

COURT FILE NUMBER 1503-03309
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE EDMONTON
APPLICANT(S) CLAUDE COLGAN, ERICKA CLARKE, DARLENE
MACKENZIE, KURT LUCHIA and STEPHEN BUDDO
RESPONDENT(S) CANADA'S NATIONAL FIREARMS ASSOCIATION,
SHELDON CLARE, BLAIR HAGEN, BILL RANTZ and
JERROLD LUNDGARD
DOCUMENT **AFFIDAVIT**

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AFFIDAVIT OF ERICKA CLARKE

Sworn on June 29, 2015

I, Ericka Clarke, a legal assistant, of Edmonton, Alberta, MAKE OATH AND SAY AS FOLLOWS:

1. I am an Applicant in the within court action, and a voting member and director of the Respondent Canada's National Firearms Association (hereinafter the "Association") and as such I have personal knowledge of the matters hereinafter deposed to except where my knowledge is stated to be based on information and belief. I make this my Affidavit in support of the second amended originating application and an interlocutory application to be filed herewith.

SUMMARY OF THIS DISPUTE

2. The Applicants in the second amended originating application and the interlocutory application seek a number of orders pursuant to Part 15 and Part 16 of the *Canada Not-For-Profit Corporations Act*, SC 2009 c 23 (the "Act") in order to investigate and remedy

non-compliance, oppression and other misconduct by the Association and its directors, officers, and other persons.

3. The individuals involved in this matter include the following:

- a. The Applicants, who are and at all material times were all valid voting members and directors of the Association. Claude Colgan, Darlene MacKenzie, Kurt Luchia and I (Ericka Clarke) were elected by the members in, respectively, Quebec, Ontario, Saskatchewan and Alberta as directors of the Association on December 1, 2014, for a term to expire on December 1, 2016. Stephen Buddo was re-elected as a director by the Quebec members on December 1, 2013 for a term to expire on December 1, 2015, and has been a director for a continuous period since at least 2011.
- b. The Respondent Sheldon Clare, who is purportedly a Life Member, director (for B.C.) for a term to expire on December 1, 2016, officer and president of the Association.
- c. The Respondent Blair Hagen, who is purportedly a Life Member, director (for B.C.) for a term to expire on December 1, 2015, officer and executive VP communications of the Association.
- d. The Respondent Bill Rantz, who is purportedly a Life Member, director (for Ontario) for a term to expire on December 1, 2015, officer and treasurer of the Association.
- e. The Respondent Jerrold Lundgard, who is a voting member and purportedly a director (for Alberta) for a term to expire on December 1, 2015, officer and secretary of the Association.
- f. Robert Bracken, who is a member and director (for Atlantic Canada) of the Association, for a term to expire on December 1, 2016.
- g. Ginger Fournier, who is a full-time employee since 2011 and general manager of the Association, and who has general responsibility for the day-to-day administration of the affairs of the Association, including the appropriation of funds and other property, memberships, records, facilitation of meetings, etc. I believe Ms. Fournier takes instructions from Mr. Clare, Mr. Hagen and Mr. Heintz.
- h. Dwayne Gorniak (Alberta), Francis Tenta (Quebec), and Charles Zach (Ontario), who were all purportedly appointed as directors of the Association by Mr. Clare, Mr. Hagen, Mr. Lundgard and Mr. Bracken. Mr. Tenta ceased to be a valid member of the Association on May 31, 2015 according to the membership list I have, and became unqualified to be a director. Mr. Zach and Mr. Tenta are recorded on the records of the

Director of Corporations Canada (the "Director") as directors of the Association. The Applicants do not recognize these individuals as valid directors.

- i. Shawn Bevins, who is a voting member and was a full-time employee of the Association between May 2013 and February 24, 2015, and has commenced a court action, Calgary action number 1501-06621 (the "Bevins action") for corporate oppression (together with his new business, Spatha Tactical Equipment Inc.) and wrongful dismissal against the Association and Mr. Clare, Mr. Rantz, Mr. Hagen, Mr. Lundgard, Mr. Bracken, Mr. Gorniak, Mr. Tenta, and Mr. Zach as the defendants named in the Bevins action.
- j. Kenneth G. Heintz, who has been general counsel to the Association for over twenty years and is the lawyer of record for the Association and for Mr. Clare in this action and appears to intend to act as lawyer of record for Mr. Hagen, Mr. Rantz and Mr. Lundgard in this action and for the Association and all of the other defendants in the Bevins action.

4. I believe that Mr. Clare, Mr. Hagen, Mr. Rantz, Mr. Lundgard, and Mr. Bracken (the "Clare Directors") form a bloc in their actions as directors and officers of the Association. They frequently act in concert and are supportive of each other and each other's actions in public communications. I believe that Mr. Clare is the leader of the Clare Directors. I believe that the appointment of Mr. Gorniak, Mr. Tenta and Mr. Zach (the "Sham Directors") was meant to add to the bloc.

5. In summary, my evidence is that there has been long-term, systematic, pervasive, dishonest and deliberate misconduct in the affairs of the Association, in the following forms (all of which are described in greater detail herein):

- a. The deliberate and unlawful omission and suppression of numerous official corporate records by Mr. Clare, Mr. Hagen, Mr. Lundgard, and Ms. Fournier;
- b. The unlawful removal by the Clare Directors of validly-elected directors of the Association, namely the Applicants Darlene MacKenzie, Claude Colgan, and myself (Ericka Clarke);
- c. The unlawful and invalid appointment as directors of the Sham Directors by the Clare Directors;
- d. The unlawful removal of valid members of the Association, namely the Applicants Darlene MacKenzie, Claude Colgan, and myself by the Clare Directors;

- e. The unlawful placing of memberships "under review" of Robert O'Grady and Tracey Wilson, when no such review process validly exists, by the Clare Directors and Ms. Fournier;
- f. The unlawful and deliberate failure and refusal of the Clare Directors to manage or supervise the management of the affairs of the Association;
- g. The unlawful non-compliance of the Association's articles of continuance and by-laws with several provisions of the *Act*, for which Mr. Clare is responsible;
- h. The deliberate creation by Mr. Clare of a false document, knowing it was false, to record amendments to the by-laws of the Association in the *de facto* absence of any actual amendments;
- i. The deliberate giving of false evidence in this action by Mr. Clare, knowing it was false, to mislead the Court that the false document was actually sent to the Director and that the Ministerial Approval of the same was received;
- j. The deliberate publication by Mr. Clare and Ms. Fournier of an incorrect and unauthorized version of the by-laws on the Association's official website and elsewhere, which continues despite Mr. Clare being continually aware of the error;
- k. The deliberate filing of the incorrect and unauthorized version of the by-laws with the Director of Corporations Canada (the "Director") and the deliberate failure to file the correct version of the by-laws with the Director, contrary to the *Act*;
- l. The deliberate unauthorized use by Mr. Clare of the title of "chief executive officer" of the Association, knowing that there is no such position in the Association;
- m. The misappropriation by Ms. Fournier, Mr. Clare and Mr. Bracken of the funds of the Association as personal benefits conferred on Mr. Clare and Mr. Bracken for a trip to New York City;
- n. The general and ongoing appropriation of the funds of the Association by Ms. Fournier without authority from or accountability to its directors;
- o. The misappropriation by an employee who reports to Ms. Fournier of the Association's email list system to send false information about the Applicants, Mr. Bevins, and the Association to over 8,000 the members of the Association;

- p. The misappropriation by Ms. Fournier and Mr. Clare of the Association's print publication, the Canadian Firearms Journal, in the form of specifying its content as improper personal self-promotion for Mr. Clare and Mr. Lundgard;
- q. The misappropriation of the Association's official Facebook group by Mr. Clare and Mr. Lundgard to prevent the members of the Association from discussing the affairs of the Association and punish them for doing so, including the matters referred to herein;
- r. The retention of KPMG LLP by Ms. Fournier and Mr. Clare to conduct an audit of the Association's financial statements without due election by the members, or appointment by the directors or court order, as the Association's public accountant;
- s. The unlawful failure of the Association to have a duly elected or appointed public accountant;
- t. The unlawful failure of the directors to approve the 2013-2014 comparative financial statements of the Association, occasioned by the Clare Directors;
- u. The unlawful distribution by Ms. Fournier and Mr. Clare of the 2013-2014 comparative financial statements without the requisite approval of the directors and without publication of the report of the public accountant;
- v. The failure of the directors to call an annual meeting of the members in a manner that complies with the *Act*, occasioned by the Clare Directors;
- w. The punishment of the Association's members and volunteers by Mr. Lundgard and Mr. Bracken for exercising their lawful democratic right to discuss the affairs of the Association and requisition a special meeting of the members;
- x. The summary dismissal by Mr. Clare, without reference to the other directors, of Mr. Bevins, in a manner that is likely contrary to the Association's best interests;
- y. The retention and instruction of Guy Lavergne to act as a lawyer on behalf of the Association in respect of correspondence with Mr. Bevins without authorization from the directors;
- z. The improper retention by Mr. Clare of Mr. Heintz to act as the Association's lawyer of record in this action without authorization from the Association;
- aa. The improper instructions by Mr. Clare to Mr. Heintz:

- i. To oppose the relief sought in this action without authorization from the Association and in manner contrary to the contrary to the Association's best interests; and
 - ii. To oppose the application in this action to question Ms. Fournier as a witness without authorization from the Association.
- bb. The improper retention by Mr. Clare of Mr. Heintz to act as Mr. Clare's lawyer of record in this action as a joint retainer together with the Association without the consent of the Association and when the joint retainer is contrary to the Association's best interests;
- cc. An unlawful indemnification by Ms. Fournier of Mr. Clare from the funds of the Association for the expenses of this action without authorization from the Association;
- dd. The improper retention by the Clare Directors of Mr. Heintz to act as the Association's lawyer of record in the Bevins action without authorization from the Association;
- ee. The improper retention by the Clare Directors and the Sham Directors of Mr. Heintz to act as their lawyer of record in the Bevins action as a joint retainer together with the Association without the consent of the Association and when the joint retainer is contrary to the Association's best interests;
- ff. An unlawful indemnification by Ms. Fournier of the Clare Directors and the Sham Directors from the funds of the Association for the expenses of the Bevins action without authorization from the Association;
- gg. The failure to indemnify the Applicants for expenses incurred as a result of this action;
- hh. Mr. Clare, Mr. Hagen and Mr. Rantz unlawfully acting as members of the Association when they are not actually members of the Association;
- ii. Mr. Clare, Mr. Hagen and Mr. Rantz unlawfully acting as officers and directors of the Association when they are not qualified to be officers or directors by virtue of not actually being members as required by the by-laws; and
- jj. Mr. Clare unlawfully acting as president of the Association when he does not have majority support of the directors as required by the by-laws.

6. I believe that the activities listed above are oppressive and prejudicial to my interests as a director and member of the Association, and detrimental to the

Association's best interests. I also believe that many of the activities do not comply with the Act and the by-laws of the Association.

7. In order to resolve this dispute, the Applicant Stephen Buddo has repeatedly requested that all directors participate in a mediation. Mr. Clare has repeatedly denied that request. His latest reason for rejecting mediation is that we cannot mediate when we are in litigation. It is not clear to me what the position(s) of Mr. Lundgard, Mr. Rantz, Mr. Hagen or Mr. Bracken are with respect to mediation or other alternative dispute resolution options.

8. I am informed by my lawyer and verily believe that:

- a. Mediation between parties who are in the middle of a litigation dispute is common in practice;
- b. The *Alberta Rules of Court* that pertain to this litigation state that they "encourage the parties to resolve the claim themselves, by agreement, with or without assistance, as early in the process as practicable," and that the Applicants and the Respondents must "periodically evaluate dispute resolution process alternatives to a full trial, with or without assistance from the Court"; and
- c. Lawyers are ethically required to encourage their clients to compromise or settle a dispute whenever it is possible to do so on a reasonable basis.

9. I believe all the Applicants are willing to participate in mediation with the other directors of the Association to try to resolve this matter, and we do not understand why this is not being done.

10. Subsequent to the May 23, 2015 annual meeting of the Association in Quebec City, members of the Association began subscribing to a requisition for a special meeting of the members in accordance with the procedures called for under the Act. The purpose of the special meeting is to remove Mr. Lundgard and Mr. Rantz as directors and replace them, and make various by-law amendments to address some of the issues in the Association. I believe that once those procedures are successful, the Association will begin to voluntarily comply with the governing legislation and its by-laws, and be in a position to carry on with business for the benefit of its members.

11. The special meeting would serve as legal, democratically-legitimate method of allowing the corporate governance of the Association to move forward in a lawful, positive manner.

12. However, in order to facilitate the special meeting, certain aspects of the Association require judicial intervention and supervision.

NON-COMPLIANCE RELATED TO CORPORATE RECORDS

13. Subsequent to filing the originating application, the Association has disclosed the following official records:

- a. The letters patent, and the articles and certificate of continuance
- b. The by-laws of the Association approved by the Minister on December 21, 2009
- c. The membership list of the members of the Association that omits the residential addresses of each of the members;
- d. Minutes of the directors meeting on Oct 22, 2012.
- e. Minutes of directors meetings on May 8; Jul 22 and 31; Sep 13; Oct 4 and 11; Nov 8 and 15; and Dec 2 and 30, 2013;
- f. Minutes of directors meetings on Jan 28; Mar 4 and 27; Apr 9; May 23; Jul 29; Nov 5, 24 and 26; and Dec 21, 2014;
- g. Minutes of directors meetings on Feb 9 and Mar 2, 2015;
- h. Minutes of the meetings of members: May 15 2010, Aug 12 2011, May 5 2012, an unspecified date in 2013, and an unspecified date in 2014;
- i. Minutes of the executive committee meetings: an unspecified date in 2014, May 3 2013, May 4 2012, Aug 12 2011, Apr 14 2010;
- j. "Notice to Reader" financial statements for the fiscal periods of 1993 through 2000, and from 2008 through 2014

14. I am aware of the following records that appear to exist but have not been disclosed:

- a. Register of members;
- b. A membership list that contains the residential addresses of the members; and
- c. Accounting records.

15. I am aware of the following records that the Association apparently does not keep and maintain at its registered office or elsewhere, and probably do not exist:

- a. Debt obligations register;
- b. Register of directors; and
- c. Register of officers.

16. Mr. Clare's evidence is that Association does not keep and maintain a register of officers. That is non-compliant with the *Act*.

17. I believe based on Mr. Clare's evidence in this action that the Association did not, until June 3, 2015, object to my right as a director or voting member to examine and take copies of the records applied for in the originating application, and that I may make an appointment with Ms. Fournier for that purpose.

18. I had sent a request letter and statutory declaration by recorded mail to the Association to examine and take a copy of the register of members of the Association, and hereunto attached and marked as **Exhibit "A"**, **Exhibit "B"** and **Exhibit "C"** to this my Affidavit are true copies of the letter, statutory declaration and acknowledgment of receipt, respectively.

19. Hereunto attached and marked as **Exhibit "D"** to this my Affidavit is an email I sent to Ms. Fournier on June 2, 2015. On June 3, 2015, I had phoned Ms. Fournier to follow up on my request letter and email. On the phone, Ms. Fournier told me that I am not permitted at the Association's office and I am not permitted to anything with respect to the Association, and that I was to contact Mr. Heintz. She said that this is what Mr. Heintz told her to do.

20. Despite these efforts, the Association has failed to disclose the records referred to in paragraph 4 hereof or comply with my request for the register of members.

21. I am not aware of any legitimate reason why the Association is withholding these records from me.

22. Access to the records is necessary in order to obtain evidence relevant to the other matters raised in this action, and it is necessary in connection with the discharge of my office as director and entitlements as a member.

23. It is my intention to provide this my Affidavit to the Director so that she can investigate Mr. Clare, Mr. Hagen, Mr. Fournier and Mr. Heintz for having committed or made themselves parties to offences under the *Act* in respect of the unlawful omission and suppression of official corporate records.

REQUISITION OF A SPECIAL MEETING OF THE MEMBERS, RELATED NON-COMPLIANCE, AND PUNISHMENT OF VOLUNTEERS

24. I am informed by Mr. Pierre Plourde, barrister and solicitor and voting member of the Association that on May 28, 2015, the members of the Association began collecting signatures on a requisition of a special meeting of the members to remove Mr. Lundgard and Mr. Rantz as directors of the Association.

25. The business to be transacted at the proposed special meeting is as follows:

To vote on a resolution to remove Jerrold Lundgard as a director of the Association;

To vote on a resolution to remove Bill Rantz as a director of the Association;

To vote on a resolution to repeal the following sections from the by-laws of the Association: 17, 18, 20, 39, 40 and 44.

To vote on a resolution to repeal sections 30 and 31 of the by-laws of the Association and replace them with the following:

30. The directors may by ordinary resolution, appoint, suspend or remove any officer of the association at any time before or after the expiration of the officer's term. This by-law applies to officers who assumed office before and after this by-law was enacted.

To vote on a resolution to repeal section 26 of the by-laws of the Association and replace it with the following:

26. The president or any three directors may call a meeting of the directors by serving a written requisition on the secretary. The secretary or any other director shall serve notice of the directors meeting on each of the directors not less than 7 days, and not more than 21 days, before the day on which the meeting takes place. Notice shall be delivered by any form of email or express mail to the email address or residential address, as the case may be, for the director as recorded in the register of directors, provided that any email is set to request a read receipt and any express mail is ordered to require an acknowledgment of receipt to be signed by the recipient. Any director may waive notice, including by attending a meeting other than for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called. Substantive compliance with this by-law is necessary for the validity of business transacted at a meeting of the directors. A meeting of the directors is deemed to be called at the registered office of the Association (and by teleconference for any absent directors) at 4:00 p.m. Mountain Time on the day this by-law is enacted, notwithstanding any defect of notice.

To fill any vacancies created by the removal of any directors that took place at the meeting.

26. Hereunto attached and marked as **Exhibit "E"** and **"Exhibit "F"**, respectively, are the forms of the requisition in English and in French.

27. According to the Act, the requisition legally requires the Association to call a special meeting if it is subscribed to by 5% of the members entitled to vote on the resolutions referred to in the requisition.

28. I am informed by the Applicant Kurt Luchia and verily believe that he was informed by Ms. Fournier that as of June 18, 2015, the Association had 13,996 individual members and 2,040 family members. She explained that "The family membership are counted as 2 counts since the family members usually consist of 2 or more members. This is only to give us an idea of how many membership total we have. We don't use

this count financially or as voting members as they are still considered 1 membership." Based on this information, I believe that there are 15,016 voting members of the Association. Therefore, the number of subscribers to make the requisition effective would be about 751. I checked the requisitions in my possession against the names and expiry dates on the membership list disclosed by the Association, and I believe that significantly more than 751 current voting members have subscribed to the requisition.

29. Seamus Bondy of Edmonton, Alberta, is a member and volunteer "field officer" of the Association. Field officers are committed Association members who volunteer represent the Association at trade shows and other events, sell memberships in the Association and branded merchandise on behalf of the Association, and generally promote the public image of the Association in the community. Field officers are not remunerated for their efforts. Field officers are selected by individual directors to assist the directors in organizing the affairs of the Association on a local level. To my knowledge, no field officer has ever been removed as a field officer. I am informed by Applicant and co-director Stephen Buddo that to his knowledge, no one has been removed as field officer of the Association. Mr. Buddo has been a director of the Association continuously since at least 2011.

30. I am informed by Mr. Bondy and verily believe that he received an email from Mr. Lundgard, a true copy of which is hereunto attached and marked as **Exhibit "G"** to this my Affidavit. I know Mr. Bondy to have been collecting signatures on the requisition. Mr. Lundgard's email punishes Mr. Bondy for exercising his right as a member to participate in the affairs of the Association by subscribing to and promoting the requisition.

31. As one of the ultimate objects of the requisition is to remove Mr. Lundgard as a director of the Association, Mr. Lundgard is abusing his position as director of the Association to further his own personal interests.

32. In order to contact members to encourage them to subscribe to the requisition, verify the precise number of subscribers required, evaluate the requisition to ensure that a sufficient number of valid members had in fact subscribed, and to facilitate the calling of the special meeting in the event the directors fail to do so by law, I had requested a copy of the register of members as detailed in paragraphs 12 and 13 above.

33. In accordance with that request, the Association was required by law to permit my examination of the register of members and provide me with an extract of it on June 5, 2015, and has failed and refused to do so.

CONDUCT OF THE SPECIAL MEETING

34. According to the *Act*, the next step for requisitioning the special meeting is to submit the requisitions to the Association and each of the directors. The directors then have 21 days to pass an ordinary resolution to determine the date, time and place, fix the record dates, and issue the notices of meeting to the members. If the directors fail to call the meeting, any subscriber to the requisition may call the meeting. The directors

whose removal is sought are entitled under the *Act* to include a statement in the notice of meeting.

35. I believe that submitting the requisitions to the Association and to the Clare Directors will have the obvious effect of identifying for Ms. Fournier and the Clare Directors the members who oppose their interests in the affairs of the Association.

36. Based on the oppressive and unlawful behavior referred to herein, and in particular the punishment of volunteers and removal and "review" of memberships, I believe that the Clare Directors will hold an invalid directors meeting to pass invalid resolutions to expel the members who subscribed to the requisition. I believe the Clare Directors will then improperly claim that the requisition is invalid by virtue of the subscribers not being actual members, that the Sham Directors were entitled to a copy of the requisition, that there is no obligation for the directors to call the special meeting and there is no right of a subscriber to call in the meeting in the event of default. This will further damage the public credibility of the Association, and lead to further costly litigation to determine the validity of those acts.

37. Further, I believe that the directors will not succeed in calling the special meeting for the following reasons:

- a. The directors meetings are determined by the executive committee, and two of the (apparent) members of the executive committee are the directors whose removal is sought by the requisition; and
- b. Even if a directors meeting is called by the executive committee or by order of the Court, the general deadlock of the directors is likely to prevent the directors from passing a majority resolution as to the special meeting parameters (as I expect the Clare Directors to only support parameters that unfairly diminish the chances for success of the special resolutions).

38. Further, I believe based on the non-compliant conduct in respect of the 2015 annual meeting in Quebec City, the administration of the special meeting is likely to be non-compliant as well.

39. Therefore, I believe that what is appropriate in the circumstances is for the court to order the Association to call the special meeting, subject to verification by an independent inspector that at least 5% of the members entitled to vote on the resolutions referred to in the requisition have subscribed to the requisition. The inspector can then be responsible for the issuance of notices to members, qualification of members entitled to attend and participate at the meeting, chairing the meeting, and determining and recording the results of the meeting.

PERSONAL STATUS OF ROBERT O'GRADY AND TRACEY WILSON

40. I am informed by Robert O'Grady and verily believe that he was a member of the Association until August 2014. His membership expired on that date. He tried to renew

his membership in February, 2015. His membership fee was refunded. He called Blair Hagen to ask why. Mr. Hagen questioned Mr. O'Grady as to whether or not he supported Sheldon Clare as president of the Association. Mr. O'Grady told him that he did not. Mr. Hagen told him that his membership was not refused, but it could not be accepted at this time, and that it was "under review." His name does not appear in my copy of the Association's membership list.

41. At the March 2, 2015 directors meeting for which I was present, Mr. Hagen told the directors that he had seen Mr. O'Grady make a Facebook post that concerned him, he called the office to check if Mr. O'Grady was a member, he was told Mr. O'Grady was not, he instructed the office to put a hold on his membership. He wanted to talk to Mr. O'Grady before it was processed. He did not disclose to the directors that his concern was that Mr. O'Grady expressed a lack of support for Sheldon Clare as president. Mr. Clare said at the meeting that there was not a need for him to get involved and asked Mr. Hagen to "look into it." When questioned on who had the authority to accept or reject memberships, Mr. Hagen seemed to accept that the board of directors makes that decision. Mr. Clare then terminated the discussion of Mr. O'Grady's membership as being out of order.

42. I am informed by Tracey Wilson and verily believe that she was a voting member of the Association. She had contacted Ms. Fournier to complain that she had not received her copy of the Canadian Firearms Journal, a bimonthly print publication of the Association which members receive as a benefit of membership. Ms. Fournier told her that "The office was advised on March 27th 2015 that your membership was under review. Therefore, you will not be receiving the CFJ as your account has been put on hold until further notice." According to the membership list provided to me on April 30, 2015, Ms. Wilson's membership is current and doesn't expire until December 31, 2015. I am informed that she demanded that Ms. Fournier provide her with supporting information and that she did not receive a response.

43. I am not aware of anything actually occurring on or about March 27, 2015 concerning Ms. Wilson's membership.

44. I was present at the annual meeting in Quebec City on May 23, 2015 and observed Ms. Wilson to be admitted to the meeting, notwithstanding that individuals thought by Association employees not to be valid members were refused admission to the meeting. All of the Clare Directors and Ms. Fournier were present and able to observe Ms. Wilson at the meeting. To my knowledge, no objection was made to her presence there on the ground that her membership was under review, or on any other ground.

45. Ms. Wilson is well-known to be seeking a directorship in the Association to represent Ontario members and replace Mr. Rantz, she is a supporter of the special meeting requisition, and she is an outspoken critic of the Clare Directors.

46. I am further informed by Ms. Wilson that on June 9, 2015, she served the Association with a statutory declaration, a true copy of which is hereunto attached and marked as **Exhibit "H"** to this my Affidavit, to entitle her to a copy of the membership

list, and that she did not receive a copy of the membership list within 10 days or at all. The denial of the membership list is non-compliant with the *Act*.

47. Based on the lack of records and other information, her inclusion on the membership list, her admission to the annual meeting, and the existence of a motive, I believe that Ms. Fournier's email is probably dishonest.

48. The articles of continuance and by-laws of the Association do not refer to any procedure for a membership to be put on hold or put under review. The expulsion of a member requires a special resolution of the directors.

49. I believe that putting a membership "on hold" or "under review" are dishonest fraudulent efforts on the part of Mr. Clare, Mr. Hagen and Ms. Fournier to manipulate memberships and the rights and privileges of memberships to protect their personal interests in the Association.

PERSONAL STATUS OF CLAUDE COLGAN, ERICKA CLARKE DARLENE MACKENIZE, DWAYNE GORNIAK, FRANCIS TENTA AND CHARLES ZACH

50. On June 2, 2015, Kurt Luchia forwarded to me three emails he received from Mr. Clare stating that Darlene MacKenzie, Claude Colgan and I had ceased to be directors, and hereunto attached and marked as **Exhibit "I"**, **Exhibit "J"** and **Exhibit "K"** are true copies of the emails.

51. On June 3, 2015 Kurt Luchia forwarded to me an email he received from Mr. Clare purporting to be notice of a directors meeting on June 7, 2015 proposing motions to revoke the memberships of Darlene MacKenzie, Claude Colgan and I and appoint directors in our place, and hereunto attached and marked as **Exhibit "L"** is a true copy of the email.

52. On June 7, 2015, the meeting was convened by teleconference. Sheldon Clare, Jerrold Lundgard, Balir Hagen, Robert Bracken, Kurt Luchia, Darlene MacKenzie, Claude Colgan and I were active at the meeting. Mr. Clare refused to acknowledge the standing of Darlene MacKenzie, Claude Colgan and I. I am informed by Mr. Buddo and verily believe that he had attempted to call into the meeting at 1 p.m. EDT but was unable to do so. Mr. Rantz was inexplicably absent from the teleconference.

53. At the teleconference, Mr. Clare said he was casting Mr. Rantz' votes on his behalf with a proxy and that this was allowed under the by-laws. This statement is false. The by-laws do not refer to proxies in directors meetings. Proxies for directors are prohibited under section 126(3) of the *Act*.

54. At the meeting, Mr. Clare declared that motions to revoke the memberships of Darlene MacKenzie, Claude Colgan and I were carried. Under the by-laws of the Association, this action requires a 2/3rds majority vote by the directors. The votes on these resolutions were 4-4 and the resolution failed.

55. At the meeting, Mr. Clare declared that a motion to approve the auditor's report had carried. The vote on this resolution was 4-4 and the resolution failed.

56. At the meeting, Mr. Clare declared that three motions to appoint Mr. Gorniak, Mr. Tenta and Mr. Zach had carried. The votes on these resolutions were 4-4 and the resolutions failed. They are also illegal for the following reasons:

a. The appointments were to fill purported vacancies created by the purported removal of Darlene MacKenzie, Claude Colgan and I, which vacancies did not exist.

b. Under the by-laws, a vacant director seat must be filled by a vote of the members if it occurs prior to April 1 of an election year. This applies to any vacancy created in respect of Darlene MacKenzie, Claude Colgan and I, because the election year for our directorships is 2016. Under the by-laws, the directors may only appoint replacement directors if the vacancy is created after April 1 of an election year.

c. In any event, the by-laws of the Association do not comply with the *Act*. Under the *Act*, replacement of a vacant directorship can only be made by the members who are entitled to vote for the director whose office was vacated.

d. According to the records produced to me by the Association, Mr. Tenta's membership expired on May 31, 2015, and he is therefore not qualified to be a director of the Association.

57. At the meeting, there was no discussion whatsoever by the proponents of these motions. Based on that, I believe that whatever rationale for taking these actions among the directors who support them is being kept secret from the directors, and that Mr. Clare is able to count on the support of the other Clare Directors by virtue of their personal loyalty to him, rather than the merits of the resolutions. There was no discussion whatsoever as to the merits of the Sham Directors, and in my opinion this means that Mr. Clare has a reasonable expectation that they will support his actions as a matter of personal loyalty to him. After the three matters were finished, Mr. Clare closed the meeting, preventing the discussion of any other business.

58. These actions have the following oppressive effects:

a. The removal of directorships, if effective, would have prevented us from voting on the resolutions to revoke our memberships, approve the auditor's report, and appoint replacement directors, and would have reduced the number of directors so that Mr. Clare and the directors loyal to him constitute the 2/3 majority needed to revoke our memberships.

b. The removal of directorships, if effective, would have prevented us from voting on the resolutions to commence and prosecute a legal action for negligence by the Association against Mr. Clare and the other individuals named in the derivative

action notices that have been served on the Association (referred to in paragraph 60 below).

c. The revocation of my membership may be used by the Association to justify refusing to comply with my request for the register of members. The Association was required to comply with my request to examine and take a copy of the register of members within 10 days of May 25, 2015, namely on Friday, June 5, 2015. The Association did nothing to contact me before I called Ms. Fournier on Wednesday June 3, 2015, and she said my request was refused. My membership was purportedly revoked on Sunday, June 7, 2015, before the next business day after the Association had breached its obligation under the *Act*.

59. In my opinion, the actions of Mr. Clare and the others who participated in these maneuvers were calculated to cause the effects referred to above, and for the general purpose of suppressing access to official corporate records, frustrating the completion and performance of the special meeting requisition, and in general consolidating his own control over the Association.

NON-COMPLIANCE WITH THE ACT RELATED TO THE ARTICLES OF CONTINUANCE AND THE BY-LAWS

60. The articles of continuance of the Association, a true copy of which is hereunto attached and marked as **Exhibit "M"** to this my Affidavit, does not comply with section 7(1)(c) the *Act* because it does not specify the voting rights attaching to the different classes and groups of memberships.

61. Several sections of the by-laws of the Association, a true copy of which is hereunto attached and marked as **Exhibit "N"** to this my Affidavit, do not comply with the *Act*, and in particular:

- a. By-law 3 purports to permit the directors to establish classes of membership and prescribe voting rights. This does not comply with sections 7 and 197(1) of the *Act*.
- b. By-law 10 purports to permit 14 days' notice of a meeting of the members. This does not comply with section 162(1) of the *Act*.
- c. By-laws 12 and 44 do not comply with the *Act*. Under section 152 of the *Act*, the members may make, amend, repeal or confirm a by-law by ordinary (majority) resolution, and the articles of continuance do not specify a special (2/3 majority) resolution being required (see section 7(4) of the *Act*). I am informed by my lawyer and verily believe that ministerial approval of by-law amendments is no longer issued to corporations under the *Act*.
- d. By-law 16 purports to permit the election of directors to take place by mail, effective December 1 of each year. This does not comply with section

128(3) of the *Act*, which requires that directors be elected at the annual meeting by ordinary resolution.

- e. By-law 17 purports to permit the directors as a whole to appoint members to fill vacancies. This does not comply with section 132(4) of the *Act* because the remaining directors representing the group of members to which the vacancy relates has the exclusive right to fill the vacancy.
- f. By-law 18 purports to automatically vacate directorships. This does not comply with section 129 of the *Act*, which limits the ways a directorships may become vacant.
- g. By-law 26 purports to leave the calling of directors meetings in the hands of the executive committee. This does not comply with section 124 of the *Act* as it has the effect of preventing the directors from managing or supervising the management of the affairs of the Association.
- h. By-law 28, to the extent that it permits indemnities to persons who do not comply with section 151(3) of the *Act*, does not comply with that section.
- i. By-law 46, to the extent that it requires reasonable notice and appointment for inspection of the records by the members, does not comply with section 22(1) of the *Act*.

62. The Court has the authority under section 259 of the *Act* to order the Association and its directors, officers, etc. to comply with the *Act* instead of the by-laws.

63. Under section 148(4), the directors of the Association are not relieved from their duties to comply with the *Act* or from liability for breach of the *Act* on the basis of the provisions of the by-laws.

FALSIFICATION OF THE 2013 BY-LAW AMENDMENTS

64. Mr. Clare served two affidavits in this action sworn March 19, 2015 and April 23, 2015.

65. Mr. Clare was questioned on his affidavits by the Applicants on May 7, 2015 pursuant to Rules 3.13(1) and 6.7.

66. I believe Mr. Clare's evidence that the letter being Exhibit 1 to his questioning was actually sent to Corporations Canada is false. I also believe that his evidence that he received ministerial approval of the by-law changes in connection with that letter is false. I base this information on a letter from Industry Canada, a true copy of which is hereunto attached and marked as **Exhibit "O"** to this my Affidavit.

67. I believe that the true facts pertaining to the by-laws are the following:

- a. The July 29, 2013 letter is a false document, in that it records by-law amendments as having been sanctioned by the members of the Association when they had not in fact done so;
- b. That Mr. Clare signed the letter knowing it to be false;
- c. That Mr. Clare's intention and motive for doing so is that it grants him the title of "chief executive officer," which he could then use to justify some kind of implied authority to manage the affairs of the Association without explicit approval from the directors;
- d. That Mr. Clare intentionally withheld the letter from Corporations Canada;
- e. That Mr. Clare must have known that he was giving false evidence in his questioning; and
- f. That Mr. Clare must have known when he gave his undertaking to produce the ministerial approval that it could not be performed.

68. I believe that Sheldon Clare has obtained unauthorized personal benefits from the Association as a result of the false by-law amendments, including most recently a trip for himself to New York City at the Association's expense, which was not approved by the directors or any other appropriate person.

69. It is my intention to provide this my Affidavit and other information to the Edmonton Police Service so that they can investigate what I believe to be Sheldon Clare's criminal conduct, including perjury, forgery, fraud and breach of trust.

PERSONAL STATUS OF SHELDON CLARE AS PRESIDENT AND CHIEF EXECUTIVE OFFICER

70. The by-laws and the resolutions of the directors do not create a position of chief executive officer in the Association.

71. According to by-law 32, the president of the Association "has no managerial authority or responsibility." This means the directors could not appoint the president as a chief executive officer, because that may imply managerial authority or responsibility.

72. Mr. Clare distributes business cards and emails that identify him as the chief executive officer of the Association, and lists himself as the chief executive officer on his LinkedIn profile, a true copy of which is hereunto attached and marked as **Exhibit "P"** to this my Affidavit.

73. Mr. Clare's use of the chief executive officer title is misleading to persons the Association does business with, and is prejudicial to the interests of the Association, the directors and the members.

74. On March 2, 2015, the Applicants all recorded the fact that they do not support Mr. Clare as president of the Association. As there were 10 directors in office at that time, it was therefore impossible for Mr. Clare to have a majority support of the directors. Under by-law 30, Mr. Clare's presidency of the Association has ended as of that date.

PERSONAL STATUS OF SHELDON CLARE, BLAIR HAGEN AND BILL RANTZ AS MEMBERS AND DIRECTORS OF THE ASSOCIATION

75. According to the membership list produced by the Association on April 30, 2015, Mr. Clare, Mr. Hagen and Mr. Rantz are members of the Association in the "Life Member" class.

76. Since before 2009 and continuing to the present, the prescribed fee for a Life Member has been \$850.

77. None of the records of the Association produced or available to me establishes that the board of directors by lawful resolution at any time approved any application by Mr. Clare, Mr. Hagen or Mr. Rantz for Life Member status, that any fee (\$850 or otherwise) was paid in respect of the memberships, or that the board of directors did or could dispense with the payment of a fee.

78. Therefore, I believe that Mr. Clare, Mr. Hagen and Mr. Rantz are not validly members of the Association, and have not been valid members of the Association since 2009 or earlier.

79. Membership is an essential qualification to hold office as a director and an officer of the Association.

80. Therefore, I believe that Mr. Clare, Mr. Hagen and Mr. Rantz are not validly directors of the Association as recorded in the records of the Association, and are not the president, executive VP communications, or treasurer of the Association (respectively) as they are held out to be.

PERSONAL STATUS OF SHELDON CLARE, BLAIR HAGEN, BILL RANTZ AND JERROLD LUNDGARD AS OFFICERS OF THE ASSOCIATION

81. None of the records of the Association produced or available to me establishes that the board of directors by lawful resolution appointed or elected Mr. Clare, Mr. Hagen, Mr. Rantz or Mr. Lundgard to the positions of president, executive VP president communications, treasurer, or secretary respectively, or in any other manner as officers of the Association.

PERSONAL BENEFITS OF SHELDON CLARE AND ROBERT BRACKEN

82. During meetings on May 23-24, 2015 at Quebec City, I learned from Mr. Clare that he and Mr. Bracken would be travelling to the United Nations in New York City to speak on behalf of the Association.

83. I am not aware of any authorization emanating from the directors that these activities take place or that the Association's money be appropriated for them. I believe based on my review of Mr. Clare's personal Twitter account that he did in fact travel to New York City subsequent to the Quebec City meetings.

84. I believe that the Association probably paid for Mr. Clare and Mr. Bracken for travel, accommodations and hospitality in respect of the New York City trip and that the payments were unauthorized.

USE OF THE CANADIAN FIREARMS JOURNAL, EMAIL LIST and FACEBOOK GROUP, AND FOR PROPOGANDA PURPOSES

Canadian Firearms Journal

85. In the May/June 2015 issue of the Canadian Firearms Journal, a print magazine circulated to over 16,000 members of the Association, Mr. Clare included the following statement in the President's Message column, a true copy of which is hereunto attached and marked as **Exhibit "Q"** to this my Affidavit:

I was remiss in not acknowledging the tremendous contribution of our secretary, Jerrold Lundgard. Jerrold has displayed great loyalty, integrity, courage and wisdom in the fight for our rights for many years.

When faced with a cobra, it is better to be a mongoose than a mouse. And in that, Jerrold has proven to be a vigorous protector of the interests of the NFA, its funds and its credibility in the face of a direct threat to our effectiveness as an organization. We all owe Jerrold a tremendous debt for his efforts.

86. In fact, as secretary, Mr. Lundgard was directly responsible for the Association's obligations with respect to keeping, maintaining, disclosing and rectifying its official corporate records. There has been systematic, sustained and long-term non-compliance with those obligations, and Mr. Lundgard as secretary would more properly shoulder the blame for that. Mr. Clare's comments about Mr. Lundgard are completely inconsistent with the damage to the Association's credibility caused by non-complaint record-keeping and manipulation of the Association's memberships.

87. The Association did not in any way adopt this statement before it was published, and I do not believe it represented a majority view of the directors or the members. Therefore, Mr. Clare's comments can only represent his personal views (flawed and misguided though they are). I do not believe Mr. Clare is authorized to pass off his personal views in the President's Message section of the Canadian Firearms Journal in a manner that represents the Association's views.

88. Mr. Clare's comments in the Journal have the effect of misleading the Association's members as to the extent of the Association's corporate governance problems and the individual responsibility for them.

89. I believe that this shows a willingness on the part of Mr. Clare, and on the part of Ginger Fournier who is responsible for managing the publication on the Association's behalf, to use the Canadian Firearms Journal to mislead the Association's membership and deflect responsibility from himself and the other Clare Directors.

Email List

90. On May 29, 2015, an email was sent using the Association's mass-emailing system, a true copy of which is hereunto attached and marked as **Exhibit "R"** to this my Affidavit. The email system reaches thousands of members. The content of the email is also published on the Association's website, and in the "National Firearms Association (official site)" Facebook group (see below).

91. Sending the email was contrary to the interests of the Association as follows:

- a. The Association is at risk of a complaint, investigation and penalties for improper disclosure of personal information about Shawn Bevins;
- b. The Association is at risk of an action by Shawn Bevins for defamation;
- c. The statement that the records were "freely available" is demonstrably false;
- d. The commentary about social media attacks and loss of credibility, income and donations is contrary to the interest of the Association;
- e. The accusations against the Applicants of muckraking, conspiracy, lack of scruples, infliction of damage, disloyalty, misuse of logos, etc. are false and defamatory; and
- f. The statement that the financial records have been reviewed by an accountant annually since 2010 is false and misleading to potential donors.

92. The dissemination through the Association's official communication channels of information that can be easily proven false is clearly contrary to the interests of the Association.

93. In essence, Mr. Clare, Mr. Hagen, Mr. Rantz and Mr. Lundgard had misappropriated the Association's email system to spread propaganda among the membership of the Association to improperly discredit the Applicants.

94. I am informed by the Applicant Kurt Luchia and verily believe that he made inquiries of the email service provider in respect of the May 29, 2015 email, and learned that the email was distributed to over 8,000 recipients.

Facebook Group

95. The Association maintains a Facebook group called "National Firearms Association (official site)" which, prior to the events giving rise to this action, had a membership of over 14,000 Facebook users. The group was and is used by Association members and others interested in the affairs of the Association to discuss topical firearms issues such as law and policy, product education, and the internal affairs of the Association. I believe that the group is controlled by Mr. Clare, Mr. Lundgard, Mr. Gorniak and Mr. Tenta, and they have the power to add and remove information from the group, and remove and ban group members.

96. Since February 24, 2015, over 100 individuals have been removed or banned from the group, including all of the Applicants. Most of the affected individuals are members of the Association. I base this information on a Facebook survey created by Pierre Plourde, a lawyer and Association member, on June 20, 2015. I recognize most of the individuals who report being removed or banned from the group as being individuals who personally oppose Mr. Clare in respect of the affairs of the Association.

97. On February 26, 2015, Mr. Clare used the group to publish a legal opinion provided by Mr. Heinz to the directors dated February 25, 2015, a true copy of which is hereunto attached and marked as **Exhibit "S"** to this my Affidavit.

98. I believe that the legal opinion was a confidential record of the Association and that its publication to the general public by Mr. Clare was not authorized. It may have had the effect of waiving the Association's privilege with respect to the opinion and the communications between the Association's officers and its counsel, which is not in the Association's best interests.

99. In general, I believe based on these activities that Mr. Clare and Mr. Lundgard are motivated to manipulate memberships in order to personally benefit themselves in respect of their standing in the Association.

NON-COMPLIANCE RELATED TO FINANCIAL DISCLOSURE

100. In breach of the by-laws, the *Canada Corporations Act* (which applied to the Association until May 26, 2014) and sound corporate practice, the Association has failed to have any of its financial statements audited since its inception in 1984.

101. The directors have failed to approve a comparative financial statement for the fiscal year of 2013-2014. This fails to comply with the *Canada Not-For-Profit Corporations Act*.

102. The Association does not have a validly-elected or appointed auditor or public accountant.

103. Shortly after this action had commenced (in part for the purpose of ordering the Association into compliance by selecting a public accountant), Ms. Fournier had retained KPMG LLP to be the public accountant of the Association.

104. Mr. Clare's evidence as to how this occurred was that Ms. Fournier had provided him with "some quotations about auditors." He emailed the directors with "different quotes from a variety of firms." He said that he had put forth a motion and that his email was soliciting votes on the matter. Some of the directors responded by telephone call, others responded by email. He undertook to provide records of this.

105. Based on the records he actually produced, Mr. Clare's sworn evidence proved false.

106. The single email thread that Mr. Clare contained a single quotation from KPMG LLP. There was no record of any other quotations from any other firms obtained or requested. There was no record of responses or votes cast by email. Mr. Clare's email did not contain a motion or solicit votes. A written resolution to appoint a public accountant in lieu of a meeting of the directors has to be signed by all directors entitled to vote on the resolution in order to comply with section 140(1) of the Act. Therefore, the appointment of KPMG as the public accountant or auditor of the Association is not valid.

107. I have no doubt as to the competence or qualifications of Taylor Rolheiser CA or suitability of KPMG LLP to be the public accountant of the Association. However, the appointment of KPMG is tainted by the illegal and errant practices of Ms. Fournier and Mr. Clare, and as director I do not support the appointment until I know more about the circumstances.

108. Based on information I received from Mr. Rantz on May 23, 2015 at Quebec City, KPMG LLP identified that the 2014 financial statements provided to me after this action was commenced were materially misstated and had to be corrected by the Association.

NON-COMPLIANCE RELATED TO MANAGEMENT OF THE AFFAIRS OF THE ASSOCIATION

109. The directors of the Association have a duty under section 124 of the *Act* to manage or supervise the management of the Association.

110. This duty is being breached by the Clare Directors by causing a failure to hold board meetings.

111. I believe, based on a letter from Mr. Heintz dated June 19, 2015, that the Clare Directors have resolved not to hold and further board meetings until the hearing of the second amended originating application, and to leave the day to day affairs of the Association in the hands of the general manager.

112. The Applicant Kurt Luchia sent two emails to all of the directors calling for a directors meeting to manage the affair of the Association, true copies of which are hereunto attached and marked as **Exhibit "T"** and **Exhibit "U"** respectively. I am informed by him and verily believe that he received no response to that request, and I am aware of no response, and no meeting was ever called. All of the Applicants, including myself, support the calling of a directors meeting.

113. Under the by-laws of the Association, the time and place of the meetings of the directors of the Association are determined by the executive committee of the Association.

114. The Association has failed to produce any records indicating the current composition of the executive committee, or a record of the most recent appointment of the executive committee.

115. Three members of the Association, namely Mr. Bevins and Spatha Tactical (through their counsel Michael Loberg) and Mr. Plourde have threatened to apply for leave to bring derivative actions if the Association fails to act on certain matters. Hereunto attached and marked as **Exhibit "V"** to this my Affidavit is a true copy of a letter from Mr. Plourde, which encloses copies of letters from Mr. Loberg, dealing with these issues.

116. Mr. Bevins and Spatha Tactical have commenced action number 1501-06621 against the Association, the Clare Directors and the Sham Directors, and hereunto attached and marked as **Exhibit "W"** to this my Affidavit is a true copy of the statement of claim.

117. The Applicants unanimously approved and issued to the other directors a joint statement concerning the affairs of the Association, a true copy of which is hereunto attached and marked as **Exhibit "X"** to this my Affidavit. I sent the joint statement on May 29, 2015 to all of the directors of the Association by email and received no response, and to my knowledge no action is being taken. All of the matters referred to in the joint statement are pressing business for the directors to deal with.

118. Mr. Clare's evidence about the method of the directors "frequently" voting by email means that the Association frequently fails to comply with the Act in terms of how decisions of the directors are made and recorded. The records of these decisions, if there are any, were not produced for me together with the minutes of the directors.

NON-COMPLIANCE RELATED TO THE 2015 ANNUAL MEETING

119. Under the by-laws of the Association, the annual meeting of the members is to be held within 30 days after the end of the Association's fiscal year. The fiscal year of the Association ended on December 31, 2014. Under the *Canada Not-For-Profit Corporations Regulations*, the annual meeting was required to be held within 6 months of the end of the fiscal year, or June 30, 2015.

120. The directors of the Association had not called an annual meeting of the members or issued to the members a notice of an annual meeting in a lawful manner. The Association purported to hold an annual meeting to on May 23, 2015 in Quebec City, but notice of this meeting was not issued to the members.

121. At the meeting, the members in attendance overwhelmingly rejected Mr. Clare's chairmanship of the meeting and elected Mr. Colgan to chair the meeting. Mr. Clare did not give effect to this resolution. I was also denied my right to be heard by the members at the meeting, which breached section 135 of the *Act*.

122. I believe that based on this information, neither the Association as it is presently being managed, nor the Clare Directors can be trusted to properly convene and conduct meetings of the members as required by law.

DELETION OF EMAILS

123. I used an email account supplied by the Association, namely ericka@nfa.ca, for communications related to my position as director. On April 15, 2015, I noticed that some emails stored in the account representing emails I had sent and received were had been deleted from the account. Not all of my emails were missing. The emails that were deleted were communications between the directors and staff that had to do with corporate governance and management issues discussed in this action. I do not know how the emails were deleted, who deleted them, who had the power to delete them, or why.

124. I was informed by the Applicants Kurt Luchia and Darlene MacKenzie at about the same time that emails were deleted from their kurt@nfa.ca and darlene@nfa.ca email accounts, respectively. Ms. MacKenzie and I lost access to our respective email accounts altogether after we were purportedly removed as directors.

125. The deletion of the emails occurred after the Applicants had advised the Association that we intended to apply for an order to compel Ms. Fournier to be questioned as a witness in this action.

IMPROPRIETY RELATED TO THE ASSOCIATION'S LAWYERS AND THE LITIGATION OF THE ASSOCIATION

126. Kenneth G. Heintz and his law firm Venture Law Group LLP were retained as general counsel to Mr. Clare and the Association throughout the relevant period, as early as 2009 and probably earlier. They are also retained as the lawyers of record in this court action.

127. The criminal wrongdoing and other breaches of duty referred to herein occurred during the course of that retainer. I do not have specific information as to whether or not and to what extent Mr. Heintz or his firm were providing legal advice to the Association or its directors or officers about this matter.

128. Based on the letter from Mr. Heintz to Mr. Loberg dated June 15, 2015, a true copy of which is hereunto attached and marked as **Exhibit "Y"** to this my Affidavit, I believe that Mr. Heintz has been jointly retained by the Association and the Clare Directors and the Sham Directors to defend them in the Bevins action.

129. The personal status and personal interests of Mr. Clare, Mr. Hagen, Mr. Rantz and Mr. Lundgard that are directly engaged by the second amended originating application in this action are in direct conflict with the interests of the Association.

130. None of the records of the Association produced or available to me establishes that the board of directors by lawful resolution at any time appointed Mr. Heintz and his law firm Venture Law Group LLP to act in this action, the Bevins action, or consented to the joint retainer in either action.

131. In my opinion, the joint retainers are not in the best interests of the Association, especially in light of the foregoing matters and the matters raised in the second originating application.

132. I believe that without judicial intervention, control of the defence of the Association in the Bevins action will rest in the hands of the Clare Directors.

133. I believe that the Clare Directors will exploit that control to cover up their own misconduct in the affairs of the Association, at the expense of the Association's position in that action.

134. It may be in the best interests of the Association to attempt to settle the claims of Shawn Bevins, and/or make a third party claim against the Clare Directors and Mr. Heintz for negligence in allowing the Association to be exposed to liability for the claims. I do not believe that these options will be given serious consideration if the Clare Directors have control over the action and if Mr. Heintz is counsel for the Association.

135. Based on the information I obtained from Ms. Fournier on June 3, 2015, I believe Mr. Heintz and his law firm Venture Law Group LLP are witnesses to, and likely active participants in, the wrongdoing pertaining to the suppression of official corporate records, and the memberships and directorships of Darlene MacKenzie, Claude Colgan and I.

136. I am informed by my lawyer and verily believe that, as a general ethical principle, when a lawyer who is retained by an organization to act in a manner in which the lawyer knows that the organization has acted, is acting or intends to act illegally, which includes illegal omissions, the lawyer has a duty to advise the person from whom he takes instructions that the conduct is illegal and should be stopped, and ultimately escalate the advice to the board of directors of the organization and withdraw from the matter.

137. I am further informed by my lawyer and verily believe that, as a general ethical principle, when a lawyer is retained by an organization, the lawyer must act for the

organization and be satisfied that the person giving the instructions on behalf of the organization is acting within that person's actual or ostensible authority.

138. While I do not have specific information as to Mr. Heintz' awareness of or participation in the non-compliance with the *Act* in relation to keeping and maintaining records, 2013 by-law amendments, filing the articles of continuance in 2014, disclosure of records to members and directors since February 2015, procedure for appointing and electing a public accountant, convening and conducting May 23, 2015 annual meeting, revocation of memberships and directorships, and other related matters, I believe that as counsel for the Association he has become aware of these matters. I do not believe that at any time Mr. Heintz has attempted to advise the directors as a whole in respect of the legality of the affairs of the Association.

139. And while I do not have specific information as to which person gives instructions to Mr. Heintz on behalf of the Association, I do not believe that any of his instructions emanate from a resolution of the directors, either directly or by delegating the management of that activity to a person or committee. The directors have never delegated management of the litigation or other legal affairs of the Association in respect of this action, the Bevins action, the underlying governance and management issues raised by the actions, to any committee or officer of the Association, either expressly or by implication. I therefore believe that Mr. Heintz is taking instructions from unauthorized person(s) and will continue to do so without a restraining order.

140. Under by-law 28, the Applicants as directors are entitled to be indemnified out of the funds of the Association against all costs, charges and expenses which we sustain in relation to the affairs of the Association.

141. The Applicants have incurred significant legal costs in the furtherance of this action.

142. I am informed by my lawyer and verily believe that Mr. Heintz has informed him on June 24, 2015 that the Association has denied a claim for indemnity for legal costs arising out of this action.

143. Given the broad scope of this action, the complexity of the issues, the difficulty in obtaining accurate records from the Association, and the difficulty in getting truthful answers from Mr. Clare, the Applicants require an ongoing indemnity in order to deal with this action. Without such indemnity, this action risks being seriously delayed or extinguished.

144. During the purported annual meeting in Quebec City on May 23, 2015, Ms. Fournier asked me to call her the following week. On May 26, 2015, I called Ms. Fournier to find out what she wanted. She told me that "we" (which I assumed to mean her or the Association staff) received a voicemail from a woman in January or February saying unkind things about me, and that an obscene website about me was sent to them by a member in February or March. She said the reason for the call was so that this doesn't come as a surprise, that she is trying her best to keep it secret, that it hasn't

surfaced yet, and that she only told me about it because of "all this stuff that's been going on," which I believe can only mean the corporate governance issues raised in this action. I interpreted this conversation as a threat by Ms. Fournier that if I continue with this action, obscene or damaging information about me will be distributed. I believe this phone call was extortion by Ms. Fournier and for that reason I will be forwarding this my Affidavit to the Edmonton Police Service for investigation.

INVESTIGATION

145. I believe that the investigation powers of the Court under Part 15 of the *Act* could be used to resolve many of the factual uncertainties surrounding the special meeting, and in particular:

- a. An inspector could be appointed to take possession of the special meeting requisitions and the Association's register of members to independently report on whether or not there is a sufficient number of subscribers to force the special meeting, and provide a report to the Court; and
- b. If there are, then the Court can call the special meeting in a subsequent order and direct the inspector to reserve a facility for the meeting, issue sufficient notice to the members, verify the qualifications of attendees at the meeting, chair the meeting, determine and record the resolutions of the meeting, and provide a report to the Court.

146. The inspector can also examine the records of the Association and examine the parties on oath to ascertain whether or not the life memberships of Mr. Clare, Mr. Hagen and Mr. Rantz are valid. The consequences of the invalidity of their memberships are very serious.

147. In fact, the Association (under its predecessor name the National Phoenix 1984 Firearms Information and Communication Association) had suffered this exact problem in 2008-2009 in action number 0803-09930. The Association's Executive, then consisting of Mr. Hagen and Sean Penney, supposedly expelled Mr. Randy L. Coombes as a member. It turned out that Mr. Penney had not paid for his membership, and under the by-laws then in force, he did not qualify as a member. The Court did not accept that his membership fees were validly waived. Not being a member, Mr. Penney was therefore not qualified to be on the Executive. The meeting of the Executive at which Mr. Coombes' expulsion took place was invalid because, without Mr. Penney, it was inquorate. The Association was ordered by the Court to process Mr. Coombes' membership renewal application as his expulsion was void. These facts are referred to in a reported court decision. That case is rumoured to have cost the Association \$60,000.

148. In this case, Mr. Clare's evidence was that "Life members don't pay a membership fee," then he said that "you could pay a life membership fee, or you could be granted life membership by the board of directors."

149. Payment of the prescribed fee is mandatory under by-law 3. It is not open to the directors to waive payment of a fee.

150. If Mr. Clare, Mr. Hagen or Mr. Rantz obtained their memberships in a similar fashion as Mr. Penney, then the result of the second amended originating application would be the same as in Mr. Coombes' case: Mr. Clare, Mr. Hagen or Mr. Rantz would not be directors or officers of the Association, and the acts of the Association that depend on their statuses would be invalid.

151. As the Applicants have been denied access to the accounting records of the Association, the most expeditious way to get to the bottom of this is to appoint an inspector to investigate and report back to the Court.

152. I am informed by my lawyer and verily believe that Jonathan L. Wescott, barrister and solicitor, is willing to accept the appointment as inspector. Hereunto attached and marked as **Exhibit "Z"** to this my Affidavit is his CV, detailing his extensive experience in non-profit organization governance.

IRREPARABLE HARM AND BALANCE OF CONVENIENCE

153. I believe that the non-compliant and oppressive conduct described above will continue until the hearing of this action, and in particular:

- a. The lack of active, ongoing, meaningful management of the Association's affairs exposes the Association to risk of economic loss and reputational damage;
- b. The exploitation of the Association's email service, Facebook group and Canadian Firearms Journal for propaganda may continue to be used in a manner that exposes the Association to risk of legal liability and reputational damage;
- c. The oppression of the Applicants and other members of the Association will continue;
- d. The affairs of the Association will continue to be conducted by Mr. Clare, Mr. Hagen and Mr. Rantz when they are not legally qualified to do so;
- e. The Association will continue to oppose the relief sought in this action despite the fact that the Applicants are entitled to it, which will be unnecessarily costly for the Association;
- f. The Association's position in the Bevins action will be exploited for the personal agenda of the Clare Directors and the Sham Directors, instead of with a view to the best interests of the Association;

This is Exhibit "A" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public

May 26, 2015

Ericka Clarke
830-10020 101A Ave NW
Edmonton AB T5J 3G2

Canada's National Firearms Association
9683 45 Ave
Edmonton AB T6E 5Z8

I am a voting member of Canada's National Firearms Association (the "Association"). This is a request pursuant to section 23(1) of the *Canada Not-For-Profit Corporations Act* (the "Act") to examine the register of members of the Association.

You will find enclosed my statutory declaration.

Within the prescribed period, the Association must allow me access to the register of members during the Association's usual business hours, and on payment of any reasonable fee, provide me with an extract from the register.

Please note that the register of members is required by law to contain the following information:

- (a) the name of each member;
- (b) the current residential or business address of each member;
- (c) an email address if the member has consented to receiving information or documents by electronic means;
- (d) for each person named in the register, the date on which that person became a member and, if applicable, the date on which that person ceased to be a member; and
- (e) the class or group of membership of each member, if any.

The extract that I should be provided is the register for all current members and all former members whose memberships expired on or after January 1, 2014. I intend to leave with the extract in hand when I finish my examination.

Please notify me at ericka.nfa@gmail.com of the date and time for my examination.


Yours very truly,



Ericka Clarke

CANADA
PROVINCE OF ALBERTA
EDMONTON CAPITAL REGION
CITY OF EDMONTON
IN THE MATTER OF:

This is Exhibit "B" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public

The Canada Not-for-profit Corporations Act, S.C. 2009, c. 23;

AND IN THE MATTER OF:

An application to Canada's National Firearms Association, a body corporate under the *Canada Not-for-profit Corporations Act*, by Tracey Daunine Wilson, a member of the said body corporate, for an examination of the register of members and the provision of an extract therefrom pursuant to s. 23(1) of the *Canada Not-for-profit Corporations Act*.

STATUTORY DECLARATION OF ERICKA CLARKE

(Canada Not-for-Profit Corporations Act, s. 23(5))

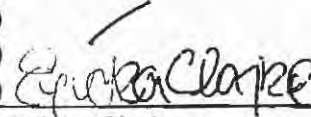
(Canada Evidence Act, s. 41)

I, Ericka Clarke, of the City of Edmonton, in the Edmonton Capital Region and Province of Ontario, Member of Canada's National Firearms Association, **SOLEMNLY DECLARE THAT:**


1. My name is Ericka Clarke.
2. My address is 830 Phipps McKinnon Building, 10020 101 A Avenue NW, Edmonton, Alberta T5J 3G2.
3. I am a Member of Canada's National Firearms Association ("NFA").
4. The NFA is a corporation incorporated under the *Canada Not-for-profit Corporations Act*, S.C. 2009, c. 23 ("the Act"), pursuant to Articles of Continuance (transition) filed on 20 January 2014. as Corporation number 170198-3.

5. Pursuant to s. 23(1) of the Act, I am requiring the corporation or its agent or mandatary to allow me access to the register of members within the prescribed period during the NFA's usual business hours and, on payment of any reasonable fee, provide me with an extract from the register.
6. This is my statutory declaration as required by s. 23(5) of the Act.
7. I am prepared to pay any reasonable fee to the corporation or its agent or mandatary as required by s. 23(1) of the Act.
8. The information contained in the register of members will not be used except as permitted under s. 23(7) of the Act, that is to say, I shall not use the list except in connection with:
 - a. an effort to influence the voting of members;
 - b. requisitioning a meeting of members; or
 - c. any other matter relating to the affairs of the NFA.
9. I understand that s. 262(3) of the Act states that a person who uses information obtained from a register of members required under the Act for a purpose other than those specified in sections 22, 23, and 107 without the written permission of the member about whom the information is being used is guilty of an offence and liable on summary conviction to a fine of not more than \$25,000.00 or to imprisonment for a term of not more than six months or to both.
10. I make this Statutory Declaration for the purposes set out herein and for no other or improper purpose.
11. I make this solemn declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath.

Declared before me at the City of
Edmonton, in the Edmonton Capital
Region and Province of Alberta, on 25)
May 2015



) Ericka Clarke



Commissioner for Taking Oaths

LEANE R. LEISMEISTER
A COMMISSIONER FOR OATHS
IN AND FOR THE PROVINCE OF ALBERTA
MY COMMISSION EXPIRES APRIL 20, 2016



4474 - 97 Street
Edmonton, AB
T6E 5R9

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Order Details

Logged in as reception

[New Order](#) | [Order Tracking](#) | [Search](#) | [Addressbook](#) | [Reports](#) | [Admin](#) | [Logout](#)

Order #626807

PICK UP

Ericka Clarke
10020-101A Ave, Unit 830
Edmonton, AB T5J3G2
CANADA
No Contact Specified
P:
F:

DELIVER TO

Canada's National Firearms Association
9683 45 Ave
Edmonton, AB T6E5Z8
CANADA
No Contact Specified
P:
F:

Order Information

Pick Up Date: 5/26/2015	Ready Time: 08:00	Service: City Wide Econo	Vehicle: Car
Delivery Date: 5/26/2015	Deliver By: 15:00	Insurance: NO	Declared Value: \$0.00
Status: Finalized	Picked Up: 5/26/2015 08:18	Delivered: 5/26/2015 10:51	Waiting Time: 0 min.
Weight: 0 Lbs	Reference:	Waybill #:	
Ordered By: reception	Department:		
POD: Iris			

Packages

Envelope	1
Envelope	1

Comments:
*~*Signature IS REQUIRED*~*~*Delivery location IS NOT closed between 12-1PM.*~*


Charges

Base Amount:	\$8.00
Weight Surcharge:	\$0.00
Waiting Time Surcharge:	\$0.00
Package Surcharge:	\$0.00
Vehicle Surcharge:	\$0.00
After Hours Surcharge:	\$0.00
Insurance Surcharge:	\$0.00
Fuel Surcharge:	\$0.00
Extras:	\$0.00
Subtotal:	\$8.00
Discount:	\$0.00
GST (5.00%)	\$0.40
Total:	\$8.40

POD Signature:



This is Exhibit "C" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public

OK

Duplicate

ACS Express Inc. TERMS AND CONDITIONS The Carrier agrees to transport the property/goods described hereon, subject to the terms and conditions prescribed by the proper authority of the province in which this shipment originates and the rules and regulations published in the carrier's tariff in effect on the date hereof to which the shipper assents and as evidence thereof accepts this receipt. Carrier's liability for any loss, damage or injury to a shipment shall not exceed the lesser of \$1.00 per pound or \$50.00. ACS Express Inc. shall in no event be liable for loss of profit, income, interest, attorneys fees or any special, incidental or consequential damages. No liability for losses or damage will be accepted by the carrier unless written notice of such loss or damage is received within 30 days after the shipment is accepted by the carrier.



6/9/2015

Gmail - (no subject)



Ericka Clarke <ericka.nfa@gmail.com>

(no subject)

Ericka Clarke <ericka.nfa@gmail.com>

Tue, Jun 2, 2015 at 10:20 PM

To: Ginger Fournier <ginger@nfa.ca>

Hey Ginger,

Just wondering what time I can come to the office on either Thursday or Friday to inspect the accounting records and register of members?

Let me know what time on either of those days work for you.

Thanks!

—

Ericka Clarke

Alberta-NWT and International Director
National Firearms Association
(587) 990-7622

This is **Exhibit "D"** to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

A handwritten signature in blue ink, appearing to read "Martin Sloyanov".

Martin Sloyanov
Barrister, Solicitor and Notary Public

CANADA'S NATIONAL FIREARMS ASSOCIATION

REQUISITION OF A SPECIAL MEETING

We, the subscribing members of Canada's National Firearms Association (the "Association") who together hold 5% of the votes that may be cast at a meeting of the members, hereby requisition the directors of the Association to call a meeting of the members for the following purposes:

1. To vote on a resolution to remove Jerrold Lundgard as a director of the Association;

2. To vote on a resolution to remove Bill Rantz as a director of the Association;

3. To vote on a resolution to repeal the following sections from the by-laws of the Association: 17, 18, 20, 38, 40 and 44.

4. To vote on a resolution to repeal sections 30 and 31 of the by-laws of the Association and replace them with the following:

30. The directors may by ordinary resolution, appoint, suspend or remove any officer of the association at any time before or after the expiration of the officer's term. This by-law applies to officers who assumed office before and after this by-law was enacted.

5. To vote on a resolution to repeal section 26 of the by-laws of the Association and replace it with the following:

26. The president or any three directors may call a meeting of the directors by serving a written requisition on the secretary. The secretary or any other director shall serve notice of the directors meeting on each of the directors not less than 7 days, and not more than 21 days, before the day on which the meeting takes place. Notice shall be delivered by any form of email or express mail to the email address or residential address, as the case may be, for the director as recorded in the register of directors, provided that any email is set to request a read receipt and any express mail is ordered to require an acknowledgment of receipt to be signed by the recipient. Any director may waive notice, including by attending a meeting other than for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called. Substantive compliance with this by-law is necessary for the validity of business transacted at a meeting of the directors. A meeting of the directors is deemed to be called at the registered office of the Association (and by teleconference for any absent directors) at 4:00 p.m. Mountain Time on the day this by-law is enacted, notwithstanding any defect of notice.

6. To fill any vacancies created by the removal of any directors that took place at the meeting.

_____	_____	_____
Member Name (print)	Signature	Province
_____	_____	_____
Member Name (print)	Signature	Province
_____	_____	_____
Member Name (print)	Signature	Province
_____	_____	_____
Member Name (print)	Signature	Province

_____	_____	_____
Member Name (print)	Signature	Province
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Member Name (print)	Signature	Province
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Member Name (print)	Signature	Province
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Member Name (print)	Signature	Province
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Member Name (print)	Signature	Province
_____	_____	_____
Member Name (print)	Signature	Province
_____	_____	_____
Member Name (print)	Signature	Province
_____	_____	_____
Member Name (print)	Signature	Province

OTHER INFORMATION

This requisition is being circulated by committed members who have serious concerns about gross mismanagement of the affairs of the Association. We appreciate your interest and support.

After this requisition is submitted on your behalf to the Association, all members will receive an official written notice of the date, time and place of the meeting.


Members who are absent from the meeting may cast their vote by proxy. Information on proxies will be contained in the official notice of meeting.

Signatures on this requisition should be submitted immediately to one of the following:

Email: nfa.meeting@gmail.com
 Fax: 1 (800) 830-5510

To ensure that it is handled properly, do not send it directly to the NFA office. Once requisitions containing the signatures of 5% of the members are collected, they will be sent to the registered office of the Association and each director of the Association in accordance with the Canada Not-For-Profit Corporations Act. Your membership must be current as of the date you sign this requisition. We urge you to take the opportunity to renew your membership and consider making a donation to support the Association's advocacy on behalf of firearms owners across Canada.

This is Exhibit "E" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



 Martin Stoyanov
 Barrister, Solicitor and Notary Public

CANADA'S NATIONAL FIREARMS ASSOCIATION

REQUÊTE VISANT LA CONVOCACTION D'UNE ASSEMBLÉE EXTRAORDINAIRE

Nous, membres de Canada's National Firearms Association (« l'Association ») soussignés, qui ensemble détenons 5% des votes qui peuvent être exprimés à une assemblée des membres, par le présent exigeons des administrateurs de l'Association la convocation d'une assemblée aux fins suivantes :

1. Pour voter sur une résolution pour révoquer Jeroold Lundgard en tant qu'administrateur de l'Association.

Nom du membre (en lettres moulées) Signature Province

2. Pour voter sur une résolution pour révoquer Bill Rantz en tant qu'administrateur de l'Association.

Nom du membre (en lettres moulées) Signature Province

3. Pour voter sur une résolution visant la révocation des articles suivants des règlements administratifs de l'Association: 17, 18, 20, 39, 40 et 44.

Nom du membre (en lettres moulées) Signature Province

4. Pour voter sur une résolution visant la révocation des articles 30 et 31 des règlements administratifs de l'Association et les remplacer par ce qui suit :

Nom du membre (en lettres moulées) Signature Province

30. Les administrateurs peuvent, par résolution ordinaire, nommer, suspendre ou révoquer tout dirigeant de l'association à tout moment avant ou après l'expiration du mandat du dirigeant. Ce règlement s'applique aux dirigeants qui ont été nommés avant et après la prise de ce règlement.

Nom du membre (en lettres moulées) Signature Province

5. Pour voter sur une résolution visant la révocation de l'article 26 des règlements administratifs de l'Association et le remplacer par ce qui suit :

Nom du membre (en lettres moulées) Signature Province

26. Le président ou n'importe lesquels trois administrateurs peuvent convoquer une réunion des administrateurs en signifiant une demande écrite au secrétaire. Le secrétaire ou tout administrateur doit signifier un avis de convocation pour chaque réunion des administrateurs sur chacun des administrateurs au moins 7 jours, et pas plus de 21 jours, avant la date à laquelle la réunion a lieu. L'avis doit être livré par toute forme de courrier électronique ou par courrier express à l'adresse électronique ou adresse résidentielle selon le cas, pour l'administrateur telle qu'indiquée dans le registre des administrateurs, à condition que tout courrier électronique est réglé pour demander une confirmation de lecture et tout courrier express doit demander la signature du destinataire. Tout administrateur peut renoncer à l'avis de convocation; sa présence à la réunion vaut renonciation, sauf lorsqu'il y assiste spécialement pour s'opposer aux délibérations au motif que la réunion n'est pas régulièrement convoquée. Le respect de fond avec le présent règlement est nécessaire pour la validité des affaires traitées lors d'une réunion des administrateurs. Une réunion des administrateurs est réputée être convoquée au siège social de l'association (et par téléconférence pour tous les administrateurs absents) à 18h00 heures des Rocheuses le jour où le présent règlement est pris, malgré tout vice de procédure.

Nom du membre (en lettres moulées) Signature Province

AUTRES INFORMATIONS

Cette requête est distribuée par des membres engagés qui ont de graves préoccupations au sujet de la mauvaise gestion flagrante des affaires de l'Association. Nous vous remercions de votre intérêt et de soutien.

Après que cette requête est présentée en votre nom à l'Association, tous les membres recevront un avis officiel écrit de la date, l'heure et le lieu de l'assemblée.

Les membres qui sont absents de la réunion peuvent voter par procuration. Les informations concernant les procurations seront contenues dans l'avis officiel de convocation.

Les signatures sur cette requête doivent être envoyées immédiatement à l'une des suivantes :

6. Pour combler les vacances découlant d'une révocation de tout administrateur lors de l'assemblée.

Par courrier électronique : nfa.meeting@gmail.com
Par télécopieur : 1-800-930-5510

Nom du membre (en lettres moulées) Signature Province

Pour veiller à ce qu'il soit manipulé correctement, ne pas l'envoyer directement au bureau de l'ACAF. Une fois les requêtes contenant les signatures de 5% des membres sont rassemblés, ils seront envoyés au siège social de l'Association et chaque administrateur de l'Association conformément à la Loi canadienne sur les organisations à but non lucratif. Votre adhésion doit être à jour à la date de signature de cette requête. Nous vous invitons à profiter de l'occasion pour renouveler votre adhésion et envisager de faire un don pour soutenir le plaidoyer de l'Association pour le compte de propriétaires d'armes à feu partout au Canada.

Nom du membre (en lettres moulées) Signature Province

This is Exhibit "F" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public



Ericka Clarke <ericka.nfa@gmail.com>

Fwd: Important message about the National Firearms Association

13 messages

R.Seamus Bondy <r.seamusbondy.nfa@gmail.com>
To: Ericka.nfa@gmail.com

Sun, Jun 7, 2015 at 7:09 PM

----- Forwarded message -----

From: <10x@telus.net>
Date: Sun, Jun 7, 2015 at 6:40 PM
Subject: Re: Important message about the National Firearms Association
To: Seamus Bondy NFA <seamus@fixthenfa.com>
Cc: sheldon@nfa.ca, Ginger Fournier <ginger@nfa.ca>, Blair Hagen <blair@nfa.ca>, Bill Rantz <brantz@cogeco.ca>, Ken Heintz <kheintz@venturelaw.ab.ca>

Dear Mr. Seamus Bondy,

You are involved with a website that proports to be associated with Canada's National and is damaging to Canada's National Firearms Association. I have no record of you being appointed as field officer and request you stop telling people that you are one. If you have been appointed a field officer than that appointment is revoked as of June 7, 2015.

Jerrold Lundgard,
Alberta Director
Canada's National Firearms Association.

This is Exhibit "G" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public

>From: Seamus Bondy NFA <seamus@fixthenfa.com>
>Date: June 7, 2015 at 1:08:05 PM MDT
>To: bigbores@telus.net
>Subject: Important message about the National Firearms Association

>

>

>My friends and fellow NFA members,

>

>I am an NFA field officer. I live in Edmonton, Alberta. I volunteer my time to promote the organization, build its membership, and support its policy, education and legal work. I am proud to be an NFA member. And I also want to be proud of its leadership. You may have heard from others, and you may have noticed yourself, that the National Firearms Association has a problem with its leadership. I am not one of the directors or staff involved in the dispute. But I have joined with field officers and members across the country to put a stop to it. And I want you to help me.

>

>Across the country, NFA members are signing a petition to call for a special meeting to remove Jerrold Lundgard and Bill Rantz from the board of directors, and to make some by-law changes. The petition can be found at www.fixthenfa.com. You can sign and submit it from your computer or mobile--no need to print or mail anything. This is the first step to legally forcing these directors out of the NFA.

>

>Why remove Jerrold Lundgard? He has stated that "Some of the guys on the NFA group can be used as prime examples of why guns should be banned." This comment has surfaced publicly. It is an insult to NFA members. It is also an embarrassment. The NFA and its members do not believe guns should be banned. We support the repeal of Bill C-68. Jerrold cannot lead that cause anymore.

>

>Why remove Bill Rantz? As treasurer, he is required under the by-laws to "render to the directors whenever they may require it an accounting of all the transactions of the NFA." It has been more than 3 months since Alberta director Ericka Clarke requested the accounting records of the NFA, and they still have not been provided to her. Whether there is something to hide or not, Bill has failed to obey the by-laws and must be removed.

>

>Why change the by-laws? Sheldon Clare has used the NFA by-laws to, avoid board meetings where he has to face tough questions, remove directors who oppose him, and amend the by-laws to enhance his own power without sanction of the members. Moving forward means making certain by-law changes now, and reviewing all of our by-laws at the next annual meeting.

>

>Only signatures from current NFA members count towards calling the special meeting. If you're not an NFA member or if your membership has expired, I urge you to renew your support at www.nfa.com before signing.

>

>A year from now, we will celebrate the success of our organization. We will have many new members, and many past members will rejoin. We will have a strong presence in Ottawa, and a compelling legislative agenda. We want a better deal for Canadian firearms owners. But first we need to get rid of Sheldon Clare's henchmen. Please sign the petition at www.fixthenfa.com.

>

>Sincerely,

>

>R. Seamus Bondy

>NFA Field Officer

>

CANADA

PROVINCE OF ONTARIO

REGIONAL MUNICIPALITY OF DURHAM

TOWN OF AJAX

IN THE MATTER OF:

The Canada Not-for-profit Corporations Act, S.C. 2009, c. 23;

AND IN THE MATTER OF:

An application to Canada's National Firearms Association, a body corporate under the *Canada Not-for-profit Corporations Act*, by Tracey Daunine Wilson, a member of the said body corporate, for a list of members pursuant to s. 23(2) of the *Canada Not-for-profit Corporations Act*.

STATUTORY DECLARATION OF TRACEY DAUNINE WILSON

(Canada Not-for-Profit Corporations Act, s. 23(5))

(Canada Evidence Act, s. 41)

I, Tracey Daunine Wilson, of the City of Ottawa, in the Province of Ontario, Member of Canada's National Firearms Association, **SOLEMNLy DECLARE THAT:**

1. My name is Tracey Daunine Wilson.
2. My address is A-4339 Innes Road, Orleans, Ontario K1C 1T1.
3. I am a Member of Canada's National Firearms Association ("NFA").
4. The NFA is a corporation incorporated under the *Canada Not-for-profit Corporations Act*, S.C. 2009, c. 23 ("the Act"), pursuant to Articles of Continuance (transition) filed on 20 January 2014, as Corporation number 170198-3.

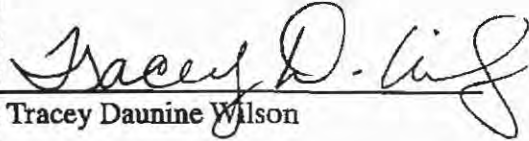
This is Exhibit "H" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.


Martin Stoyanov
Barrister, Solicitor and Notary Public

5. Pursuant to s. 23(2) of the Act, I am requiring the corporation or its agent or mandatory to furnish me within the prescribed period a list of members setting out the prescribed information and updated in accordance with the *Canada Not-for-profit Corporations Regulations*, S.O.R./2011-223.
6. This is my statutory declaration as required by s. 23(5) of the Act.
7. I am prepared to pay any reasonable fee to the corporation or its agent or mandatory as required by s. 23(2) of the Act.
8. The list of members will not be used except as permitted under s. 23(7) of the Act, that is to say, I shall not use the list except in connection with:
 - a. an effort to influence the voting of members;
 - b. requisitioning a meeting of members; or
 - c. any other matter relating to the affairs of the NFA.
9. I understand that s. 262(3) of the Act states that a person who uses a list of members required under the Act for a purpose other than those specified in sections 22, 23, and 107 without the written permission of the member about whom the information is being used is guilty of an offence and liable on summary conviction to a fine of not more than \$25,000.00 or to imprisonment for a term of not more than six months or to both.
10. I make this Statutory Declaration for the purposes set out herein and for no other or improper purpose.

11. I make this solemn declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath.

Declared before me at the Town of)
Ajax, in the Regional Municipality of)
Durham and Province of Ontario, on 3)
June 2015)


Tracey Daunine Wilson



Notary Public)
)
)

Pierre J.-L. Plourde
Barrister, Solicitor & Notary Public
P.O. Box 31008 RPO Westney Heights
Ajax, Ontario L1T 3V2
Tel: 905-682-0101
Fax: 284-312-4643
E-mail: pierre@plourde.ca



6/9/2015

Gmail - Fw: Fwd: Vacated Directorship

Subject: Fwd: Vacated Directorship

—— Forwarded message ——

From: Sheldon Clare <sheldon_clare@shaw.ca>

Date: Jun 2, 2015 9:42 PM

Subject: Vacated Directorship

To: Darlene <darlene@nfa.ca>

Cc: Ken Heintz <kheintz@venturelaw.ab.ca>, Blair Hagen <blair@nfa.ca>, Bill Rantz <brantz@cogeco.ca>, Jerrold Lundgaard <10x@telus.net>, kurt <kurt@nfa.ca>, Stephen Buddo <sbuddo@videotron.ca>

Darlene McKenzie

By Email

Dear Ms. McKenzie,

It is the consensus of the NFA executive that you have ignored and neglected your fiduciary responsibilities to Canada's National Firearms Association, and further that your actions constitute unethical conduct within the meaning of Bylaw 18 of the NFA. Specifically you have engaged in communications with the terminated employee Shawn Bevins with a view to supporting his actions against the NFA despite being fully informed of the reasons for his termination. As well, you have participated in behaviour and actions intended to disrupt the annual general meeting of Canada's National Firearms Association, and activities which have damaged the reputation and regular activities of the NFA. For these reasons, the NFA advises you that your conduct has removed you from your office as a director of Canada's National Firearms Association, effective immediately.

Yours truly,

Jerrold Lundgard, Secretary
Bill Rantz, Treasurer
Blair Hagen, Executive Vice President Communications
Sheldon Clare, President and CEO

This is **Exhibit "I"** to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public



Ericka Clarke <ericka.nfa@gmail.com>

Fw: Fwd: Vacated Directorship

3 messages

Kurt Luchia <kurtcluchia@gmail.com>
 To: ericka clarke <ericka.nfa@gmail.com>

Tue, Jun 9, 2015 at 8:02 PM

From: Kurt Sask NFA
Sent: Tuesday, June 09, 2015 7:59 PM
To: Kurt Luchia
Subject: Fwd: Vacated Directorship

—— Forwarded message ——

From: Sheldon Clare <sheldon_clare@shaw.ca>
Date: Jun 2, 2015 9:38 PM
Subject: Vacated Directorship
To: Claude Colgan <claudc@nfa.ca>
Cc: Ken Heintz <kheintz@venturelaw.ab.ca>, Blair Hagen <blair@nfa.ca>, Bill Rantz <brantz@cogeco.ca>, Jerrold Lundgaard <10x@telus.net>, kurt <kurt@nfa.ca>, Stephen Buddo <sbuddo@videotron.ca>



2 June 2015

Claude Colgan

By Email

Dear Mr. Colgan,

It is the consensus of the NFA executive that you have ignored and neglected your fiduciary responsibilities to Canada's National Firearms Association, and further that your actions constitute unethical conduct within the meaning of Bylaw 18 of the NFA. Specifically you have engaged in communications with the terminated employee Shawn Bevins with a view to supporting his actions against the NFA despite being fully informed of the reasons for his termination. As well, you have participated in behaviour and actions intended to disrupt the annual general meeting of Canada's National Firearms Association, and activities which have damaged the reputation and regular activities of the NFA. For these reasons, the NFA advises you that your conduct has removed you from your office as a director of Canada's National Firearms Association, effective immediately.

Yours truly,

Jerrold Lundgard, Secretary
 Bill Rantz, Treasurer
 Blair Hagen, Executive Vice President Communications
 Sheldon Clare, President and CEO

Kurt Luchia <kurtcluchia@gmail.com>
To: ericka clarke <ericka.nfa@gmail.com>

Tue, Jun 9, 2015 at 8:02 PM

From: Kurt Sask NFA
Sent: Tuesday, June 09, 2015 8:00 PM
To: Kurt Luchia
Subject: Fwd: Vacated Directorship

----- Forwarded message -----

From: Sheldon Clare <sheldon_clare@shaw.ca>

Date: Jun 2, 2015 9:34 PM

Subject: Vacated Directorship

To: Ericka Verhulst <ericka@nfa.ca>

Cc: Ken Heintz <kheintz@venturelaw.ab.ca>, Bill Rantz <bill@nfa.ca>, Blair Hagen <blair@nfa.ca>, Jerrold Lundgaard <10x@telus.net>, kurt <kurt@nfa.ca>, Stephen Buddo <sbuddo@videotron.ca>

This is Exhibit "K" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public

2 June 2015

Ericka Verhulst (aka Clarke)

By Email

Dear Ms. Verhulst,

It is the consensus of the NFA executive that you have ignored and neglected your fiduciary responsibilities to Canada's National Firearms Association, and further that your actions constitute unethical conduct within the meaning of Bylaw 18 of the NFA. Specifically you have engaged in communications with the terminated employee Shawn Bevins with a view to supporting his actions against the NFA despite being fully informed of the reasons for his termination. As well, you have participated in behaviour and actions intended to disrupt the annual general meeting of Canada's National Firearms Association, and activities which have damaged the reputation and regular activities of the NFA. For these reasons, the NFA advises you that your conduct has removed you from your office as a director of Canada's National Firearms Association effective immediately.

Yours truly,

Jerrold Lundgard, Secretary
Bill Rantz, Treasurer
Blair Hagen, Executive Vice President, Communications
Sheldon Clare, President and CEO

Kurt Luchia <kurtcluchia@gmail.com>
To: ericka clarke <ericka.nfa@gmail.com>

Tue, Jun 9, 2015 at 8:02 PM

From: Kurt Sask NFA
Sent: Tuesday, June 09, 2015 8:00 PM
To: Kurt Luchia



Ericka Clarke <ericka.nfa@gmail.com>

Fwd: Directors' meeting

5 messages

Kurt Luchia <kurtcluchia@gmail.com>

Wed, Jun 3, 2015 at 11:09 AM

To: darlene.mackenzie@rogers.com, ericka.nfa@gmail.com, claudecolgan@hotmail.com

For your SA.

----- Forwarded message -----

From: Sheldon Clare <sheldon_clare@shaw.ca>

Date: Jun 3, 2015 10:46 AM

Subject: Directors' meeting

To: Ginger Fournier <ginger@nfa.ca>, Blair Hagen <pathjm01@gmail.com>, Bill Rantz <brantz@cogeco.ca>, Jerrold Lundgaard <10x@telus.net>, Robert Bracken <rbracken@ns.sympatico.ca>, Stephen Buddo <sbuddo@videotron.ca>, kurt <kurt@nfa.ca>, Sheldon <Sheldon@nfa.ca>
Cc: Ken Heintz <Kheintz@venturelaw.ab.ca>

In accordance with bylaw 26, there will be a teleconference meeting of directors on Sunday, 7 June 2015 at 1pm Pacific.

Please adjust your time accordingly.

The agenda items will include:

1. Membership status of each of the three former directors;
2. Approval of the auditor report from KPMG;
3. Appointment of directors to complete the terms of the three vacated directorships.

Please advise of your availability. Ginger will send out the call-in information by separate message.

Sheldon Clare
President and CEO
For Executive Committee

Sent from my BlackBerry 10 smartphone on the Bell network.

This is Exhibit "L" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public

This is Exhibit "M" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public

Print Reset Next page

① E-MAILED
JAN 7 8 2016

② E-MAILED
JAN 7 8 2016

brigitte.bisson@
ic.gc.ca

SCANNED
DJ.

**Not-for-profit Corporations Act (NFP Act)
Form 4031**

Articles of Continuance (transition)

by for a continuance from the Canada Corporations Act, Part II.

Association

2 - If a change of name is requested, indicate proposed corporate name

3 - Corporation number
1 7 0 1 9 8 - 3

4 - The province or territory in Canada where the registered office is situated
Alberta

5 - Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)
Minimum number Maximum number

8 - Statement of the purpose of the corporation
Canada's National Firearms Association exists to promote, support and protect all safe firearms activities, including the right of self defence; firearms education for all Canadians; freedom and justice for Canada's firearms community, and further to advocate for legislative change to protect the right to own and use firearms.

7 - Restrictions on the activities that the corporation may carry on, if any
The operations of the corporation may be carried on throughout Canada and elsewhere.

Canada Not-for-profit Corporations Act (NFP Act)
Form 4031
Articles of Continuance (transition)

8 - The classes, or regional or other groups, of members that the corporation is authorized to establish
Member, Family Member, Business Member, Life Member. Groups of members may be established by the board in authorized regions as permitted in the Bylaws. Each voting member present at a meeting shall have the right to exercise one vote on issues before the meeting. A member may, by means of a written proxy, appoint a proxy holder to attend and act at a specific meeting of members, in the manner and to the extent authorized by the proxy. A proxy holder must be a member of the association. No person may hold more than one proxy.

9 - Statement regarding the distribution of property remaining on liquidation
Property on liquidation will be distributed as determined by the board of directors at the time and in keeping with the aims of the organization.

10 - Additional provisions, if any
N/A

11 - Declaration
I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.
Signature: [Handwritten Signature]
Print name: Sheldon Clare Phone Number 780-439-1394
Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 282(2) of the NFP Act).

COURRIER JAN 20 2014 13:33
Canada



**Canada Not-for-profit Corporations Act (NFP Act)
FORM 4002**

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS
(To be filed with articles of incorporation, continuance (transition), amalgamation, or continuance (import))

1 - Corporate name
Canada's National Firearms Association .

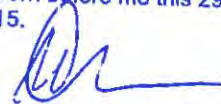
2 - Complete address of the registered office (cannot be a post office box)		
Number and street name		
9683 - 45 Ave		
City	Province or Territory	Postal code
Edmonton	Alberta	T6E 5Z8

3 - Directors of the corporation (if space available is insufficient, complete attached schedule)	
First and last name	Address (cannot be a post office box)
Sheldon Clare	2322 Tapping Street Prince George, BC Y2N 3B4
Blair Hagen	7620 - 115th Street Delta, BC V4C 5M8
Sean Penney	8 Sellars Road Western Bay, NL A0A 4J0
Bill Rantz	602 South Mary Lake Road R.R.1 Port Sydney, ON P0B 110
Philippe Simard	7692 Central Street Lasalle, QC H8P 1L6

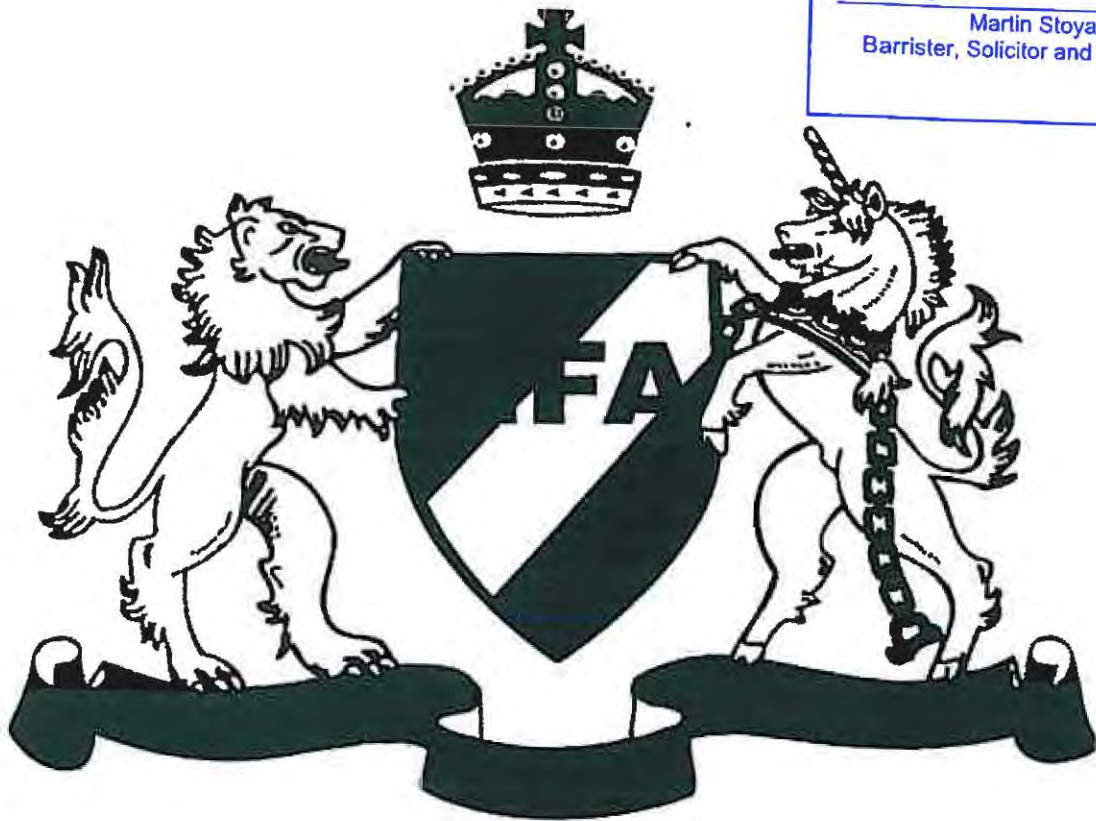
4 - Declaration	
I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing into or amalgamating under the NFP Act.	
Signature:	
Print name: Sheldon Clare	Phone Number: 780-439-1394
Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 202(2) of the NFP Act).	

Canada's National Firearms Association Proposed Bylaws

This is Exhibit "N" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public



It's for you, our membership to decide.

DRAFT BYLAWS OF
Canada's National Firearms Association
formerly known as

The National Phoenix 1984 Firearms Information and Communication Association (NFA)

ASSOCIATION SEAL

1. The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the association.

HEAD OFFICE

2. Until changed by the board of directors in accordance with these bylaws, the Head Office of the association shall be in the City of Edmonton, in the Province of Alberta.

CONDITIONS OF MEMBERSHIP and ASSOCIATION OBJECTS

3. Membership in the association shall be limited to persons who agree to further the objects of the association and shall consist of anyone whose application for admission as a member has received the approval of the board of directors of the association. A voting member is an individual person who is both at least 18 years of age in the year of the election, and pays the membership fees prescribed by the board of directors for a voting member. The board of directors may establish other classes of membership and may prescribe dues, voting rights, benefits and restrictions for those classes.
4. Canada's National Firearms Association exists to promote, support and protect all safe firearms activities, including the right of self defence; firearms education for all Canadians; freedom and justice for Canada's firearms community, and further to advocate for legislative change to protect the right to own and use firearms.
5. There shall be no membership fees or dues other than those prescribed by the board of directors.
6. Any member may withdraw from the association by delivering to the association a written resignation and lodging a copy of the same with the secretary of the association.
7. Any member may be required to resign by a vote of two-thirds (2/3) of the directors voting on the matter at a director's meeting. Any member required to resign may file a notice of appeal with the secretary requesting to be re-instated. Allowing an appeal for reinstatement shall be by a 2/3 vote of the membership to be held at the subsequent annual general meeting. The vote of the membership on the matter shall not be subject to further appeal.

MEMBERS' MEETINGS

8. The annual or any other general meeting of the members shall be held within 30 days after the end of the association's fiscal year, in the city where the head office of the association is situated or other location in Canada as prescribed by the board of directors.
9. At every annual meeting, in addition to any other business that may be transacted, the reports of the executive committee, directors, standing committees, the financial statement, and the report of the auditors shall be presented and auditors appointed for the ensuing year. The members may consider and transact any business either special or general at any meeting of the members. The board of directors shall have power to call, at any time, a general meeting of the members of the association. The board of directors shall call a special general meeting of members at the written request of members carrying not less than 5% of the voting rights. No less than 25 members present in person at a meeting will constitute a quorum.
10. Fourteen (14) days' written or electronic notice shall be given to each voting member of any annual or special general meeting of members. Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member to form a reasoned judgement on the decision to be taken. Notice of each meeting of members must remind the member if he has the right to vote by proxy.
11. Each voting member present at a meeting shall have the right to exercise one vote on issues before the meeting. A member may, by means of a written proxy, appoint a proxy holder to attend and act at a specific meeting of members, in the manner and to the extent authorized by the proxy. A proxy holder must be a member of the association. No person may hold more than one proxy.

12. A majority of the votes cast by the members present and carrying voting rights shall determine the questions in meetings except where the vote or consent of a greater number of members is required by these by-laws. Changes to these bylaws shall require a 2/3 majority vote of those members voting at an annual general meeting.
13. No error or omission in giving notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the members of the association 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 had thereat. For purpose of sending notice to any member, director or officer for any meeting or otherwise, the electronic and physical address of the member, director or officer shall be his or her last address recorded on the books of the association.
14. Robert's Rules of Order shall govern proceedings of the association. Where there is a conflict with Robert's Rules and these bylaws, these bylaws shall have precedence.

BOARD OF DIRECTORS

15. The property and business of the association shall be managed by a board of directors elected from the following electoral regions as described below:

Electoral Area.....	Directors to Elect
..... Alberta-Northwest Territories & Out-of-Canada	2
..... British Columbia-Yukon	2
..... Manitoba-Nunavut	1
..... Newfoundland-Labrador-Maritimes	1
..... Ontario	2
..... Quebec	2
..... Saskatchewan	1

- a. Each of the above would form one electoral area when electing its director(s). Out-of-Canada members will vote as part of the Alberta membership. The combinations above shall apply until such time as those specific provinces and territories develop sufficient membership to form separate electoral areas.
- b. Each electoral area containing at least 5 percent (5%) of the voting members of the association on September 1 of an election year is entitled to elect one, but only one director. Each electoral area containing at least 10 percent (10%) of the voting members of the association on September 1 of an election year is entitled to elect two, but only two directors. A voting member may vote only for candidate(s) in the electoral area in which he or she resides.
- c. A province, territory or out-of-Canada grouping may form an electoral area when dividing the electoral area it is part of will mean that both of that province, territory or grouping and the remaining province(s) and/or territory or grouping each have at least 5 percent (5%) of the voting membership of the association. Provinces and territories not having sufficient numbers to form an electoral area will be combined with an adjacent province or territory as determined by the board of Directors.

Directors must be individuals, 18 years of age or older at the time of the election, with power under Canadian law to sign contracts.

16. Directors shall be elected by surface mail, electronic mail, or secure call-in telephone ballot of voting members for a term of two years, except as noted below:
 - a. An electoral area with 2 directors shall elect one each year, except in the first year in which these bylaws come into effect at which time all directors will be elected. The director, from an area with 2 directors, having the second highest number of votes will serve a one year term and that directorship will be up for election for a two-year term in the subsequent election. In the event of a tie, the matter will be determined by a draw. The directors for Saskatchewan and Manitoba-Nunavut will likewise be first elected as a one year term so that about half of the board of directors is subject to election each year.
 - b. A candidate for an office of director must reside, when nominated, in the electoral region to be represented by that director and must be nominated by two voting members, who must also reside in that electoral region. Each nomination shall be delivered to the secretary of the association by October 1 of the election year. The secretary shall provide to each voting member by November 1 of the election year a ballot listing the names of the candidates for his or her electoral region. It shall be a single, transferable, preferential ballot. Voting members shall return their ballots

by December 1 of the election year to the accounting firm designated by the board of directors to count the ballots. Each candidate or his or her designated scrutineer may observe the counting of the ballots. The ballots shall be counted on the first business day after December 1, and the directors so elected shall take office forthwith.

17. If the office of a director is vacated after April 1 of an election year, the board of directors may, by majority vote, appoint a voting member residing in the same electoral region to complete the term of the vacated directorship. If the office of a director is vacated before April 1 of an election year, the secretary shall forthwith notify the voting members of that electoral region by surface mail and electronic mail where possible and include with that notification an invitation for nominations for candidates to complete the term of the vacated directorship. At least one month must be allowed for nominators to deliver nominations to the secretary. The election shall then be conducted as prescribed by bylaw 16, though not necessarily on the same dates, though with the same intervals.
18. The office of director shall be considered vacated if a director has resigned his or her office by delivering a written resignation to the secretary of the association; if he or she fails to maintain the ethical standards expected of officers and directors, if he or she is absent from three consecutive meetings without justification, if he or she ceases to be a member, or on his or her death.
19. The directors shall serve as such without remuneration and no director shall directly or indirectly receive any profit from his or her position as such; provided that a director may be paid reasonable accountable expenses incurred by him or her in the performance of his or her duties, and including attendance at general meetings. A director may serve as an officer, without salary, but must resign from his or her directorship in order to receive a salary. Notwithstanding the preceding stipulations in this section, the director elected as President may receive a stipend and still retain all rights as a director.
20. A retiring director shall remain in office until his or her successor is elected.

POWERS OF DIRECTORS

21. The board of directors of the association shall administer the affairs of the association in all things and make or cause to be made for the association, in its name, any kind of contract which the association may lawfully enter into and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the association is by its charter or otherwise authorized to exercise and do.
22. The board of directors shall have power to authorize expenditures on behalf of the association from time to time and may delegate by resolution to an officer or officers of the association the right to employ and pay salaries to employees. The directors shall have the power to enter into a trust arrangement with a trust company for the purpose of creating a trust fund in which the capital and interest may be made available for the benefit of promoting the interests of the association in accordance with such terms as the board of directors may prescribe.
23. The board of directors shall take such steps as its members may deem requisite to enable the association to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objects of the association.
24. The board of directors may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the board of directors at the time of such appointment. An individual director or executive officer may appoint field officers to serve the purposes of the association, including organizing and recruiting members as well as acting as a liaison for local clubs, within his or her electoral area or province. The board of directors shall prescribe general duties, responsibilities and training for field officers. Field officers are to be under the operational supervision of the executive vice president, but shall be responsive to the area director.
25. Remuneration for all officers, agents and employees and committee members shall be fixed by the board of directors by resolution. Such resolution shall have force and effect only until such resolution shall be confirmed at the next annual general meeting, or in the absence of such confirmation by the members, then the remuneration to such officers, agents or employees and committee members shall cease to be payable from the date of such meeting of members. It shall be a term of the contract of employment of every employee of the association that the contract may be terminated on no more than one month's notice by the association.

DIRECTORS' MEETINGS

26. Meetings of the board of directors may be held at any time and place to be determined by the Executive Committee provided that 48 hours written notice of such meeting shall be given, other than by mail, to each director. While directors may meet by electronic means, at least one meeting per year shall be conducted in person, normally at the time of the

annual general meeting. Directors and officers not able to attend in person may attend and vote by conference call or by other electronic means. 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 board of directors. No error or omission in giving notice of any meeting of the board of directors or any adjourned meeting of the board of directors of the association shall invalidate such meeting or make void any proceedings taken thereat and any director may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. Each director is authorized to exercise one (1) vote.

27. A majority of directors in office, but no less than four directors, shall constitute a quorum for meetings of the board of directors. Any meeting of the board of directors at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the by-laws of the association.

INDEMNITIES TO DIRECTORS AND OTHERS

28. Every director or officer of the association or other person who has undertaken or is about to undertake any liability on behalf of the association or any company controlled by it and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the association, from and against:
- a) all costs, charges and expenses which such director, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him or her, or in respect of any act, deed, matter of thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his or her office or in respect of any such liability;
 - b) all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default.

OFFICERS

29. The officers of the association shall be president, executive vice-president, secretary and treasurer and any such other officers as the board of directors may determine. With the exception of the president, officers need not be directors. Except for the president, all officers and staff members report to the executive vice-president, who reports to the board.
30. All officers are chosen by majority vote of the board of directors and serve for a two-year renewable term. The term of the director serving as president is that determined by his or her term as a director and the majority support of the board of directors.
31. The officers of the association shall hold office from the date of appointment until their successors are appointed in their stead. An officer may be removed for cause outside of the normal two year term by a resolution requiring a 2/3 majority vote of the board of directors.

DUTIES OF OFFICERS

32. The president is the association's official spokesperson; he or she is the director elected by the directors to chair the board of directors and the executive committee. Other than supervising the executive vice president on behalf of the board of directors, he or she has no managerial authority or responsibility. He or she is deemed to be an ex-officio member of all committees, and may attend committee meetings as he deems appropriate. He or she is responsible for the orderly conduct of member and director meetings.
33. The executive vice-president is the association's chief operating and managerial officer. He or she is responsible for supervising all staff and all executive officers except for the president. He or she shall also perform such other duties as may from time to time be directed by the board of directors. He or she is deemed to be an ex-officio member of all committees and may attend committee meetings as he deems appropriate.
34. The treasurer shall have the custody of the funds and securities of the association and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the association in the books belonging to the association and shall deposit all monies, securities and other valuable effects in the name and to the credit of the association in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the board of directors from time to time. He or she shall disburse the funds of the association as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the executive vice-president and directors at the regular meeting of the board of directors, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the association. He or she shall be responsible for the preparation of an annual budget for

submission to the board of directors. He or she shall also perform such other duties as may from time to time be directed by the board of directors.

35. The secretary may be empowered by the board of directors, upon resolution of the board of directors, to carry out the affairs of the association generally under the supervision of the officers thereof and shall attend all meetings and act as clerk thereof and record all votes and minutes of all proceedings in the books to be kept for that purpose. He or she shall give or cause to be given notice of all meetings of the members and of the board of directors, and shall perform such other duties as may be prescribed by the board of directors or president, under whose supervision he or she shall be. He or she shall be custodian of the seal of the association, which he or she shall deliver only when authorized by a resolution of the board of directors to do so and to such person or persons as may be named in the resolution.
36. The duties of all other officers of the association shall be such as the terms of their engagement call for or the board of directors requires of them. All officers are required to be members in good standing of Canada's National Firearms Association.

COMMITTEES

37. The executive committee shall annually appoint the following standing committees whose members will hold their offices at the will of the board of directors. Members of these committees must be voting members but they are not required to be directors. A director shall be elected by the board of directors as the representative to each standing committee and as such will be a full member of that committee. Standing committees shall elect their own chairs.
- Member Services – This committee shall support and make recommendations regarding recruitment and retention of members and communication with members.
 - Policy and Legal Affairs – This committee shall support the interests of firearms owners and make recommendations regarding legislation affecting firearms use and ownership. It may also make recommendations regarding support of court proceedings and promoting freedom and justice for firearm owners.
 - Firearms Education and Training – This committee shall develop and recommend to the board and membership as appropriate support of new and existing training programs regarding shooting, operation of ranges, self defence and other lawful firearms uses, including recommendations regarding sponsorship of competitive shooters and allocation of scholarships and bursaries promoting the objects of the association.
 - Finance and Budget – This committee shall assist the treasurer in the annual preparation of the budget and will make spending recommendations to the board of directors.
 - Marketing and Public Relations – This committee shall oversee the design and consistency of all association publications, media releases, web site, and any video materials. It shall oversee promotional programmes, liaise with related committees and report on these matters to the board of directors.
38. The board of directors may appoint other committees whose members will hold their offices at the will of the board of directors. The directors shall determine the duties of such committees and may fix by resolution, any remuneration to be paid.

EXECUTIVE COMMITTEE

39. There shall be an executive committee composed of the officers and directors who shall be appointed by the board of directors. The executive committee shall exercise such powers as are authorized by the board of directors. Any executive committee member director may be removed from that committee by a majority vote of the board of directors. Executive committee members shall receive no remuneration for serving as such, but are entitled to reasonable accountable expenses incurred in the exercise of their duties.
40. Meetings of the executive committee shall be held at any time and place to be determined by the members of such committee provided that forty-eight (48) hours written notice of such meeting shall be given, other than by mail, to each member of the committee. Notice by mail (either e-mail or post) shall be sent at least 14 days prior to the meeting. No less than 3 members of such committee shall constitute a quorum, provided that at least one of the members is an elected member. No error or omission in giving notice of any meeting of the executive committee or any adjourned meeting of the executive committee of the association shall invalidate such meeting or make void any proceedings taken thereat and any member of such committee may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

EXECUTION OF DOCUMENTS

41. Contracts, documents or any instruments in writing requiring the signature of the association, shall be signed by any two officers at the direction of the board of directors, and all contracts, documents and instruments in writing so signed shall be binding upon the association without any further authorization or formality. The directors shall have power from time to time by resolution to appoint an officer or officers on behalf of the association to sign specific contracts, documents and instruments in writing. The directors may give the association's power of attorney to any registered dealer in securities for the purposes of the transferring of and dealing with any stocks, bonds, and other securities of the association. The seal of the association when required may be affixed to contracts, documents and instruments in writing signed as aforesaid or by any officer or officers appointed by resolution of the board of directors.

MINUTES OF BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

42. The minutes of the board of directors or the minutes of the executive committee shall be available for delivery by e-mail to any voting member of the association who requests them.

FINANCIAL YEAR

43. Unless otherwise ordered by the board of directors, the fiscal year end of the association shall be December 31.

AMENDMENT OF BY-LAWS

44. The by-laws of the association not embodied in the letters patent may be repealed or amended by by-law, or a new by-law relating to the requirements of subsection 155(2) of the Canada Corporations Act, may be enacted by a majority of the directors at a meeting of the board of directors and sanctioned by an affirmative vote of at least two-thirds (2/3) of the members at a meeting duly called for the purpose of considering the said by-law, provided that the repeal or amendment of such by-laws shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.

AUDITORS

45. The members shall, at each annual meeting, appoint an auditor to audit the accounts and annual financial statements of the association for report to the members at the next annual meeting. The auditor shall hold office until the next annual meeting provided that the directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the board of directors.

BOOKS AND RECORDS

46. The directors shall see that all necessary books and records of the association required by the by-laws of the association or by any applicable statute or law are regularly and properly kept. The financial records of the organization will be available in the national office for members to view on providing reasonable notice and by appointment.

RULES AND REGULATIONS

47. The board of directors may prescribe such rules and regulations not inconsistent with these by-laws relating to the management and operation of the association as they deem expedient, provided that such rules and regulations shall have force and effect only until the next annual meeting of the members of the association when they shall be confirmed, and failing such confirmation at such annual meeting of members, shall at and from that time cease to have any force and effect.

INTERPRETATION

48. In these by-laws and in all other by-laws of the association hereafter passed unless the context other-wise 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 associations. Persons who are firms and associations, though they may be voting members, may not hold office. If any dispute should arise as to the meaning of any translation of these bylaws, the wording in the English version is deemed to be the basis for interpretation.

END.



GOVERNMENT OF CANADA
Industry Canada
235 Queen Street
2nd Floor, West Tower
Ottawa, Ontario
K1A 0H5

GOVERNEMENT DU CANADA
Industrie Canada
235, rue Queen
2^e étage, Tour ouest
Ottawa (Ontario)
K1A 0H5

Tel: (343) 291-2788
Fax: (613) 941-3085

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PROTÉGÉ

Our file Notre référence
A-2015-00039

May 12, 2015

Mr. Adam Knisely
Knisely Nagase Anderson LLP
10020 101A Ave NW, Suite 830
Edmonton, AB T5J 3G2

This is **Exhibit "O"** to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.


Martin Stoyanov
Barrister, Solicitor and Notary Public

Dear Mr. Knisely:

This is in reply to your request submitted under the *Access to Information Act* for:
"Industry Canada's copy of the letter from Sheldon Clare dated July 29, 2013 in respect of Canada's National Firearms Association."

Having completed a thorough search, we regret to inform you that we were unable to locate any records responsive to your request.

For your information, you are entitled to file a complaint with the Information Commissioner within sixty days of the receipt of this notice. The notice of complaint should be sent to: The Office of the Information Commissioner of Canada, 30 Victoria Street, Gatineau, Québec, K1A 1H3.

Should you have any questions, please contact Lise Lacroix at 343-291-2783.

Sincerely,



Kimberly Eadie
Director
Information & Privacy Rights Administration

Canada



Sheldon Clare

500+ connections

Board Member at College of New Caledonia
British Columbia, Canada | Higher Education

- Current** Prince George Pipers' Association, College of New Caledonia, Canada's National Firearms Association
- Previous** Faculty Association of the College of New Caledonia, Canadian Forces, Royal Canadian Army Cadets
- Education** Norwich University
- Recommendations** 1 person has recommended Sheldon
- Websites** Sheldon Clare

Join LinkedIn and access Sheldon's full profile. It's free!

As a LinkedIn member, you'll join 300 million other professionals who are sharing connections, ideas, and opportunities.

- See who you know in common
- Get introduced
- Contact Sheldon directly

[View Sheldon's Full Profile](#)

Summary

Sheldon has been a post-secondary educator for 22 years. Sheldon instructs history and technical business communications at the College of New Caledonia (CNC) in Prince George. He has significant contract negotiations experience, and he has demonstrated leadership in several community organizations. Sheldon is currently a member of the Board of Governors for CNC.

Sheldon has served as the president and CEO of Canada's National Firearms Association since 2010. He has represented the NFA at the United Nations, and in many public speaking engagements in Canada and the United States.

Experience

President

Prince George Pipers' Association
November 2014 – Present (8 months) | Prince George, BC

Over-seeing the direction of the Association in terms of supporting the local pipe band of Prince George, BC. Promoting the band and its members within the community, and promoting pipe music and drumming generally.

Board Member

College of New Caledonia
September 2014 – Present (10 months) | Prince George

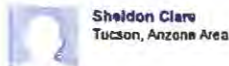
Elected faculty representative to the CNC Board of Governors

<https://ca.linkedin.com/pub/sheldon-clare/29/971/3aa>

Find a different Sheldon Clare

First Name Last Name

Example: Sheldon Clare



More professionals named Sheldon Clare

People Also Viewed

- Shawn Bevins**
- Rod Giltses**
Energy Services Advisor at BC Comfort Group
- Erica Clarke**
Alberta-NWT and International Director at Canada's National Firearms Association
- Shane Dehod, CBC**
We Help Businesses Eliminate "BAD" Hires. | Pre-Employment Testing & Assessments | Canada | Keynote Speaker
- Nick Fedorkiw**
- Svitlana Jack**
Co-Owner at Vintage Accounting Ltd
- Claude Colgan**
Maintenance mechanic chez Parmalat Canada
- Terri McConnachie**
Executive Officer, Canadian Home Builders' Assn of Northern BC
- Corey Naphtali**
Partner at KPMG Enterprise
- Lawrence Graves**
Professor of History at Georgia Perimeter College

This is Exhibit "P" referred to in the Affidavit of

Erica Clarke

Sworn before me this 29 day of June A.D., 2015

[Signature]
A Commissioner for Oaths
In and for the Province of Alberta

MARTIN S. STOYANOV
Barrister & Solicitor

President and CEO

Canada's National Firearms Association
2010 – Present (5 years) | Canada

Canada's largest and most effective firearm owners' advocacy organization.

Instructor - School of Academic Studies

College of New Caledonia
January 1993 – Present (22 years 6 months) | Prince George, BC

Historian and Technical Writing (English) Instructor
Elected faculty representative to the CNC Board of Governors 2014

Vice President Negotiations (Contract Chair), Chair of Bargaining Coordination Committee for FPSE

Faculty Association of the College of New Caledonia
2001 – February 2012 (11 years) | Prince George, BC

Served on faculty association executive, conducted bargaining, and chaired provincial bargaining coordination committee for 6 terms. Retired from union executive activity in February 2012.

Reserve Officer

Canadian Forces
1981 – 2010 (29 years)

CIL Army from 1981-1988, SRR and then SHR to 2010. Augmentee cadet to 3RCR for Reforger 1980 Summer Call out A/Sgt 1979. Army Basic Parachutist. Retired as Captain to SRR in 1988.

Cadet Captain

Royal Canadian Army Cadets
September 1975 – September 1981 (6 years 1 month) | Prince George, BC

Army cadet with 2618 RMRangers ACC - attended camps and training in Vernon, Pelawawa, Edmonton, Germany, Hawaii. Highest rank attained was Cadet Captain as Cadet CO.

Volunteer Experience & Causes**Biathlon Canada Sport Information Officer**

2015 Canada Winter Games
January 2015 – February 2015 (2 months)

The Sport Information Officer (Biathlon) is a major technical official responsible for promoting the biathlon events and participants at the Canada Winter Games on behalf of Biathlon Canada.

Causes Sheldon cares about:

Arts and Culture
Education
Politics

Honors & Awards**Gold Duke of Edinburgh's Award**

Prince Philip, the Duke of Edinburgh



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May 1981

The Award is a recognition, award-granting programme open to participants who range in age from 14 to 25 years. To earn a Bronze, Silver or Gold Award, participants must satisfy criteria for each award level set out in a Record Book. The participant, in consultation with one or more adult mentors, generally establishes the specific activities in which he or she will engage to achieve the criteria. The mentors or assessors verify the achievement of those criteria. Sheldon was awarded the Gold Award in May of 1981 by Lt. Gov. HP Bell-Irving.

Special Service Medal - NATO bar

Canada, Department of National Defence
December 1995

Awarded to a member of the Canadian Forces for a service performed under exceptional circumstances in a clearly defined locality for a specified duration, not necessarily in a theatre of active operation.

Queen's Diamond Jubilee Medal

Governor General of Canada on behalf of the Queen
May 2012

A new commemorative medal was created to mark the 2012 celebrations of the 60th anniversary of Her Majesty Queen Elizabeth II's accession to the Throne as Queen of Canada. The Queen Elizabeth II Diamond Jubilee Medal is a tangible way for Canada to honour Her Majesty for her service to this country. At the same time, it serves to honour significant contributions and achievements by Canadians. The medal program was part of the Jubilee year celebrations, organized by the Government of Canada. Sheldon was awarded this medal by MP Bob Zimmer in May of 2012.

Best Capstone Paper

Norwich University - MMH Program
June 2010

Awarded by the program to the student writing the top graduate paper as chosen by the faculty of the Master of Military History Program.

Don Forest Award for Service

The Alpine Club of Canada
2007

This award is presented to members of The Alpine Club of Canada (ACC) who have given significant service to the ACC or Section either on a voluntary basis or exceeding the value of the remuneration in one of the following areas:

- a) furthering the aims of the Club or Section, or
- b) on a committee or project of the Club* or Section, or
- c) contributing to a large undertaking of the Club or Section, or
- d) towards the activities of the Club or Section

Life Membership - Royal Canadian Legion

Royal Canadian Legion Branch 43
March 2013

The Life Membership is awarded for outstanding service to the Legion. It was presented to Sheldon at the monthly meeting on March 18, 2013 at Branch 43 Royal Canadian Legion in Prince George, BC

39 Canadian Brigade Group Certificate of Appreciation

Colonel M.P. Haussmann, Commander 39 Brigade

Awarded in recognition of exemplary support to the establishment of Bravo Company, the Rocky Mountain Rangers in Prince George, BC. Mr. Clare has been a key supporter of the unit, representing the Canadian Armed Forces interests in discourse with Prince George's municipal government. Mr. Clare's unwavering support was responsible for the successful establishment of B Company.

Additional Honors & Awards

Graduated Norwich MMH program cum laude, capstone paper selected as top in that year's program.

Languages

Some French and German

Skills

Research Editing Public Relations Public Speaking International Relations
 Teaching Military History Non-profits Conflict Resolution
 Curriculum Design Proposal Writing Creative Writing Leadership Development
 Community Development Labour Issues [See 35+](#)

Education

Norwich University

M.A., Military History, Cum Laude
 2008 – 2010



Capstone Paper - Attack and Defense at the 1704 Siege of Landau

The University of British Columbia

B.A., International Relations
 1983 – 1986



Activities and Societies: St. Andrew's Hall Residence, Intramural Curling, Soccer, and official piper

College of New Caledonia

A.A., General Arts - university transfer
 1981 – 1983

Interests

Military history playing the highland bagpipes philately

firearms and firearms law target shooting hunting mountaineering
cross-country backcountry and downhill skiing

Certifications

Amateur Radio Operator Basic VE7HMG

Industry Canada / Industrie Canada, License VE7HMG

Starting April 2000

Restricted Radio Operator - Land, Aeronautical, and Maritime

Transport Canada

Groups

- NATO OTAN
- UBC International Re ...
- Mountaineers
- Canadian Internation ...
- The Western Front A...
- Norwich University C...
- Canada's National Fl...
- [See 3 more](#)

View Sheldon's full profile to...

- See who you know in common
- Get introduced
- Contact Sheldon directly

[View Sheldon's Full Profile](#)

Not the Sheldon Clare you're looking for? [View more](#)

LinkedIn members in Canada: a b c d e f g h i j k l m n o p q r s t u v w x y z more [Browse members by country](#)



President's Message

Sheldon Clare

NFA Pushing Forward For Firearms Owners

Much has happened with the NFA over the past few months. We have made our concerns with the anti-terrorism bill C-51 known to government outside of the committee hearings. The amendments that the government has made reflect our input - our presence at the hearings would only have been used to embarrass the government, and we decided to have our concerns provided quietly to avoid that situation. We also made several key suggestions for amendments to Bill C-42, and as it works through the agenda, I am optimistic that we should get most of them. We have also presented our petitions on magazines and the AR-15 to parliament and we are hopeful that they will demonstrate a compelling need for change in the classification of those items, and more besides.

Our petition efforts have been progressing, and extending the deadline took us right into the heart of gun show season. Thus, we were able to contact many more people than we otherwise would have. Special thanks are due to all of those individuals who took the challenge and collected at least 200 signatures on each petition.

The NFA hopes to submit these petitions in time to have them dealt with before the upcoming election this fall. If we are successful in our efforts, we expect to see strong political support for eliminating the magazine capacity restrictions and for de-restricting the AR-15 rifle.

As one of the most popular modern sporting rifles around today, it makes no sense whatsoever to maintain the AR-15 in the restricted category. Of course, nothing about the classification system makes much sense, based as it is on a first premise that there are bad guns and good guns. We already know that the law should be about dealing with bad behaviour, and should not be about pieces of metal, wood and composite plastics.

The two wins in the Supreme Court of Canada are great victories for the NFA, and for all firearms owners. Guy Lavergne, whose arguments supported the Canadian government's position, ably led our intervention in the Quebec case. The result makes it clear that the nearly \$100,000 the NFA spent on this intervention was a great investment in helping Quebecers enjoy the same freedom as the rest of the country. Now, Quebec's firearms community will need to be assertive in pressing their elected representatives to stop their government and opposition calls for a Quebec registry. Such a venture would not only be unworkable and unnecessary, it would also be ruinously expensive in the face of a provincial budget that cannot afford such feel-good, but do-nothing legislation. The NFA win in R. versus Nur, led by Solomon Friedman at the SCC, in striking down mandatory minimum sentencing, is a huge one - it shows that we are independent, critical thinkers who are working to make a difference as we were with the federal government in the Quebec case and against it in Nur.

The United Nations continues to erode away our firearms rights, with many countries now supporting the Arms Trade Treaty. There are additional meetings underway this summer to further develop international gun control, and the NFA, along with our allies in the WFSA, is monitoring the situation closely.

In my column in the last issue, I made mention of the new board of directors, and of the great potential that the four new faces bring in to advance the NFA vision and cause of firearms rights, as well as the important contributions made by the seasoned veterans on our board, most of whom comprise the executive.

I was remiss in not acknowledging the tremendous contribution of our secretary, Jerrold Lundgard. Jerrold has displayed great loyalty, integrity, courage and wisdom in the fight for our rights for many years.

When faced with a cobra, it is better to be a mongoose than a mouse. And in that, Jerrold has proven to be a vigorous protector of the interests of the NFA, its funds and its credibility in the face of a direct threat to our effectiveness as an organization. We all owe Jerrold a tremendous debt for his efforts.

As volunteers, many of the members of your board of directors and executive officers have made great personal and professional sacrifices in order to carry forward the fight for our collective rights.

We have enjoyed some fleeting victories and endured some defeats, and even suffered unfair and harsh criticism from those who work off of rumour and malice. Even so, I am proud to report that the operational work of your executive continues unabated and with vigour in working towards a better situation for Canadian firearms owners, and in defending the best interests of the NFA and its members.

The AGM in Quebec this May represents a triumph, both for Canadian firearms owners and the NFA. At last we are able to bring forward the concerns of firearms owners who have been beaten up badly by successive legislative regimes over the past several years.

The time has come to make it clear that Quebecers deserve to be treated at least as well as firearms owners in the rest of the country, and that the NFA will continue to be aggressive in fighting for the rights of Canadian firearms owners, regardless of where they live.

Some news of interest is that the year-long process of rebranding the NFA will be unveiled this May at the AGM. You will see a new look for the NFA logo, an updated website and improved, streamlined services. This new look should position us well as we carry forward our fight.

There will be some great speakers at the meeting, and an opportunity to take in the sites of one of Canada's great historic cities. I look forward to improving my French, renewing friendships, making new ones and to seeing you there.

This is Exhibit "Q" referred to in the Affidavit of

Erika Clarke

Sworn before me this 29 day of June A.D., 2015

A Commissioner for Oaths in and for the Province of Alberta

MARTIN S. STOYANOV
Barrister & Solicitor

SEARCH

News/Media | NFA Members | C-42 | Join/Donate | NFA Store | Calendar | Resources | Videos

Home NFA STATEMENT - May 29, 2015

NFA STATEMENT - May 29, 2015

Date: Friday, May 29, 2015

NFA Statement

This year started off generally well with the NFA well-positioned to take a strong role in influencing government policies prior to the election. Our social media sites were poised to flood our supporters and interested persons with information on firearms related government policies and suggestions with actions to take. The volunteer site administrators were working well together and generally all was progressing nicely towards a strong push on government bills. We had intervened in two important Supreme Court of Canada cases with firearms rights ramifications, and were well positioned to gain as a result of our significant participation in both of them, were they to be victorious as we rightly expected that they would be. In short, we were looking quite solid with good support from volunteers, and an enthusiastic group of new directors.

In early June, the NFA will be heading to New York to make a brief presentation on ISACS and to observe the discussions on UN attempts to go after more civilian arms rights in the Programme of Action Second Meeting of Government Experts, hosted at UNHQ June 1-5, 2015. The NFA has been working on getting consulting status for ECOSOC/UN. This will mark our eighth year of attending UN meetings.

Things changed dramatically after Shawn Bevins was terminated for cause. Mr. Bevins' termination was duly preceded by a full course of progressive disciplinary action for several matters related to his self-acknowledged drinking problem, failure to provide receipts, misuse of the NFA credit card, and undermining of executive officers. He was duly counselled, warned, given two letters of reprimand, and then terminated. His termination prompted subsequent demands by a group of 5 directors to have him reinstated. At the same time, these five directors sued the NFA, ostensibly to compel the production of corporate records which are freely available to them. In parallel with such legal action, the NFA president and other executive officers and others have been attacked on social media, and defamed by several individuals reacting and speculating without cause or evidence. That situation was clearly in evidence in the failed attempt to make the president quit at the recent AGM in Quebec City.

The NFA has lost credibility, income, and donations because of this public spectacle. Nothing justifies the behaviour of those directors who conspired to hold a coup, and then followed it up by muckraking on social media, and curtailing our formerly highly effective Facebook marketing program by removing the duly constituted administrators. They chose to initiate an unnecessary court action which the NFA was forced to defend against. The executive has every reason to believe that this situation is the reason why some of our proposed amendments to Bill C-42 were ignored, in spite of initially being favourably received. In other words, those actions have damaged our organization, its reputation, and our ability to carry out our main function – of changing firearms law. In their desire to take control of the NFA, they have shown a total lack of scruples and no consideration for the long term damage that they are inflicting upon this organization.

The conspiracy to take over the AGM in Quebec City was clearly driven by misplaced motives of loyalty to Mr. Bevins and false assumptions of wrongdoing that have only served to damage our cause. The misuse of the NFA logo and proprietary logos has also caused the NFA to be exposed to risk at unapproved events which claim to be NFA activities, but which are continued actions designed to disrupt and destabilize the NFA and its leadership.

The NFA has had its financial records reviewed by an accountant annually since 2010. While not a full audit, this financial review process has been acceptable to the membership and directors since its inception in 2010. The reason for this process in the early years was quite simply to save the cost of a full audit, and yet maintain a reasonable third party check on the operations of our financial staff. As reported to the directors, the executive instructed the general manager to obtain quotes for, and conduct a formal audit of NFA finances for the preceding two years.

The consensus of our last directors' meeting prior to March was that a full formal audit instead of the financial review as conducted previously was necessary at this point, particularly with so many new and inexperienced directors being recently elected or acclaimed to the board, and all were canvassed as to who the auditor should be. The five that responded all approved KPMG, which was contracted to conduct the audit. KPMG advised us that it would only be necessary to audit 2013 and 2014, and tie that to our Notice to Reader unaudited financial review from 2012. This audit has now been completed, and permits a full picture of our financial situation which should hopefully ease the

HELP US FIGHT FOR YOU.
WE CURRENTLY HAVE PENDING LEGAL ACTIONS
TO PROTECT YOUR RIGHTS. PLEASE DONATE.



NFA.ca

1-877-818-0393



Become a Member

Membership in the National Firearms Association is available in several different categories -- there are several different Membership options -- one of which will fit your needs. Your National Firearms Association Membership represents a solid indication of your support and dedication to hunting and sport shooting rights.



This is Exhibit "R" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public

concerns of anyone who has conjectured that there was anything amiss in the NFA. The results of this audit were provided to directors at the AGM and presented to the members in the treasurer's report. It is worth emphasizing that no improprieties whatsoever were unearthed by the auditors, because none exist.

In short, there is nothing amiss with the NFA management, or its finances, and the auditor's report is proof of that fact. It is available in the office to view, but before being officially called audited the statements must be approved and certified. Your executive will continue to work towards the best interests of the NFA.

The NFA National Executive

Jerrold Lundgard, Secretary

Bill Rantz, Treasurer

Blair Hagen, Executive VP Communications


Sheldon Clare, President & CEO

HELP US FIGHT FOR YOU.

WE CURRENTLY HAVE PENDING LEGAL ACTIONS TO PROTECT YOUR RIGHTS. PLEASE DONATE.



CANADA'S NATIONAL FIREARMS ASSOCIATION

In defence of freedom 



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VENTURE LAW GROUP LLP

February 25, 2015

The Board of Directors
of Canada's National Firearms Association

Dear Ladies and Gentlemen:

Since midnight last night I have received several emails and several telephone calls from some of you, referencing a purported Directors Meeting attended by Stephen Buddo, Claude Colgan, Robert Bracken, Kurt Luchia, Darlene MacKenzie and Ericka Clarke. I have been asked to provide a legal opinion with respect to the validity of the actions taken by the named Board Members. The meeting apparently occurred on February 24, 2015.

Bylaw 26 provides in part that, "meetings of the Board of Directors may be held at any time and place to be determined by the Executive Committee provided that 48 hours written notice of such meeting shall be given, other than by mail, to each Director".

It is my understanding that the Directors at the above referenced meeting take the position that there was appropriate notice further to an email sent to the Directors on Sunday, February 22, 2015 at 3:26 PM referencing a teleconference meeting to be held on Tuesday, February 24, 2015 at 5:30 PM.

I am also in receipt of an email from Mr. Claire that was sent to the same group of people on Monday, February 23, 2015 at 4:22 PM indicating that due to the unavailability of some Directors to attend on the previously mentioned date that the meeting would be rescheduled to a date to be determined.

In my opinion the email of February 23, 2015 negates the notice sent on February 22, 2015 because it clearly postpones the Directors Meeting to a date to be determined.

Based on the foregoing it is my opinion that any resolutions made at the purported meeting noted above are not valid, and are legally unenforceable.

I will also add gratuitously that in my legal opinion, duly constituted Board action is required to remove a Director pursuant to Bylaw 18.

Further, in the context of Administrative Law it is quite clear that the Resolutions purported to be passed at the Meeting aforesaid were made in bad faith in that they were clearly made without notice to the Directors who were affected by the Resolutions and therefore in my opinion they would not withstand Judicial Review.

This is Exhibit "S" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.


Martin Stoyanov
Barrister, Solicitor and Notary Public

Number: 61480

Kenneth G. Heintz B.A., LL.B. © Shelley K. Smith B.Mus., LL.B. © Robert J. Collier B.Sc., LL.B. © James G. Burkinshaw B.A., LL.B.
© Justine C. Lapointe B.A., LL.B. © Michael Chi, B.Sc., LL.B.
Counsel - James F. Gwartney B.Sc., M.B.A., LL.B.

BARRISTERS & SOLICITORS

Suite 111, 9440 - 49 Street, Edmonton, Alberta, T6B 2M9 © Website: www.venturelaw.ab.ca ☎ 780-450-2929 ☎ 780-462-1672

VENTURE LAW GROUP LLP

According to all of the foregoing, it is my legal advice to this Board that it maintain the status quo and that any future attempts to affect the status of its Members be done in strict compliance with the bylaws.

All of which is respectfully submitted.

Yours very truly,
VENTURE LAW GROUP LLP

A handwritten signature in black ink, appearing to read 'K. Heintz', written over the printed name below.

KENNETH G. HEINTZ
KGH:ep
kheintz@venturelaw.ab.ca



Ericka Clarke <ericka.nfa@gmail.com>

Fw: Fwd: Re: Bevins issue

1 message

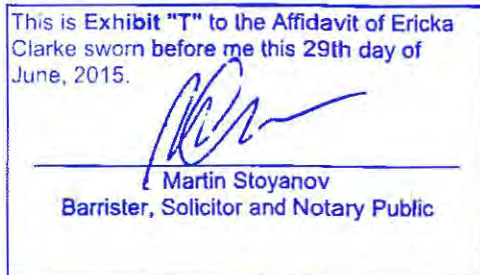
Kurt Luchia <kurtcluchia@gmail.com>
 To: ericka clarke <ericka.nfa@gmail.com>

Tue, Jun 9, 2015 at 7:42 PM

From: Kurt Sask NFA
Sent: Thursday, May 21, 2015 12:01 AM
To: Kurt Luchia
Subject: Fwd: Re: Bevins issue

----- Forwarded message -----

From: Kurt Sask NFA <kurt@nfa.ca>
 Date: Apr 4, 2015 11:29 PM
 Subject: Re: Bevins issue
 To: Sheldon <sheldon_clare@shaw.ca>
 Cc: 'Claude Colgan' <claudocolgan@hotmail.com>, 'Steve Buddo' <sbuddo@videotron.ca>, 'Darlene' <darlene@nfa.ca>, 'Bill Rantz' <brantz@cogeco.ca>, 'Blair Hagen' <PATHJM01@gmail.com>, Ericka@nfa.ca, 'Jerrold Lundgard' <jerrold@nfa.ca>, 'Robert Bracken' <rmbracken@ns.sympatico.ca>



Frankly Sheldon,

that's not acceptable to me. There needs to be a directors' meeting so that you can report to us on what's been happening in the NFA. The following issues need to be addressed immediately:

-How has Shawn Bevins' dismissal been handled by the office? I am personally liable as a director for unpaid wages.

-Has KPMG been retained to do an audit of the financial statements? If so, are they aware that the board has not appointed them to be the NFA's auditor yet?

-The annual meeting has not been officially called by the directors.

-What corporate records do we have, what are we missing, why were they deficient, what is being done to fix it, and when will it be fixed?

-We have questions for you and the staff about your July 29, 2013 letter to Industry Canada, and you need to be honest with us.

-I want to know the names of everyone who has applied for membership in the NFA since February 24, 2015 and hasn't been approved yet, including renewal applications. I also want to talk about a renewal drive to ensure that we don't lose members.

You do not have the right to prevent the directors from having meetings, or to conceal information from us. We have the right to be informed about the affairs of the NFA, and we have the right to make the decisions about the NFA.

You do not have the right or the authority to manage the NFA on your own. You, the officers, and the employees, must have authorization from the directors to spend the NFA's money, to make commercial and political agreements in the name of the NFA, and to do anything else on behalf of the NFA. You also have to account to us for your activities and outcomes so that we can be satisfied that the NFA is not being mismanaged or abused.

6/9/2015

Gmail - Fw: Fwd: Re: Bevins issue

You rejected my last request for a meeting because of "the current legal situation." That is no excuse. The court case will continue because you have admitted that the NFA's records and financial audits were screwed up and that you sent out false information about Ericka and Darlene, but no one is actually doing what needs to be done to fix any of it. And we will continue to do our jobs as directors at the same time.

Please propose some possible times for a meeting to take place this week. If I don't hear from you by Monday at noon, I'm going to assume that you won't call a directors meeting and I will take the appropriate action.

Regards,
Kurt Luchia

On Mar 31, 2015 9:44 PM, Sheldon <sheldon_clare@shaw.ca> wrote:

Hello,

All materials pertaining to Mr. Bevins have been turned over to the NFA's corporate lawyer, Ken Heintz. As there is evidence that some directors have been communicating with Mr. Bevins, and that he remains an admin and participant on some communications pages with directors, and due to the current legal situation there will not be any meeting to discuss the matter at this time. I can assure you that Mr. Bevins' claims are without foundation and that even after accounting for receipts submitted after his termination, our records are clear that there remains nearly \$3,000 listed without receipts. If Mr. Bevins obtains counsel and actually files in court, then the NFA will take appropriate action as needed. No executive members, directors, or regional coordinators should communicate with Mr. Bevins as there are legal implications that could arise from such contact. Mr. Bevins' empty threats should not in any way be validated with a response.

Thanks,

Sheldon Clare, M.A.

President & CEO

Canada's National Firearms Association

Edmonton Office Phone: [780.439.1394](tel:780.439.1394)

Toll Free: [1.877.818.0393](tel:1.877.818.0393)

Direct cell: [250.981.1841](tel:250.981.1841)

Fax: [780.439.4091](tel:780.439.4091)

Email: sheldon@nfa.ca

Website: www.nfa.ca www.acaf.ca

NFA logoEnglish2013

CONFIDENTIALITY WARNING

This email message and any attachments are confidential and may contain privileged or proprietary information. Any unauthorized review, distribution, or use of this information is prohibited. If you are not the intended recipient, please contact us immediately by return email and delete or destroy this email and any copies.



Ericka Clarke <ericka.nfa@gmail.com>

Fw: Directors' Reports

1 message

Kurt Luchia <kurtcluchia@gmail.com>
To: ericka clarke <ericka.nfa@gmail.com>

Tue, Jun 9, 2015 at 8:29 PM

From: Kurt Sask NFA
Sent: Tuesday, May 12, 2015 5:42 PM
To: Sheldon
Cc: Stephen Buddo ; Bill Rantz ; CLAUDE COLGAN ; Jerrold Lundgaard ; Ken Heintz ; Sheldon ; Ericka Verhulst ; 'Darlene' ; Robert Bracken ; Blair Hagen ; Ginger Fournier ; Blair Hagen
Subject: Re: Directors' Reports

Sheldon,

We probably should have a pre-AGM board meeting to discuss all the house keeping points before we go live with the members.

Kurt

On May 12, 2015 9:36 AM, Sheldon Clare <sheldon_clare@shaw.ca> wrote:

Please have your written reports ready for presentation to the board of directors for the pre-agm directors' meeting. These should be available for the Secretary and Ginger in electronic format. Your report should briefly summarize your NFA activities over the past few months.

If you have proposals for budgetary expenses, you should be prepared to raise them.

Thanks,

Sheldon Clare
President & CEO
Canada's National Firearms Association

Sent from my BlackBerry 10 smartphone on the Bell network.

This is **Exhibit "U"** to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public



Pierre J.-L. Plourde

Barrister, Solicitor & Notary Public

P.O. Box 31008 RPO Westney Heights

Ajax, Ontario L1T 3V2

Tel: 905-683-0101

Fax: 289-312-4645

E-mail: pierre@plourdelaw.com

This is Exhibit "V" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public

Thursday, 4 June 2015

Canada's National Firearms Association
9683 45th Avenue North West
Edmonton, Alberta T6E 5Z8

Dear Sirs and Madams:

**Re: Canada's National Firearms Association et al. ats Bevins
Statutory Notice under s. 251(1) of the *Canada Not-for-profit Corporations Act*.**

I am counsel for Jennifer Plourde in her capacity as a member of Canada's National Firearms Association ("the NFA"), a "complainant" within the meaning of s. 250 of the *Canada Not-for-profit Corporations Act*, S.C. 2009, c. 23 ("the Act").

My client has become aware of a number of claims made against the NFA, its Directors, its Officers, and a certain one of its Field Officers by Shawn Bevins and by Spatha Tactical Inc. Copies of the various demand letters from their solicitor, Mr. Michael A. Loberg, are attached to this correspondence. The claims against the NFA are as follows:

1. Breach of the Act and the NFA by-laws by denying entry to the AGM to the authorized personal representative of Spatha Tactical Inc., a business member in good standing, thereby triggering a claim for oppression under s. 253 of the Act.
2. Breach of the Act and the NFA by-laws by denying entry to the AGM to Shawn Bevins, an individual member in good standing, thereby triggering a claim for oppression under s. 253 of the Act.
3. Breach of the Act and the NFA by-laws by failing to ensure the financial statements of the NFA presented at the AGM were (a) audited as required, (b) accompanied by the report of the public accountant as required, (c) approved by the Directors as required, and (d) signed by at least one Director, as required, all contrary to 172 of the Act, and contrary to s. 178 of the Act, thereby committing the offence at s. 262 of the Act exposing the NFA and its Directors to criminal liability of a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both, and thereby triggering a claim for oppression under s. 253 of the Act.
4. Breach of the Act and the NFA by-laws by failing to ensure annual audit engagements by a public accountant, contrary to s. 189 of the Act, thereby committing the offence at s. 262 of the Act and thereby triggering a claim for oppression under s. 253 of the Act.

Pierre J.-L. Plourde
Barrister, Solicitor & Notary Public

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5. Breach of the Act and the NFA by-laws by denying lawful access to the records of the NFA to one or more members and to one or more Directors, as alleged in the Originating Application, as amended from time to time, in the Alberta Court of Queen's Bench file no. 1503 03309, and as otherwise may come to light.
6. Causing Guy Lavergne, a Quebec Barrister, to send a demand letter to Shawn Bevins without proper authorization or retainer by the Board of Directors of the NFA, thereby triggering a claim for oppression under s. 253 of the Act.
7. Through the actions of its Field Officer, Henry Atkinson, libelling Shawn Bevins and thereby triggering a civil claim for defamation and libel.
8. Through the actions of its Director, Robert Bracken, slandering and libelling Shawn Bevins and thereby triggering a civil claim for defamation, libel, and slander.
9. Breaching the *Personal Information Protection Act*, S.A. 2003, c. P-6.5 ("PIPA") by purporting to terminate Shawn Bevins' position as Executive Vice-President of the NFA in a public forum and other breaches of Mr. Bevins' personal information, contrary to PIPA, thereby committing the offences at s. 59(1)(a) and (e.1) of PIPA and triggering a claim for damages under s. 60 of PIPA.
10. Wrongfully dismissing Shawn Bevins as Executive Vice-President of the NFA both without cause and in a manner which did not comply with the NFA by-laws, thereby triggering a claim for damages for wrongful dismissal.
11. Through the actions of its President, Sheldon Clare, slandering and libelling Shawn Bevins and thereby triggering a civil claim for defamation, libel, and slander.
12. Through the actions of its President, Sheldon Clare, slandering Darlene MacKenzie and Ericka Clarke and thereby triggering a civil claim for defamation and slander.
13. Through the actions of its Vice-President, Blair Hagen, in assaulting Field Officer Mark Louie at the AGM, thereby exposing the NFA to vicarious liability for a claim for damages for assault.
14. Providing a false and misleading Record of Employment, thereby committing the offence at s. 135(b) of the *Employment Insurance Act*, S.C. 1996, c. 23.

It is our position that all these claims against the NFA arise out of the intentional or negligent actions and breaches of fiduciary duty of its President, Mr. Sheldon Clare, its Vice-President, Blair Hagen, its Secretary, Jerrold Lundgard, its Treasurer, Bill Rantz, its General Manager, Ginger Fournier, its Director Robert Bracken, and its Field Officer, Henry Atkinson, and that these persons are jointly and severally liable to fully indemnify the NFA for any damages awarded against the NFA and for legal expenses paid by the NFA as a result of the above-mentioned claims. It is our positions that none of the above-mentioned actions were duly authorized by the Board of Directors, but are rather the actions of a rogue group of Directors, Officers, and Field Officers, acting outside their scope of authority.

In addition to any other statutory or common-law remedy available to my client, we claim the following immediately from each and every one of Sheldon Clare, Blair Hagen, Jerrold Lundgard, Bill Rantz, Ginger Fournier, and Henry Atkinson:

Pierre J.-L. Plourde
Barrister, Solicitor & Notary Public

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1. The immediate cessation of all conduct that is oppressive, unfairly prejudicial and unfairly disregarding of the interests of the members of the NFA.
2. The affirmation of the renewal of the membership of Mr. Bevins in the NFA.
3. The immediate appointment, upon ordinary resolution of the Board of Directors at a properly constituted meeting thereof of a Public Accountant as required under the Act to conduct an audit of the financial statements and information of the NFA for the past six years, and to provide to the members copies thereof.
4. The immediate reporting to the NFA membership on and the immediate undertaking of all remedial actions required in the event that any financial irregularities are discovered during the course of the audit of the prior 6 years of financial records of the NFA.
5. The immediate removal of Sheldon Clare as a Director and as President of the NFA, on a permanent basis.
6. The immediate resignation of Sheldon Clare, Blair Hagen, Jerrold Lundgard, and Bill Rantz as Officers and as Directors of the NFA.
7. The immediate resignation of Robert Bracken as Director of the NFA.
8. The immediate resignation of Henry Atkinson as Field Officer for the NFA.
9. The immediate cessation of the making of defamatory statements regarding Shawn Bevins, Darlene MacKenzie, and Ericka Clarke.
10. The immediate written retraction of the defamatory statements made regarding Shawn Bevins, Darlene MacKenzie, and Ericka Clarke, which written retractions must include an express and substantive apology.
11. The delivery of a copy of the written retraction and apology to everyone to whom the defamatory statements were made.
12. The immediate cessation of all unauthorised actions by Guy Lavergne purportedly on behalf of the NFA.
13. The immediate full compliance with PIPA as required by Michael A. Loberg's letter of 2 June 2015.
14. The immediate compliance with any request for information made under the Act or the By-laws of the NFA by any member or director.
15. Full and complete indemnification from Sheldon Clare, Robert Bracken, Blair Hagen, Jerrold Lundgard, Bill Rantz, Ginger Fournier, and Henry Atkinson, jointly and severally, for all damages, expenses and losses incurred or claimed against the NFA by Shawn Bevins, Spatha Tactical Inc., Darlene MacKenzie, Ericka Clarke, Claude Colgan, Stephen Buddo, and Kurt Luchia, arising from the unlawful acts of Sheldon Clare, Robert Bracken, Blair Hagen, Jerrold Lundgard, Bill Rantz, Ginger Fournier, and Henry Atkinson.

We accordingly require that the NFA immediately commence a legal action against Sheldon Clare, Robert Bracken, Blair Hagen, Jerrold Lundgard, Bill Rantz, Ginger Fournier, and Henry Atkinson, and each of them to:

Pierre J.-L. Plourde
Barrister, Solicitor & Notary Public

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1. Enforce the claims set out above against them;
2. Enjoin them with interim and permanent injunctions preventing them from continuing their persisting pattern of breaches of the Act, oppressive conduct and other tortious and unlawful activities;
3. Recover financial judgments against them, jointly and severally, sufficient to indemnify the NFA in full for all financial claims set out in this letter and its attachments, and as may arise in the future from their wrongful activities;
4. Recover from them, in full, all legal costs incurred by the NFA in dealing with these and all related matters;
5. Recover from them, in full, all legal expenses paid by the NFA on behalf of the NFA, Sheldon Clare, Robert Bracken, Blair Hagen, Jerrold Lundgard, Bill Rantz, Ginger Fournier, Henry Atkinson or any of them in dealing with these or any related matters including in particular all funds paid to Venture Law Group in respect of the litigation in Alberta Court of Queen's Bench Action 1503 03309 (or otherwise) and all funds paid to Guy Lavergne in connection with his unauthorized correspondence with Shawn Bevins;
6. Remove Sheldon Clare, Robert Bracken, Blair Hagen, Jerrold Lundgard and Bill Rantz as Directors and Officers (as applicable) of the NFA pursuant to s. 253(3)(e) of the Act, and replace them with suitable alternative Directors and Officers;
7. Directing such consequential meetings and other corporate governance proceedings and relief as is necessary to remedy the issues complained of herein; and
8. All other relief deemed by the Court to be just and proper in the circumstances.

Pursuant to s. 251(2)(a) of the Act, Jennifer Plourde, as a "complainant" under the Act, hereby gives notice of her intention to apply under the Act, 14 days after the date of this notice or as soon as possible thereafter as the Court may hear the matter, for an Order under s. 251(1) of the Act granting Jennifer Plourde to bring an action in the name of and on behalf of the NFA, or to intervene in any action in which the NFA is a party, for the purpose of prosecuting such action on behalf of and at the expense of the NFA against Sheldon Clare, Blair Hagen, Jerrold Lundgard, Bill Rantz, Robert Bracken, Ginger Fournier, and Henry Atkinson or defending against actions brought by Claude Colgan, Stephen Buddo, Kurt Luchia, Darlene MacKenzie, Ericka Clarke, Spatha Tactical Inc., and Shawn Bevins.

Sincerely yours,



Pierre J.-L. Plourde
Barrister, Solicitor & Notary Public

PJLP/pjlp

Encl.

Pierre J.-L. Plourde
Barrister, Solicitor & Notary Public

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CC:

Mr. Sheldon Clare, President, by e-mail to sheldon@nfa.ca and Sheldon_Clare@shaw.ca
Mr. Blair Hagen, Vice-President, by e-mail to blair@nfa.ca and pathjm01@gmail.com
Mr. Jerrold Lundgard, Secretary, by e-mail to jerrold@nfa.ca and 10x@telus.net
Mr. Bill Rantz, Treasurer, by e-mail to bill@nfa.ca and brantz@cogeco.ca
Ms. Ginger Fournier, General Manager, by e-mail to ginger@nfa.ca
Mr. Stephen Buddo, Director, by e-mail to steve@nfa.ca and sbuddo@hotmail.com
Mr. Robert Bracken, Director, by e-mail to robert@nfa.ca and rbracken@ns.sympatico.ca
Mr. Claude Colgan, Director, by e-mail to claud@nfa.ca and claudecolgan@hotmail.com
Ms. Darlene MacKenzie, Director, by e-mail to darlene@nfa.ca and darlene.mackenzie@rogers.com
Mr. Kurt Luchia, Director, by e-mail to kurt@nfa.ca and kurtcluchia@gmail.com
Ms. Ericka Clarke, Director, by e-mail to ericka@nfa.ca and ericka@knalaw.ca
Mr. Henry Atkinson, by e-mail to henry.atkinson@sympatico.ca
Mr. Guy Lavergne, by fax to 514-800-2918
Mr. Shawn Bevins, by e-mail to shawn.bevins@cgocable.ca
Mr. Kenneth G. Heintz, solicitor for Sheldon Clare, by fax to 780-462-1672
Mr. Dale M. Knisely, solicitor for Claude Colgan, Stephen Buddo, Darlene MacKenzie, Kurt Luchia, and Ericka Clarke, by fax to 780-425-1289
Mr. Michael A. Loberg, solicitor for Shawn Bevins and Spatha Tactical Inc., by fax to 403-668-6505

**Michael A. Loberg Professional Corporation
Barrister & Solicitor**

1000 Bankers Hall West Direct: (403) 668-6561
888 - 3rd Street SW Office: (403) 444-6935
Calgary, AB T2P 5C5 Fax: (403) 668-6505

May 29, 2015

By E-Mail

Canada's National Firearms Association
9683 - 45 Avenue
Edmonton, Alberta, T6E 5Z8

- Attention:
- Mr. Sheldon Clare, Director and President
 - Mr. Blair Hagen, Director and Executive Vice-President, Communications
 - Mr. Jerrold Lungard, Director and Secretary
 - Ms. Ericka Clarke, Director
 - Mr. Kun Luchia, Director
 - Mr. Bill Ramaz, Director and Treasurer
 - Ms. Darlene Mackenzie, Director
 - Mr. Claude Colgan, Director
 - Mr. Stephen Buddo, Director
 - Mr. Robert Bracken, Director

Dear Sirs and Madams:

**Re: Mr. Shawn Bevins and Spatha Tactical Inc.
Statutory Notice under the *Canada Not-for-profit Corporations Act***

We are the solicitors for Mr. Shawn Bevins in his capacity as a former officer of Canada's National Firearms Association ("the NFA"), a "complainant" within the meaning of s. 250 of the *Canada Not-for-profit Corporations Act* (the "Act"), in his capacity as a member of the NFA, again a "complainant" within the meaning of s. 250 of the Act, and also in his capacity as a former employee of the NFA.

We are also the solicitors for Spatha Tactical Inc. ("Spatha") in its capacity as a current business member of the NFA and also a "complainant" within the meaning of s. 250 of the Act.

We are aware that the 2015 renewal of Mr. Bevins' NFA membership was purportedly rejected by the NFA, which purported rejection was unique to and targeted at Mr. Bevins. This discriminatory treatment is and was undertaken for no valid reason and we attribute it solely to the ongoing personal malice on the part of the current President of the NFA, Mr. Sheldon Clare, toward Mr. Bevins. Clearly Mr. Bevins meets every criteria required to be a member of the NFA and the refusal can be nothing more than a personal attack by

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Mr. Clare on Mr. Bevins. We are also aware that the purported decision to refuse to renew Mr. Bevins' NFA membership did not comply with Bylaws of the NFA regarding membership, in that there was no rejection by the Board of Directors of the renewal application. Accordingly, in our view the failure to renew the membership of Mr. Bevins was of no force or effect and Mr. Bevins is entitled to his membership and to be treated as having been a member at all times in 2015.

Breach of the Act: AGM Denial of Entry (Spatha)

Spatha was a paid business member of the NFA on May 22 and 23, being the dates fixed for the Annual General Meeting of the NFA (the "AGM").

Spatha was entitled to and did attend the specified location for the AGM through its representative, Mr. Shawn Bevins, however its representative was wrongfully excluded from entering the AGM thereby depriving Spatha of its rights pursuant to NFA By-law 11 to attend the AGM and exercise one vote on every issue before the meeting.

This act was oppressive, unfairly prejudicial and unfairly disregarded the interests of Spatha as a member within the meaning of s. 253 of the Act.

Breach of the Act: AGM Denial of Entry (Bevins)

Mr. Bevins, also entitled to be treated as a member of the NFA on the date of the AGM notwithstanding the discriminatory but ineffective purported rejection of his NFA membership renewal, enjoyed the same rights as described in the preceding paragraph. Mr. Bevins' similarly suffered from same wrongful oppression and prejudice and had his interests unfairly disregarded within the meaning of s. 253 of the Act.

Breach of the Act: Failure to Deliver Audited Financial Disclosure at the AGM

Pursuant to s. 172 of the Act, Spatha and Mr. Bevins, as members of the NFA on May 22 and 23, were entitled to receive the following at the AGM:

(a) prescribed comparative financial statements that conform to any prescribed requirements and relate separately to

(i) the period that began on the date the corporation came into existence and ended not more than six months before the annual meeting or, if the corporation has completed a financial year, the period that began immediately after the end of the last completed financial year and ended not more than six months before the annual meeting, and

(ii) the immediately preceding financial year;

- 3 -

(b) the report of the public accountants, if any; and

(c) any further information respecting the financial position of the corporation and the results of its operations required by the articles, the by-laws or any unanimous member agreement.

Spatha and Mr. Bevins did not receive the required specified audited financial disclosure as required under the Act, or at all, and this act was oppressive, unfairly prejudicial and unfairly disregarded the interests of my clients as NFA members within the meaning of s. 253 of the Act.

Breach of the Act: Failure to Create Audited Financial Disclosure

Pursuant to s. 189 of the Act, the NFA is required to have an audit conducted, in the prescribed manner, for all of the specified financial disclosure that the members are entitled under the Act to receive at the annual general meetings of the NFA.

Pursuant to s. 4 of the Regulations under the Act, the NFA is required to retain six years of audited financial disclosure, as the same is to be delivered to the members at the annual general meetings of the NFA.

Our information is that the NFA has, under the direction and control of the President Mr Sheldon Clare, and possibly other past or present members of the NFA, Executive presently not known to us, failed to comply with the obligation to have the audits conducted of its financial disclosure as required to be prepared and made available to the members at the annual general meetings of the NFA, for the six year duration specified under the Act and its Regulations.

This failure is oppressive, unfairly prejudicial and unfairly disregarded the interests of my clients as members of the NFA within the meaning of s. 253 of the Act.

Required Remedy

Our view is that the appropriate remedy for our clients is for the NFA to do the following:

1. Cease all conduct that is oppressive, unfairly prejudicial and unfairly disregarded the interests of its members, and as against my clients in particular;
2. Affirm the renewal of the membership of Mr. Bevins in the NFA (was are happy to provide payment of the \$35 previously refused by the NFA);

- 4 -

- 3. Immediately appoint a Public Accountant as required under the Act to conduct an audit of the financial statements and information of the NFA for the past six years, and to provide to the members, including my clients, copies thereof;
- 4. Report to the NFA membership on and undertake all remedial actions required in the event that any financial irregularities are discovered during the course of the audit of the prior 6 years of financial records of the NFA; and
- 5. Remove Mr. Sheldon Clare as a director, and thereby also as the President of the NFA, permanently, in order to prevent Mr. Clare from using the NFA as a platform and tool to indulge in and prosecute his personal animosity toward Mr. Bevins. This conduct is clearly not in the best interests of the NFA nor of the members of the NFA.

Statutory Notice under the Act

Pursuant to s. 251 of the Act, Mr. Shawn Bevins and Spatha Tactical Inc., as "complainants" under the Act, hereby give notice of their intention to apply of under the Act, 14 days after the date of this notice or so soon thereafter as the Court may hear the matter, for an Order granting Mr. Shawn Bevins and Spatha Tactical Inc. Leave to bring an action in the name of and on behalf of the NFA for the purpose of prosecuting an action on behalf of and at the expense the NFA against Mr. Sheldon Clare, and each other NFA officers and directors as may be discovered to have participated in the actions complained of herein, for remedies for the complaints set out herein.

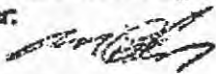
Please be advised that our investigation of the management of the NFA is ongoing and further statutory notices will be issues as may be required based upon that investigation.

Please also be advised that the wrongful termination of Mr. Bevins as a paid Executive Vice President and employee of the NFA and all matters relating to the defamatory conduct of Mr. Clare as against Mr. Bevins will be addressed in separate civil actions presently being prepared and filed.

Yours truly,

Michael A. Loberg Professional Corporation

Per:



Michael A. Loberg

MAL/sd
File no: 47.076-001

**Michael A. Loberg Professional Corporation
Barrister & Solicitor**

1000 Bankers Hall West Direct: (403) 668-6561
888 - 3rd Street SW Office: (403) 444-8935
Calgary, AB T2P 5C5 Fax: (403) 668-6505

May 30, 2015

By E-Mail

Mr. Guy Lavergne
2051 rue du Bordelais
St-Lazare, Que. J7T 3C6

Dear Sir:

Re: **Mr. Shawn Bevins and the NFA**

We are the solicitors for Mr. Shawn Bevins. Mr Bevins has referred your letter of May 21, 2015 to us for reply. We also are the solicitors for Spatha Tactical Inc. ("Spatha"), a paid-up business member of the Canada's National Firearms Association (the "NFA") that is represented by Mr. Shawn Bevins.

As a preliminary matter we note that you marked your letter "without prejudice", however it does not contain an offer of settlement or an opening communication in furtherance of a settlement so as to attract the without prejudice privilege under the law of evidence in Canada (or anywhere), so we trust this is merely an error on your part. We will therefore treat your letter as an open correspondence.

As to the substance of your letter, Mr Bevins was employed with the NFA until his wrongful, unauthorized and unlawful dismissal from his position of Executive Vice-President by the President, Mr Sheldon Clare, who in doing so was acting without lawful authority and was motivated purely by personal animosity toward Mr Bevins and not out of any concern for the NFA. Legal actions are being commenced by Mr Bevins to obtain all remedies that he is entitled to.

We are also aware that the 2015 renewal of Mr. Bevins' NFA membership was purportedly rejected by the NFA, which purported rejection was unique to and targeted personally at Mr. Bevins for no valid reason; we attribute this conduct solely to the ongoing personal malice on the part of Mr. Sheldon Clare toward Mr. Bevins. Since Mr. Bevins meets every criteria required of a member of the NFA, the refusal is obviously nothing more than another personal attack by Mr. Clare on Mr. Bevins, implemented personally by Mr. Clare or in combination with the agency of senior officers or directors of the NFA who will be identified and dealt with in due course.

This conduct constitutes a further aggravating factor in the wrongful dismissal that Mr Clare and a small number of others have visited upon Mr Bevins with obvious malicious intent.

The purported decision to refuse to renew Mr. Bevins' NFA membership also did not comply with Bylaws of the NFA regarding membership in that there was no rejection by the Board of Directors of the renewal application. Accordingly, in our view the failure to renew the membership of Mr. Bevins was unlawful and of no force or effect, and Mr Bevins is entitled to his membership and to be treated as having been a member at all times in 2015 (I stand ready to pay the required \$35 membership fee immediately upon the NFA ceasing its discriminatory conduct).

With that background set out, we also point out that every member of the NFA is entitled to use the logos of the NFA, and every business member is specifically entitled to use the NFA logos in their advertising. We also note that the logos are being given away literally for free, and in fact one need not even be a member to download and use the logos from the NFA website free of charge, as shown in the screen shot from the NFA website from today that follows:


Desktop Wallpaper

No Commercial Use Other

Price: \$0.00

Click the links below to download NFA wallpaper to use for your desktop. Free of cost.

No Commercial Use 1
No Commercial Use 2
No Commercial Use 3
No Commercial Use 4
No commercial use 5



We remind you again that Spatha, as represented by Mr. Shawn Bevins, is a paid-up business member of the NFA and is fully entitled to use the NFA logos.

Accordingly we are somewhat perplexed by your letter, in that there is no apparent basis in law (or for that matter basic decency or propriety) for your suggestion that Mr Bevins is not entitled to use the NFA logos. That is unless you are prepared to acknowledge that this is simply another personal attack against Mr. Bevins by Mr. Clare since there is clearly no lawful reason to attempt to uniquely isolate Mr. Bevins and deny him and Spatha what every other NFA member, and in fact non-members as well, enjoy openly and free of charge. We particularly look forward to your reply regarding this issue.

As an additional concern we observe your claim that you represent the NFA in this matter.

As the Board of Directors is well known to be split 5-to-5, and thus paralyzed, and as this has been the case since before your correspondence, we are curious as to how you purport to have obtained a resolution of the Board of Directors authorizing you to act as counsel in this matter. I am in fact confident that you are not lawfully authorized to act in this matter, and I have no doubt that you are taking instructions from Mr. Sheldon Clare personally in this matter, to further his improper personal vendetta against Mr Bevins, all while purportedly hiding behind the NFA banner. I urge caution on you.

I also remind you that embarking on a campaign of personal and irrational attacks, driven by animosity and instantiated by abuses of office, repeated acts of deeply personal and hurtful defamation, wrongful dismissal, willful interference with economic interests, the wrongful exclusion from the NFA Annual General Meeting and the statutory breaches that action gives rise to, and now most recently this preposterous and childish denial of basic NFA membership benefits such as the use of a simple logo, are not lawful acts that the President of a not-for-profit corporation can undertake. Accordingly, these actions could not possibly fall within the general authority of a President of a not-for-profit corporation to instruct counsel on. Again, I urge caution on you.

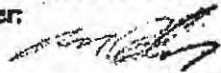
If you think you are authorized to undertake these actions please let me know and I will forthwith place the matter before the courts for a summary determination.

Thank you for your attention to the foregoing; I very much look forward to working with you in this matter.

Yours truly,

Michael A. Loberg Professional Corporation

Per:



Michael A. Loberg

MAA/MS
File no: 47A076-001

**Michael A. Loberg Professional Corporation
Barrister & Solicitor**

1000 Bankers Hall West Direct: (403) 668-6561
888, - 3rd Street SW Office: (403) 444-6935
Calgary, AB T2P 5C5 Fax: (403) 668-6505

June 1, 2015

By E-Mail

Henry Atkinson

Dear Sir:

Re: Defamation Notice Regarding Mr. Shawn Bevins

We are the solicitors for Mr. Shawn Bevins. We refer to your statements made and published during the Woodstock Gun Show while representing Canada's National Firearms Association (the "NFA") at their trade booth on or about May 31, 2015, where you were witnessed to say in public words to the effect that Mr. Shawn Bevins "was a lush" and that he "was fired from the NFA for using an NFA credit card to fund his drinking."

Your statements expressly impute to Mr. Shawn Bevins a failure to perform his duties to the NFA with the implication that this arose from excessive consumption of alcohol during work, as well as dishonesty through the accusation of the misappropriation of NFA assets and misuse of an NFA credit card. These statements are not true and I remind you that the NFA has publicly stated that it has reviewed its financial records and found no evidence of any irregularities.

Your statements satisfy the test for actionable defamation at law, being: "... would the words tend to lower the plaintiff in the estimation of right-thinking members of society generally..." as articulated by Lord Atkin in *Sim v. Stretch*, [1936] 2 All E.R. 1237 (H.L.), and accepted as a law of Alberta in, *inter alia*, the case of *O'Malley v. O'Callaghan* 1992 CarswellAlta 6, [1992] 4 W.W.R. 81.

Your legal counsel will in due course advise you that succeeding in a claim for damages for defamation requires that Mr. Bevins prove three things against you:

"... (1) that the impugned words were defamatory, in the sense that they would tend to lower the plaintiff's reputation in the eyes of a reasonable person; (2) that the words in fact referred to the plaintiff; and (3) that the words were published, meaning that they were communicated to at least one person other than the plaintiff."

Accordingly, unless you successfully deny making the statements the evidence clearly establishes all three elements of the claim, and you are liable to Mr. Bevins for your defamatory statements made regarding him.

Without prejudice to all other rights and remedies Mr. Bevins will seek against you, we require the following immediately:

1. That you cease and desist making defamatory statements regarding Mr. Bevins;
2. That you immediately provide a written retraction of the defamatory statements you have made regarding Mr. Bevins, which written retraction must include an express and substantive apology; and
3. That you deliver a copy of your written retraction and apology to everybody to whom you have made the defamatory statements and inform us who they are and confirm that you have delivered the written retraction and apology to them.

We expressly advise you that these steps are required by you to mitigate the damages caused by your defamatory statements against Mr. Bevins; if you refuse or fail to do so the Court may award additional damages against you.

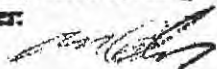
We further advise you that your retraction and apology, if any, may mitigate the damages that you have caused but shall not preclude the intended legal claim from being advanced against you. You are being named as a Defendant in a civil action being commenced by Mr. Bevins against the NFA, Mr. Sheldon Clare and others.

We advise you to seek legal counsel immediately.

Yours truly,

Michael A. Loberg Professional Corporation

Per:



Michael A. Loberg

BALAM
File no: 47,071-001

**Michael A. Loberg Professional Corporation
Barrister & Solicitor**

1000 Bankers Hall West Direct: (403) 668-6561
888 - 3rd Street SW Office: (403) 444-8935
Calgary, AB T2P 3C5 Fax: (403) 668-6505

June 1, 2015

By E-mail and Mail

**Canada's National Firearms Association
9683 - 45 Avenue
Edmonton, Alberta, T6E 5Z8**

Attention: **Mr. Sheldon Clare, Director and President**

Dear Sir:

Re: Wrongful Dismissal of Mr. Shawn Bevins from Canada's National Firearms Association and Related Claims

We are the solicitors for Mr. Shawn Bevins regarding his employment as Executive Vice-President of Canada's National Firearms Association (the "NFA") and his wrongful dismissal from that position at 1:57 PM on 24 February 2015 by Mr. Sheldon Clare by his Facebook posting to the NFA Admin Group which reads as follows:

"Effective immediately Mr. Shawn Bevins no longer works for, nor is he associated with Canada's National Firearms Association. Please revise any NFA contact information accordingly. As this is an internal personnel matter, there will be no public discussion of the reasons for this change."

We confirm subsequent receipt by Mr. Bevins of Mr. Clare's correspondence dated 24 February 2015 and sent by e-mail at 3:52 PM that day wherein Mr. Clare purported to give notice to Mr. Bevins of his termination of employment for cause, allegedly on the basis of:

1. Efforts to have Mr. Clare removed from office;
2. Failure to submit expense receipts; and
3. Consumption of alcohol.

These asserted causes for termination are untrue, entirely unfounded, and would not in any event even if true constitute permissible grounds for Mr. Clare to unilaterally terminate the employment of Mr. Bevins. Although we will not provide every detail of Mr. Bevins' reply to these wrongful allegations of cause for dismissal, we will point out that Mr. Bevins, like all

- 2 -

members of the NFA, is entitled to an opinion as to whether or not Mr. Clare is fit to be the president of the NFA. We understand that at present a full 50% of the Board of Directors of the NFA and a significant number of the members of the NFA are of the view that Mr. Clare is not fit to be the President of the NFA, and if in fact Mr. Bevins also holds that opinion that is his right as a member of the NFA and cannot be cause for dismissal from the organization. The NFA is not the personal fiefdom of Mr. Clare, but is a Not-For-Profit organization whose duties are owed to the members, not to Mr. Clare.

We are also instructed that as a matter of standard practice the expense receipts that Mr. Bevins collected during the course of a month were submitted early in the following month, and pursuant to that standard practice all outstanding expense receipts were, without exception, submitted on 10 February 2015 and reviewed by the NFA in the normal course, as would have been expected from the standard course of conduct of the NFA, and the accusation of a failure to submit expense receipts is a complete fabrication.

Finally, as a lobbyist and a salesperson for the NFA, Mr. Bevins was specifically tasked with entertaining persons of influence and potential clients for the business operations of the NFA, for example advertising clients for publications issued by the NFA, and to the full knowledge of all of the directors and management at the NFA that entertainment included the provision of dining, drinking and other forms of entertainment to those persons and clients by Mr. Bevins. It is entirely unrealistic to complain that Mr. Bevins consumed alcohol in the context of his actual job description. To the contrary, Mr. Bevins performed in an exemplary manner all of his duties, expanding the membership substantially and generating enhanced advertising revenues for the NFA during his term of office, without any impediment arising from the fact that his entertaining duties for the NFA included the consumption of alcohol.

Accordingly, it is clear that there is no cause for the dismissal of Mr. Bevins from his position as Executive Vice-President of the NFA, and it is equally clear from this and subsequent events that Mr. Clare, together with four other directors of the NFA (Bill Rantz, Blair Hagan, Jerrold Lundgard and Robert Bracken, herein collectively the "Clare Directors"), are embarking on a personal vendetta against Mr. Bevins and are not acting in the best interests of the NFA.

As a matter of law we also point out that Mr. Clare was not entitled to unilaterally terminate the employment of Mr. Bevins, and we refer to Bylaw 31 of the Bylaws of the NFA (the August 1, 2013 version which is presently in force) which reads:

31. The officers of the association shall hold office from the date of appointment until their successors are appointed in their stead. An officer may be removed for cause outside of the normal two year term by a resolution requiring 2/3 majority vote of the Board of Directors.

It is well-known that Mr. Clare did not refer the question of the termination of Mr. Bevins to the Board of Directors, nor did he obtain a 2/3 majority vote of the Board of Directors to terminate the employment of Mr. Bevins (nor would he have succeeded in the effort if he had). Accordingly, the termination of Mr. Bevins was clearly unlawful and was plainly motivated by personal animosity on the part of Mr. Clare.

- 3 -

We also referred to the exceptionally egregious and malicious conduct of Mr. Clare and certain of the Clare Directors in the termination of the employment of Mr. Bevins and events subsequent thereto, which constitute nothing short of purely malicious acts of character assassination and vindictiveness. In particular we refer to the written statements of Mr. Clare published in the NFA admin group wherein Mr. Clare expressly and publicly accused Mr. Bevins of the following:

1. Theft of money;
2. Using prostitutes;
3. Misuse of the NFA credit card;
4. Getting drunk;
5. Failing to turn in receipts from his NFA credit card; and
6. Seeking to have Mr. Clare removed from office.

These untrue, malicious and defamatory statements were published in a Facebook group that included, to Mr. Clare's personal knowledge, Mr. Bevins' wife. Mr. Bevins' wife did in fact see these malicious and defamatory statements published on the Internet, which had exactly the destructive effect on Mr. Bevins' wife that anyone would foresee and expect from such an act of pure malice.

Mr. Bevins' children also saw the defamatory statements and asked Mr. Bevins about the malicious, untrue and defamatory statements regarding the use of prostitutes, which again had exactly the destructive effect on the children that anyone could foresee from such a shameful act of pure malice.

Further to the ongoing pattern of character assassination and vindictiveness, following the termination and Mr. Bevins' application to Employment Canada for unemployment insurance, Ms. Ginger Fournier informed Employment Canada that (a) Mr. Bevins was fired for cause, and (b) the cause was a failure to submit receipts. For the reasons aforesaid, the purported firing of Mr. Bevins was unlawful and accordingly could not be said to have been for cause, and in any event the alleged cause as a failure to submit receipts was untrue (as is well known to the NFA). As a consequence of this action by Ms. Ginger Fournier Mr. Bevins was denied unemployment insurance coverage, thereby inflicting the economic injury to him as would be fully expected.

An investigation is ongoing with Employment Canada and the NFA and Ms. Ginger Fournier will be held liable for all wrongful acts that this investigation demonstrates. In any event of the outcome of that investigation, these acts constitute further evidence of the ongoing character assassination and vindictiveness of Mr. Clare and the Clare Directors, all warranting aggravated and punitive damages and litigation costs for Mr. Bevins as against the NFA, Mr. Clare and the Clare Directors.

- 4 -

Further to the ongoing character assassination and vindictiveness, following Mr. Bevins' termination Mr. Clare obtained documents purporting to show a criminal record incorporating impaired driving charges against Mr. Bevins, and forwarded a copy of that to various Members of Parliament known to Mr. Bevins (and unknown others). Obviously no purpose could be served by that action other than to deliberately and maliciously damage Mr. Bevins' reputation and ability to continue as a lobbyist/advocate with these Members of Parliament, and thereby deliberately destroy his ability to earn a living in his profession as a lobbyist for the firearms community. Such vindictive and malicious behavior is frankly shocking and disgraceful.

In addition to the foregoing, we also have Robert Bracken, a director of the NFA and part of the Clare Directors, openly and publicly defaming Mr. Bevins by accusing him of misappropriation of trust funds raised for the McCosh family that are, in fact, still in the possession of the NFA and under the control of Mr. Clare. (documents are known to exist demonstrating Mr. Clare's deliberate and personal decision to retain the McCosh family trust funds for use by the NFA instead of the purpose for which they were donated). We expect these statements are being propagated at the behest of Mr. Clare, however that will be determined in the course of litigation.

In addition to the foregoing, we also have Henry Atkinson defaming Mr. Bevins by publicly stating that Mr. Bevins was fired "for being a lush and using the NFA card to fund his drinking". Again, we expect the statements are being propagated at the behest of Mr. Clare, however that too will be determined in the course of litigation.

The consequence of all of this is that subsequent to the wrongful termination of Mr. Bevins by Mr. Clare, the Clare Directors have either actively supported Mr. Clare in this unlawful activity, they have failed to discharge their obligations to the NFA (and to Mr. Bevins) to oppose the unlawful activity of Mr. Clare, or they have actively participated in the unlawful activity.

We record specifically that the Clare Directors stand in a fiduciary position with respect to the NFA, as does Mr. Clare, and they are obligated to discharge their duties as fiduciaries to protect the NFA and not for the personal interests of Mr. Clare. Mr. Clare and the Clare Directors are all personally liable for all foreseeable damages that accrue to their failure to perform their fiduciary duties to the NFA including all damages to Mr. Bevins arising from these unlawful actions.

Accordingly, Mr. Clare, Bill Rantz, Blair Hagan, Jerrold Lundgard and Robert Bracken, and each of them jointly and severally, are personally liable:

1. to Mr. Bevins for all damages arising from his wrongful dismissal from the NFA and all punitive and other damages arising from the unlawful, malicious and aggravating conduct of Mr. Clare and the Clare Directors surrounding his termination; and
2. to the NFA for exposing the NFA to a liability that it now has to compensate Mr. Bevins for this wrongful dismissal and all other claims he has against the NFA.

- 5 -

We have instructions to commence litigation against the NFA, Mr. Clare, Bill Rantz, Blair Hagan, Jerrold Lundgard and Robert Bracken and by this letter give notice that you must place a litigation hold on all records relating to these events. Please consult your counsel as to the requirements of this litigation hold, however you must not destroy or alter any records of any form, including papers, digital records and recordings, until this litigation is concluded. Any destruction of such records is unlawful and if you fail to preserve these records the Court may make impose a penalty in addition to making adverse inferences of fact against you in the upcoming litigation.

We also remind you of the obligations arising from the *Personal Information Protection Act Information Request of Mr. Shawn Bevins* delivered to the NFA yesterday. Failure to provide a complete copy of our client's employment file will result in an application to the Alberta Court of Queen's Bench and the Alberta Privacy Commissioner to ensure compliance with this requirement.

As this matter is unquestionably proceeding to litigation we will forgo the usual discussion as to the law of wrongful dismissal and instead directly state the damages Mr. Bevins is entitled to. Mr. Bevins is entitled to compensation for the aforesaid wrongful actions of the NFA, Mr. Clare and the Clare Directors as follows:

1. Pay in lieu of notice of 24 months (the "Severance Period"), based upon his length of service and the circumstances surrounding his dismissal, requiring payment of \$160,000.00;
2. \$46,000 in respect of the financial obligation incurred for the purchase of a truck for NFA business, at the direction of the NFA, which truck is not otherwise needed by Mr. Bevins and the payments for which he continues to be liable for;
3. \$100,000.00 in punitive damages to compensate Mr. Bevins for the egregious, vengeful and unlawful behavior of Mr. Clare and the Clare Directors toward him;
4. A written retraction of all untrue statements made by the NFA, Mr. Clare and the Clare Directors (failing which we will proceed to judgment for the defamation);
5. \$20,000.00 compensation for lost bonuses which would be otherwise expected;
6. Compensation of the cost of a benefits package comparable to that provided by the NFA;
7. Additional compensation as may be arise in the event that Mr. Bevins becomes disabled during the Severance Period for which he would otherwise be entitled to receive benefits for;
8. \$50,000.00 compensation for legal expenses; and
9. All damages further and other arising from the conduct of these parties after the date of this letter.

- 6 -

We will stand by for your response however we will commence litigation in 10 days.

Yours truly,

Michael A. Loberg Professional Corporation

Per:



Michael A. Loberg

MAA40

File no: 47,071-001

- cc. Mr. Blair Hagen, Director and Executive Vice-President, Communications
Mr. Dennis Lundquist, Director and Secretary
Mr. Robert Brasche, Director
Mr. Ron Harris, Counsel to the NFA Directors (immediately above)
- cc. Mr. Claude Colgan, Director
Ms. Evelyn Clark, Director
Ms. Darlene MacKenzie, Director
Mr. Kurt Lochus, Director
Mr. Stephen Badda, Director
- cc. Mr. Dale Knisely, Counsel to the NFA Directors (immediately above)

**Michael A. Loberg Professional Corporation
Barrister & Solicitor**

1000 Bankers Hall West Direct: (403) 668-6561
888 - 3rd Street SW Office: (403) 444-6933
Calgary, AB T2P 5C5 Fax: (403) 668-6505

June 2, 2015

By E-Mail

Robert Bracken

Dear Sir:

Re: Defamation Notice Regarding Mr. Shawn Bevin

We are the solicitors for Mr. Shawn Bevin.

We refer to your statements made as the Maritimes Director of Canada's National Firearms Association (the "NFA") in writing and transmitted to Morley Knight on or about June 1, 2015 at 11:10 am where you said:

"... the McCosh funds were handled by Shawn Bevin. This is the reason they weren't distributed...".

We refer to your statements made as a representative of the NFA at the Sydney Mines 2nd Annual Outdoor Hunting and Fishing Show on April 18 or and 19 to Kelly Mac Keigas to the same effect, with the implication that Mr. Shawn Bevin misappropriated or otherwise facilitated the wrongful withholding of the McCosh family trust funds.

These words refer to certain funds that were donated by the public to the NFA specifically for the assistance of the McCosh family in respect of certain legal issues they were facing, but were not paid to the McCosh family for reasons unknown to Mr Bevin. Your words directly implied that Mr. Shawn Bevin misappropriated or otherwise facilitated the wrongful withholding of the McCosh family trust funds.

The truth of the matter is that Mr. Bevin at no time had signing authority on any NFA-held funds so as to distribute or cause the distribution of the McCosh family funds to them, and in fact it was Mr. Sheldon Clare who decided that the McCosh family funds would be kept by the NFA and used for other purposes.

Your statements expressly and wrongfully accuse Mr. Shawn Bevin of facilitating the misappropriation of trust funds that were donated to the NFA in trust for the McCosh family. These statements are not true and that fact was known to you at the time you

- 2 -

made the defamatory statement. You are fully aware that even today the NEA, controlled by Mr. Sheldon Clare, has custody and control over the McCosh family trust funds and the NFA and Mr. Sheldon Clare are solely responsible for the failure of the NEA to deliver the McCosh family trust funds to them.

Your statements satisfy the test for actionable defamation at law, being: "...would the words tend to lower the plaintiff in the estimation of right-thinking members of society generally..." as articulated by Lord Atkin in *Sim v. Stretch*, [1936] 2 All E.R. 1237 (H.L.), and accepted as a law of Alberta in, *inter alia*, the case of *O'Malley v. O'Callaghan* 1992 CarswellAlta 6, [1992] 4 W.W.R. 81. Your legal counsel will in due course advise you that succeeding in a claim for damages for defamation requires that Mr. Bevins prove three things against you:

"... (1) that the impugned words were defamatory, in the sense that they would tend to lower the plaintiff's reputation in the eyes of a reasonable person; (2) that the words in fact referred to the plaintiff; and (3) that the words were published, meaning that they were communicated to at least one person other than the plaintiff."

Accordingly, unless you successfully deny making the statements (which are in writing and in our possession) the evidence clearly establishes all three elements of the claim and you are liable to Mr. Bevins for your defamatory statements made regarding him.

Without prejudice to all other rights and remedies Mr. Bevins will seek against you, we require the following immediately:

1. That you cease and desist making defamatory statements regarding Mr. Bevins;
2. That you immediately provide a written retraction of the defamatory statements you have made regarding Mr. Bevins, which written retraction must include an express and substantive apology; and
3. That you deliver a copy of your written retraction and apology to everybody to whom you have made the defamatory statements and inform us who they are and confirm that you have delivered the written retraction and apology to them.

We expressly advise you that these steps are required by you to mitigate the damages caused by your defamatory statements against Mr. Bevins; if you refuse or fail to do so the Court may award additional damages against you.

We further advise you that your retraction and apology, if any, may mitigate the damages that you have caused but shall not preclude the intended legal claim from being advanced against you. You are being named as a Defendant in a civil action being commenced by Mr. Bevins against the NFA, Mr. Sheldon Clare, Mr. Henry Atkinson and others.

- 3 -

We advise you to seek legal counsel immediately.

Yours truly,

Michael A. Loberg Professional Corporation

Per:



Michael A. Loberg

MAL/as
File no: 47.071.001

**Michael A. Loberg Professional Corporation
Barrister & Solicitor**

1000 Bankers Hall West Direct: (403) 668-6561
888 - 3rd Street SW Office: (403) 444-6935
Calgary, AB T2P 5C5 Fax: (403) 668-6505

June 2, 2015

**Canada's National Firearms Association
9683 - 45 Ave
Edmonton, AB T6E 6H4**

Attention: **Mr. Sheldon Clare**

Dear Sir:

**Re: Personal Information Protection Act ("PIPA")
Information Request of Mr. Shawn Bevins**

We are the solicitors for Mr. Shawn Bevins. We refer to the employment of Mr. Shawn Bevins with Canada's National Firearms Association (the "NFA") in the position of Executive-Vice-President until February 24, 2015 when Mr. Shawn Bevins' employment with the NFA was terminated via a public notice posted on the website www.facebook.com by Mr. Sheldon Clare.

On behalf of your former employee Mr. Bevins we hereby make the following requests pursuant to the *Personal Information Protection Act*, SA 2003, c P-6.5 ("PIPA"):

1. Pursuant to PIPA s. 5(3) we require you to inform us who you have designated as being responsible for ensuring that your organization complies with PIPA.
2. Pursuant to PIPA s. 9 on behalf of Mr. Bevins we hereby notify you that Mr. Bevins withdraws all consent to any disclosure by the NFA of any personal information about Mr. Bevins.
3. Pursuant to PIPA Part 3, Division 1 we hereby request and require that the NFA provide to us:
 - a. a complete copy of Mr. Bevins' personal employee information and all other personal information regarding Mr. Bevins that is in the possession of the NFA, all as defined in PIPA [s.24(1)(a) and 26(2) PIPA];
 - b. complete information about all use and disclosure of personal information about Mr. Bevins by the NFA and everybody having access to personal information about Mr. Bevins within the NFA [s.24(1)(b) PIPA];

- 2 -

- c. a statement delineating in full all purposes for which the personal information of Mr. Bevins has been and is being used by the NFA, and by whom [s.24(1.2)(b) PIPA]; and
- d. the names of the persons to whom and the circumstances in which the personal information of Mr. Bevins has been and is being disclosed by the NFA [s.24(1.2) PIPA], including without limit:
 - i. the NFA Directors to whom the information was disclosed;
 - ii. the Field Officers to whom the information was disclosed;
 - iii. the NFA staff to whom the information was disclosed;
 - iv. all persons external to the NFA to whom the information was disclosed; and
 - v. without limiting the generality of the previous category, all Members of Parliament to whom the information was disclosed.

and with respect to each of the foregoing categories, we require that the NFA advise us of:

- vi. the reason for the disclosure;
- vii. the steps taken to prevent or control further disclosure; and
- viii. the intended use the information was to be put to by the recipient; and

4. Finally, we require that you advise if there have been any breaches of privacy with respect to the any information regarding Mr. Bevins in the custody of the NFA, and if so the date that the breach was reported to the Information and Privacy Commissioner as required pursuant to s. 34.1 of PIPA.

We look forward to your early compliance with this statutory requirement.

Yours truly,

Michael A. Loberg Professional Corporation

Per:

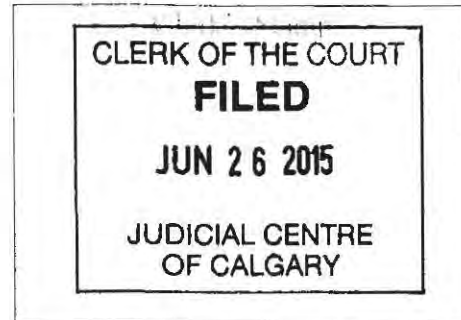


Michael A. Loberg

MAL/td
File no: 47.071-001

- cc: Mr. Blair Hagen, Director and Executive Vice-President, Communications
 Mr. Jerrold Lussan, Director and Secretary
 Ms. Ericka Clarke, Director
 Mr. Kurt Lucia, Director
 Mr. Bill Kutz, Director and Treasurer
 Ms. Daffne Mackenzie, Director
 Mr. Claude Colgan, Director
 Mr. Stephen Bardo, Director
 Mr. Robert Brackin, Director

COURT FILE NO. 1501 - 06621
COURT Court of Queen's Bench of Alberta
JUDICIAL CENTRE Calgary



PLAINTIFF(S) Shawn Bevins and
Spatha Tactical Equipment Inc.

DEFENDANT(S) Canada's National Firearms Association,
Sheldon Clare,
Bill Rantz,
Blair Hagan,
Jerrold Lundgard,
Robert Bracken,
Dwayne Gorniak,
Francis Tenta, and
Charles Zach

AMENDED this 26 day of
June 15 Pursuant to
Rule 3.62
dated the 26 day of June 15

CLERK OF THE COURT

DOCUMENT Amended Statement of Claim

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Michael A. Loberg Professional Corporation
Barrister & Solicitor
1000 Bankers Hall West
888 - 3rd Street SW
Calgary, AB T2P 5C5
(403) 668-6561 (Direct)
(403) 444-6935 (Office)
mloberg@loberg-law.com

NOTICE TO DEFENDANT(S)

You are being sued. You are a Defendant.

Go to the end of this document to see what you can do and when you must do it.

[Pleading begins on following page]

This is Exhibit "W" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public

Statement of facts relied upon:

The Parties

1. Shawn Bevins is a resident of Drummondville, Quebec.
2. Spatha Tactical Equipment Inc. ("**Spatha**") is a corporation incorporated pursuant to the laws of Quebec. Shawn Bevins is the Director of Spatha.
3. Spatha sells firearms-related equipment and seeks to enter into defense contracts with the Government of Canada.
4. Canada's National Firearms Association (the "**NFA**") is a corporation incorporated pursuant to the *Canada Corporations Act* and continued under the *Canada Not-for-profit Corporations Act* S.C. 2009, c. 23, as amended (the "**Act**").
5. References to "members" in this Statement of Claim are to members of the NFA
6. The NFA's Registered Office is 9683 - 45 Ave., Edmonton, Alberta, T6E 5Z8.
7. Shawn Bevins is and had been a member of the NFA since January 2012 (subject to paragraphs 87 to 88 herein).
8. Spatha became a member of the NFA on 19 May 2015 and has been a member in good standing since that date.
9. Sheldon Clare ("**Clare**") is a resident of Prince George British Columbia.
10. Bill Rantz ("**Rantz**") is a resident of Port Sydney, Ontario.
11. Blair Hagan ("**Hagan**") is a resident of Delta, British Columbia.
12. Jerrold Lundgard ("**Lundgard**") is a resident of Peace River, Alberta.
13. Robert Bracken ("**Bracken**") is a resident of Dartmouth, Nova Scotia.

14. Clare, Rantz, Hagen, Lundgard and Bracken (collectively, the "**Clare Directors**") purport to be Directors and Officers of the NFA, however the qualifications of each of them to occupy the positions of Directors and Officers of the NFA is denied for the reasons described herein.
15. Claude Colgan, Ericka Clarke, Kurt Luchia and Darlene Mackenzie are Directors of the NFA, having been so elected in the fall of 2014. Stephen Buddo is a Director of the NFA, having been so elected in the fall of 2013 (collectively, the "**Independent Directors**").
16. Dwayne Gorniak, Francis Tenta, and Charles Zach (collectively, the "**Illegal Directors**") are persons who are purported to have illegally replaced Claude Colgan, Ericka Clarke and Darlene Mackenzie on the Board of Directors in June of 2015 during the "Clare Board Takeover Attempt", an unlawful attempted restructuring of the Board of Directors by the Clare Directors to seize control of the NFA as particularized below.

The Facts

Background Facts

17. Per its publications the NFA was formed for, *inter alia*, the following purposes:
 - a. To offer members "...information on all aspects of safe and responsible use of firearms as well as current information on changes in Canada's laws";
 - b. To be "...Canada's leader in the quest for fair and practical firearm and property rights legislation"; and
 - c. To be "Canada's firearms voice in Ottawa".
18. Shawn Bevins advanced these goals as Executive Vice President of the NFA during his term of office, as a volunteer starting in January 2012 until his wrongful dismissal in February 2015 as described herein, both as a lobbyist and a salesperson for the NFA. Shawn Bevins' activities included travelling, speaking, entertaining and engaging persons of influence, soliciting potential clients for the business operations of the NFA and managing existing clients, expanding the membership of the NFA, generating or enhancing revenues for the NFA and other related duties, all across Canada and the United States (the "**Bevins Activities**").

19. Shawn Bevins performed all of his duties in an exemplary manner during his term.
20. As a result of having such an active and high profile public position, speaking to and with a huge public audience including public figures and prominent people, the public came to see Shawn Bevins as the face of the NFA. The President of the NFA, Clare, didn't like that fact as he saw the NFA as his personal domain, and Clare wanted to maintain control over his domain through any means he could.
21. When the Independent Directors were elected in the fall of 2014 they demanded of Clare certain transparency in the operations of the NFA so that they could discharge their duties as Directors of the NFA; Clare refused to allow the independent directors access to the required corporate minutes and financial records necessary to perform their duties.
22. As it turned out, under the management of the Clare Directors the NFA had failed to maintain appropriate corporate records and had failed to maintain proper financial records and audits since at least 2010.
23. Shawn Bevins supported the Independent Directors and was wrongfully dismissed by Clare on 24 February 2015 from his office and employment for this support with false allegations of cause manufactured by Clare, and all with the full knowledge and support of each of the other Clare Directors.
24. Clare proceeded to attempt to exclude the Independent Directors from NFA operations by denying access to information, which is the subject of other litigation in Court of Queen's Bench of Alberta Action Number 1503 03309, being *Claude Colgan, Ericka Clarke, Darlene Mackenzie, Kurt Luchia and Stephen Buddo v Canada's National Firearms Association and Sheldon Clare, Blair Hagan, Bill Rantz and Jerrold Lundgard* (the "Director's Litigation").
25. Following the wrongful dismissal of Shawn Bevins, Clare and the Clare Directors undertook a course of character assassination, defamation and harassment designed to exclude Shawn Bevins from the NFA and to deliberately destroy his ability to earn an income or function in his capacity as a firearms lobbyist in Canada.

General Averments

26. The Clare Directors and each of them owed duties under the Act and at common law to ensure that each of them individually, and all of them collectively, were not permitted to

abuse their positions as directors or officers of the NFA or to neglect to take steps to prevent the abuse of the offices of directors and officers of the NFA to the detriment of that organization or anybody for whom harm would be reasonably foreseeable as a result of the breach of those duties, which includes the NFA itself, Shawn Bevins, Spatha and all members of the NFA

27. Contrary to and in breach of the aforesaid duties, the Clare Directors and each of them conspired with each other or otherwise permitted and encouraged each other to undertake the oppressive, unlawful and malicious activities described herein, and intentionally failed to discharge their duties as directors and officers of the NFA to oppose and prevent or mitigate the damages flowing from the oppressive, unlawful and malicious conduct described herein.
28. Accordingly, the Clare Directors and each of them are directly liable and vicariously liable for the injuries inflicted upon the Plaintiffs by each of the Clare Directors howsoever caused.
29. By virtue of the Clare Directors undertaking their wrongful, malicious, deliberate, unlawful and intentional actions while occupying positions as Directors and being Officers of the NFA, the NFA is liable for all and each of their actions as complained of herein.
30. The wrongful acts complained of herein were deliberate, malicious, unlawful and intentional, warranting aggravated damages, punitive damages and an enhanced award of costs against the Clare Directors, the NFA and each of them in favor of the Plaintiffs.
31. The injuries and damages suffered by the Plaintiffs for the wrongful acts of the NFA and the Clare Directors were either intentional or were reasonably foreseeable and were in any event directly caused by wrongful acts of the NFA and the Clare Directors.
32. The Plaintiffs are entitled to and claim all remedies under the Act for all actions against them that are or were oppressive, unfairly prejudicial or unfairly disregarded their interests as members of the NFA, and as an Officer in the case of Shawn Bevins.

Wrongful Dismissal: An Egregious and Humiliating Termination

33. In or around January 2012 Shawn Bevins became a volunteer with the NFA, primarily providing services related to firearms activism.
34. Following over a year of outstanding service as a volunteer for the NFA, in or around 15 May 2013 Shawn Bevins became employed with the NFA in the capacity of Executive Vice President.
35. Mr. Bevins' starting salary with the NFA was of \$70,000 per year initially, and his salary was raised to \$80,000 per year on May 22, 2014.
36. During the term of his employment Mr. Bevins received:
 - a. bonuses of \$10,000 in 2013 and \$1,000 in 2014; and
 - b. medical, medication and life insurance benefits from the NFA with an estimated value of \$10,000 per year.
37. During his term of service Shawn Bevins preformed his duties in an exemplary fashion. Some specific accomplishments arising through the Bevins Activities include:
 - a. a considerable increase in the membership of the NFA;
 - b. increased advertising revenues from the sale of advertising in NFA publications;
 - c. raising over \$300,000 for the NFA through his management of a "Big Freakin' Gun" contest; and
 - d. achieving the status of a very effective and respected lobbyist for the firearms community.
38. On 24 February 2015 Sheldon Clare purported to unilaterally remove Shawn Bevins from office and fire him from his employment with the NFA. This termination was without justification.

39. Clare purported to terminate Shawn Bevins from office and fire him from his employment not in person but instead by a public announcement on social media, specifically by a posting in Facebook as follows.
40. In particular, at 1:57 PM on 24 February 2015 or shortly thereafter Shawn Bevins discovered that his office and employment had been terminated by Clare when he read on Facebook in the NFA Admin Group, a Facebook group or page controlled by the Clare Directors, a posting authored by Clare which read as follows:

“Effective immediately Mr. Shawn Bevins no longer works for, nor is he associated with Canada's National Firearms Association. Please revise any NFA contact information accordingly. As this is an internal personnel matter, there will be no public discussion of the reasons for this change.”

the “**Facebook Termination**”.

41. Subsequent to the Facebook Termination, later on 24 February 2015 Shawn Bevins received correspondence from Clare, sent by e-mail at 3:52 PM, wherein Clare gave further notice to Shawn Bevins of his termination of employment, this time alleging cause and accusing Shawn Bevins of:
 - a. Engaging in efforts to have Mr. Clare removed from office;
 - b. Failure to submit expense receipts; and
 - c. Consumption of alcohol,

the “**Alleged Cause**”.

42. The Alleged Cause is untrue and was known to be untrue at the time Clare asserted the Alleged Cause.
43. The truth of the matter is that Clare had come to consider the NFA to be an organization he was entitled to be president of, and that he was entitled to unilaterally control for his personal benefit without any scrutiny or checks or balances in place. Clare considered both the Independent Directors and Shawn Bevins as threats to his unilateral control of this not-for-profit organization and its million-dollar revenues.

44. Clare saw Shawn Bevins succeeding greatly in the position of Executive Vice President, and saw Shawn Bevins as a threat to his continued autocratic authority over the NFA due to Shawn Bevins' recognition of the rights of the Independent Directors.
45. It was for that motive, and not for the Alleged Cause, that Clare wrongfully terminated Shawn Bevins.

Wrongful Dismissal: Circumvention of the Bylaws

46. The NFA has bylaws promulgated in or around October of 2009 (the "Bylaws").
47. Amendments to the Bylaws were proposed in 2013 however those proposed revisions were never ratified by the membership of the NFA and never came into effect.
48. The Bylaws of the NFA govern the duties, appointment and removal of Officers, including the office of the Executive Vice President. In particular the Bylaws provide:

29. The officers of the association shall be president, executive vice-president, secretary and treasurer and any such other officers as the board of directors may determine. With the exception of the president, officers need not be directors. Except for the president, all officers and staff members report to the executive vice-president, who reports to the board.

30. All officers are chosen by majority vote of the board of directors and serve for a two-year renewable term. The term of the director serving as president is that determined by his or her term as a director and the majority support of the board of directors.

31. The officers of the association shall hold office from the date of appointment until their successors are appointed in their stead. An officer may be removed for cause outside of the normal two year term by a resolution requiring a 2/3 majority vote of the board of directors.

49. At the time of the wrongful dismissal of Shawn Bevins, no successor had been appointed to the office of Executive Vice President and no Board of Directors resolution had been passed removing Shawn Bevins for cause.

50. The Independent Directors, constituting 50% of the Board of Directors, did not and would not have voted to remove Shawn Bevins from office, which was known to the Clare Directors at the time of the wrongful dismissal.
51. The unilateral wrongful dismissal of Shawn Bevins by the Clare Directors without referring the matter to the Board of Directors was a deliberate effort to circumvent the rights of the Board of Directors under the Bylaws to determine whether or not Shawn Bevins should be dismissed from his office and employment. This deliberate circumvention was undertaken to intentionally neutralize the ability of the Independent Directors to perform their duties as Directors and prevent the Clare Directors from taking this unlawful, unilateral action.
52. As a consequence of the dismissal of Shawn Bevins from the NFA not being conducted in a manner that complied with the Bylaws, the dismissal was wrongful at common law and unlawful by statute.
53. Further, the wrongful and unlawful dismissal in disregard of the NFA's Bylaws comprise an oppressive action upon Shawn Bevins as an officer, a conspiracy by the Clare Directors to exceed and abuse their statutory authority, and a breach the fiduciary and common-law duties owed by the Clare Directors to the NFA and to Shawn Bevins.
54. The Clare Directors and each of them are personally liable for all damages suffered by Shawn Bevins.

Defamation: Wrongful Dismissal Letter

55. These Alleged Cause for dismissal is false, acknowledging however that Shawn Bevins has consumed alcohol although such consumption was not to the detriment of his office and employment with the NFA.
56. The Alleged Cause was known by Clare and the Clare Directors to be untrue and constitute false accusations and pretenses manufactured by Clare.
57. Subsequent to or concurrently with delivering the dismissal letter to Shawn Bevins, Clare circulated the dismissal letter to others within the NFA who had no need to see it, and outside of the NFA to people who had no right to see it, including but not limited to Allison Ellis, a member of the public.

58. Accordingly, by this publication the Clare Directors defamed Shawn Bevins and caused damages.
59. These defamatory and injurious falsehoods made and published by the Clare Directors, or any one or more of them, were malicious and specifically designed and intended to damage Shawn Bevins' character and reputation, and impede him in obtaining alternate work as a firearms lobbyist or advocate.

Defamation: Further Publications and Injurious Falsehoods

60. Following the wrongful dismissal and the publication of the wrongful dismissal letter, Clare further defamed Shawn Bevins by publishing on the internet on 25 February 2015, in a Facebook group called the "NFA Admin Group", statements in reference to Shawn Bevins which clearly infer that Shawn Bevins:
 - a. stole or misappropriated NFA money;
 - b. stole or misappropriated NFA property
 - c. solicited prostitutes;
 - d. misused an NFA credit card;
 - e. got drunk;
 - f. failed to turn in receipts from his NFA credit card; and
 - g. participated in "intrigues" to have Mr. Clare removed from office.
61. These false, malicious and defamatory statements were published in a Facebook group that included, to Clare's personal knowledge, Shawn Bevins' wife.
62. Shawn Bevins' wife did in fact see these malicious and defamatory statements published on the Internet, which had exactly the destructive effect on Shawn Bevins' wife that is foreseeable from such an act of pure malice.
63. Mr Bevins' children also saw the defamatory statements and asked Mr Bevins about the malicious, untrue and defamatory statements regarding the use of prostitutes, which had

exactly the destructive effect on the children that is foreseeable from such act of pure malice.

Wrongful Interference with Economic Interests: Employment Insurance

64. Following his wrongful dismissal Shawn Bevins' applied for Service Canada for Employment Insurance benefits ("EI") due to his unexpected unemployment.
65. Ginger Fournier, the office manager of the NFA, reported to Service Canada that:
 - a. Shawn Bevins was fired for cause; and
 - b. the cause was a failure to submit receipts.
66. The stated cause was untrue in that all expense receipts had been turned in. This was just another pretext for Clare's attempt with the Clare Directors to seize control of the NFA.
67. As a result of the foregoing, Ginger Fournier lied to and deceived Service Canada, which deception resulted in the denial of EI benefits to Shawn Bevins and caused direct financial injury to Shawn Bevins.
68. The damages calculated for this loss is calculated at the rate of \$524 per week as the benefit that would be payable to Shawn Bevins, for the maximum period of 45 weeks, yielding damages of \$23,580.00.
69. As Ginger Fournier was speaking for the NFA at the time she made the false statements, the NFA is liable for the damages.
70. Shawn Bevins does not know which of the Clare Directors instructed Ginger Fournier to lie to Service Canada but will seek this information in the course of this litigation.

Wrongful Interference with Economic Interests: Members of Parliament

71. In furtherance of Clare's campaign to publicly humiliate and degrade Shawn Bevins' character and reputation, and interfere with Shawn Bevins' economic interests, Clare obtained documents purporting to show a criminal record regarding impaired driving charges against Shawn Bevins and under the apparent authority of the NFA, e-mailed those documents to various members of Parliament with whom Shawn Bevins conducted

the business of a firearms lobbyist and advocate, and with which government Spatha sought to do business.

72. This action served no legitimate purpose, but was motivated solely by the malicious desire of Clare to undermine the Plaintiffs and each of them in conducting future business with the government of Canada, either through Shawn Bevins in the capacity as firearms lobbyist/advocate, or Spatha as a supplier to the government of Canada under defense contracts.
73. This malicious action was unlawful, having breached Shawn Bevins' privacy rights as well as being unauthorized by the NFA or being in excess of Clare's authority, and constituted an unlawful act of harassment.
74. This further malicious action in furtherance of Clare's character assassination campaign against Shawn Bevins was intended to and did cause damages to Shawn * Bevins and injury to his and Spatha's business opportunities for which Clare and the NFA are liable.

Defamation: Clare and Robert Bracken

75. Robert Bracken is the Maritimes Director of the NFA and in that capacity wrote and transmitted to Morley Knight, a member of the public, on or about June 1, 2015 at 11:10 am the following statement in writing:

“...: the McCosh funds were handled by Shawn Bevins. This is the reason they weren't distributed....”.

76. The "McCosh funds" were funds raised by donations from NFA members expressly for the purposes of assisting the McCosh family as they went through legal proceedings relating to a firearms issue.
77. Instead of giving the McCosh funds to the McCosh family as represented to and intended by the donors, Clare decided to retain the funds in the NFA for its general use. Clare thereby deprived the McCosh family of the money raised on their behalf from the members of the NFA and the public for their benefit,, effectively misappropriated the donated money onto the NFA, and deceived the donor members.

78. The McCosh funds were trust funds held pursuant to either an express trust or a Quistclose trust, and Clare's retention of those funds in the NFA for its general use comprises a breach of trust and fiduciary duty by the NFA as trustee.
79. As part of the character assassination of Shawn Bevins, Clare told Bracken the untrue statement that the McCosh funds were not given to the McCosh family for some reason related to Shawn Bevins.
80. In turn, Bracken published that statement to Morley Knight as aforesaid.
81. Similarly, Robert Bracken re-published that statement to Kelly Mac Keigan, a member of the public, at the Sydney Mines 2nd Annual Outdoor Hunting and Fishing Show on or about April 18 or and 19.
82. The statements were untrue and were defamatory, and caused damages to Shawn Bevins.
83. In fact, at no time did Shawn Bevins have signing authority on any of the NFA bank accounts, and had no lawful authority or practical ability to cause the NFA to make the payment of the trust funds to the McCosh family. That ability rested with Clare and others of the Clare Directors.

Defamation: NFA Website Publication

84. The NFA and the Clare Directors published the following statement on the NFA Website on May 29, 2015 and e-mailed it to the entire e-mail member database and news service subscribers of the NFA, including non-member subscribers, estimated to be over 70,000 people and organizations:

Date: Friday, May 29, 2015
NFA Statement

This year started off generally well with the NFA well-positioned to take a strong role in influencing government policies prior to the election. Our social media sites were poised to flood our supporters and interested persons with information on firearms related government policies and suggestions with actions to take. The volunteer site administrators were working well together and generally all was progressing nicely towards a strong push on government bills. We had intervened in two important Supreme Court of Canada cases with firearms rights ramifications, and were well positioned to gain as a result of our significant participation in

both of them, were they to be victorious as we rightly expected that they would be. In short, we were looking quite solid with good support from volunteers, and an enthusiastic group of new directors.

In early June, the NFA will be heading to New York to make a brief presentation on ISACS and to observe the discussions on UN attempts to go after more civilian arms rights in the Programme of Action Second Meeting of Government Experts, hosted at UNHQ June 1-5, 2015. The NFA has been working on getting consulting status for ECOSOCS/UN. This will mark our eighth year of attending UN meetings.

Things changed dramatically after Shawn Bevins was terminated for cause. Mr. Bevins' termination was duly preceded by a full course of progressive disciplinary action for several matters related to his self-acknowledged drinking problem, failure to provide receipts, misuse of the NFA credit card, and undermining of executive officers. He was duly counselled, warned, given two letters of reprimand, and then terminated. His termination prompted subsequent demands by a group of 5 directors to have him reinstated. At the same time, these five directors sued the NFA, ostensibly to compel the production of corporate records which are freely available to them. In parallel with such legal action, the NFA president and other executive officers and others have been attacked on social media, and defamed by several individuals reacting and speculating without cause or evidence. That situation was clearly in evidence in the failed attempt to make the president quit at the recent AGM in Quebec City.

The NFA has lost credibility, income, and donations because of this public spectacle. Nothing justifies the behaviour of those directors who conspired to hold a coup, and then followed it up by muckraking on social media, and curtailing our formerly highly effective Facebook marketing program by removing the duly constituted administrators. They chose to initiate an unnecessary court action which the NFA was forced to defend against. The executive has every reason to believe that this situation is the reason why some of our proposed amendments to Bill C-42 were ignored, in spite of initially being favourably received. In other words, those actions have damaged our organization, its reputation, and our ability to carry out our main function – of changing firearms law. In their desire to take control of the NFA, they have shown a total lack of scruples and no consideration for the long term damage that they are inflicting upon this organization.

The conspiracy to take over the AGM in Quebec City was clearly driven by misplaced motives of loyalty to Mr. Bevins and false assumptions of wrong-doing that have only served to damage our cause. The misuse of the NFA logo and proprietary logos has also caused the NFA to be exposed

to risk at unapproved events which claim to be NFA activities, but which are continued actions designed to disrupt and destabilize the NFA and its leadership.

The NFA has had its financial records reviewed by an accountant annually since 2010. While not a full audit, this financial review process has been acceptable to the membership and directors since its inception in 2010. The reason for this process in the early years was quite simply to save the cost of a full audit, and yet maintain a reasonable third party check on the operations of our financial staff. As reported to the directors, the executive instructed the general manager to obtain quotes for, and conduct a formal audit of NFA finances for the preceding two years.

The consensus of our last directors' meeting prior to March was that a full formal audit instead of the financial review as conducted previously was necessary at this point, particularly with so many new and inexperienced directors being recently elected or acclaimed to the board, and all were canvassed as to who the auditor should be. The five that responded all approved KPMG, which was contracted to conduct the audit. KPMG advised us that it would only be necessary to audit 2013 and 2014, and tie that to our Notice to Reader unaudited financial review from 2012. This audit has now been completed, and permits a full picture of our financial situation which should hopefully ease the concerns of anyone who has conjectured that there was anything amiss in the NFA. The results of this audit were provided to directors at the AGM and presented to the members in the treasurer's report. It is worth emphasizing that no improprieties whatsoever were unearthed by the auditors, because none exist.

In short, there is nothing amiss with the NFA management, or its finances, and the auditor's report is proof of that fact. It is available in the office to view, but before being officially called audited the statements must be approved and certified. Your executive will continue to work towards the best interests of the NFA.

The NFA National Executive

Jerrold Lundgard, Secretary
Bill Rantz, Treasurer
Blair Hagen, Executive VP Communications
Sheldon Clare, President & CEO

85. The statements published by the NFA and the Clare Directors regarding Shawn Bevins are false and defamatory and caused damages to the Plaintiffs.

86. Further, the statements as published constituted further malicious efforts of the Clare Directors to interfere with and damage the economic interests of the Plaintiffs and each of them.

Oppression under the Act – Unlawful cancellation and Refusal to Renew Membership

87. The criteria for membership in the NFA is set by the Bylaws:

3. Membership in the association shall be limited to persons who agree to further the objects of the association and shall consist of anyone whose application for admission as a member has received the approval of the board of directors of the association. A voting member is an individual person who is both at least 18 years of age in the year of the election, and pays the membership fees prescribed by the board of directors for a voting member. The board of directors may establish other classes of membership and may prescribe dues, voting rights, benefits and restrictions for those classes.

88. Shawn Bevins' application for admission as a member was approved and Shawn Bevins had been a member of the NFA since January 2012. Shawn Bevins is over 18 and paid the dues required of a voting member.
89. At all materials times Shawn Bevins met every criteria required to be a member of the NFA.
90. Concurrently with the wrongful and unlawful dismissal, Shawn Bevins' membership in the NFA was unilaterally, wrongfully and unlawfully terminated by Clare or the Clare Directors.
91. After the wrongful dismissal Shawn Bevins attempted to renew his membership in the NFA in the normal course by paying the \$35 renewal fee on-line, thereby tendering payment for the renewal of his membership. No further steps would ordinarily be required to renew a membership in the NFA.
92. Despite meeting every criteria required to be a member of the NFA under the Bylaws, the NFA at the direction of Clare, or some or all of the Clare Directors, purported to reject Shawn Bevins' application to the NFA and refuse to renew his membership.

93. This purported rejection was unique to and targeted specifically at Shawn Bevins, was done for no valid reason and is attributable solely to the ongoing personal malice of Clare toward Shawn Bevins.
94. Further, the legal authority to terminate a membership in the NFA is reserved to the Board of Directors pursuant to ByLaw 7:
 7. Any member may be required to resign by a vote of two-thirds (2/3) of the directors voting on the matter at a director's meeting. Any member required to resign may file a notice of appeal with the secretary requesting to be re-instated. Allowing an appeal for reinstatement shall be by a 2/3 vote of the membership to be held at the subsequent annual general meeting. The vote of the membership on the matter shall not be subject to further appeal.
95. No vote of the Board of Directors was ever held to require Shawn Bevins to resign his membership, and at all times Clare knew that 2/3 of the Directors would not vote for such a requirement.
96. Clare and the Clare Directors ignored the legal requirement in Bylaw 7 and caused the NFA to refuse Shawn Bevins' continued membership for their personal motives out of spite and malice, which actions were unlawful and of no force or effect.
97. The purported refusal to renew Shawn Bevins' membership by the NFA at the hands of the Clare Directors is oppressive, unfairly prejudicial and unfairly disregarded the interests of Shawn Bevins as a member of the NFA within the meaning of s. 253 of the Act.
98. Shawn Bevins is entitled to a declaration that his membership in the NFA was renewed and that at all times in 2015 Shawn Bevins has been a member in good standing of the NFA. The \$35 will be paid at any time the NFA is ordered to confirm the renewal of the membership.

Oppression: Removing Members and Field Officers and Excluding Members Generally

99. In furtherance of the Clare Directors' common intention and design to consolidate their despotic control of the NFA, the Clare Directors have:

- a. Used their status as “page administrators” to ban hundreds of members from accessing social media sites where the members meet virtually to discuss issues regarding the NFA, and in particular the Facebook website “<https://www.facebook.com/groups/nfagroup>”, for the improper reasons that:
 - i. they are members who question the authority or conduct of Clare or the Clare Directors; or
 - ii. they are married to members who question the authority or conduct of Clare or the Clare Directors;
 - b. Conducted and threatened to conduct a purge of the Field Officers, who are volunteer community NFA representatives, by wrongfully relieving them of their Field Officer positions in the NFA solely for their affiliation to or personal relationships with the Independent Directors or because they question the authority of oppose the conduct of the Clare Directors;
 - c. Refused to accept nomination packages for NFA Director positions from people who oppose the conduct of the Clare Directors; and
 - d. Such further and other oppressive conduct as may be discovered in the course of this litigation.
100. These actions, though not specifically targeted to the Plaintiffs, have had the direct effect of damaging the NFA through the wrongful and unjustified alienation of good people as members and preventing their participation in the activities of the NFA, and that exclusion damages the NFA and thereby all of its members including the Plaintiffs.
101. These actions are oppressive, unfairly prejudicial and unfairly disregard the interests of the Plaintiffs as members of the NFA within the meaning of s. 253 of the Act by, *inter alia*, excluding members who can make valuable contributions to the organization, interfering with the proper operations of the organization and suppressing free speech amongst the members.
102. These actions are in violation of the NFA's Bylaws and also comprise a breach of the Clare Directors' duties to act in the best interests of the NFA.

Oppression: Deception Regarding Reconstituting the Board of Directors of the NFA

103. On or about June 7, 2015, the exact date being unknown to the Plaintiffs, the Clare Directors purported to call a secret meeting of the Clare Directors (the "**Secret Meeting**") to unilaterally remove Claude Colgan, Ericka Clarke and Darlene Mackenzie from the Board of Directors of the NFA, or declare them removed or otherwise remove them, and then to unilaterally replace them with the Illegal Directors in order to allow the Clare Directors to unlawfully seize control over the NFA (the "**Clare Directors' Board Takeover Attempt**").
104. No notice, or no proper notice, was given to the Board of Directors of the Secret Meeting of the Clare Directors where they attempted the Clare Directors' Board Takeover Attempt, in that the Independent Directors were not notified of the purported meeting.
105. Notwithstanding the failure to give notice of the Secret Meeting, the vote to remove Claude Colgan, Ericka Clarke and Darlene Mackenzie from the Board of Directors failed.
106. The Clare Directors ignored the will of the Board and the requirements of the Bylaws, and after the Secret Meeting published repeatedly by e-mail and on Facebook to various of the members of the NFA that the Board of Directors had been effectively reconstituted, in favour of the control of the Clare Directors, with the removal of Claude Colgan, Ericka Clarke and Darlene Mackenzie and their replacement by the Illegal Directors.
107. The aforesaid publications were false and deceptive.
108. The By-laws provide that:

15. The property and business of the association shall be managed by a board of directors elected from the following electoral regions as described below:

<i>Electoral Area</i>	<i>Directors to Elect</i>
Alberta-Northwest Territories & Out-of-Canada	2
British Columbia-Yukon	2
Manitoba-Nunavut	1
Newfoundland-Labrador-Maritimes	1
Ontario	2
Quebec	2
Saskatchewan	1

- a. Each of the above would form one electoral area when electing its directors). Out-of-Canada members will vote as part of the Alberta membership. The combinations above shall apply until such time as those specific provinces and territories develop sufficient membership to form separate electoral areas.
 - b. Each electoral area containing at least 5 percent (5%) of the voting members of the association on September 1 of an election year is entitled to elect one, but only one director. Each electoral area containing at least 10 percent (10%) of the voting members of the association on September 1 of an election year is entitled to elect two, but only two directors. A voting member may vote only for candidate(s) in the electoral area in which he or she resides.
109. The members of the electoral regions entitled to elect their representative directors did not vote to remove Claude Colgan, Ericka Clarke or Darlene Mackenzie.
 110. The Plaintiffs specifically plead ss. 130 - 132 of the Act.
 111. The purported unilateral removal of Claude Colgan, Ericka Clarke and Darlene Mackenzie was unlawful and ineffective.
 112. Notwithstanding all of the foregoing, following the Clare Directors' Board Takeover Attempt the Clare Directors promulgated statements that Claude Colgan, Ericka Clarke and Darlene Mackenzie were no longer on the Board of Directors, which statements were untrue and made with the ulterior purpose and intention mislead and deceive the members of the NFA so as to further the Clare Directors' unlawful efforts to seize control of the NFA.
- 112.1 Despite the illegality and ineffectiveness of the Clare Directors' Board Takeover Attempt, at some time after the Secret Meeting one or more of the Clare Directors or someone at the direction of one or more of the Clare Directors caused a notice of change of Directors to be submitted to the Director (within the meaning of section 281 of the Act) giving notice that Claude Colgan, Ericka Clarke and Darlene Mackenzie were no longer Directors of the NFA, and giving notice that Francis Tenta and Charles Zach were now Directors of the NFA (the "False Notice").

112.02 The submission of the False Notice was unlawful, constituted an offence under section 262(2) of the Act, and was oppressive, unfairly prejudicial and unfairly disregarded the interests of the Plaintiffs as members of the NFA within the meaning of s. 253 of the Act, and the Plaintiffs claim all available remedies for these unlawful and wrongful actions.

112.03 Without limiting the remedies to be sought regarding the False Notice, the Plaintiffs claim and are entitled to an Order directing the NFA, or any other appropriate person, to correct the false information submitted to the Director by the False Notice.

112.03 The Plaintiffs plead section 134 of the Act.

113. The Illegal Directors have no lawful claim to be members of the Board of Directors of the NFA and to the extent they hold themselves out as being or attempt to act as such, the Plaintiffs are entitled to an injunction restraining all such actions and misrepresentations.
114. The unlawful and wrongful actions of the Clare Directors and the Illegal Directors in attempting the Clare Directors' Board Takeover Attempt were oppressive, unfairly prejudicial and unfairly disregarded the interests of the Plaintiffs as members of the NFA within the meaning of s. 253 of the Act, and the Plaintiffs claim all available remedies for these unlawful and wrongful actions.
115. Without limiting the forgoing claim for all remedies, the Plaintiffs are entitled to declaratory relief declaring that:
 - a. the purported removal of Claude Colgan, Ericka Clarke and Darlene Mackenzie from the Board of Directors of the NFA was unlawful and of no effect;
 - b. Claude Colgan, Ericka Clarke and Darlene Mackenzie continue to be Directors on the Board of Directors of the NFA;
 - c. All actions of the Illegal Directors and the Board of Directors acting with Claude Colgan, Ericka Clarke and Darlene Mackenzie excluded are of no force or effect; and
 - d. The Illegal Directors and the Clare Directors are personally liable for all damages costs and expenses incurred as a result of the Clare Directors' Board Takeover Attempt.

116. Notwithstanding the foregoing, if the Illegal Directors disclaim the appointments as Directors of the NFA and confirm that they have not at any time acted as Directors of the NFA, then no relief is sought against them in this action.

Oppression: AGM Denial of Entry (Spatha)

117. Spatha was a paid business member of the NFA on May 22 and 23, being the dates fixed for the Annual General Meeting of the NFA (the "AGM") in Quebec City.
118. Spatha was entitled to and did attend Quebec City for the AGM through its representative, Shawn Bevins, however Shawn Bevins was wrongfully excluded from entering the AGM by the Clare Directors and security guards acting on the direction of the Clare Directors, thereby depriving Spatha of its rights pursuant to the NFA Bylaws to attend the AGM and exercise one vote on every issue before the meeting.
119. This act was oppressive, unfairly prejudicial and unfairly disregarded the interests of Spatha as a member within the meaning of s. 253 of the Act.

Oppression: AGM Denial of Entry (Bevins)

120. Shawn Bevins was also entitled to be treated as a member of the NFA on the date of the AGM for the reasons aforesaid, notwithstanding the discriminatory but ineffective purported cancellation and rejection of his NFA membership renewal.
121. This act was oppressive, unfairly prejudicial and unfairly disregarded the interests of Shawn Bevins as a member within the meaning of s. 253 of the Act.

Oppression: Failure to Create and Deliver Audited Financial Disclosure

122. Pursuant to s. 172 of the Act, Spatha and Shawn Bevins, as members of the NFA on May 22 and 23, were each entitled to receive audited financial disclosure and an audit report of a public accountant at the AGM as provided in s. 172:

172. (1) The directors of a corporation shall place before the members at every annual meeting

(a) prescribed comparative financial statements that conform to any prescribed requirements and relate separately to

(i) the period that began on the date the corporation came into existence and ended not more than six months before the annual meeting or, if the corporation has completed a financial year, the period that began immediately after the end of the last completed financial year and ended not more than six months before the annual meeting, and

(ii) the immediately preceding financial year;

(b) the report of the public accountant, if any; and

(c) any further information respecting the financial position of the corporation and the results of its operations required by the articles, the by-laws or any unanimous member agreement.

123. Spatha and Shawn Bevins did not receive the required specified audited financial disclosure as required under the Act, or at all, for the reason that the NFA, under the control of the Clare Directors, failed to have audits of the NFA financial information performed.
124. This failure was one of the concerns of the Independent Directors that led to their exclusion from the operations of the NFA, after they challenged Clare on the failure to comply with this legal requirement.
125. The failure of the NFA, under the control of the Clare Directors, to have the NFA financial information audited goes back at least as far as 2010, and possibly further. Access to the financial records of the NFA had been denied to the Independent Directors but is the subject of the Directors' Litigation.
126. This failure is oppressive, unfairly prejudicial and unfairly disregarded the interests of the Plaintiffs (and all members of the NFA) within the meaning of s. 253 of the Act.

Clare is not a Member of the NFA and is not entitled to be a Director or President

127. Clare has unilaterally caused the Register of Members of the NFA to record himself as holding membership in the NFA in the category of "life member" beginning on December 5, 2010 and expiring in 2100.

128. There is no such category as "life member" in the NFA.
129. In the alternative, if there is such a category as "life member", Clare has not earned or been granted such a membership by the Board of Directors, which is the only body capable of creating categories of membership and granting them.
130. Clare has not otherwise paid membership fees as required to be a member of the NFA during his alleged membership period, or at all.
131. Accordingly, Clare is not and has not been since at least 2010 a member of the NFA.
132. Only members of the NFA can be Directors of the NFA.
133. Accordingly, Clare is not qualified to be a Director of the NFA, has not been qualified since to be a Director of the NFA at least 2010, and has not been a lawful director of the NFA since at least 2010.
134. Only a Director of the NFA can be the President of the NFA.
135. Since Clare has not been a Director of the NFA since at least 2010, Clare has not been qualified to be the President of the NFA since at least 2010, and has not lawfully been the President of the NFA since at least 2010.

Hagan is not a Member ^ or Director of the NFA

136. Hagan has recorded himself or caused himself to be recorded in the Register of Members of the NFA as holding membership in the NFA in the category of "life member" beginning on June 1, 2009 and expiring in 2100.
137. There is no such category as "life member" in the NFA.
138. In the alternative to the foregoing, if there is such a category as "life member", Hagan has not been granted such a membership by the Board of Directors, which is the only body capable of creating categories of membership and granting them.
139. Hagan has not otherwise paid membership fees to be a member of the NFA during his alleged membership period or at all.

- 140. Accordingly, Hagan is not and has not been since at least 2009 a member of the NFA.
- 141. Only members of the NFA can be Directors of the NFA.
- 142. Accordingly, Hagan is not qualified to be a Director of the NFA, has not been qualified since to be a Director of the NFA at least 2009, and has not been a director of the NFA since at least 2009.

Rantz is not a Member or Director of the NFA

- 143. Rantz has recorded himself or caused himself to be recorded in the Register of Members of the NFA as holding membership in the NFA in the category of "life member" beginning on July 26, 2011 and expiring in 2100.
- 144. There is no such category as "life member" in the NFA.
- 145. In the alternative to the foregoing, if there is such a category as "life member", Rantz has not been granted such a membership by the Board of Directors, which is the only body capable of creating categories of membership and granting them.
- 146. Rantz has not otherwise paid membership fees to be a member of the NFA during his alleged membership period or at all.
- 147. Accordingly, Rantz is not and has not been since at least 2011 a member of the NFA.
- 148. Only members of the NFA can be Directors of the NFA.
- 149. Accordingly, Hagan is not qualified to be a Director of the NFA, has not been qualified since to be a Director of the NFA at least 2009, and has not been a director of the NFA since at least 2011.

The Clare Directors are not entitled to Indemnification from the NFA

- 150. Bylaw 28 provides that:

28. Every director or officer of the association or other person who has undertaken or is about to undertake any liability on behalf of the association or any company controlled by it and their heirs, executors and

administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the association, from and against:

a) all costs, charges and expenses which such director, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him or her. or in respect of any act, deed, matter of thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his or her office or in respect of any such liability;

b) all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default.

the "**Indemnity Clause**".

151. Neither Clare nor any of the Clare Directors were acting in a manner so as to entitle them to make a claim under the Indemnity Clause.
152. In particular, though without limit, in undertaking the unlawful and wrongful actions complained of herein the Clare Directors were not acting so as to "...undertake any liability on behalf of the association..." or "... in or about the execution of the duties of his or her office..." and accordingly are not entitled to have their legal expenses of this action paid by the NFA, or have any damages awarded against them paid by the NFA.
153. Further, the wrongful actions of the Clare Directors complained of herein constitute wilful neglect and default within the meaning of Bylaw 28(b) so as to disentitle them from indemnification in any event.
154. Further, the unlawful and wrongful actions of the Clare Directors were undertaken for reasons of malice and personal gain in excess of their ostensible authority and therefore the Clare Directors are not entitled to presumptive indemnification of them from the NFA for their unlawful and wrongful acts, or for the costs of their defense.

155. Further, permitting the Clare Directors recourse to the funds of the NFA to indemnify them for their willful misconduct would be itself additional oppression under the Act and must be prohibited.

Damages: Wrongful Dismissal

156. As a result of the wrongful dismissal Shawn Bevins has suffered damages and is entitled to compensation as follows:
 - a. pay in lieu of notice of \$160,000.00;
 - b. compensation for loss of expected bonuses estimated at \$20,000;
 - c. compensation for loss of benefits estimated at \$20,000.00; and
 - d. such additional relief as is appropriate.

Damages: EI Claim

157. As a result of the false statements made to service Canada regarding Shawn Bevins' EI claim, Shawn Bevins suffered damages of \$23,580.00.
158. Shawn Bevins claims additional punitive damages for malice in the amount of \$20,000.00.

Damages: Truck Lease

159. During his term of office and employment, the Clare Directors and the NFA instructed Shawn Bevins to lease a vehicle for use in traveling for the NFA, which vehicle Shawn Bevins would not otherwise require or have use for.
160. In compliance with these directions Shawn Bevins entered into a lease for a truck and thereby incurred a financial obligation of \$46,000.00.
161. As a result of his wrongful dismissal, Shawn Bevins is forced to pay the payments for the truck which he no longer needs and has thereby suffered \$46,000.00 in damages at the hands of the Clare Directors and the NFA.

Damages: Loss of Future Income and Profit

162. As a result of the wrongful actions set out herein, the Plaintiffs and each of them have suffered loss of future income and profits arising from the damage inflicted upon them by the Clare Directors and the NFA through the actions of the Clare Directors, estimated in an amount of \$500,000.00.

Damages: Aggravated and Punitive Damages

163. As a result of the egregious, high-handed and malicious behavior of the Clare Directors and the NFA described herein, and in particular the campaign of public humiliation and targeted character and reputation disparagement to wide audiences including his family, Shawn Bevins claims aggravated and/or punitive damages from the Clare Directors and the NFA, jointly and severally in the sum of \$100,000 or such sum as the Court may feel is appropriate to compensate Shawn Bevins and to deter and denounce the Clare Directors conduct.

Damages: Solicitor-and-own Client Full-Indemnity Costs

164. As a result of the egregious, high-handed and malicious conduct of the Clare Directors in the NFA, Shawn Bevins claims full solicitor and own client, full-indemnity costs against the Clare Directors and the NFA.

Remedy sought:

Wherefore the Plaintiffs claim as follows:

In Respect of the Wrongful Dismissal

165. Damages to Shawn Bevins against the NFA, the Clare Directors, jointly and severally, for the following amounts:
- a. \$160,000 pay in lieu of notice;
 - b. \$20,000 for loss of expected bonuses;
 - c. \$20,000.00 for the loss of benefits; and
 - d. \$100,000 in aggravated or punitive damages for the malicious and intentionally humiliating means by which the Clare Defendants and the NFA terminated the office and employment of Shawn Bevins;

In Respect of the Loss of Future Income and Business Opportunities

166. Damages to the Plaintiffs, jointly and severally, against the NFA, the Clare Defendants or any one or more of them jointly and severally for the loss of future income and profits in the amount of \$500,000.00;

In respect of the Defamation and Injurious Falsehoods starting at Paragraph 55

167. An interim and permanent injunction against the Defendants restraining further publications of defamatory statements;
168. Damages in the amount of \$100,000.00 against Clare, the NFA and each of the Defendants who published or re-published the defamatory statements;
169. Punitive damages in the amount of \$50,000.00 for the demonstrated malice, ulterior motives and intentional wide public humiliation thereby inflicted;

In respect of the Defamation starting at Paragraph 60

170. An interim and permanent injunction against the Defendants restraining further publications of defamatory statements;
171. Damages in the amount of \$100,000.00 against Clare;
172. Punitive damages in the amount of \$50,000.00 against Clare;

In respect of the Illegal Directors

173. Declaratory relief declaring that:
 - a. the appointment of the Illegal Directors was unlawful and a nullity;
 - b. the purported removal of Claude Colgan, Ericka Clarke and Darlene Mackenzie from the Board of Directors of the NFA was unlawful and of no effect;
 - c. Claude Colgan, Ericka Clarke and Darlene Mackenzie continue to be Directors on the Board of Directors of the NFA;
 - d. All actions of the Illegal Directors and the Board of Directors acting with Claude Colgan, Ericka Clarke and Darlene Mackenzie excluded are of no force or effect; and
 - e. The Illegal Directors and the Clare Directors are personally liable for all damages costs and expenses incurred as a result of the Clare Directors' Board Takeover Attempt.
174. In the event that the Illegal Directors do not oppose the declaration sought in respect of their appointment, declaring that their appointment was unlawful and of no force or effect, no additional relief or costs will be sought against the Illegal Directors.

In respect of the Employment Insurance Loss

175. Damages to Shawn Bevins against the NFA in the amount of \$23,580.00;

176. An order requiring the NFA to correct the Record of Employment filed with Service Canada and to deliver to Shawn Bevins a proper Record of Employment reflecting that he was dismissed without cause;

In Respect of the Clare Directors' Malice and Character Assassination Campaign

177. Damages to the plaintiffs in the amount of \$500,000.00;
178. Orders for damages against the Clare Directors, individually, for punitive damages in the amount of \$50,000 each, or such greater amount as the Court may award;

In Respect of the Defamation Starting at Paragraph 75

179. An interim and permanent injunction against the Defendants restraining further publications of defamatory statements;
180. Damages in the amount of \$100,000.00 against Bracken and each of the Defendants who re-published the defamatory statements;
181. Punitive damages in the amount of \$50,000.00;

In Respect of the Defamation Starting at Paragraph 84

182. An interim and permanent injunction against the Defendants restraining further publications of defamatory statements;
183. Damages in the amount of \$100,000.00 against the NFA, Clare, Lundgard and each of the other Defendants who re-published the defamatory statements;
184. Punitive damages in the amount of \$50,000.00;

In Respect of the Oppression by Unlawful cancellation and Refusal to Renew Membership

185. A declaration in favor of Shawn Bevins, declaring that he is and has throughout 2015 been a full member of the NFA, on such terms as Court deems appropriate; and
186. An injunction restraining the NFA or the Clare Directors from further oppressive actions;

In Respect of the Oppression by Purging Members and Field Officers of the NFA

187. An interim and permanent injunction restraining the NFA and the Clare Directors from:
- a. banning or blocking members from the NFA Facebook site, unless for proper cause as decided by a 2/3 majority vote of the Board of Directors;
 - b. terminating the appointment of Field Officers, unless for proper cause as decided by a 2/3 majority vote of the Board of Directors;
 - c. manipulating the nomination process for Director elections and wrongfully excluding property-qualified potential candidates; and
 - d. such further and other injunctive relief, declarations and orders as may be required to remedy the oppression arising consequential to these wrongful actions by the Clare Directors;
188. A mandatory injunction reinstating all members and Field Officers who wish to return to the NFA;

In Respect of the Oppression by the Illegal Change of Directors

189. An interim and permanent injunction restraining the NFA and the Clare Directors from:
- a. removing or purporting to remove properly-elected Directors of the NFA other than in strict accordance with the Bylaws or the Act; and
 - b. such further and other injunctive relief, declarations and orders as may be required to remedy the oppression arising consequential to these wrongful actions by the Clare Directors;
190. A declaration that Claude Colgan, Ericka Clarke and Darlene Mackenzie remain as Directors of the NFA notwithstanding the attempted illegal removal by the Clare Directors on or about June 7, 2015;
191. A declaration that Dwayne Gorniak, Francis Tenta, and Charles Zach are not and never have been directors of the NFA;

192. A mandatory injunction requiring the NFA and the Clare Directors to publish a statement to the members and the public correcting their deceitful statements regarding the unlawful purported change of Directors of the NFA;

192.1 An Order directing the NFA, or any other appropriate person, to correct the false information submitted to the Director by the False Notice;

193. Such further and other injunctions, orders and relief as is necessary to ensure proper corporate governance of the NFA in accordance with the Bylaws and the Act;

In Respect of the Oppression by Denying Entry to the AGM

194. An interim and permanent injunction restraining the NFA and the Clare Directors from refusing entry to AGM's and all other proceedings where members are entitled to attend; and
195. An award of damages against the Clare Directors in an amount of \$10,000 jointly and severally in respect of the wrongful denial to Shawn Bevins, in his own right and on behalf of Spatha, to enter and attend the AGM and vote according to his rights;

In Respect of the Oppression by Failing to Deliver Audited Financial Disclosure As Required under the Act

196. A mandatory injunction requiring the NFA and each of the Directors of the NFA jointly and severally to take all steps necessary to:
- a. prepare audited financial statements for the last six years, or as may be required under the Act;
 - b. deliver copies of the audited financial statements and Accountants' Report to the members for the aforementioned period;
 - c. bring the NFA into compliance in all other respects with the obligations under all statutes of Canada for the operation of a Not-For-Profit Corporation;

In Respect of the NFA Status of Clare

197. An order declaring that Clare is not a member of the NFA, is not a Director of the NFA, is not the President of the NFA, and has not been since 2010;
198. Such further and other orders as may be just consequential upon the foregoing declaration;

In Respect of the NFA Status of Hagan

199. An order declaring that Hagan is not a member of the NFA, is not a Director of the NFA, and has not been since 2009;
200. Such further and other orders as may be just consequential upon the foregoing declaration;

In Respect of the NFA Status of Rantz

201. An order declaring that Hagan is not a member of the NFA, is not a Director of the NFA, and has not been since 2011;
202. Such further and other orders as may be just consequential upon the foregoing declaration;

In Respect of the Indemnity Provisions under the Bylaws

203. A declaration that the Clare Directors are not entitled to be indemnified in respect of any of the actions complained of herein from the funds of the NFA;
204. Such further and other orders as may be just consequential upon the foregoing declaration;
205. An injunction enjoining the Clare Directors and each of them from utilizing any of the NFA funds or resources for their defense in this action;

In Respect of all acts of Oppression Generally

206. An order removing the Clare Directors as directors of the NFA;
207. An order removing the Clare Directors from all offices held in the NFA;

208. An order or orders calling for such elections, meetings and corporate governance proceedings as are required in order to ensure the proper operation of the NFA;
209. An order appointing a Receiver of the NFA and its assets, if required;
210. All order or orders available under the Act which are required, appropriate and just in the circumstances to remedy the oppressive conduct complained of herein, or as may be further found in the course of this action, and to ensure the proper operation of the NFA and its corporate governance;

Universal Claims

211. In respect of all of the foregoing claims the Plaintiffs claim in addition each of the following:
 - a. Interest pursuant to the *Judgment Interest Act*, R.S.A. 1980, c.J-0.5, and regulations thereto, on all monetary awards;
 - b. such interlocutory and permanent injunctions and orders as may be necessary and just in the circumstances to grant to restrain the defendants and mitigate the damages arising from their wrongful actions;
 - c. costs on a solicitor and own client full indemnity basis; and
 - d. such further and other relief as this Honorable Court deems appropriate.

NOTICE TO THE DEFENDANTS

You only have a short time to do something to defend yourself against this claim:

20 days if you are served in Alberta

1 month if you are served outside Alberta but in Canada

2 months if you are served outside Canada.

You can respond by filing a statement of defence or a demand for notice in the office of the clerk of the Court of Queen's Bench at Calgary, Alberta, AND serving your statement of defence or a demand for notice to counterclaim on the plaintiffs' address for service.

WARNING

If you do not file and serve a statement of defence or a demand for notice within your time period, you risk losing the law suit automatically. If you do not file, or do not serve, or are late in doing either of these things, a court may give a judgment to the plaintiffs against you.

CANADA'S NATIONAL FIREARMS ASSOCIATION
JOINT STATEMENT OF DIRECTORS ERICKA CLARKE, KURT LUCHIA,
DARLENE MACKENZIE, CLAUDE COLGAN and STEPHEN BUDDO

1. On the basis of the available documentation, there is no record that any officers of the Association, or the executive committee or any other committees of the Association, or the "Executive," or the general manager, or any other employees or agents, are authorized to bind the Association, manage the affairs of the Association, spend the money of the Association, or represent the Association, or that the directors have delegated any of their powers to manage or supervise the management of the affairs of the Association to anyone (all of which is referred to as executive powers). Any previous authorizations or delegations have by now expired.

2. In particular:

a. The composition of the executive committee is unknown as the minutes do not establish that the directors resolved to appoint members of the executive committee under the by-laws, and there is no register of membership on the executive committee as required by federal law. The officers are not *ex officio* members of the executive committee. In the absence of evidence to the contrary, we will assume that there is no valid membership of the executive committee.

b. The powers of the executive committee are unknown as the minutes do not establish that the directors resolved to grant powers to the executive committee under the by-laws. By default, the executive committee has no powers. The executive committee does not have the authority to implement the decisions of the directors by default, or to exercise any discretion about their implementation.

c. It has never been made clear that references to "the Executive" necessarily correspond to the executive committee referred to in the by-laws. This needs to be clarified.

d. The president of the Association is expressly prohibited from having any managerial authority, and it has never been open to the directors or anyone else to confer managerial authority onto the president.

e. The president has the power to supervise the executive vice-president on behalf of the directors. A supervisor does not have hire-and-fire authority or budget authority. If the directors ever did resolve to give firing authority to the president, that would be inconsistent with the by-laws. Therefore, regardless of what the directors resolved in 2013, it is not clear how the Sheldon Clare's claim to fire Shawn Bevins on February 24, 2015 was authorized by the by-laws and the available documentation.

f. The executive vice-president position is currently vacant.

g. There is no approved budget.

h. There is no authorization for any travel, meal and entertainment, or other expenses associated with any trip to the United Nations "next week."

3. We reject the principle that approving a budget, on its own, serves to permit anyone to appropriate the Association's money or other property on whatever they feel like. It is not sufficient that the appropriation matches one of the labels on a budget. In order to manage the affairs of the Association, the directors resolve to do or participate in the activities and undertakings of the Association, or resolve to authorize a person to make a decision about it. Once a properly-authorized decision has been made about the Association's activities and undertakings, an authorized person can appropriate a reasonable amount of the Association's money on it. That person must be able to establish that the appropriation has the necessary authorization, and is accountable to the Association for any misappropriated funds.

4. The Association should investigate, and consider legal action or a police complaint, in cases of any misappropriated funds, including appropriations in cases where an officer spent money or directed money to be spent on activities or undertakings which the directors did not resolve to do or participate in. This includes unauthorized travel, hospitality, and sponsorships.

5. This also extends to charges for services, such as lawyers, where the service provider knew or ought to have known that services were not properly authorized by the internal processes of the Association. Responsibility for misappropriations of that nature would be visited upon officers and employees of the Association who allowed it to

This is Exhibit X referred to in the
Affidavit of

Ericka Clarke

Sworn before me this 29 day
of June A.D., 2015

A Commissioner for Oaths
in and for the Province of Alberta

MARTIN S. STOYANOV
Barrister & Solicitor

happen, as well as the service provider who received money or other benefits improperly.

6. The decision to retain and instruct lawyers on behalf of the Association is in the hands of the directors. The available documentation does not establish anything else. Any actions taken by lawyers or other agents of the Association without authorization from the directors should cease immediately until the directors resolve otherwise.

7. The directors of the Association never resolved to oppose the application in court action number 1503-03309. The directors of the Association never resolved to indemnify Sheldon Clare for his participation in that action. The directors of the Association never gave consent to Kenneth G. Heintz or Venture Law Group LLP to act for Sheldon Clare on a joint retainer with the Association, and received no information as to the benefits and risks of such consent. We feel that the joint retainer is not, and has never been, in the best interest of the Association. The directors did not resolve to delegate authority for these decisions to anyone.

8. The directors of the Association never resolved to retain or instruct Kenneth G. Heintz, Venture Law Group LLP, or Guy Lavergne for the purposes of the 2015 annual meeting. The directors did not resolve to delegate authority for that decision to anyone.

9. The directors of the Association never resolved to retain or instruct Guy Lavergne for the purposes of dealing with Shawn Bevins. The directors did not resolve to delegate authority for that decision to anyone.

10. We understand that Mr. Lavergne has written that "The NFA is a corporation that is governed by Canada's Not for Profit Corporations Act. Neither said Act, nor its bylaws require the NFA to obtain board approval to retain an attorney. Hence, there is no resolution on this topic, because none is legally required. In matters of corporate governance, and except for very rare exceptions, the decision to retain an attorney or other professional is an operational decision. Such decision is taken at the executive level, not at the board level. The board of directors' function is to make strategic decisions. Hiring an attorney for a matter such as this one is not a strategic decision. This is so for the NFA as well as other corporations, whether they are NFP or otherwise."

We categorically reject this statement. On the available documentation, it has no application to the affairs of the Association.

11. We are deeply suspicious of the motives of Kenneth G. Heintz, Venture Law Group LLP, and Guy Lavergne. We are not convinced that they are placing the interests of the Association above the personal interests of the Sheldon Clare.

12. The directors have not resolved to approve the comparative financial statements of the Association for 2013 and 2014. There is no report of the public accountant for those financial statements. Both conditions are contrary to federal law.

13. We are not prepared to support a resolution to approve the financial statements for 2013 and 2014 until we have been provided a copy of the journals and accounts for the Association since 2009, and upon review of the same we become satisfied that it is appropriate to approve the statements.

14. Notwithstanding there is no director approval, no evidence of director approval in the form of a signature of a director, and no public accountant's report, the Association is issuing, circulating and distributing the financial statements. This activity is clearly contrary to federal law and must cease immediately.

15. There has been no valid election or appointment of a public accountant of the Association, and we are not prepared to support the appointment of KPMG LLP as the public accountant of the Association at the present time. We are prepared to re-consider once we become better informed as to the circumstances surrounding the involvement of KPMG and what exactly they were told about director approval of their appointment in the previous few months.

16. We consider the engagement of KPMG LLP to conduct an audit of the Association's 2013 and 2014 financial statements absent director or member authority to have been a deliberate and dishonest scheme to force the approval of KPMG as the public accountant after-the-fact insofar as the rejection of KPMG and appointment of an alternate public accountant may involve additional expense. Insofar as we are aware, KPMG is an innocent party in this affair, and the scheme was concocted and set in motion by Sheldon Clare.

17. There has been no directors meeting since March 2, 2015, despite the fact that this is necessary and there have been several demands for it. This is contrary to federal law as it prevents the directors from managing or supervising the management of the affairs of the Association.

18. We are satisfied based on the totality of the circumstances that Sheldon Clare has personally considered the

five of us to have ceased being directors and is preventing a directorsmeeting from being called for the deliberate purpose of his exercise the powers of the directorson his own, without authorization, and for improper purposes.

19. Our expectation of the officers, employees and servants of the Association in such circumstances is to report the details of such activities to the directors. Instead, some officers, employees and servants of the Association have made themselves accomplices to Sheldon Clare's improper activities. They have therefore failed to meet our expectations, and have failed to serve the best interests of the Association as a whole.

20. Sheldon Clare continues to self-apply the titles "chief executive officer" and "CEO," particularly on his business cards and emails. These titles are not part of the Association, are highly misleading, and must not be used by him or anyone else.

21. We categorically reject any personal responsibility for any decline in donation revenue or membership sales, or failure of legislative objectives.

22. We are not satisfied that the summary dismissal of Shawn Bevins was legal under the by-laws, or under employment law. We are not satisfied that his dismissal was in the best interests of the Association. We are satisfied that he was likely dismissed for reasons other than the reasons given to him or to the directors.

23. In any case, whether or not there was cause to dismiss Shawn Bevins, his dismissal was a matter of business judgment that was up to the directors as a whole. In other words, even if there was cause to summarily dismiss Shawn Bevins, we may not have necessarily done so in light of the pressing business that was under his charge, and we certainly would not have done so without a capable replacement lined up.

24. The summary dismissal of Shawn Bevins without a capable replacement was likely the principal cause of any decline in donation revenue or membership sales, the failure of legislative objectives, the delay or failure of the rebranding announcement, and the delay or failure of the new computer software project. To whatever extent the revelations concerning corporate governance, such as records, audits, by-laws, etc. is attributable to these failures, it appears to be caused by Sheldon Clare's systematic and gross mismanagement of the Association that has been sustained for many years.

25. Any agreement concerning the involvement of the Association or its representatives in Bill C-51 was unauthorized. We are not satisfied that there was any reasonable expectation that it would have succeeded in securing non-trivial amendments to Bill C-42.

26. As should be generally known amongst the directors by now, the corporate record-keeping of the Association has been and remains atrociously deficient.

27. We are not prepared to support any resolution of the directors to approve a budget or authorize any expenditures of the Association unless we receive the accounting information requested above and an audit committee of the Association is formed on the following terms:

- a. The committee shall consist of 5 voting members: 3 directors who are not officers and 2 members who are not directors, officers or employees but have signed an NDA;
- b. Quorum of the Committee shall be 3 voting members, at least 2 of which are directors;
- c. Membership on the committee shall be appointed by ordinary resolution of the directors and removed by special resolution of the directors;
- d. The president, executive vice-president (if appointed), treasurer and general manager are all non-voting members of the committee;
- e. A director on the committee may designate another director to act as proxy;
- f. The committee shall determine its own time, place, manner and procedure of its meetings, and may make standing orders;
- g. The committee may exercise the powers of the directors for the purpose of obtaining any information and records pertaining to the affairs of the Association;
- h. No appropriations of any classification may be undertaken except with the prior approval of the committee, and the committee may make recurring appropriations;

- i. Where the committee resolves to make appropriations, it may impose such terms and conditions on the appropriations as it thinks fit and every director, officer, employee and servant of the Association is bound by the terms and conditions, and the committee may do anything the directors may do to enforce such terms and conditions;
- j. No expenditure for the purposes of the publication of an issue of the Canadian Firearms Journal shall be authorized unless the content of the publication is placed before the committee a reasonable time before it is due to be released to the publisher and the final release contains any additions, edits or deletions ordered by the committee;
- k. The committee shall exercise the other powers and functions of an audit committee under the Canada Not-For-Profit Corporations Act;
- l. All membership applications that have not approved and processed within 72 hours of submission to the Association shall be reported by the general manager to the committee.

28. The reason for our audit committee proposal is that we do not trust the officers or employees with the funds of the Association without independent oversight. The situation has deteriorated to the point where we judge it to be more responsible, and in the best interest of the Association, to withhold the funds of the Association than allow unsupervised and unapproved spending to continue.

29. If the directors do not resolve to appropriate funds on the audit committee condition, the Association will not receive authorization from us to appropriate funds on such items as office rental, publication expenses, salaries and benefits, etc., which will affect the operations of the Association.

30. We are confident that the membership will support our audit committee proposal as being fair, reasonable and necessary in the circumstances, and will attribute any interruption in the operations of the Association only to those directors who expect the funds of the Association to be spent without any oversight whatsoever.

31. It is our expectation that this statement will not be well-received by Sheldon Clare, and that he may try to bully the other directors into rejecting it. That would be ill-advised. We would nonetheless encourage the other directors to act upon it. They will have to accept responsibility for the consequences of not doing so.

32. We do not consent to any appropriation for legal advice to the Association or its officers or employees with respect to this statement.

33. We do not consider any resolutions at the purported meetings of the directors or "the Executive" over the past weekend to have been in any way valid. For greater certainty, however, we express dissent in respect of any and all resolutions.

34. We reject Sheldon Clare's assertion that we are restricted from speaking with media. We do not recognize any restrictions whatsoever in this regard.

35. We consider the administration of the "National Firearms Association (official site)" Facebook group to be manipulative, self-serving, and contrary to the best interests of the Association. It has been appropriated by Sheldon Clare and Jerrold Lundgard for the purpose of publishing and suppressing information in accord with their own private interests. This behavior should cease immediately.

36. We consider public statements by Sheldon Clare of the formulation of a federal political party or participation in the 2015 general election as a candidate to be detrimental to the political and financial interests of the Association. In particular, we expect that this has damaged and will continue to damage the Association's relationship with the federal governing party, and it will adversely affect donation revenue due to fear of donations being diverted to Sheldon Clare's personal political cause(s). We consider Sheldon Clare to be in a conflict of interest with the Association, which is sufficient cause for him to step down as director.

—
Ericka Clarke

Alberta-NWT and International Director
National Firearms Association



VENTURE LAW GROUP LLP

Our file number: 61480

June 15, 2015

BY FAX: 403-668-6505
Michael A. Loberg Professional Corporation
Barrister & Solicitor
1000, 888 – 3rd Street SW
Calgary, AB T2P 5C5

Dear Mr. Loberg:

Re: Bevins v. Canada's National Firearms Association, et al ("NFA")

Thank you very much for your correspondence of June 12, 2015 in the above noted matter.

Please note that I am instructed to accept service on behalf of Canada's National Firearms Association, Sheldon Clare, Bill Rantz, Blair Hagen, Jerrold Lundgard and Robert Bracken.

Kindly advise by return whether or not you intend to effect service in the near future and when you choose to do so, I will confirm acceptance of same.

At the moment, I cannot assist you with information with respect to service upon Dwayne Gorniak, Francis Tenta and Charles Zach, but as a courtesy, I will do my best to try to provide you with information in that connection as soon as possible.

I trust the foregoing is satisfactory.

Yours very truly,
VENTURE LAW GROUP LLP

KENNETH G. HEINTZ
KGH:ep
kheintz@venturelaw.ab.ca

cc: Client

This is Exhibit "Y" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.

Martin Stoyanov
Barrister, Solicitor and Notary Public

Jonathon L. Wescott B.A., B.Mgt., LL.B., Trade-mark Agent

9206 91 Street NW
Edmonton, Alberta T6C 3N8
(780) 652-1311 (work) (780) 652-1312 (fax)
jw@albertacounsel.com

EDUCATION

Trade-mark Agent – Intellectual Property Institute of Can./McGill University	2010
LL.B. , <i>University of Alberta</i> , Edmonton, Alberta Participant in the W. Canada Criminal Trial Moot and C.J. Ford Constitutional Moot	2007
Bachelor of Management , (Pol. Sc.) <i>University of Lethbridge</i> , Lethbridge, Alberta	2002-2004
Bachelor of Arts , (Phil.) <i>University of Lethbridge</i> , Lethbridge, Alberta	1993-1997 (granted 2004)

Various seminars with

Legal Education Society of Alberta
Canadian Bar Association
Alberta Civil Trial Lawyers Association
Intellectual Property Institute of Canada
Other legal related continuing education institutions

This is Exhibit "Z" to the Affidavit of Ericka Clarke sworn before me this 29th day of June, 2015.



Martin Stoyanov
Barrister, Solicitor and Notary Public

Professional Experience

Barrister, Solicitor and Trade-mark Agent , <i>Alberta Counsel</i>	Edmonton, Alberta	2012-pres.
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Managing Partner – 3 lawyer firm, advising clients in various practice areas, in particular, corporate governance, not-for-profit governance and affairs, franchising law, corporate/commercial law, condominium law, leasing, intellectual property, and trade-marks.

Executive Director and General Counsel , <i>Wildrose Party</i>	Edmonton, Alberta	2012-2014
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Responsible for all office administration, staff, budgeting, operations, and filings of a registered society with annual revenues (contributions) between \$3M-\$5M.
Prepared proposals and reported directly to an elected Board of Directors including development and strategic planning.
Planned and executed and full office relocation from Calgary to Edmonton, with completely new staff, a full system IT system transition, and operational systems review.
Responsible as primary legal advisor to the Party, including elections, procurement, staffing and external contracts, leasing intellectual property, CRTC compliance, and administrative law issues.
Participated on all senior committees as both a resource and advisor.

Associate , <i>Emery Jamieson LLP</i>	Edmonton, Alberta	2007-2012
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Diverse scope of duties working primarily commercial transactions, trade-marks, and commercial litigation.
Experience appearing at all levels of Court in Alberta, government and municipal councils; and various administrative bodies.

Officer, Canada Border Services Agency (Immigration/Customs) Vancouver, B.C. 2006

Customs and Immigration Officer at Canada's busiest port.
 Duties included enforcing legislation, regulations and policy on immigration and customs/excise.
 Training included information and exercises in investigative questioning, profile evaluation,
 narcotics, organized crime, document analysis, security, immigration patterns and movement.

President, Bassic Audio Ltd. And Intellihomes Inc. Lethbridge, Alberta 1998-2003

Started, owned and operated a full service car/home audio/video and electronics retail and
 installation outlet with gross revenues close to \$1Million.
 Managed operations of a residential/commercial integrated technologies company.
 Facilitated all requirements for a four person staff including accounting duties.
 Engineered, designed and executed plans for automated home systems including full audio/video
 integration.

President, Students' Union, University of Lethbridge Lethbridge, Alberta 1997-1998

Managed the operation of a \$1.7M not-for-profit organization.
 Represented students and student concerns at all levels of the community and government.
 Managed office staff, programs and projects at the University.
 Lobbied University administration and government for changes in public policy.
 Clubs Director of the Students' Union in 1996-1997.

Provincial Chairman, Council of Alberta University Students Alberta 1997-1998

Acted on behalf of all University students within the province of Alberta (> 70,000 students).
 Participated in numerous government and institutional advisory councils and forums for policy
 discussion, creation and implementation and effectively lobbied for student rights.
 Participated in the creation of the recently expired Alberta Tuition Cap policy.

Research assistant, Peterson and Purvis Law Offices Lethbridge, Alberta 1996

Learned research techniques and an introduction to the law library.
 Researched precedent in the area of civil law for senior partners of the firm.

Professional Memberships

- Member – Canadian Bar Association (Current and past chairperson/exec. of various sections)
- Member – Law Society of Alberta
- Intellectual Property Institute of Canada - Member
- Past Member – Alberta Trial Lawyers Association

Volunteer Experience

Member, Dean's Advisory Committee - Legal Assistant Program Edmonton, Alberta 2012-pres.
 (MacEwan University)

Community and industry advisor to the academic staff in regards to student academic programming.

Guest Lecturer, Northern Alberta Institute of Technology (NAIT) Edmonton, Alberta 2007-2013

Guest lecturer on Contracts and current legal issues relevant to construction and trades.

Past President, Board of Directors, La Caille Condominium Corp. Edmonton, Alberta 2007-pres.

Work with a dedicated group of board members to overcome the hurdles surrounding a major
 restoration project budgeted at over \$3 Million.
 Attend to the regular duties and operations surrounding a condominium corporation.

Member, Organizing Committee, Habitat for Humanity – Law Build	Edmonton, Alberta	2007-2013
Assisted in website development and to mobilize volunteers and community partners from the legal community to aid in building affordable housing and promoting home ownership as a means to breaking the cycle of poverty.		
Exec. Member, Organizing Committee, Alta. Law Day - Edmonton	Edmonton, Alberta	2007-2013
Law Day is a province-wide family event that features displays, demonstrations, and mock trials to help people learn and participate in the Canadian legal system.		
Chairman, Board of Directors, Student Legal Services of Edmonton	Edmonton, Alberta	2007-2013
After serving two terms as a board member, I was appointed Chairman of the organization. Student Legal Services is a non-profit charitable organization of approximately 300 volunteer law students that provide year-round free legal services to those individuals who are unable to afford a lawyer.		
Prov. Exec. Member, Alberta political parties	Edmonton, Alberta	2008-2014
Executive member (both as elected and as volunteer) at the constituency and provincial level (as Treasurer – 2 terms and as the Provincial Secretary).		
Member, Faculty of Law Building Committee, Univ. of Alberta	Edmonton, Alberta	2005-2007
Sole student representative to the Faculty of Law Centre Building Committee which had a mandate to design, bid, build (renovate) a \$2.5M+ upgrade.		
Co-Chair, Faculty of Law Transitions Committee, Univ. of Alberta	Edmonton, Alberta	2006
Facilitator and Co-Chairperson of a committee with a mandate to report to Law Faculty Governing Council on the experiences and recommendations of students to enhance student life.		
V. P. Academic, Law Students' Association, University Of Alberta	Edmonton, Alberta	2005-2006
Student representative on the Law Faculty Council. Counselled students on Academic concerns and advocated student rights within the university and community (Volunteering approximately 30 hours per week).		
Volunteer, Student Legal Services (criminal and civil projects)	Edmonton, Alberta	2004-2007
Actively worked with other students and supervisors to offer legal information to low income members in the community and volunteered at a women's shelter. Represented a principal in a binding arbitration process as an alternative to a pending trial. Appeared as agent in docket court to adjourn, speak to sentence or enter a plea for principals.		
Charter Member, Rotary Club (Downtown and Sunrise)	Lethbridge, Alberta	1997-2002
Exec. Member/ Moderator, S. Alberta Council on Public Affairs	Lethbridge, Alberta	1997-2001
Member, Presidents Ethical Advisory Committee, University of Lethbridge	Lethbridge, Alberta	1996-1998
Exec. Member, General Faculties Council, University Of Lethbridge	Lethbridge, Alberta	1997-1998
Delegate, Alberta Growth Summit, Government Of Alberta	Edmonton, Alberta	1997-1998
Exec. Member, Board Of Governors, University Of Lethbridge	Edmonton, Alberta	1997-1998
Exec. Member, Senate, University Of Lethbridge	Edmonton, Alberta	1997-1998
Delegate, Ministers Advisory Committee (AECD) Learning Enhancement Envelope, Govt. Of Alberta	Edmonton, Alberta	1997
Member, General Faculties Council, University Of Lethbridge	Lethbridge, Alberta	1996-1997

Skills and Interests

Culinary Adventures and training - attending numerous professional culinary training courses
Rugby – Golden Berristers - Univ. of Alberta Law (Past Vice President), Trolls - Univ. of Lethbridge (Past Club President), downhill skiing, hockey and golf
Motorcycle Riding (my 'ol 1992 Harley Davidson)
International Travel, Cooking and Entertaining
Open water diving - PADI scuba open water certified (working on advanced certification)
A+ Computer Certified Technician, Comptia, Lethbridge, Alberta
Professional Electronics Installer (with honours), Mobile Dynamics, Toronto, Ontario

References

I would be pleased to provide additional references upon request. An immediate shortlist for your consideration includes:

Scott Chen – Board Member Edmonton Minor Soccer Association, Mentor and Government Lawyer – 780-224-6314

Shayne Saskiw – Former Member Legislative Assembly and Lawyer – 780-646-3233

Darin McKinley – Counsel – University of Alberta – 780-340-8331