



ARTICLE 2 - MEMBERSHIP

Article 2 MEMBERSHIP

2.1 Members

- (a) A person residing in Canada and over the age of 18 years may become a Member upon approval of the Board and payment of the membership fee, if any, pursuant to Section 2.2.
- (b) All applications for membership in the Society must be submitted to the Board for approval. The Board may establish from time to time the requirements for the approval of applications for membership.
- (c) The Society shall maintain a Register of Members. Upon approval of their membership by the Board and payment of the applicable membership fee, a person shall be registered as a Member in the Register of Members.

2.2 Membership Fees

- (a) The Board shall set the membership fees to be paid by Members from time to time.
- (b) The membership year is April 1st of a year to March 31st of the following year.
- (c) If a Member has not paid the membership fee for any membership year by June 30th, the Member will be deemed to have resigned their membership effective as of June 30th of such membership year and their name shall be removed from the Register of Members.

2.3 Rights and Privileges of Members

Any Member in good standing is entitled to attend and vote at any General Meeting and exercise other rights and privileges given to Members in the Act or in these Bylaws.

2.4 Discipline of Members

- (a) The Board shall have authority to reprimand, suspend or expel any Member from the Society for any one of more of the following grounds:
 - (i) violation by the Member of any provision of the Bylaws or written and posted policies of the Society;
 - (ii) the Member becoming the subject of an investigation with respect to a potential material violation of law or a charge for a criminal offence;

- (iii) the Member carrying out, participating or condoning any conduct which may be detrimental to the fulfilment of the Society's objects, as determined by the Board in its sole and absolute discretion; or
 - (iv) for any other reason that the Board in its sole and absolute discretion considers to be reasonable, having regard to the purpose of the Society.
- (b) If the Board determines pursuant to Section 2.4(a) that there are grounds for expelling or suspending a Member from membership in the Society, the Chief Executive Officer, or such other officer as may be designated by the Board, shall provide 15 days' notice to the Member of its preliminary determination that the Member shall be suspended or expelled, as applicable, and shall provide reasons for the proposed suspension or expulsion. Prior to a final determination being made by the Board, the Member may make a written submission to the Chief Executive Officer, or such other officer as may be designated by the Board, in response to the notice received within 15 days of receipt of the notice. If no written submission is received from such Member within this time period, the Board may proceed to notify the Member that the Member is suspended or expelled from membership in the Society. If written submissions are received in accordance with this Section 2.4(b), the Board will consider such submission, and such other information it deems relevant in arriving at a final decision, and shall notify the Member concerning such final decision within a further 15 days from the date of receipt of the submissions. The decision of the Board shall be final and binding on the Member.

2.5 Termination of Membership

A Member shall cease to be a Member:

- (a) automatically upon the death of the Member;
- (b) automatically upon the Member becoming of unsound mind, as so found by a court of law in Canada or as evidenced by the appointment of a judicial guardian or legal representative pursuant to a power of attorney or under a living will or personal directive;
- (c) upon submission to the Society of a written resignation and such resignation shall take effect at the time of delivery, unless a later date is specified in the resignation;
- (d) upon the membership lapsing due to failure of the Member to meet the conditions of membership set forth in Section 2.1(a); or
- (e) automatically upon a Board decision to expel or suspend the Member in accordance with Section 2.4 or, if there is no decision by the Board, automatically upon the passage of a Special Resolution that such Member be expelled as a Member. Prior to the consideration of a Special Resolution to expel a Member, such a Member shall have the right, exercisable by written notice to the Chair, to be heard by the Members.

2.6 Transfer of Membership

Neither membership in the Society nor any right or privilege of membership is transferable.

2.7 Continued Liability for Debts and Limitation on the Liability of Members

- (a) Although a Member ceases to be a Member by reason of death, resignation or otherwise, such Member will continue to be liable for any debts owing to the Society at the date of ceasing to be a Member.
- (b) No Member is, in their individual capacity, liable for any debt or liability of the Society.