

RULES AND PROCEDURES
2021 UNITED CONSERVATIVE
ASSOCIATION ANNUAL GENERAL
MEETING

November 19 – November 21, 2021

AS APPROVED BY THE UNITED CONSERVATIVE ASSOCIATION BOARD OF DIRECTORS ON August 31, 2021

1. INTRODUCTION

- 1.1 The following rules and procedures for the 2021 United Conservative Association Annual General Meeting have been adopted by the Board of Directors of the United Conservative Party pursuant to Article 13.1 of the United Conservative Association Bylaws.

2. DEFINITIONS

- 2.1 “AGM” means the 2021 Annual General Meeting of the United Conservative Association;
- 2.2 “Association” means the United Conservative Association;
- 2.3 “Board” means the Board of Directors of the Association;
- 2.4 “Bylaws” means the Bylaws of the Association;
- 2.5 “Chair” means the presiding officer or officers of the Plenary Sessions;
- 2.6 “Constitutional Documents” means the documents ratified and maintained by the Members as set out in Article 10 of the Bylaws including the Policy Declaration and the Governance Manual;
- 2.7 “Executive Director” means the Executive Director of the Association;
- 2.8 “Governance Manual” means the Constitutional Documents set out in Article 10.1.2 of the Bylaws;
- 2.9 “Members” means members of the Association as defined in Article 4 of the Bylaws;
- 2.10 “Party Policy and Governance Committee ” means the committee so described on the Association’s Standing Committee List and appointed by the Board;
- 2.11 “Plenary Sessions” means the sessions to be held on November 19, 2021, November 20, 2021 and/or such other dates in November 2021 as may be determined by the Board;

- 2.12 “Policy Declaration” means the declaration of policy statements and principles set out in Article 10.1.1 of the Bylaws;
- 2.13 “Registrar” means the Registrar of Corporations or a Deputy Registrar of Corporations as defined in the *Business Corporations Act*, RSA 2000, c B-9;
- 2.14 “Resolution” means a duly-submitted resolution to amend the constitutional documents of the Association that requires a vote in favour of not less than 50% of those Members present and entitled to vote at the AGM in order to pass;
- 2.15 “Rules” means these Rules and Procedures for the 2021 United Conservative Association AGM; and
- 2.16 “Special Resolution” means a duly-submitted resolution to amend the Bylaws for which 21 days’ notice specifying the intention to propose the resolution has been given and that requires a vote in favour of not less than 75% of voting Members in order to pass.

3. GENERAL

- 3.1 The AGM shall commence at 5:00pm on Friday, November 19, 2021 or as soon as reasonably possible thereafter.
- 3.2 All Members must register in the manner prescribed by the Executive Director or his designate in order to attend, participate in, and vote at the AGM.
- 3.3 Only individuals who were Members in good standing as of 11:59pm on Friday, October 29, 2021 shall be permitted to vote at the AGM.
- 3.4 Any dispute with respect to the eligibility to register, attend, participate in, or vote at the AGM shall be determined by the Executive Director or his designate. The decision of the Executive Director shall be final and binding.
- 3.5 These Rules may at any time be supplemented or amended, including, without limitation by the alteration, extension, abridgement or suspension of any time periods provided for in these Rules, by the Board.

- 3.6 The exercise of any discretion or determination of any matter by the Chair is final, binding and not subject to review.
- 3.7 Unless otherwise provided in these Rules, the procedures during the Plenary will be governed by Robert's Rules of Order (Newly Revised 11th Edition) subject to such revisions as the Chair may in his or her discretion determine.
- 3.8 The package of Special Resolutions to go forward for consideration at the AGM shall be posted on the public website of the Association and shall be sent to Members by email no later than October 29, 2021.
- 3.9 In accordance with Article 14.1 of the Bylaws and the *Societies Act*, RSA 2000, c S-14, the Bylaws may only be rescinded, altered, or amended by Special Resolution.

4. MEETING ATTENDANCE AND QUORUM

- 4.1 Quorum for the AGM will be the lesser of a majority of the Members of the Association or two hundred (200).
- 4.2 No proxies shall be permitted.
- 4.3 Quorum shall be calculated by determining the number of registered Members in the meeting room at a given time.

5. AGENDA

- 5.1 The agenda will be set by the Board and circulated to the Members in advance of the AGM. Amendments to the agenda will not be permitted.
- 5.2 There will be two (2) Plenary Sessions at the AGM:
- 5.2.1 Governance Debate Session to follow the opening ceremonies and remarks on Friday, November 19, 2021 at 5:00pm; and
 - 5.2.2 Policy Debate Session commencing at approximately 11:00am on Saturday, November 20, 201 and continuing into the afternoon.
- 5.3 Each Plenary Session will have a Chair or co-Chairs, who will be assisted by a

parliamentarian, a recording clerk, and any other such individual as may be reasonably necessary.

5.4 Upon confirmation that a quorum of two hundred (200) is present, and subject to the discretion of the Chair, the AGM will proceed in accordance with the agenda presented to Members.

5.5 During the Governance Debate Session, Special Resolutions and Resolutions with respect to constitutional documents (excluding the Policy Declaration) will be considered.

5.6 During the Policy Debate Session, Resolutions that amend the Policy Declaration will be considered.

5.7 The order of the Special Resolutions and Resolutions shall be set by the Board who will consider the recommendations of the Party Policy and Governance Committee. Where possible, Resolutions that have been ranked by Constituency Associations will be ordered based upon the highest levels of support. Amendments to the order of the Special Resolutions and Resolutions shall not be permitted.

5.8 No resolutions other than the Special Resolutions and Resolutions approved by the Board will be considered, with the exception of those proposed by the Leader.

5.9 Motions from the floor will not be permitted unless invited by the Chair.

5.10 Motions, which, in the discretion of the Chair, are unable to be addressed in light of the AGM format or seem likely to unduly delay the efficient progress of the AGM may be rejected by the Chair and not allowed to proceed. Such motions include, without limitation, motions to call the question, motions to adjourn, motions to take a recess, motions to extend debate, motions to reconsider, motions to rescind, motions to postpone, motions to consider by paragraph, motions to sever, motions to fix a time to adjourn, motions to suspend the rules, motions relating to methods of voting, motions to take an item out of order, use of points of order or points of privilege, and use of parliamentary inquiries or points of information.

5.11 The Chair may, at his or her sole discretion in light of time constraints or otherwise, determine when to adjourn proceedings.

6. DEBATE

- 6.1 Debate on the merits will proceed in the following manner, always subject to the discretion of the Chair in light of time constraints or otherwise:
- 6.1.1 A Member who represents the constituency association that sponsored the resolution will be given the opportunity to provide an introductory video that is a maximum of sixty (60) seconds in length or, if no video has been provided, will be permitted sixty (60) seconds to introduce the resolution;
 - 6.1.2 The Chair will then alternate between speakers in opposition and in favour of the resolution, each subsequent speaker will be given a maximum of thirty (30) seconds to speak;
 - 6.1.3 Not more than three (3) speakers in favour (including the Member who proposed the resolution) and three (3) speakers against will be permitted;
 - 6.1.4 A Member who represents the constituency association that sponsored the resolution will be permitted thirty (30) seconds for rebuttal; and
 - 6.1.5 Where possible, the Chair will endeavour to select speakers on a first-come, first-served basis.
- 6.2 Only registered Members shall be permitted to speak.
- 6.3 The Chair may call for a vote on a resolution at any time after the resolution has been introduced if he or she believes the debate has reached a conclusion or that all relevant aspects of the issue have been raised.
- 6.4 Members must be present to vote and may only vote once on each resolution.
- 6.5 Voting shall occur by show of authorized voting cards. In the event the result is not clear to the Chair, the Chair may request that a count be conducted. The Chair shall announce whether each resolution passes or fails, but shall not be required to provide any further detail with respect to the result of a vote. The decision of the Chair with respect to the result of the vote on any resolution shall

be binding and is not subject to appeal or challenge.

6.6 Anyone who attempts to disrupt the proceedings in any way may be required to leave the room.

6.7 The voting results will be announced and posted online following the conclusion of the AGM.

6.8 No Special Resolution has effect until it has been registered by the Registrar. The effective date of a Special Resolution shall be the date of registration unless a later date is specified. If the Registrar is of the opinion that a Special Resolution or the resulting bylaw contains anything contrary to law, the Registrar shall refuse to register it and the Special Resolution shall be null and void.