

Organization Bylaw
Riding Mountain Biosphere Reserve
January 2007

1.1 This being a bylaw deemed necessary to manage the affairs of The Riding Mountain Biosphere Reserve pursuant to the Constitution of the Riding Mountain Biosphere Reserve. In short form, this bylaw shall be known as Organization Bylaw.

1.2 The affairs of the organization shall be governed by an eight member Board of Directors elected and/or appointed at the annual general meeting pursuant to Clause 8 from Biosphere membership governed by Clause 6 of the Constitution of the Riding Mountain Biosphere Reserve.

2.0 Definitions

On Request

3.1 Role of the Board of Directors

The Board of Directors shall have the following role(s):

- (a) develop and recommend programs, projects, policies and directives designed to meet and further the objectives of the organization.
- (b) implement such programs, policies and directives approved by the Organization at or during regular meetings of the Organization.
- (c) carry out or conduct such activities resulting from resolution passed during regular or annual meeting of the Organization.

4. Board of Directors

The following shall be considered as general duties of members of the Board of Directors;

- (a) support and further such actions, activities that promote the well being of the Riding Mountain Biosphere Reserve.
- (b) participate in the development of polices, projects and general management of the Board.
- (c) participate in all meetings or other committees or bodies as directed by the Board.
- (d) bring forward anything that may promote the well being, interest and effectiveness of the Board of Directors or Riding Mountain Biosphere Reserve.
- (e) appoint an interim director upon the resignation or death of a board member.

4.1 Duties of the Chair, Riding Mountain Biosphere Reserve.

- (a) in addition to general duties as a member of the Board of directors provide leadership and direction to the Riding Mountain Biosphere Reserve.
- (b) preside as chair of annual, regular or any special meeting of Riding Mountain Biosphere Reserve.

4.2 Duties of Chair of Board of Directors

- (a) act in capacity of chair of any regular or annual meeting of the Riding Mountain Biosphere Reserve in the absence of the chair.
- (b) chair meetings of Board of Directors
- (c) provide such direction to and liaise with the Executive Director as required.

5. Executive Director

The employee known as Executive Director shall be offered employment upon recommendation of the Board of Directors to the members and upon approval of members of The Riding Mountain Biosphere Reserve.

5.1 The Executive Director shall serve at the pleasure of the Board of Directors.

5.2 Duties of the Executive Director

The Executive Director is the chief representative of Riding Mountain Biosphere Reserve and shall have general supervision of the day to day affairs and business of the organization. It shall be the duty of the Executive Director to receive and disburse funds, to prepare periodic reports on the financial condition of Riding Mountain Biosphere Reserve. The accounts shall be subject to periodic audit, at the discretion of the Board of Directors. Upon succession of the Executive Director, the accounts must be audited by a certified public accountant. It shall be the responsibility of the Executive Director to keep minutes of each annual business meeting for approval at the next, to perform other duties usually attached to the office of Executive Director, to act as the lead contact person and coordinator for projects adopted by the Board and to act at the request of the Chair and/or Executive Committee.

6. Committees

From time to time the general membership of Riding Mountain Biosphere Reserve or the Board of Directors, Riding Mountain Biosphere Reserve may deem it necessary.

6.1 The resolution identified in 6.0 shall include the duties of the committee as well as reporting procedures.

7.0 Signing officers for the Riding Mountain Biosphere Reserve shall be any two of the following:

- (a) Chair, Riding Mountain Biosphere Reserve
- (b) Chair, Board of Directors, Riding Mountain Biosphere Reserve
- (c) Executive Director, Riding Mountain Biosphere Reserve
- (d) any director of Board of Directors upon resolution duly passed by general membership of Riding Mountain Biosphere Reserve.

8.0 This bylaw shall come into effect upon being approved by the membership or Riding Mountain Biosphere Reserve.

Chair, Riding Mountain Biosphere Reserve

Date

Executive Director, Riding Mountain Biosphere Reserve

Date