

CONSTITUTION
OF THE
MAINPRIZE REGIONAL PARK AUTHORITY

1. FORWARD

Mainprize Regional Park Authority (here in after referred to as "the Authority" was constituted as a body corporate under The Regional parks Act, 2013 (herein after referred to as "the Act") by order in Council of the Lieutenant Governor in Council.

2. OBJECTS:

The objects of the Authority shall be as follows:

- a) To develop and maintain and administer the Mainprize Regional Park in accordance with the needs and interest of the participating municipalities and districts as may be from time to time.
- b) To provide for the protection, care and management and control of the Mainprize Regional Park, emphasizing preservation of natural ecosystem, habitat and wildlife within the Park boundaries.
- c) To encourage the appreciation and use of the Mainprize Regional Park.

3. POWERS:

The power of the Authority shall be those set out in the Regional Parks Act, 2013 and regulations thereunder.

4. MUNICIPAL MEMBERSHIP:

The Authority shall consist of the representatives appointed as follows who shall be known as Directors:

The Rural Municipality of Cymri No. 36	with Two(2) representatives
The Rural Municipality of Lomond No. 37	with Two(2) representatives
The Town of Midale	with Two(2) representatives
The Village of Halbrite	with One(1) representative
The Village of Macoun	with One(1) representative
The Village of Torquay	with One(1) representative

BOARD OF DIRECTORS:

The Rural Municipality of Cymri No. 36	with Two(2) representatives
The Rural Municipality of Lomond No. 37	with Two(2) representatives
The Town of Midale	with Two(2) representatives
The Village of Halbrite	with One(1) representative
The Village of Macoun	with One(1) representative
The Village of Torquay	with One(1) representative
Chandler/Elswick/Island View	with One (1) representative
Harbour View	with One (1) representative
Seasonal Campers	with One (1) representative

All Directors shall be entered upon receipt of notification of appointment by the respective authorities.

To ensure continuity in the conduct of the business of the Authority, the Authority shall request that each local government appoint Directors for a minimum of two years. *Appointments of Municipal Directors* are solely at the *discretion* of the local governments.

In accordance with the Regional Parks Act Regulations 2015, the members at large will not exceed 40 % of the entire board.

The communities listed in Section 4 shall elect members for a two-year period to sit as voting members of *the Board of Directors*.

If a vacancy occurs in any of the positions on the Authority, the sponsoring body shall be requested to appoint a replacement within 30 days.

5. OFFICERS AND THEIR DUTIES:

- a) The offices of Chairperson, Vice-Chairperson and Executive Council shall be chosen from the Directors at the Annual Meeting.
- b) The Chairperson shall be the chief executive officer of the Authority and shall preside over all meetings of the Authority and the Executive Council. That person shall be an ex-official member of all standing and special committees and shall perform such other duties as usually pertain to the office of Chairperson. The Chairperson shall be the official spokesperson for the Authority along with the Manager of the Park.

- c) The Vice-Chairperson, in the absence of the Chairperson, shall preside over all meetings of the Authority and the Executive Council. The Vice-Chairperson shall *perform such other duties as may be assigned* to him/her by the Chairperson or Executive Council.
- d) A Recording Secretary may be assigned by the directors of the Authority to record the proceeding of the meetings of the Authority and produce minutes for adoption at *the next meeting* of the Authority.
- e) To secure contracts for the Operation of the Golf Course, Food Services and Club House when required.
- f) *To secure a contract for a Park Manager/Administrator.*

Duties of the Park Manager/Administrator as they pertain to the Regional Park Act and Regulations shall be as follows;

- i) Notify all Directors of the annual meeting by giving one *weeks'* notice in writing.
- ii) Subject to the Direction of the Chairperson to notify all Directors of meeting by providing three days' notice. (all notices mentioned in i) and ii) will be deemed served by telephone or by written notice by mail or electronically delivered).
- iii) Keep adequate and proper records which shall be open to the inspection by any member of the Authority or by the Minister of Tourism and Renewable Resources or his representative upon request.
- iv) Shall maintain all accounts of the Authority and shall, with signing authority, sign cheques, drafts, or other forms *of* payment of monies on behalf of the Authority, and advise the Board of Directors of the financial standing of the Authority.
- v) Shall prepare an annual statement of financial position and provide all documentation to the Auditor selected by the Authority to review the *statements and* provide the Authority with an Audited Financial Statement annually.

6. EXECUTIVE COUNCIL:

- a) The Executive Council of the Authority shall be the Chairperson and Vice-Chairperson, and a minimum of one other additional member, who shall be an appointed member of the Board of Directors.
- b) In the event that a vacancy occurs on the Executive Council, the members of the Authority may appoint a member to fill the position until the next annual meeting.
- c) The executive *Council shall* carry out the policy and programs as directed by the Authority and perform such other functions in accordance with the direction of the Authority. It shall also, subject to the approval or authorization of the General Board of Directors, have all the necessary powers to conduct the business of the Authority, including the following:
 - i) Enter into contracts *for* park development and maintenance.
 - ii) Approve the payment of accounts and other financial matters.
 - iii) Retain the services of necessary personnel and advisors.
 - iv) Approve necessary park programs.
 - v) Prepare an annual budget proposal for submission to the Board of Directors of the Authority.
 - vi) Arrange for an annual audit.
 - vii) Purchase necessary equipment.
 - viii) Enter into contracts of insurance.
 - ix) Prescribe rules of conduct for its meetings

7. STANDING COMMITTEES:

- a) The Authority may appoint such standing committees as deemed necessary.
- b) Committee members need not be Directors of the Authority.
- c) Committee members who are not Directors of the Authority may attend and participate in meeting of the Authority; however the committee members shall be non-voting members.

8. MEETINGS:

There *shall be an annual meeting* of the Directors of the Regional Park Authority during the first half of the Calendar year. Notice of the Annual Meeting shall be published in the local newspaper for two (2) consecutive weeks prior to the Annual Meeting.

At each annual meeting the Authority shall:

- a) Adopt or amend the constitution.
- b) Elect officers.

- c) Provide a statement of Financial Position of the Authority.
- d) Present the constitution for adoption or amendments.
- e) Conduct *such other business as deemed necessary*.

General Meetings of the Authority shall be held monthly or whenever deemed necessary throughout the year.

Special meetings may be called at any time by the Executive Council. The Executive Council shall meet at the call of the Chairperson.

Fifty Percent Plus one of the Directors that have been appointed shall constitute a quorum at an Annual Meeting.

Six members of the Board of Directors shall constitute a quorum at meeting of the Authority.

A simple majority shall constitute a quorum at meetings of the Executive Council.

All questions at meetings shall be decided by a majority vote of those present, each of whom shall have one vote. In the event of equality of votes, the decision shall be *decided in the negative*.

9. PROCEDURES AT MEETINGS:

At meetings of the Authority and meetings of the Executive Council, every member present must vote on every question, unless that member has declared a conflict and left the room for the discussion and vote. In the event that a member refrains from voting on a question without declaring a conflict his/her vote will be counted in the negative.

10. SIGNING OF DOCUMENTS:

No instrument shall be validly executed by the Authority unless the Seal of the Authority is affixed thereto in the presence and under the signatures of two members of the Signing Authority.

11. ANNUAL AUDIT:

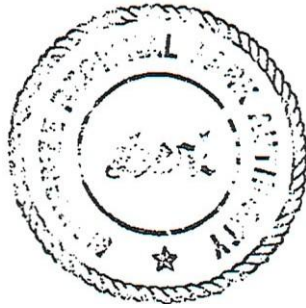
The Authority shall on or before October 31st in each year appoint an auditor for the purpose of conducting an audit of the books of the authority, as set out in the Regional Parks Act, 2015.

12. PREVIOUS CONSTITUTIONS:

Any previous Constitutions of the Mainprize Regional Park are hereby declared to be null and void.

Dated this *28th* day of *November* 201*6* *gk*

(Seal)



{1} / _____
Chairperson

McClacke

Manager

