

**BY-LAW 1-30
CONDENSED VERSION**

**A by-law relating generally to the
Company and the transaction of
the affairs of RECREATION AND PARKS
ASSOCIATION OF NEW BRUNSWICK, INC.**

Contents of Articles

One-	Interpretation
Two-	Transaction of the Affairs of the Company
Three-	Directors
Four-	Officers
Five-	Protection of Directors and Officers
Six-	Members
Seven-	Meetings and Members
Eight-	Notices
Nine-	Auditor
Ten-	By-laws

BE IT ENACTED as a by-law of the Company as follows:

ARTICLE ONE

INTERPRETATION

1.01 Definitions In this by-law and all other by-laws of the Company, unless the context otherwise requires:

"Act" means the Companies Act and any act that may hereinafter be substituted therefore, as from time amended;

"Executive" will consist of; President, Secretary/Treasurer, Past President or President Elect. At no given time will a President Elect and Past President serve at the same time.

"Board" means the Board of Directors of the Company; including Executive members, and Directors.

"Company" means the Company without share capital incorporated under the Act by letter patent dated April 13, 1987 and supplementary letters patent dated March 12, 1990 and named RECREATION AND PARKS ASSOCIATION OF NEW BRUNSWICK, INC.

"Letters Patent" means the letters patent incorporating the Company as from time to time amended and supplemented by supplementary letters patent;

"Meetings of Members" includes an annual meeting of members and a special meeting of members;

"Special meeting of members" includes a meeting of any class or classes of members, as well as special general meeting of members;

Words importing the singular number include the plural and vice versa; words importing the masculine gender include the feminine and neutral genders; and words importing persons include individuals, companies, partnerships, trusts, and un-incorporated organizations.

ARTICLE TWO

TRANSACTION OF THE AFFAIRS OF THE COMPANY

- 2.01 Head Office. Until changed in accordance with the act, the head office of the Company shall be in the City of Fredericton, in the County of York, in the Province of New Brunswick
- 2.02 Seal. The seal of the Company shall be in the form impressed heron.
- 2.03 Financial Year. Until otherwise ordered by the Board, the financial year of the Company shall end on the 31st day of March in each year.
- 2.04 Execution of Instruments. Deeds, transfers, assignment, contracts, obligations, certificates and other instruments may be signed on behalf of the Company by any two (2) persons who are the President, the President-Elect, or the Secretary/Treasurer. In addition, the Board may from time to time direct the manner in which and the person or persons by whom any particular instrument or class of instrument may or shall be signed. Any person authorized to sign an instrument on behalf of the Company may affix the corporate seal thereto.
- 2.05 Banking Arrangements. The banking business of the Company shall be transacted with such banks, trust companies or other firms or corporations as may from time to time be designated by or under the authority of the Board. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegation of powers as the Board may from time to time prescribe or authorize.
- 2.06 Borrowing Power. The company shall not incur debts by borrowing money unless prior approval for such activity has been obtained by passage of a motion by a two-thirds majority of the Board provided that a notice of the borrowing motion is included in the agenda circulated for the meeting of the Board.

ARTICLE THREE

DIRECTORS

- 3.01 Number of Board Members and Quorum. The affairs of the company shall be managed by its Board of Directors. Until changed in accordance with the Act, the Board shall consist of ten (10) Board Members: President, Past President or President Elect, Secretary/Treasurer, and 7 Directors who from time to time chair standing or ad hoc committees. Fifty percent plus one, sitting members of the Board, shall constitute a quorum.
- 3.02 Qualification. No person shall be qualified as a Board Member unless he/she is a member and is nineteen (19) or more years of age; provided that if a person who is not a member is elected a director he/she may so qualify by becoming a member within ten (10) days after the date of his/her election.
- 3.03 Election and Term. With the exception of the President (2 years), past President (1 Year) and President elect (1 Year), Board Members shall hold office for (2) years or until their successors are elected and duly installed. Board Members will be limited to three (3) consecutive terms. The Board shall be elected at the Annual Meeting of members. Board Members shall be elected on a staggered basis, four (4) in even-numbered years and three (3) in odd-numbered years. All terms of office shall coincide with the Annual Meeting.

If a new Board member is not elected at an Annual Meeting, the Board Member then in office can continue in office until their successors are duly elected. Retiring Board Members shall not be eligible for re-election until two years after the completion of their previous term. The election may be by a show of hands or by resolution of the members unless a ballot is demanded by any member.

Election/Executive process: Once a slate of directors is elected to the Board; the Board will then elect a President Elect. That person agrees to accept the nomination. They will then sit one year on the Executive as President Elect, the next year they become the Board President and the current President becomes Past President. They will then serve two years as President. During the President's second year, the board will elect a new President Elect and the cycle continues.

- 3.04 Vacation of Office. The office of a director shall be vacated upon the occurrence of any of the following events: (a) if a receiving order is made against him/her or if he/she makes an assignment under the Bankruptcy and Insolvency Act (b) if an order is made declaring him/her to be a mentally incompetent person or incapable of managing his/her affairs; (c) on death; or (d) if by notice in writing to the Secretary/Treasurer of the Company he/she resigns his office or (e) if a member of the Board has been absent for three (3) consecutive meeting of the Board without just cause.

- 3.05 Removal of Board Member. The members may, by resolution passed by at least two-thirds (2/3) of the votes cast thereon at a special meeting of members called for that purpose, remove any director before the expiration of his/her term of office and may, by majority vote, elect any person in his/her stead for the remainder of his/her term.
- 3.06 Vacancies. Vacancies on the board may be filled for the remainder of the director's term of office either by the members at a special meeting of members, called for that purpose or by the board, if the remaining directors constitute a quorum.
- 3.07 Calling of Meetings. Meetings of the Board shall be held from time to time at the call of the Board or the President or any two (2) Board Members. Notice of the time and place of every meeting so called shall be given to each director not less than forty-eight (48) hours (excluding Saturdays, Sundays and bank holidays) before the time when the meeting is to be held, save that if all the Board Members entitled to vote thereat are present in person or waive notice of, or otherwise signify their consent to such meeting being held.
- 3.08 First Meeting of New Board. Provided a quorum of Board Members is present, each newly-elected Board may without notice hold its first meeting immediately following the meeting of members at which such Board is elected.
- 3.09 Regular Meetings. The Board may appoint a day or days in any month or months for regular meetings at a place and hour to be named. A copy of any resolution of the Board fixing the place and time of regular meetings of the Board shall be sent to each director forthwith after being passed, but no other notice shall be required for any such regular meeting. A minimum of four (4) regular meetings of the Board shall take place in any financial year.
- 3.10 Place of Meeting. Meetings of the Board shall be held at the head office of the Company, or via teleconference call, or via online videoconference, or elsewhere in New Brunswick or, if the Board so determines and all absent Board Members consent, at some place outside New Brunswick.
- 3.11 Chairman. The President or, in his/her absence, the President-Elect or Past President shall be Chair of any meeting of Board; and, if no such officer be present, the Board Members present shall choose one (1) of their number to be Chair. The Chair shall not cast a vote on any matter except in the case of a tied vote of the Board Members present.
- 3.12 Votes to Govern. At all meetings of the Board Members, every question shall be decided by a majority of the votes cast on the question; and in case of an equality of votes, the Chair of the meeting shall cast the determining vote.

- 3.13 Interest of Board Member in Contracts. No Board Member shall be disqualified by his/her office from contracting with the Company nor shall any contract or arrangement entered into by or on behalf of the company with any Board Member or in which any Board Member is in any way interest by liable to be avoided nor, subject to the provisions of the Act, shall any Board Member so contracting or being so interested be liable to account to the Company or any members for any profit realized by any such contract or arrangement by reason of such Board Member holding that office or the fiduciary relationship thereby established.
- 3.14 Declaration of Conflict of Interest. It shall be the duty of every Board Member of the Company who is in any way, whether directly or indirectly, interested in a contract or arrangement or proposed contract or proposed arrangement with the Company, to declare such interest to the extent, in the manner and at the time required by the Act and to refrain from voting in respect of the contract or arrangement or proposed contract or proposed arrangement if and when prohibited by the Act.
- 3.15 Remuneration. The Board Members shall receive no compensation, either directly or indirectly for acting as such and shall not receive, either directly or indirectly, any profit from their office. The Board Members shall be paid their travelling and other out-of-the pocket expenses properly incurred by them in attending meetings of the Board or of the members. No confirmation by the members of any such payment shall be required.
- 3.16 Committees. The Board or designate shall establish committees as appropriate and appoint or approve the members of such committees.

Any committee may formulate its own rules of procedures, subject to regulations and directions as the Board may from time to time make.

- 3.17 Executive Committee. The Executive Committee shall be composed of the President, Past President or President-elect, and the Secretary/Treasurer, as determined by the Board. A majority of the Executive Committee shall constitute a quorum. All actions of the Executive Committee shall be subject to ratification by the Board. The Executive Committee shall manage the affairs of the Corporation between meetings of the Board. Meetings of the Executive Committee shall be held from time to time at the call of the President, who shall act as Chair of the Executive Committee, or any two (2) members of the Executive Committee. Any member of the Executive Committee who is not a duly elected member of the Board shall not have voting privileges on the Executive Committee.
- 3.18 Executive Director. The Board shall, in order to effectively and efficiently carry out its responsibilities for the general management of the affairs of the Company, be empowered to appoint or employ an Executive Director and other such persons as may be required, fix their rates of pay, prescribe their duties and terms of

employment. The Executive Director shall be a non-voting member of the Executive Committee, and the Board.

ARTICLE FOUR

OFFICERS

- 4.01 Election of Board Members. At its annual meeting, the General Membership shall elect a slate of Board Members nominated by the General Membership. The number of elected Board Members will alternate between 4 and 3, depending on the required number of seats to fill.
- 4.02 President. The President shall provide general management and direction, subject to the authority of the Board, to the company and transaction of the affairs of the Company. He/she shall have such other powers and duties as the Board may prescribe. The President shall preside at general and special meetings of the Company and shall also chair meetings of the Executive Committee. The President shall be ex-officio to all committees. After the President has completed his/her term he/she shall automatically become Past-President of the Company.
- 4.03 President-Elect or Past President. During the absence or disability of the President, his/her duties shall be performed and his/her powers shall be exercised by the President-elect or Past President. The President-Elect shall have such other powers, and duties as the Board or the President may prescribe. During a year where a President-Elect exists, once he/she has completed their term of one year he/she shall automatically become President of the Company the following year. The President-Elect position will only exist when the Past President position is not filled.
- 4.04 Secretary/Treasurer. Shall enter or cause to be entered in books after that purpose minutes of all proceedings at meetings of Members, Executive and Board Members; he/she shall give or cause to be given, as and when instructed, all notices to members and Board Members; he/she shall oversee the custodian of the stamp or mechanical device generally used for affixing the corporate seal of the Company and of all books, papers, records, documents, and other instruments belonging to the Company except when some other officer or agent has been appointed for that purpose; and he/she shall perform such other duties as the Board or the President may prescribe. He/she shall oversee the care and custody of the funds and other financial assets for the Company and for ensuring that payment is made for all approved expenses incurred by the Company. Secretary/Treasurer shall oversee full and accurate books of account in which shall be recorded all receipts and disbursements of the Company and, under the direction of the Board, shall ensure the Bookkeeper controls the deposit of money, the safekeeping of securities and the disbursements of the funds of the Company; he/she shall render to the Board whenever required an account of all his/her transactions as Secretary/Treasurer and of the financial position of the Company.

At each Annual Meeting the Secretary/Treasurer of the Company will present an audited account of the finances of the Company for the preceding year, and a budget for the following year.

- 4.05 Committee Chairs: Each Board Member appointed to chair a committee shall oversee the company and work of that committee, subject to the guidelines and terms of reference as set from time to time by the Board. The Committee Chair shall ensure that operating procedures for the committee are established and followed and that all members indicating an interest in the committee are given opportunities to participate. The Chair shall report the work of the committee at meetings of the Board, at the Annual meeting of members, and shall liaise with the chairs of the other committees as required
- 4.06 Duties of Other Board Members. The duties of all other Board Members of the Company shall be such as to terms of their engagement call for or as the Board or the President may prescribe. Any of the powers and duties of a Board Member to whom an assistant has been appointed may be exercised and performed by such assistant, unless the Board or the President otherwise directs.
- 4.07 Variation of Duties. From time to time the Board may vary, add to or limit the powers and duties of any Board Member.
- 4.08 Agents and Attorneys. The Board shall have power from time to time to appoint agents or attorneys for the company in or out of New Brunswick with such powers of management or otherwise (including the power to appoint as may be thought fit).
- 4.09 Fidelity Bonds. The Board may require such officers, employees, and agents of the Company as the Board deems advisable to furnish bonds for the faithful discharge of their duties, in such form and with such surety as the Board may from time to time prescribe.
- 4.10 Vacancies. A vacancy in the office of the President shall be filled by the Advancement of the President-Elect, or Past President. This is dependent on where the Executive sits in the cycle. In the event of the President-Elect filling the vacant President position, they shall still retain their title as President-Elect and shall obtain the title of President for the year immediately following that in which he/she advanced to the office of the President. When a vacancy occurs in the office of President-Elect, a new President-Elect shall be selected by a vote of the Board of Directors of the Company in a special election. This is only necessary in a year where a Past President doesn't sit on the Board.
- .

ARTICLE FIVE

PROTECTION OF BOARD MEMBER AND OFFICERS

- 5.01 Limitation of Liability. No director or officer of the Company shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Company through the insufficiency or deficiency of title to any property acquired by order of the Board for or on behalf of the Company, or for the insufficiency or deficiency of any security in or upon which any of the monies of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any of the monies, securities or effects of the Company shall be deposited, or for any loss, damage or misfortune whatever which shall happen in the execution of the duties of his/her office or in relation thereto unless the same shall happen through his/her own willful neglect or default.
- 5.02 Indemnity. Every Board Member of the Company and his/her heirs, executors, and administrators and estate and effects, respectively, shall from time to time be indemnified and saved harmless out of the funds of the Company from the against:
- (a) All costs, charges and expenses whatsoever that such Board Member sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him/her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his office; and
 - (b) All other costs, charges and expenses that he/she sustains or incurs in or about or in relation to the affairs of the Company; except such costs, charges or expenses as are occasioned by his/her own willful neglect or default.

ARTICLE SIX

MEMBERS

- 6.01 Members. The membership of the company shall consist of the applicants for incorporation of the Company and such other persons, groups, municipalities or corporations as are admitted to the membership of the Company by resolution of the Board. The Board shall determine, from time to time, membership categories, criteria for membership and voting privileges of various membership categories. Membership may be conditional upon payment of a fee, assessment or other charge.
- 6.02 Term of Membership. The interest of a member in the company is not transferable and lapses and ceases to exist upon failure to pay the fee for membership, if any, within a time after which such fee is due as the Board may prescribe for time to time or upon death or a member resigning or otherwise ceasing to be a member in accordance with the by-laws of the Company.

- 6.03 Registration. A member may resign by a registration in writing, which shall be effective upon delivery of the registration or a copy thereof to the Board.
- 6.04 Removal. The Board may pass a resolution authorizing the removal of a member for cause from the register of members of the Company. No such resolution shall be put before the Board until after the member in question has been notified in writing of the cause and afforded an opportunity for a hearing before the Board. The Board shall notify any such member of the act which, in their opinion, is improper or detrimental to the Company and of the time and place of the meeting of the Board at which the member in question will be heard. Such notice shall be given at least one (1) week prior to such meeting.
- 6.05 Rights of members. Members are entitled to:
- (a) Stand for elected office
 - (b) Have access, with adequate notice to the Secretary/Treasurer, to the accounts and financial records of the Company.
 - (c) Nominate candidates for the Board of Directors.
 - (d) Receive adequate notice of meetings of members
 - (e) Have access to all services of the Company.
- 6.06 Membership fees. The Board shall set from time to time the annual membership fees for all classifications of membership.

ARTICLE SEVEN

MEETINGS OF MEMBERS

- 7.01 Annual Meeting. The annual meeting of the members shall be held once per year at such time and on such days, as the Board of Directors or President may from time to time determine, (usually in conjunction with the Fall Conference) for the purpose of receiving the reports and statements required by the Act to be placed before the annual meeting, electing Board Members, appointing auditors and fixing or authorizing the Board to fix their remuneration, and for the transaction of such other matters as may properly be brought before the meeting.
- 7.02 Special Meetings. The Board, the President, any five (5) Directors, or the written request of twenty (20) percent of the voting members of the company, shall have the power to call a special meeting of members at any time.
- 7.03 Place of Meetings. Meeting of members shall be held at the head office of the Company or if the Board shall so determine, at some other place in New Brunswick or elsewhere; provided that every meeting of members at which Board Member are elected shall be held within New Brunswick.

- 7.04 Notice of Meetings. Notice of the time and place of each meeting of members shall be given in the manner hereinafter provided not less than ten (10) days before the days on which the meeting is to be held to each member of record at the close of business on the day on which the notice is given. Notice of a special meeting of members shall state the general nature of the matters to be considered at it. The auditors of the Company are entitled to receive all notices and other communications relating to any meeting of members that any member is entitled to receive.
- 7.05 Meetings Without Notice. A meeting of members may be held at any time and place without notice if all the members entitled to vote thereat are present in person or waive notice of, or otherwise consent to, such meeting being held, and at such meeting any matters may be considered which the Company at a meeting of members may transact.
- 7.06 Chair, Secretary/Treasurer and Scrutineers. The President, or in his/her absence, the President-Elect or Past President who is a director of the Company shall be Chair of any meeting of members; if no such officer is present within fifteen (15) minutes from the time fixed for holding the meeting, the persons present and entitled to vote shall choose one (1) of their number to be Chair. If the Secretary/Treasurer of the Company is absent, the Chair shall appoint some person, who need not be a member, to act as Secretary/Treasurer of the meeting. If desired, one (1) or more scrutineers, who need not be members, may be appointed by a resolution or by the Chair with the consent of the meeting.
- 7.07 Persons Entitled to be Present. The only persons entitled to attend a meeting of members shall be those entitled to vote thereat, the auditors of the Company and others who, although not entitled to vote, are entitled or require under any provision of the act or the letters patent or by-laws to be present at the meeting. Any other person may be admitted only on the invitation of the Chair of the meeting or with the consent of the meeting.
- 7.08 Quorum. A quorum for the transaction of the business at any meeting of members shall be twenty (20) members present in person and each entitled to vote thereat.
- 7.09 Right to vote. At any meeting of members, every person shall be entitled to vote who is at the time of the meeting entered in the books of the Company as a member of the Corporation.
- 7.10 Proxy. There shall be no voting by proxy at any meeting of the Company, the Board or any Committee.
- 7.11 Votes to Govern. At any meeting of members, every question shall, unless otherwise required by the letters patent or by-laws of the Company or by law, be determined by the majority of votes cast on the question.

- 7.12 Show of Hands. Any question at a meeting of members shall be decided by a show of hands unless, after a show of hands, a poll thereon is required or demanded as hereinafter provided. Upon a show of hands, every person who is present and entitled to vote shall have one (1) vote. Whenever a vote by show of hands shall have been taken upon a question, unless a poll thereon is so required or demanded, a declaration by the Chair of the meeting that the vote upon the question has been carried or carried by a particular majority or not carried and an entry to that effect in the minutes of the meeting shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against any resolution or other proceeding in respect of the said question, and the result of the vote so taken shall be the decision of the members upon the said question.
- 7.13 Polls. After a show of hands has been taken on any question, the Chair may require or any person entitled to vote on the question may demand a poll thereon. A poll so require or demanded shall be taken in such manner as the Chair shall direct. A demand for a poll may be withdrawn at any time prior to the taking of the poll. Upon a poll, each person present shall be entitled to one (1) vote, and the result of the poll shall be the decision of the members upon the said question.
- 7.14 No Casting Vote. In case of the equality of votes at any meeting of members either upon a show of hands or upon a poll, the Chair of the meeting shall not be entitled to an additional or casting vote. An equality of votes signifies defeat of the motion.
- 7.15 Resolutions. The resolution process shall be governed by a policy developed, approved and implemented by the Board of Directors from time to time. See attached guidelines (Appendix A)
- 7.16 Adjournment. The Chair at a meeting of members may, with the consent of the meeting and subject to such conditions as the meeting may decide, adjourn the meeting from time to time and from place to place.

ARTICLE EIGHT

NOTICES

- 8.01 Method of Giving Notice. Any notice (which term includes any communication or document) to be given, sent, delivered, or served pursuant to the act, the letters patent, the by-laws, or otherwise to a member, director, officer, or auditor shall be sufficiently given if delivered to his last address as recorded in the books of the Company or if mailed by prepaid ordinary mail or airmail addressed to him at this last address as recorded in the books of the Company or if sent to him at his said address by any means of transmitted or recorded communication. The Secretary/

Treasurer may change the address on the Company's books of any member, director, officer, or auditor in accordance with any information believed by him to be reliable. A notice so delivered shall be deemed to have been given when it is delivered personally or at the address aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice sent by any means of transmitted or recorded communication shall be deemed to have been given when delivered to the appropriate communication company or agency or its representative for dispatch.

- 8.02 Computation of Time. In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included.
- 8.03 Omissions and Errors. The accidental omission to give any notice to any member of the organization, Board Members, or auditor or the non- receipt of any notice by any Board Member or auditor or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.
- 8.04 Waiver of Notice. Any Board Member or auditor may waive any notice required to be given to him under any provision of the act or the letters patent or the by-laws of the Company, and such waiver, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in giving such notice.

ARTICLE NINE

BY-LAWS

- 9.01 Appointment and Remuneration. The members shall at each Annual Meeting appoint an auditor if they deem it necessary, to audit the accounts of the Company and to hold office until the next annual meeting, provided that the Board Member may fill any casual vacancy in the office of the auditor, the remuneration of the auditor shall be fixed by the Board of Directors.

ARTICLE TEN

BY-LAWS

- 10.01 Repeal and Amendment. The by-laws of the Company may be repealed or amended by by-law enacted by a majority of the Board Members 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 special meeting duly called for the purpose of considering the said by-law.

Appendix A

Guidelines for Presenting Resolutions (Based on Canadian Parks & Recreation Association Guidelines)

1. Purpose for Resolution

The Recreation and Parks Association of New Brunswick (RPANB) encourages its members to participate in shaping the direction and priorities of their company. One way of bringing concerns to the association is through resolutions.

Resolutions are formal expressions of views, which identify a problem or issue and form a directive or action.

Resolutions are brought before the general membership of RPANB at the Annual General Meeting. Resolutions may also be submitted to the Associations' Board of Board Member at any of its regular meetings.

Resolutions may be submitted by any member or group of members in good standing with the RPANB.

2. Preparation of Resolutions

Any notice of motion, or proposed resolution from a member shall be included in the agenda circulated for a meeting of members if it is received by the Executive Director or Designate at least four (4) days before the agenda is due to be circulated. At the Annual Meeting of Members, a resolution may be added to the agenda if the Executive Director or Designate receives the resolution in writing at least twelve hours prior to the commencement of the Annual Meeting

RPANB will consider resolutions that deal with issues that are clearly of provincial scope and fall within the jurisdiction of the provincial government, affect interactions between municipalities or other recreation providers in the province or affect the RPANB itself. Purely municipal or local issues will not be supported by major research and advocacy activity unless otherwise directed by the membership at the Annual General Meeting.

The Descriptive Clauses (WHEREAS...) should clearly and briefly set out the reasons for the resolution. If the sponsor believes that the rationale cannot be explained in a few preliminary clauses, the problems should be fully stated in supporting documentation.

The Operative Clauses (BE IT RESOLVED...) must clearly set out its intent, stating a specific proposal for any activity which the sponsor wishes RPANB to take (e.g. Be it resolved that the RPANB urge / endorse / petition / enact...) The wording should be clear and brief. Generalization and unsubstantial statement should be avoided.

Background information such as research material should be submitted with the resolution but not necessarily included in the body of the resolution. When a resolution is not self-explanatory and when adequate information is not received, RPANB staff may return the resolution to the sponsor with a request for additional information or clarification.

3. Disposition of Resolutions

Any notice of motion, or proposed resolution from a member shall be included in the agenda circulated for a meeting of members if it is received by the Executive Director or Designate at least four (4) days before the agenda is due to be circulated.

At the Annual Meeting of Members, a resolution may be added to the agenda if notice of the Secretary/Treasurer receives the resolution in writing at least twelve hours prior to the commencement of the Annual Meeting.

Resolutions will be reviewed by the Secretary/Treasurer and the executive director and provided that they meet the overall criteria for acceptance, forwarded to the general membership. Where time permits, additional information or clarification may be requested from the sponsor.

No resolution will be considered from the floor of the annual general meeting.

Resolutions will be voted upon at the Annual General Meeting by individual vote. Approval of a resolution binds the Association to action.

4. Review Criteria

- a) Resolutions may be submitted by any member or group of members in good standing with the RPANB.
- b) Resolutions that address issues of provincial scope and fall within the jurisdiction of the provincial government, affect interactions between municipalities or other recreation providers in the province or affect the RPANB itself will be supported. Purely municipal or local issues will not be supported by major research and advocacy activity unless otherwise directed by the membership at the Annual General Meeting.
- c) Resolutions must be in writing, clearly worded, self explanatory and supported by any necessary background information. The name of the sponsor must be included and the resolution must be signed.
- d) Resolutions received after a deadline will be dealt with by the Board at its next regular meeting. Disposition of late resolutions may include deferral to the next Annual General Meeting where appropriate.