

Riding Mountain Biosphere Reserve  
Procedures Bylaw  
January 2007

1.0 This being a bylaw deemed necessary to manage and direct the affairs of Riding Mountain Biosphere Reserve pursuant to the constitution of the Riding Mountain Biosphere Reserve. In short form this bylaw shall be known as Procedural Bylaws.

1.1 All rules and procedures authorized in this bylaw shall be observed at all regular Board of Directors, and Committee meeting of Riding Mountain Biosphere Reserve.

2.0 Definitions

On Request

3.0 Any rule or procedure of the bylaw can be temporarily suspended by a vote of majority of members present provided some other special vote is required.

4.0 Inaugural Meeting

The Chair shall call annual general meeting within thirty (30) days of year end.

4.1 The location and time of annual meeting shall be determined by outgoing Board of Directors.

4.2 Business conducted at annual meeting shall include:

- (a) Election of Chair of Riding Mountain Biosphere Reserve.
- (b) Election of members of Board of Directors, Riding Mountain Biosphere Reserve.
- (c) Review of organization and procedural bylaws
- (d) Any other business brought from the floor by a member or Riding Mountain Biosphere Reserve

5.0 Quorum

5.1 The annual general meeting shall be cancelled and rescheduled by the Board of Directors should less than 15 members be present.

5.2 A majority of members of Board of Directors constitutes a quorum.

5.3 The Chair, Riding Mountain Biosphere Reserve, a chair Board of Directors, Riding Mountain Biosphere Reserve, shall adjourn meetings identified in 5.1 and 5.2 thirty minutes after scheduled start time if requirements specified are not met.

6.0 Any member of the Board of Directors may participate in a meeting by means of a communication facility with prior approval of the Board.

7.0 Agenda; draft shall be prepared by the Executive Director.

7.1 Draft agenda and supporting documents provided for Board of Directors meeting

7.2 Draft agenda only for regular or annual meeting

7.3 Draft agenda may be provided verbally, email, fax or post \_\_\_\_\_ days or hours prior to meeting.

#### 8.0 Agenda for Regular and Board of Directors meetings

- (a) call to order
- (b) confirm last minutes
- (c) adopt agenda
- (d) receive delegations or petitioners
- (e) unfinished business or arising from minutes
- (f) report of Executive Director includes financial report
- (g) report of committees
- (h) communications
- (i) new business
- (j) members privilege
- (k) notice of motion
- (l) adjourn

#### 9.0 Meetings

9.1 Regular meetings of Riding Mountain Biosphere Reserve and Board of Directors shall occur on the 2<sup>nd</sup> Thursday of months of March, May, July, September and November annually.

9.2 Board of Directors meeting shall be called for 9:30 am, regular meetings at 1:00 pm the same day.

9.3 Board of Directors may vary dates or call special meetings as circumstances arise.

9.4 Chair shall call meetings to order at prescribed time.

9.5 Regular and Board meetings shall be open and no person shall be excluded except for improper conduct.

9.6 Board may hold closed meeting providing

- (a) decision is recorded by resolution.
- (b) resolution and general nature of discussion are recorded in minutes.
- (c) the matter under discussion relates to:
  - i. any employee including salary, duties, benefits or performance
  - ii. conduct of existing or anticipated legal proceedings
  - iii. conduct of an investigation or enforcement of regulation/bylaw
  - iv. the security of premises or documents
- (d) the information discussed is considered confidential.

9.7 No resolution or bylaw may be passed at a closed meeting except a resolution to reopen a meeting to the public.

#### 10 Special meetings:

9.3 specifies Board of Directors can call special meeting.

3.0 gives authority to suspend rule

example: agenda and time notification of meeting

## 11. Delegations/Petitions

- 11.1 requests must go to the Executive Director
- 11.2 Executive Director designates time available (10-15 minutes)
- 11.3 No limit to number of delegations but Executive Director has authority to schedule, defer etc.

## 12 Voting

- 12.1 Each member present has one (1) vote each time a vote is called.
- 12.2 Tie vote; for or against a resolution or bylaw means resolution or bylaw is defeated.
- 12.3 Any member may by notice of motion that is duly moved and seconded revisit the defeated resolution/bylaw at next meeting.

## 13 Bylaws and Resolution

- 13.1 The Riding Mountain Biosphere Reserve and the Board of Directors, Riding Mountain Biosphere Reserve may proceed by bylaw and resolution only.
- 13.2 Bylaws shall require 1 reading.

## 14 Chair

- 14.1 Chair may move or second a resolution from the chair.
- 14.2 If the majority of members present require the Chair to leave the chair.
- 14.3 The Chair on his/her behalf may decide to vacate the chair to move or second a resolution.

## 15 Member Conduct

- 15.1 The Chair shall name a member who has the floor.
- 15.2 Members shall address all remarks to the Chair.
- 15.3 The Chair shall rule upon a point of order without comment.
- 15.4 Discussion shall be limited to question at hand.
- 15.5 The Chair may limit the time available for each speaker.
- 15.6 Prior to calling the question the Chair may summarize the discussion but may not introduce new topics into the debate.
- 15.7 A member may not leave his chair after the question has been called.
- 15.8 If a persons conduct is disorderly in the opinion of the Chair the Chair may request that person to leave. If that person does not leave the Chair may cause him to be removed.
- 15.9 If a member of the Board of Directors is acting in a disorderly manner; a resolution of the majority of members present requiring the member to leave requires that member to leave and if he fails to do so cause him to leave.
- 15.10 No signs, placards, applause, heckling or other distracting behaviour shall be permitted.
- 15.11 Public or media may video or tape proceedings or a partial proceedings providing that acceptable arrangement be approved by the Executive Director twenty-four (24) hours prior to the meeting.
- 15.12 A motion to adjourn takes precedence over any business except when the vote on any resolution has already been called.

16 General

All points of order and procedure not resolved by the above rules shall be resolved by a majority of voting members present at that meeting

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

First Reading \_\_\_\_\_

Second Reading \_\_\_\_\_

Third Reading \_\_\_\_\_

\_\_\_\_\_  
Chair, Riding Mountain Biosphere Reserve

\_\_\_\_\_  
Date

\_\_\_\_\_  
Executive Director, Riding Mountain Biosphere Reserve

\_\_\_\_\_  
Date