

PART 15

STANDING RULES FOR ANNUAL GENERAL MEETING

15.01 Privileges & Rules of Debate

The following are the standing rules which shall govern and apply throughout the NANB Annual General Meeting (“AGM”):

- (a) Except as otherwise provided in the by-laws and rules, the AGM proceedings shall be conducted in accordance with the latest edition of *Robert’s Rules of Order*.
- (b) The order of business shall be that printed in the program distributed in advance of the AGM. Items of business may be taken up in a different order whenever deemed appropriate by the chairperson. [April 7, 2020]
- (c) Except for resolutions or motions arising out of the business of the AGM, all resolutions from practising members must have been submitted to the resolutions committee by the deadline communicated to members, which shall be at least six weeks prior to the AGM.
- (d) Obtaining and Assigning the Floor:
 - (i) Any member wishing to ask questions or to participate in debate may seek the floor by approaching a microphone and waiting to be called upon by the chair. [June 9, 2020]
 - (ii) Speakers shall use microphones, address the chair and state their name. The chairperson shall call speakers in the order in which they appear at the microphone.
 - (iii) Motions or amendments to main motions may be made only by a practising member and must be seconded by another practising member. To ensure accuracy, these must be presented in writing on forms provided, signed by the mover with the name of the seconder.
 - (iv) The chairperson will exercise her responsibility to limit debate. A speaker will be given a maximum of two minutes and may speak only once to any motion or resolution. The chairperson will announce the termination of the discussion period ten minutes in advance.
- (e) Resolutions arising out of the business of the AGM:
 - (i) Resolutions arising out of the business of the AGM may be submitted by two practising members, the resolutions committee or the board of directors. Resolutions must be presented to the resolutions committee in writing prior to the deadline stipulated at the outset of the AGM.
 - (ii) Following the deadline for submission of resolutions from the floor, the resolutions committee will meet and will accept or rule resolutions out-of-

order. The committee will inform members who have submitted resolutions whether or not their resolutions will be presented to the assembly and the reason for their decision.

- (iii) Resolutions will be declared out of order if they conflict with the *Act*, the By-laws, the Rules; if they do not arise out of the business of the AGM; if they conflict with resolutions already adopted in the same AGM; or if they concern matters already under study.
- (iv) Resolutions being presented to the assembly will be read by the chairperson or her delegate in the language in which they were submitted. The order in which resolutions are presented is determined by the resolutions committee.
- (f) Voting:
 - (i) All resolutions and motions shall be determined by a majority of the votes cast.
 - (ii) Only practising members present at the AGM and proxies registered in accordance with the By-Laws and Rules have the right to vote. Voting shall be by secret ballot.
- (g) All participants in the meeting room are asked to turn off electronic devices and to refrain from wearing scents.
- (h) The chairperson has discretion to manage conflict and disruptive, dilatory or obstructionist conduct. If an attendee acts, speaks or gestures inappropriately, the chairperson may:
 - (i) advise the attendee and allow her to continue to participate in the meeting;
 - (ii) warn the attendee and call her to order, requiring her to be seated; or
 - (iii) if misconduct is repeated or egregious, exclude the attendee from the meeting room.
- (i) The chairperson, in consultation with any parliamentary advisor present, shall rule on any question of procedure that arises.
- (j) The board of directors shall have the authority to approve the minutes of the Annual Meeting.

15.02 Virtual or Electronic AGM [June 9, 2020]

- (a) In the event of a public health crisis or similar exceptional circumstance which makes it unlawful or impractical to hold the AGM in-person, the AGM may proceed virtually on such electronic platform as may be determined by the board of directors.

- (b) The board of directors shall select an electronic platform that permits instantaneous communication among participants and is able to accommodate a similar number of participants as an in-person AGM.
- (c) Only persons who registrar shall be permitted to attend the virtual AGM. Registration of members will be prioritized over students, observers and guests.
- (d) All participants will be required to provide a valid email address at the time of registration to which information and technical instructions relating to the AGM will be sent.
- (e) The rules shall be modified as follows for a virtual AGM:
 - (i) The program containing the order of business shall be electronically distributed to all registered participants at least 72 hours in advance of the AGM, along with instructions as to how to connect to the virtual platform.
 - (ii) Any resolutions arising from the business of the AGM as set out in the agenda must be emailed to the resolutions committee on or before the deadline stipulated at the time the program is distributed.
 - (iii) The virtual platform shall provide a mechanism for participants to ask questions and to speak to motions or resolutions. The chair is responsible for electronically assigning the floor and for limiting debate in accordance with Rule 15.01(d)(iv).
 - (iv) Voting upon resolutions shall occur by secure electronic means either during or immediately following the AGM. Only members who register and attend the AGM shall be eligible to vote. Eligible voters may vote electronically on their own behalf and on behalf of any members for whom they were appointed as proxies in accordance with the By-laws and Rules.
- (f) Except as otherwise provided in this Rule, the virtual AGM shall be conducted as far as possible in accordance with the By-laws and Rules applicable to an in-person AGM, with only such modifications as are reasonably necessary to accommodate the virtual format and any technical limitations of the virtual platform.