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MEMBERSHIP MEETING PROCEDURE

Title, Application and Definitions

1. This document may be referred to as the “Membership Meeting Procedure”.
2. This Membership Meeting Procedure shall apply to all Membership Meetings.
3. The following definitions apply in this document, unless the context otherwise requires:
 - “Adjourn” means to bring the meeting to a close.
 - “Agenda” means the order of business to be brought up at a meeting.
 - “Amend” means to change or modify a Motion by striking out, or by adding or by substituting any part thereof.
 - “Annual General Meeting” means a meeting described in 5.
 - “Chair” means the person presiding at a meeting.
 - “Chief” means the Chief of ‘Namgis First Nation as chosen by the custom of the ‘Namgis, or otherwise elected or appointed under the provisions of the *Indian Act*.
 - “Council” means the ‘Namgis Chief and Council.
 - “Council Member” means a member of the Council, other than the Chief, as chosen by the custom of ‘Namgis or otherwise elected or appointed under the provisions of the *Indian Act*.
 - “Debate” means to discuss the pros and cons of a Motion.
 - “General Meeting” means a meeting of ‘Namgis Members, other than an Annual General Meeting.

“Membership List” means the “Band List” of ‘Namgis, as defined in subsection 2(1) of the *Indian Act*, as such Band List is updated or amended from time to time.

“Membership Meeting” means a General Meeting or an Annual General Meeting.

“Minutes” means the official record of proceedings at a meeting.

“Motion” means a Motion or resolution that introduces the business or a proposal to the meeting for action.

“‘Namgis” means the ‘Namgis First Nation.

“‘Namgis Member” means a registered member of the ‘Namgis, as determined by the Membership List.

“Obtain the Floor” means when a ‘Namgis Member present at a meeting is recognized by the Chair as being entitled to speak.

“On the Floor” means a Motion that is being considered by ‘Namgis Members at the meeting.

“Question” means a Motion that is being considered by ‘Namgis Members at a Membership Meeting.

“Rebuttal” means a reply to the Debate on a Motion by its mover.

“Simple Majority” means a vote in which the affirmative votes exceed the negative votes.

“Tabled” means the adjournment of a Motion until a subsequent meeting.

“Two-thirds Majority” means a vote in which the affirmative votes are no less than twice the number of negative votes.

Membership Meetings

4. Council shall, in its sole discretion, decide from time to time by resolution when Membership Meetings shall be held, provided that such meetings shall be called at least twice each calendar year.
5. One Membership Meeting Procedure per year shall be designated by Council as an Annual General Meeting and, in addition to the Agenda items set out in 22-25, shall also include:

- 5.1 tabling and review of any annual financial reports and audit results for the immediately preceding fiscal period of 'Namgis; and
- 5.2 a report by or on behalf of each Councilor with respect to his or her portfolio.

Notice of meetings

6. Council or its designate will provide formal written notice of the time, date and place of each Membership Meeting together with an Agenda of the business of the meeting to each 'Namgis Member 19 years of age or over. In the case of 'Namgis Members entitled to notice and ordinarily resident on Cormorant Island, notice shall be given by delivering such notice to every mailbox at the postal station on Cormorant Island. In the case of a 'Namgis Member entitled to notice who is not ordinarily resident on Cormorant Island, notice shall be given by mailing such notice to the last known address of that 'Namgis Member. In any case notice shall be given at least twenty-one days prior to the date of the meeting.
7. While reasonable efforts shall be made to provide notice to every 'Namgis Member in a timely manner, failure to do so shall not nullify or otherwise adversely affect any business conducted at a Membership Meeting.
8. Council or its designate will post a notice of the time, date and place of each Membership Meeting together with an Agenda of the business of the Meeting in the 'Namgis Administration Building and on the 'Namgis webpage at least ten days prior to the date of the Membership Meeting.

The Chair

9. The Chief, or a person appointed by Council, shall preside at all Membership Meetings. If the Chief or appointee does not attend a meeting within thirty minutes after the time set for the commencement of such meeting then a Chair shall be chosen from amongst the Council Members present. The Chair so chosen shall call the 'Namgis Members then present to order and shall preside during the meeting or until the arrival of the Chief or appointee.
10. The duties of the Chair are:
 - 10.1 to call the meeting to order at the appointed time;

- 10.2 to preside and maintain order;
 - 10.3 to announce all business on the Agenda in its proper order;
 - 10.4 to enforce all the time limits provided for in this Membership Meeting Procedure;
 - 10.5 to entertain and decide all questions of order;
 - 10.6 to permit no one to Debate a Motion before such is properly moved and seconded;
 - 10.7 to encourage Debate and assign the floor to those properly entitled to it;
 - 10.8 to put all Motions to a vote and give results;
 - 10.9 to enforce the rules of order found in this Membership Meeting Procedure; and
 - 10.10 to be fair and impartial.
11. The Chair shall take all steps he or she considers reasonable to ensure that no negative or insulting personal comments with respect to other 'Namgis Members, 'Namgis staff, or others are permitted, and the Chair may direct the Secretary to strike any such comments from the Minutes of the Meeting.

The Secretary

12. A secretary for the Meeting shall be appointed by Council.
13. The duties of the secretary are:
 - 13.1 to keep the Minutes of the Membership Meeting;
 - 13.2 to record the proceedings;
 - 13.3 to record the name of any 'Namgis Member who moves or seconds a Motion and the substance of the Motion so moved and seconded; and
 - 13.4 to prepare a written record of the Minutes of the Membership Meeting, a copy of which will then be available to any 'Namgis Member upon request, and posted on the 'Namgis webpage.

14. 'Namgis staff will be responsible for organizing the meeting, setting up the room, arranging seating and refreshment, and clean up after the meeting.

Attendance at Membership Meetings

15. Any 'Namgis Member may attend a Membership Meeting.
16. A person who is not a 'Namgis Member may not attend or remote audit a Membership Meeting except if that person is invited to attend by a decision of Council.
17. Any 'Namgis Member 19 years of age or over who wishes a person who is not a 'Namgis Member to be invited to attend or remote audit a Membership Meeting may submit a request in writing to the Council stating the name of the person to be invited and the reason why the presence of this person at the Membership Meeting is desirable. A request made pursuant to this section must be submitted to Council at least 10 days prior to the meeting at which attendance or remote audit of the person is requested.
18. Except as provided in 19, at a Membership Meeting:
 - 18.1 no one may speak unless they are a 'Namgis Member; and
 - 18.2 no one may move or second a Motion unless they are a 'Namgis Member 19 years of age or over.
19. 'Namgis staff and technical consultants may be asked by Council to attend a Membership Meeting for the purpose of giving presentations or answering questions.

Duties and Rights of 'Namgis Members

20. Duties of 'Namgis Members attending a Membership Meeting:
 - 20.1 to identify themselves before speaking;
 - 20.2 to refrain from speaking until they have Obtained the Floor;
 - 20.3 to refrain from speaking upon any matter until it is properly brought before the meeting as a Motion by being moved and seconded;
 - 20.4 to speak only in respect of the Motion or discussion currently pending On the Floor;

- 20.5 to comply with all time limits provided in this Membership Meeting Procedure;
 - 20.6 to refrain from making negative or insulting personal comments with respect to other 'Namgis Members, 'Namgis staff, or others;
 - 20.7 to yield the floor to calls for order;
 - 20.8 to avoid disturbing in any way the proceedings of the Membership Meeting and the speech of any other 'Namgis Member recognized as having the floor;
 - 20.9 to hold the floor when obtained in accordance with this Membership Meeting Procedure until finished speaking or until the expiry of the time provided in 32 of this Membership Meeting Procedure; and
 - 20.10 to respect and observe all the rules of order and conduct provided in this Membership Meeting Procedure.
21. Rights of 'Namgis Members 19 years of age or over:
- 21.1 to put forward any Motions as relevant to the business of 'Namgis;
- and
- 21.2 to explain or discuss that Motion or any matter properly before the Membership Meeting.

Agenda for Meetings

- 22. All Meetings should be called to order by the Chair.
- 23. Minutes of a preceding Membership Meeting shall be approved. Any 'Namgis Member 19 years of age or over may bring forward for review possible errors or omissions in the Minutes of the preceding Membership Meeting so that these possible errors or omissions may be corrected. In no case shall discussion of the possible errors or omissions in the Minutes of the preceding Membership Meeting take longer than fifteen minutes. In the event that a 'Namgis Member has further possible errors or omissions that he or she wishes discussed at the expiry of the fifteen minutes, then a record of such possible errors or omissions may be submitted in writing for the review of Council.
- 24. A Membership Meeting Agenda shall also include the following items:

- 24.1 approval of the Agenda;
 - 24.2 unfinished business;
 - 24.3 new business;
 - 24.4 a question period, as provided in 25; and
 - 24.5 adjournment.
25. Prior to Adjournment there may, at the discretion of the Chair, be a question period, during which any 'Namgis Member 19 years of age or over may ask questions of Council:
- 25.1 no 'Namgis Member shall ask more than one question at a time;
 - 25.2 Council may determine, at their discretion, which Council Member or Members will respond to a question;
 - 25.3 no response to a question shall be longer than five minutes, in total;
 - 25.4 in no case shall the question period last for longer than two hours;
- and
- 25.5 the Chair may, in his or her sole discretion, limit the number of questions a 'Namgis Member may ask, the time taken to ask a question, the number of questions in total, and the length of the question period.

Motions and Amendments

26. All business shall be brought before a Membership Meeting by a Motion. Only one Motion may be considered at a time. A Motion must be moved by a 'Namgis Member 19 years of age or over and seconded by another 'Namgis Member 19 years of age or over before it may officially be put before the Members Meeting. When a Motion is before the meeting, it must be accepted or rejected or tabled by a Simple Majority vote (excepting only Motions described in 27 and 37) before another subject may be introduced.
27. A Motion to amend the Agenda, as tabled, shall require a Two-Thirds Majority vote.
28. Amendments may be introduced. An Amendment must be directly related to the subject of the Motion. Amendments are seconded, debated and then either adopted or rejected by means of a Simple Majority vote

(excepting only a Motion described in 27). If the Amendment is adopted, then the original Motion, as Amended, must be stated and discussed and then put to a vote.

29. Motions passed at a Membership Meeting shall not be binding upon Council, but shall be given substantial consideration and weight by Council in any subsequent consideration by Council of the matter or matters the subject of the Motion.

Debate

30. No person may speak until he or she has been recognized by the Chair.
31. All remarks must be addressed to the Chair and confined to the Motion or the matter then being considered by the meeting.
32. Each 'Namgis Member may speak once to the Motion or matter then being considered by the meeting and no speech shall be longer than five minutes.
33. An order to close the Debate is made when a 'Namgis Member 19 years of age or over "calls for the Question". If the call for the Question is seconded, the Chair shall put the Question to a vote. If carried by a Simple Majority vote, all Debate immediately ceases, after which the Chair immediately puts the Motion or matter then being considered to a vote by 'Namgis Members entitled to vote at the meeting.
34. At the conclusion of the Debate, and before the vote is taken, the mover of a Motion under consideration has the right of Rebuttal, which Rebuttal shall be no longer than five minutes.

Voting

35. Only 'Namgis Members 19 years of age or over and in attendance at the place of the meeting shall be entitled to vote at any Membership Meeting.
36. The Chair of the Meeting shall not vote. In the event that there is a tie vote, the matter shall be tabled to the next Membership Meeting.
37. 'Namgis Members, on entering a Membership Meeting, shall sign a registry and those 19 years of age or over will be issued a voting card. Voting shall be by means of raising the voting card except that any 'Namgis Member entitled to vote may make a Motion that a vote be by means of a secret ballot. A Motion for a vote by means of a secret ballot

shall not be Debated. A Two-thirds Majority will be required to adopt a Motion for a secret ballot.

Quorum

38. Thirty five 'Namgis Members 19 years of age or over shall constitute a quorum at a Membership Meeting.

Failure to comply with rules of order

39. Council is authorized to appoint a sergeant at arms to enforce the terms of this Membership Meeting Procedure and ensure the orderly conduct of all Membership Meetings.
40. If any 'Namgis Member or person attending a Membership Meeting fails to comply with any of the rules of order provided for in this Membership Meeting Procedure then the Chair may rule that he or she is out of order.
41. When the Chair has ruled that anyone is out of order the Chair may, in his or her discretion, decide that the 'Namgis Member or other person shall not remain in the room. The Chair may then order the sergeant at arms to remove such 'Namgis Member or other person from the Membership Meeting, with minimum force required to effect removal.
42. Neither the Chair nor the sergeant at arms, nor 'Namgis are liable for damages arising from an order, properly made and enforced, to eject a 'Namgis Member or other person from a Membership Meeting.

Remote Audit

43. Council may develop rules respecting remote auditing of a Membership Meeting by 'Namgis Members, which rules, once approved by Council, shall constitute an addendum to this Membership Meeting Procedure. In developing and approving such rules, Council shall ensure that:
 - 43.1 the technology used is proven reliable and secure;
 - 43.2 access is limited to 'Namgis Members and those invited or approved in accordance with 16 or 17;
 - 43.3 remote auditing includes an opportunity to put questions to the meeting; and
 - 43.4 the system is cost effective and affordable for 'Namgis.

Remote Electronic Voting

44. Council may develop rules respecting remote electronic voting at Membership Meetings, which rules, once approved by Council, shall constitute an addendum to this Membership Meeting Procedure. In developing and approving such rules, Council shall ensure that:
 - 44.1 the technology used is proven reliable and secure;
 - 44.2 the system prevents a multiplicity of votes by an individual;
 - 44.3 the system provides reasonable verification as to the status of a remote electronic voter as a 'Namgis Member 19 years of age or over;
 - 44.4 the system, generally, has the equivalent integrity to the process of voting by a 'Namgis Member in physical attendance at a Membership Meeting; and
 - 44.5 the system is cost effective and affordable for 'Namgis.

Special Meetings

45. Council may develop rules respecting the calling of extraordinary or special meetings at the initiation of 'Namgis Members, which rules, once approved by Council, shall constitute an addendum to this Membership Meeting Procedure. In developing and approving such rules, Council shall ensure:
 - 45.1 any initiative to seek a special meeting is supported by substantial number of 'Namgis Members eligible to vote, as evidenced by a petition, or otherwise; and
 - 45.2 the holding of such meetings does not result in undue financial or other pressures on 'Namgis.

Amendments

46. Amendments to the Membership Meeting Procedure will not take effect until after they have been approved by Council.

Severability

47. Each and every provision of this Membership Meeting Procedure is severable, and where a section or part of a section is declared void or invalid, the remaining section shall continue to be valid and full force and effect.