

**PROPOSED BY-LAWS
GRAND MANAN ISLAND TOURISM BY-LAWS**

The name of the organization shall be **GRAND MANAN ISLAND TOURISM**

THE GRAND MANAN ISLAND TOURISM (hereafter known as **GMIT**) shall be defined as the tourist and hospitality organization on and for Grand Manan Island New Brunswick. Wherever the word GMIT occurs it shall be understood to mean the Grand Manan Island Tourism organization.

AGM refers to the Annual General Meeting.

ARTICLE 1 - NAME AND STATEMENT OF PURPOSE

Mission: The GMIT exists to fulfill the needs of its Members, in cooperation with private and public sector partners. To be fulfilled, the mission assumes adherence to the following 4 principles.

Section 1- to promote a vacation destination by developing and supporting tourism

- To promote and improve commerce and the economy of the Island
- To encourage the discovery of your natural manmade attractions, our history and heritage, our art and culture, which all contribute to the unique qualities of a Grand Manan vacation
- To encourage and support quality of service in hospitality establishments, retail and service facilities.

Section 2 – The organization shall be non-sectarian and not lend support to any candidate for public office.

ARTICLE 2 – MEMBERSHIP

Section 3 – Membership may be granted to any individual, partnership or company ,who freely subscribes to the aims and objectives of the GMIT

Section 4 – Affiliate membership may be granted to individuals who have a bona fide interest in the GMIT but who are not directly involved in a registered or commercial operation. Affiliate membership would be granted by a favorable vote at an AGM.

ARTICLE 3 – RIGHTS AND PRIVILEGES OF MEMBERSHIP

Section 5 – All members in good standing shall be entitled to enjoy all the rights and privileges of membership in GMIT.

- a) Members of GMIT shall demonstrate support of the GMIT my meeting attendance, as well as responding to specific queries as may be sent to members.
- b) Members have one vote on any motion. Members who have two or more legally registered local establishments and have paid equivalent membership fee for each establishment shall have a vote for each establishment.
- c) Members are eligible for election to the Executive Committee and /or appointed as an officer of the GMIT.
- d) Members may serve on any standing or ad hoc committee of GMIT
- e) Members may inspect the financial records of GMIT at the AGM
- f) Members may be identified with the standards of excellence and quality service by the GMIT and to display and form of certification of compliance and membership or or their place of business, advertising media etc.
- g) Members may advertise their establishments and/or service affiliated with tourism in any publication or media format provided by the GMIT which permits participation by members as their membership fee indicates, subject to availability of space in the media format.
- h) Members may participate in any group discount, promotional and benefit plans or programs sponsored by the GMIT, together with all other rights and privileges that may from time to time accrue to the mutual benefit of members as a result of the activities of the GMIT

Section 6 – Withdrawal or Termination of Membership

- a) Any member may withdraw or terminate membership in the GMIT by written notice to the Secretary/Treasurer. There will be no refund of membership dues or levies
- b) The GMIT may, by a majority of the registered members, terminate and membership for good and reasonable cause. Notice of the termination shall be serviced in writing by hand or Canada Post to the last recorded address of said terminated member within ten(10) days from the date of such action and clearly state reason or causes thereof. All rights and privileges of membership in GMIT shall be terminated.

ARTICLE 4 – MEMBERSHIP FEES

Section 7 – All membership fees and levies shall be reviewed and set annually by the GMIT Executive Committee and approved by the members at the AGM, the fee payment to be made with a time frame as determined at that meeting.

Section 8 – The GMIT may from time to time, on the recommendation of the GMIT, assess the regular members with an additional fee or levy to cover all or part of the cost of any special project or program not otherwise provided for in the annual budget, providing that special project or program and the costs thereof have first been approved by a favorable vote of the members.

ARTICLE 5 – EXECUTIVE COMMITTEE OFFICERS

Section 9 – The Executive Committee will consist of the Past President, President, Vice President, Secretary/Treasurer, Marketing Director and Membership Coordinator Director. Due to the seasonal operation of a number of the GMIT businesses, at least one member of the Committee will be in residence year round on Grand Manan to share the role of leadership and to maintain continuity of responsibilities as required by the organization throughout the year.

Section 10 - The term of office for the all offices (except Secretary/Treasurer) shall be one year with a maximum of two terms. Re-election will be held annually at the AGM.

Section 11 – The President and Vice-President will be active members of the GMTI.

Section 12 – The Secretary Treasurer will be a year round resident of Grand Manan

Section 13 - President – The President shall be the chief executive officer of GMIT and, subject to the authority of the membership. The President shall have general supervision of the affairs and business of the GMIT and be an ex officio member of all committees and he/she shall have such other powers and duties as the membership may prescribe. The President shall also have the power and duties of that office as set out in the by-laws.

Section 14 - Past President – The immediate Past President shall be an ex-officio member of the Executive Committee without voting privileges unless he or she is a member.

Section 15 – A Vice-President on approval by the President or the membership at a regularly scheduled meeting shall assume all powers of the President in the absence of the President and, as well, take on responsibilities as determined by the Executive Committee.

Section 16 - The Secretary/Treasurer, who will be a member of the GMIT, shall be appointed by the Executive Committee (Past President, President and Vice President) and shall hold the position until the Executive Committee decides otherwise. Reappointment will be approved at each AGM. An individual who is newly appointed to the position will be “Acting Secretary/Treasurer” for a probationary period of six (6) months, at which time, after, after favorable appraisal, the appointment will be termed “permanent” at a schedules meeting of the Executive Committee.

The Secretary-Treasurer shall keep proper accounting records and shall be responsible for the deposit of money, the safekeeping of securities, and the disbursement of the funds of the GMIT; he/she shall render to the GMIT, and he/she shall have such other powers and duties as the GMIT or the President may prescribe.

The Secretary-Treasurer shall advise the membership of meeting as outlined in the section referring to in the section referring to “notices”. The Executive Committee, committee chairpersons, members, must submit to the Secretary five (5) days prior to a meeting items to be considered for inclusion on the upcoming meeting agenda. Unless otherwise requested, all communication will be done electronically.

Section 17 – Marketing Director. The Marketing director shall be in charge of all Social Media, Branding, Website and Promotions

Section 18 – Membership Coordinator Director. The Membership Coordinator Director shall be in charge of the Membership List, promoting to members, benefits etc. and communications to members

Section 19 – The powers and duties of all officers of the GMIT shall be as the terms of engagement call for or as the GMIT or President may prescribe. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant unless the GMIT or President otherwise directs.

Section 20 – Variation of Powers and Duties – From time to time the GMIT may vary, add to, or limit the powers and duties of any officer by a motion to amend the by-law as outlined in Article

Section 21 - Remuneration – Officers of the GMIT will not be entitled to any remuneration for performing their duties as an officer of the GMIT, but shall be entitled to be reimbursed for reasonable expenses properly incurred in performing such duties, if approved by the GMIT

ARTICLE 6 - NOMINATION & ELECTION OF EXECUTIVE COMMITTEE

Section 22 - At each Annual General Meeting (AGM) of the GMIT, or at least within ninety (90) days of the upcoming AGM, the members shall authorize the President to appoint a Nominating Committee of not less than three (3) and not more than five (5) members whose duty shall be to present to the membership at the next AGM a slate of nominations to serve of the Executive Committee of the GMIT. If the appointment of a nominating committee by the President is authorized, said appointment shall be made at least ninety (90) days prior to the date of the next AGM.

Section 23– At least sixty(60) days prior to the date of the AGM, the Secretary-Treasurer shall furnish to the chairperson of the nominating committee with a list of names of the officers whose terms have expired.

Section 24 – On request the Secretary-Treasurer will provide to the chairperson of the committee with an up to date register of members.

Section 25 –) Within ten (10) business days prior to the AGM, the Nominating Committee will electronically submit a report of the nominees to the membership. The membership may review the nominees and further submit the names of candidates, insuring that the approval of the nominee has been secured to let their name stand for nomination to serve on the Executive Committee.

Section 26 – At the AGM, the chairperson of the nominating committee shall present the report of said committee to the membership for their consideration and shall preside over the election of the slate of officers.

Section 27 – If the total number of nominees exceeds the number of offices, then the chairperson of the nominating committee shall hold a written secret ballot forthwith and upon tabulation of the results of said ballot declare those candidates receiving the greatest number of votes elected. Members whose names are not among the nominees for non-members may be asked to scrutinize the ballots.

Section 28 – If, after the presentation of the report of the nominating committee, there are no further nominations from the members, said report shall be accepted by a motion and vote of the members. If a secret ballot is required and there are changes to the original report, the nominating committee will present the revised report for adoption.

Section 29– The newly elected executive committee will assume office within thirty (30) days for before the next regularly schedules meeting whichever comes first.

Section 30 – Disbandment of Committees and Removal of Committee Participants – At any time, by resolution of the Committee and more than 65% of votes cast by members, any committee may be disbanded or any member of any committee removed.

ARTICLE 7 – MEETINGS

Section 31 – The AGM of the GMIT shall be held during the month of September in each calendar year commencing in 2021

Section 32 – Regular monthly meeting of the GMIT shall be held at a time and place set by the Executive Committee who may, at their discretion, dispense with such meeting for example , from October til May. A pre-determined schedule of monthly meetings will be available at the AGM and forwarded to the membership following the meeting

Section 33 - Special or extraordinary meeting of the GMIT may be called by the Secretary at the request of the Executive Committee or when so requested by at least one third (33%) of the members in good standing for the express purpose of conducting GMIT business with cannot be postponed until the next regularly scheduled meeting. No other business of the GMIT shall be conducted at such meeting.

Section 34 – A quorum shall consist of at least seven (7) voting members in attendance within five (5) minutes of the meeting coming to order. The count of seven members will not include members of the Executive Committee in attendance.

Section 35 – Proxy votes by way of letter (electronic, hand delivered, postal) from the active membership who could not be in attendance will be recorded, and the acceptance of the vote noted in the minutes of the meeting.

Section 36 – Notice of meetings shall be no fewer than five (5) days and no more that thirty (30) days before the date to each active member of the GMIT. At the close of each regularly scheduled meeting, the date for the next meeting shall be determined.

Section 37 – Notice for the AGM will be given sixty (60) days in advance.

Section 38 – Right to Vote – At the meeting any active members shall be entitled to vote. Voting by proxy as determined by Section

Section 39 – Show of Hands - Any question at a meeting will be decided by a show of hands. The question will be carried by a majority.

Section 40 – Roberts Roles of Order shall be followed for meeting.

ARTICLE 8 – FINANCIAL CONSIDERATIONS

Section 41– The business and affairs of the GMIT shall be managed by the Executive Committee with the approval of the membership and shall have the power to initiate and carry out the plans and programs of the GMIT for the benefits of the members..

Section 42– The fiscal year of the GMIT shall commence on the first day of May each year.

Section 43– A qualified non-member of the GMIT may be accepted at the annual meeting to compile and present an annual report on the financial status of the GMIT at the next AGM.

Section 44 – Banking arrangements of the GMIT shall be transacted by the local bank and transactions carried out in accordance with the GMIT directives and bank protocols.

ARTICLE 9 – BYLAWS

Section 45 – The GMIT shall have the power to make, replace or amend by-laws governing the affairs and business of the GMIT, prescribing the duties of the Executive Committee and officers and such other by-laws as may be inherent in the documents of the GMIT. All such by-law amendments shall be submitted to the membership at a regularly scheduled meeting by a Notice of Motion to amend the by-laws and the amendment will be voted on at a subsequent meeting. The by-law change shall be effective/dismissed immediately following the vote of the meeting.

ARTICLE – DISPOSITION OF ASSETS UPON DISSOLUTION

Section 46 – In the event of the dissolution of the GMIT or in the event it shall cease to function in carrying out its mandate set out herein, all business of the GMIT shall be terminated and all property and assets thereof liquidated and proceeds thereof together with any funds in the GMIT accounts shall after first satisfying all outstanding claims against the GMIT, be distributed to another non profit organization having similar aims and objectives on Grand Manan.

ARTICLE 10 – NOTICES

Section 47 – Method of giving notice – Any notice to be given, sent, delivered, or served, pursuant to the by-laws or otherwise, to a member, officer, affiliate member, may be given in any reasonable manner, which may be approved at the AGM, to include electronic mail or by specific request by telephone or post.

Section 48 – It is the responsibility of the membership to forward correct contact information to the Secretary Treasurer.

Section 49 – Waiver of Notice – Any member, officer or member of a committee of the GMIT, may waive any notice required to be given to him under the provision of the by-laws, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in giving such notice.