

**Proposed By Law Amendments
Recreation Nova Scotia
Notice of Motion for the
2007 Annual General Meeting**

Be advised that the Chair of the Recreation Nova Scotia (RNS) Resolutions Committee will be bringing a motion forward to the RNS Annual General Meeting, October 20, 2007 to accept the recommendations of the “Committee” and the RNS Board as they pertain to the changes in the By-laws of the Association.

(Recreation Nova Scotia By-laws may be found at: www.recreationns.ns.ca/recns/by-laws.htm)

JOINT STOCKS

Issue: RNS have been advised by Joints Stocks that Recreation Nova Scotia requires a bylaw indicating “conditions under which membership ceases and manner if any in which a member may be expelled.”

Motion: That the following be added to the By-laws as 1.1.7

In membership categories Individual Affiliate, Individual Full, and Student, Membership in the Society shall cease upon the death of a member, or if, by notice in writing to the Society, s/he resigns membership, or if s/he ceases to qualify for membership in accordance with these by-laws.

In membership categories Affiliate Group, Full Group, Municipal, Group and Full (Profit) Membership Category B, membership shall upon giving notice in writing to the Society, it resigns membership, or if it ceases to qualify for membership in accordance with these by-laws. Representatives identified to RNS for dbase and communication purposes may be transferred within the member group of Municipality. Notice of change must be given to RNS.

MODE OF CALLING GENERAL MEETINGS OF THE SOCIETY

Issue: RNS has been advised by Joints Stocks we require a bylaw indicating the “mode of calling general meetings of the society.’

Current relevant by-laws read: “The Annual General Meeting of Recreation Nova Scotia shall be held during the fall of each year on the day, time and place determined by the Board of Directors. Notice of the Annual General Meeting shall be given to all members at least (30) days prior to the date of the meeting and agenda shall be arranged by the Board and available to all members on the day of the meeting.”

Motion: That the following be added as By-Law 2.3

Notice of meeting, specifying the place and day and hour of the meeting shall be given in writing, by facsimile or electronically or by sending it through the post in a pre-paid letter to each member at his/her last known address. Any notice shall be deemed to have been given by facsimile or electronically when transmission has been confirmed, and by post at the time when the letter containing the same would be delivered in the ordinary course of post and in providing such service it shall be sufficient to prove that the envelope containing the notice was properly addressed and placed in the post. Non-receipt of any notice by any member shall not invalidate the proceedings at any general meeting.

Motion: That (current) By-Laws 2.3 – 2.7 be renumbered to 2.4 – 2.8 to reflect the inclusion of the just noted by-law.

EXERCISE OF BORROWING POWERS

Issue: RNS has been advised by Joint Stocks we require a by-law addressing the “exercise of borrowing powers”.

Motion: That the following be added to the By-laws as 3.7.3.1

The borrowing powers of the Society may be exercised by motion of the Board of Directors as per the mandate of the Board as granted by the membership of Recreation Nova Scotia.

AUDIT OF ACCOUNTS

Issue: RNS has been advised by Joints Stocks we require a bylaw addressing the “audit of accounts”.

Motion: That the following be added to the by-laws.

Section 9 Audit of Accounts

9.1 The auditor of the Society shall be appointed annually by the members of the Society at the ordinary of annual general meeting and, on failure to of the members to appoint an auditor, Board of Directors may do so.

9.2 The Society shall make a written report to the members as to the financial position of the Society and the report shall contain a balance sheet and operating account. The auditors shall make a written report to the members upon the balance sheet and operating account, and in every such report, s/he shall state whether, in his/her opinion, the balance sheet is a full and fair balance sheet containing the particulars required by the Society and properly drawn up so as to exhibit a true and correct view of the Society’s affairs, and

such report shall be presented at the annual meeting. A copy of the balance sheet, showing the general particulars of its liabilities and assets and a statement of its income and expenditure in the preceding year, audited by the auditor, shall be filed with the Registrar within fourteen days after the annual general meeting as required by law.

CUSTODY AND USE OF THE SEAL OF THE SOCIETY

Issue: RNS has been advised by Joints Stocks we require a by-law addressing the “custody and use of the seal of the society”.

Motion: That the following be added to the by-laws.

9.3 The seal of the Society shall be in the custody of the Executive Director or Board designate and may be affixed to any document upon resolution of the Board of Directors.

PREPARATION AND CUSTODY OF MINUTES OF PROCEEDINGS OF THE SOCIETY AND OF THE DIRECTORS AND OTHER BOOKS AND RECORDS OF THE SOCIETY

Issue: RNS has been advised by Joints Stocks we require a by-law addressing the “preparation and custody of minutes of proceedings of the society and of the directors and other books and records of the society.”

Motion: That the following be added to the by-laws.

9.4 Preparation of minutes, custody of the books and records, and custody of the minutes of all the meetings of the Society and of the Board of Directors shall be the responsibility of the Recording Officer. Archived books and records may be held and managed by the Association’s office.

TIME AND PLACE AT WHICH THE BOOKS AND RECORDS OF THE SOCIETY MAY BE INSPECTED BY MEMBERS

Issue: RNS has been advised by Joints Stocks we require a by-law addressing the “time and place at which the books and records of the society may be inspected by members.”

Recommendation: The following be added to the by-laws.

9.5 The books and records of the Society may be inspected by any member at any reasonable time up to one week prior to any Office shut down that may be caused by the annual general meeting of the Society, at the registered office of the Society.