherwise specifically provided herein or by statute. If at any meeting of the Executive Committee there is less than a quorum present, a majority of those present may adjourn the meeting from time to time without further notice to any absent member.
- 5.18** Any action required or permitted to be taken by the Executive Committee of IAGSA may be taken without a meeting if all members of the Executive Committee consent in writing to the adoption of a resolution authorizing such action, and such written consent is filed with the minutes and proceedings of the Executive Committee. Such consent shall have the same force and effect as a unanimous vote.
- 5.19** If all the members of the Executive Committee consent thereto generally or in respect of a particular meeting, any one or more members of the Executive Committee or any committee designated by the Executive Committee may participate in a meeting of such Executive Committee by means of a conference telephone or similar communications equipment allowing all persons participating in



the meeting to hear each other at the same time. Participation by such means shall constitute presence in person as a meeting.

- 5.20** The President or in his absence the Vice-President shall act as chairman at each meeting of the executive Committee. If at any such meeting the President and Vice-President are absent, the members present shall choose one of their number to be chairman of the meeting.
- 5.21** Each member of the executive Committee is authorized to exercise one (1) vote at any meeting of the executive Committee. Questions arising at any meeting of the Executive Committee shall be decided by a majority of votes of the members present and, in cases of an equality of votes, the President shall have a second or casting vote.
- 5.22** All acts done by any meeting of the Executive Committee or of a committee of the Executive Committee or by any person acting as a member of the Executive Committee, notwithstanding that it is afterwards discovered that there was some defect in the appointment of such member or person so acting, or that they, or any of them, were disqualified, shall be as valid as if such person had been duly appointed and was qualified to be a member. Any acts so done shall be confirmed at the next properly constituted meeting of the Executive Committee.
- 5.23** Every Member of the Executive Committee and every Officer of the IAGSA, and his heirs, executors and administrators and other legal personal representatives shall, from time to time and at all times, be indemnified and saved harmless by IAGSA from and against any liability and all costs, charges and expenses which he sustains or incurs in respect of any action, suit or proceedings that is proposed or commenced against him for or in respect of anything done or permitted by him in respect of the execution of the duties of his office, unless such liability, costs, charges or expenses arise by virtue of his wilful neglect or default or by reason of any fraud or misrepresentation.

## **ARTICLE VI**

### **OFFICERS**

- 6.1** The Officers of IAGSA shall be a President, a Vice-President and a Chief Operating Officer.
- 6.2** The word "Vice-President" as used herein may be construed to mean one or more Vice-Presidents as directed by the Executive Committee.
- 6.3** The Executive Committee, at its meeting held immediately following the Annual General Meeting, shall elect from among its own number, a President and a Vice-President to serve for one (1) year.
- 6.4** The President shall normally preside at all meetings of the Executive Committee, and shall be responsible to the executive Committee for the management of the business of IAGSA.

- 6.5** The Vice-President in the absence of the President shall perform the duties and exercise the powers of the President.
- 6.6** The President shall have responsibility for the custody of the IAGSA funds and securities and shall keep full and accurate accounts of receipts and deposit all money and other valuable effects in the name and credit of IAGSA in such depositories as may be designated by the Executive Committee from time to time. The President shall be responsible for the management of the funds of IAGSA as may be ordered by the Executive Committee and shall render to the Executive Committee at any regular meeting of the Executive Committee, or whenever it may require it, an account of all transactions caused to be made by the President and the financial position of IAGSA.
- 6.7** The President shall perform such other duties as may from time to time be determined by the Executive Committee.
- 6.8** The President and the Executive Committee shall appoint a Chief Operating Officer.
- 6.9** The Chief Operating Officer shall be responsible to the President and the Executive Committee to maintain the day to day management of IAGSA. The Chief Operating Officer, in consultation with the Technical Committee, shall develop and disseminate Recommended Safety Standards and Practices. The Chief Operating Officer shall facilitate communications between member companies and liaise with government and non-government bodies on matters related to the aims and objectives of IAGSA. The Chief Operating Officer shall perform such other duties as may from time to time be determined by the Executive Committee. Remuneration for the Chief Operating Officer shall be set by the Executive Committee.
- 6.10** Whenever in the judgement of the Executive Committee the best interest of the IAGSA will be served thereby, any officer may be removed from office by the affirmative vote of a majority of the members of the Executive Committee. Such removal shall not prejudice the contractual rights, if any, of the person removed.

## **ARTICLE VII**

### **COMMITTEES**

- 7.1** There shall be appointed by the Executive Committee a Nominating Committee and a Technical Committee whose members shall serve at the pleasure of the Executive Committee.
- 7.2** The Executive Committee may, by a resolution adopted by a majority of members present at a meeting at which there is a quorum, appoint one or more Special committees, for such purposes and with such powers as the Executive Committee provide and whose members shall serve at the pleasure of the Executive Committee.

- 7.3 A committee may elect a chairman and if no such chairman is elected, or is not present, the members present shall choose one of their members to be chairman of the meeting.
- 7.4 A committee may meet and adjourn as it thinks proper. Questions arising at committee meetings shall be determined by a majority of the members present, and in the case of equality of votes the chairman shall have a second or deciding vote.
- 7.5 Each committee member shall serve without remuneration.

## **ARTICLE VIII**

### **NOMINATING COMMITTEE**

- 8.1 The Nominating Committee, comprised of the President and at least one other member of the Executive Committee shall provide to the voting representatives, prior to each Annual General Meeting, a list of nominees to fill vacancies on the executive Committee.

## **ARTICLE IX**

### **TECHNICAL COMMITTEE**

- 9.1 The Technical Committee, in consultation with the Chief Operating Officer, shall recommend to the Executive Committee for adoption such Standards, Practices and Procedures that in its opinion would facilitate achieving the aims and objectives of IAGSA.
- 9.2 The Executive Committee shall appoint to the Technical Committee individuals, who in the opinion of the Executive Committee, possess the skills and qualifications to advance the aims and objectives of IAGSA.
- 9.3 The Technical Committee shall be comprised of a minimum of three (3) members.
- 9.4 A Technical Committee member must meet the same eligibility requirements as a voting representative in Section 4.7, but need not be a voting representative.
- 9.5 Technical Committee members shall be appointed for a two (2) year term.
- 9.6 There shall be no more than one (1) Technical Committee member representing any Member company.
- 9.7 The Technical Committee shall hold such meetings as it deems necessary, and report to the Executive Committee as called upon.
- 9.8 Prior to making an appointment to the Technical Committee, the Executive Committee must obtain from the Member employing such individual that Member's permission to allow such individual to serve and attend Technical Committee meetings.

## **ARTICLE X**

### **ANNUAL REPORT**

- 10.1** The Executive Committee shall present a report to the annual general meeting on their conduct of affairs of IAGSA, together with an audited statement showing the financial transactions of the previous year and the state of finances of IAGSA at the close of the fiscal year.
- 10.2** Unless otherwise ordered by the Executive Committee the fiscal year end of IAGSA shall be November 30.

## **ARTICLE XI**

### **AUDITORS**

- 11.1** An auditor or auditors to audit the accounts of IAGSA shall be appointed by the voting members at each annual general meeting. The Executive Committee may fill casual vacancies in the office of the auditor. The remuneration of the auditor shall be fixed by the Executive Committee.

## **ARTICLE XII**

### **EXECUTION OF INSTRUMENTS**

- 12.1** The Executive Committee shall have the power from time to time by resolution to appoint any officer or officers on behalf of IAGSA to sign instruments in writing generally or to sign specific instruments in writing.
- 12.2** The Seal shall, when required, be affixed to any instrument in writing.
- 12.3** No member of IAGSA shall have power to enter into any contract, obligation or expense on behalf of IAGSA, and any member so doing shall be personally liable therefore, except as regards payment of annual dues and other moneys due under these By-Laws, no member of IAGSA shall be responsible for any contract, obligation or expense in connection with IAGSA.

## **ARTICLE XIII**

### **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

- 13.1** Upon legal dissolution of IAGSA any remaining assets remaining after the payment and satisfaction of debts and liabilities shall be distributed at the discretion of the Executive Committee to an organization having cognate or similar objectives. If no such organization exists at the time, then the Executive Committee may distribute any remaining assets to a recognized charity.

## **ARTICLE XIV**

### **RULES AND REGULATIONS**

- 14.1** The Executive Committee may prescribe such rules and regulations not inconsistent with these By-Laws relating to the management and operation of IAGSA as they deem expedient, provided that such rules and regulations shall have force and effect only until the next annual meeting of IAGSA when they shall be confirmed, and failing confirmation at such annual meeting of IAGSA, shall at and from that time cease to have force and effect.

## **ARTICLE XV**

### **REPEAL OR AMENDMENT**

- 15.1** The Executive Committee may enact additional By-Laws repealing or amending the By-Laws provided however, that such By-Laws shall not have effect until they have been confirmed by two-thirds (2/3) of the votes cast at a special meeting of IAGSA duly called for that purpose or at an annual general meeting of IAGSA and until the approval of the Minister of Industry has been obtained pursuant to the Canada Corporations Act.

## **ARTICLE XVI**

### **INTERPRETATION**

- 16.1** In these By-Laws and in all other By-Laws of the corporation 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.

End.