

## FORM 1

### SOCIETY ACT

#### Constitution

1. The name of the Society is: WILDERNESS TOURISM ASSOCIATION (WTA)
2. The Purposes of the Society are:
  - (a) to provide wilderness tourism operators a say in the land use decisions in the areas that the wilderness tourism operators are located;
  - (b) to secure British Columbia legislation that ensures that wilderness tourism operators become the priority decision makers with regard to the lands on which they operate their tourism services. We are suggesting that on those lands utilized by a tourism operation, that the forestry and mining companies develop and implement their logging and mining plans in keeping with the tourism development plans and business objectives of the tourism operator;
  - (c) to assist wilderness tourism operators who are having their operations and business threatened due to land use conflicts;
  - (d) to communicate to wilderness tourism operators the land use conflicts other operators have and what action is being taken;
  - (e) to become a member In good standing of the Council of Tourism Associations of BC (COTA) and to seek their support In realizing our objectives;
  - (f) to inform and educate fellow COTA members' especially the gateway city members like Vancouver and Victoria regarding tourism issues and opportunities with respect to the land and the supernatural image of B.C.;
  - (g) to raise funds on a project by project basis to assist in the conservation of land for tourism values.
3. The activities and purposes of the Society shall be carried on without purpose of gain for its members and any income. Profits or other accretions to the Society shall be used in promoting the purposes of the Society. This provision is unalterable.
4. In the event of winding-up or dissolution of the Society, all the funds and assets of the Society remaining after the payment or satisfaction of all costs, charges, expenses, debts and liabilities of the Society, including the remuneration (if any) of a liquidator, and after payment to employees of the Society of any arrears of salaries or wages, and after the payment of any debts of the Society, shall be given, transferred and distributed to such organizations that are

registered charities pursuant to the provisions of the Income Tax Act that shall be designated by the members of the Society at the time of the winding-up or dissolution of the society and if effect cannot be given to the aforesaid provisions, such funds shall be given, transferred and distributed to such organizations that are determined by the members of the Society to be registered charities pursuant to the provisions of the Income Tax Act which have purposes similar to those of the Society. This provision is unalterable.

## **Bylaws**

The bylaws of the Society are those set out in Schedule B to the Society Act.

### **Society Act Schedule B (Bylaws) – Part 2 - Membership**

1. The members of the society are the applicants for incorporation of the society, and those persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.
2. A person may apply to the directors for membership in the society and on acceptance by the directors is a member.
3. Every member must uphold the constitution and comply with these bylaws.
4. The amount of the first annual membership dues must be determined by the directors and after that the annual membership dues must be determined at the annual general meeting of the society.
5. A person ceases to be a member of the society
  - a) by delivering his or her resignation in writing to the secretary of the society or by mailing or delivering it to the address of the society
  - b) on his or her death or, in the case of a corporation, on dissolution,
  - c) on being expelled, or
  - d) on having been a member not in good standing for 12 consecutive months
6. A member may be expelled by a special resolution of the members passed at a general meeting.
7. The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.
8. The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.
9. All members are in good standing except a member who has failed to pay his or her current annual membership fee, or any other subscription or debt due and owing by the member to the society, and the member is not in good standing so long as the debt remains unpaid.

### **WTA Special Resolutions (Approved February 2001)**

1. Prospective members of the Wilderness Tourism Association must be sponsored by a current Wilderness Tourism Association member in good standing, and approved by the Board prior to receiving membership approval,
2. The Board will consist of Seven (7) members, each elected for a two-year period. On even numbered years there will be the election of President, Secretary-Treasurer, and two directors at large. On odd numbered years the Vice-president, and two directors at large will be elected.

Where a director relinquishes position mid term, then a new director will fill the position for the remaining period to be served. This could be anywhere from 1 day to 2 years less 1 day. The Board will elect the replacement director, valid until the next election. The Board as a whole will determine the new executive.

3. To be eligible for election as president, a candidate must be a member in good standing, and a currently elected member of the Board, and have served at least one year on the Board immediately prior to running for president.

### **WTA Special Resolutions (Approved February 2009)**

4. A member may be expelled from the Wilderness Tourism Association for reasons deemed by the Wilderness Tourism Association Board of Directors including, but not limited to, non-compliance with the WTA Code of Conduct.
5. The Board will consist of a minimum Seven (7) and maximum Fifteen (15) members, each elected for a two-year period. On even numbered years there will be the election of President, Secretary-Treasurer, and up to six directors at large. On odd numbered years the Vice-president, and up to six directors at large will be elected. Quorum will be set at 5. This resolution replaces Resolution number 2 (2001).