

February 15, 2023

RESOLUTION – Amendments to Constitution and Bylaws

WHEREAS the Bylaws of Gabriola Land and Trails Trust specify that a Special Resolution requires the approval of not less than 75% of the votes cast by the members of the Society entitled to vote at the meeting; and

WHEREAS the Board of Directors of the Gabriola Land and Trails Trust has considered the wording of the Constitution and the Bylaws of the Society and recommends amendments to the wording of the Constitution and Bylaws; and,

WHEREAS the Board requires ratification of this proposal through a special resolution.

THEREFORE BE IT RESOLVED that the Constitution and Bylaws be amended as follows.

CONSTITUTION

1. Section 2 of the Constitution be amended to read:

“2. The purpose of the Gabriola Land and Trails Trust is to protect and restore natural ecosystems on Gabriola and nearby islands, to help provide trail access and other opportunities for people to explore and connect with the natural environment, and to encourage responsible land and water stewardship practices.”

BYLAWS

1. The Bylaws be amended to remove all references to gender specific language and replace with gender neutral language.

2. PART 2.2.(3) of the Bylaws be amended to read:

“(3) Honorary Members: These members include those persons who have rendered extraordinary service to the Society, and who have been offered honorary membership by the Board and who have accepted such offer.”

3. PART 2.8 of the Bylaws be amended to read:

“8. A member who has failed to pay their current annual membership fee or any other subscription or debt due and owing by them to the society is not in good standing and loses the rights and privileges of being a member in good standing after one month.”

4. PART 4.11 of the Bylaws be amended to read:

“11. Honorary Members may vote at General Meetings of the Society.”

5. PART 6.1 of the Bylaws be deleted.

6. PART 6.3(2) of the Bylaws be amended to read:

“(2) The president, vice president, secretary, treasurer and any other person appointed/elected an officer shall be the Officers of the society.”

For presentation at the Annual General Meeting of Gabriola Land and Trails Trust on March 4, 2023

February 15, 2023

7. PART 7.2 of the Bylaws be amended to read:

“2. Decisions made by a meeting of the Directors will be decided by a majority of votes (50% plus one) of those directors present except for decisions regarding land acquisition, conservation covenant, or financial contribution to government or other organization for land acquisition, which will require approval by not less than 75% of all directors.”
8. PART 7.5(1) of the Bylaws be amended to read:

“(1) The directors may delegate any, but not all, of their powers to committees. A committee shall be composed of at least one director (or designated board liaison), with staff and other non-elected members as needed.”
9. PART 7.6 of the Bylaws be amended to read:

“6. A committee shall elect a chair of its meetings; but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the people present who are members of the committee shall choose one of their number to be chair of the meeting.”
10. PART 7.9 of the Bylaws be deleted.
11. PART 7.10(1) of the Bylaws be amended to read:

“(1) Decisions made by a meeting of the directors and or a committee will be decided by a majority of votes (50% plus one) of those present except for decisions regarding land acquisition, conservation covenant, or financial contribution to government or other organization for land acquisition, which will require approval by not less than 75% of all directors.”
12. PART 8.8 of the Bylaws be deleted.
13. PART 9.2 of the Bylaws be amended to read:

“2. Without restricting the power given in paragraph 9.1, the Board of Directors and the membership will bear in mind that Society land under use in accordance with the principles and objectives of the Constitution or under lease or land use contracts, should not be sold; and that, in general, Society land with significant conservation value will not be sold, except under extraordinary circumstances and conditions.”
14. PART 12.1 of the Bylaws be amended to read:

“1. A notice may be given to a member, either personally, by mail to their registered address, or by email.”
15. PART 13.3 of the Bylaws be amended to read:

“3. To achieve its purpose the Gabriola Land and Trails Trust will:

 - a. Conserve natural ecosystems through land acquisition and conservation covenants by working with governments, private landholders and community groups.
 - b. Engage with private landholders to encourage voluntary retention and restoration of native habitat.
 - c. Restore native ecosystems by removing, limiting and preventing the establishment of invasive plant species and replacing with native vegetation.

For presentation at the Annual General Meeting of Gabriola Land and Trails Trust on March 4, 2023

February 15, 2023

- d. Collaborate with landholders and government agencies to plan, develop, maintain, conserve, and promote a sustainable network of public trails that provide routes to connect and explore island neighbourhoods, parks, shore accesses and services, and engage and educate to encourage the responsible use of them.
- e. Collaborate with landholders and government agencies to improve public access to the shoreline and public trails for people with mobility challenges.
- f. Provide and promote activities, educational opportunities and resources for landholders and the public to appreciate and learn about the natural world.
- g. Encourage and advocate for responsible land and water stewardship practices.
- h. Establish positive, proactive relationships with governments (federal, provincial, local, and First Nations), other conservancies and local organizations.
- i. Provide volunteer opportunities for members to be actively involved in achieving the purposes of the Gabriola Land and Trails Trust.
- j. Promote such charitable activities or endeavors, including the acquisition, management and disposal of land and interests in land, as may, in the opinion of the Gabriola Land and Trail Trust board of directors, appear to contribute to the Gabriola Land and Trails Trust's general purposes and which, to the best extent possible, represents the variety of naturally occurring habitat on Gabriola and nearby islands.
- k. Raise money, acquire funds and other assistance necessary from a variety of sources aligned with the Society's values to own, acquire and take by purchase, donations, devise or otherwise, land or personal property and expend, sell, exchange, mortgage, lease, let, improve or develop same for the purposes of the Gabriola Land and Trails Trust.
- l. Undertake everything necessary to promote and attain Gabriola Land and Trail Trust's purposes and periodically re-assess these purposes and any strategic plans that are aligned with them.