



**Subject: Important Notice to members in good standing:
Proposed amendments to Discovery UNESCO Global Geopark
Bylaws (2019) for member review prior 2024 AGM**

October 6th, 2024

Dear Valued Member,

Happy International Geodiversity Day!

As a valued member in good standing of the Discovery UNESCO Global Geopark, we are pleased to keep you informed about important updates regarding our approach to governance.

To prepare the Discovery UNESCO Global Geopark for future growth and expansion, the current Board of Directors, with the support of our funding partners—the Atlantic Canada Opportunities Agency and the Department of Innovation, Energy and Technology—have launched a process of organizational and governance renewal. This renewal aims to broaden community participation by providing increased opportunities for engagement and to strengthen our operational practices through enhanced policies, procedures, and processes.

Our vision is to have an organization with deep roots in the community, governed by skilled and enthusiastic Board members who are committed to collaboration and shared values.

As part of this process, we are proposing changes to Discovery UNESCO Global Geoparks Bylaws (last update 2019). As per our Bylaws, members in good standing are to receive notice of proposed changes to Bylaws that impact the membership.

The proposed amendments are being shared with membership today, October 6 2024, via email to ensure 30 days notice of proposed bylaw amendments prior to a vote to adopt the changes by the membership at the 2024 AGM. Please note this email is to inform members of proposed amendments to the Bylaws and an official announcement and invitation stating the AGM's date time and format as well as an invitation to register, will be emailed to Discovery Geopark members on October 7th 2024.

Thank you for your continued support and engagement with the Discovery UNESCO Global Geopark. The interim board would like to note that the proposed resolutions are based on recommendations by Conach Consulting. For details about their work with Discovery UNESCO Global Geopark, please visit our website section GEOPARK MANAGEMENT. More information about the proposed adjustments to board structure, working committees and expressing interest in volunteering will be shared with our members this week. If you have any questions or wish for further clarification on the proposed resolutions, we strongly encourage you to reach out. See contact details below.

Warm regards,
Marieke Gow - Interim Chair
Shawna Prince - Interim Vice Chair
Bonnie McGrath - Interim Treasurer and
Secretary
Discovery UNESCO Global Geopark
Contact: info@discoverygeopark.com

Please note that questions regarding the proposed Bylaw changes and the soon to be announced process for expressing interest to volunteer for the organization may be forwarded to Conach Consult who may reply directly to the enquiry on behalf of Discovery UNESCO Global Geopark.

EMAILED TO MEMBERS OF DISCOVERY UNESCO GLOBAL GEOPARK IN GOOD STANDING ON OCTOBER 6TH 2024. THERE WILL BE A VOTE ON THE PROPOSED AMENDMENTS TO BYLAWS AT THE 2024 AGM.

Current Bylaw (Established 2019)	Proposed Amendment(s)
4.0 MEMBERSHIP	
<p>4.1 General Membership</p> <p>General Membership for Discovery UNESCO Global Geopark may include individuals over the age of eighteen years (18), organizations, incorporated municipalities, businesses, educational institutions, government, agencies, and crown corporations who pay annual dues and are interested in advancing the purposes and supporting the activities of Discovery.</p>	<p>4.1 General Membership</p> <p>Remain the Same</p>
<p>4.5 Rights of Membership</p> <p>Members in good standing who are permanent full-time residents of the Discovery Geopark Region may seek office on the Board of Directors or be appointed by the Board to fulfill a vacant seat.</p>	<p>4.5 Board of Director Election/Appointment</p> <p>Interest in Board positions may be received from full time and/or seasonal residents of the Discovery UNESCO Global Geopark Region. Non-residents with specific skillsets or expertise required by the Board may be appointed by the Board to At Large positions for a defined term.</p> <p>The Board of Directors reserves the right to appoint Directors to fill vacant seats.</p> <p>All persons elected or appointed to the Board must become a member of the Corporation following the written procedure.</p>

Current Bylaw (Established 2019)	Proposed Amendment(s)
6.0 BOARD OF DIRECTORS	
<p>6.1 The Board of Directors shall be elected from the voting membership as detailed in By-Laws Section 4 who are permanent full-time residents of the Geopark territory as defined by DISCOVERY.</p>	<p>6.1 The Board of Directors shall be elected by the paid-up General Membership as defined in Bylaws Section 4.1.</p>
<p>6.3 The Board will be comprised of eleven (11) elected eligible voting members and up to four (4) appointed non-voting members (ex-officio). Voting members represent: 1 – Not-for-Profit Sector from British Harbour to English Harbour 1 – Not-for-Profit Sector from Trinity Bay North 1 – Not-for-Profit Sector from Bonavista – Elliston – Spillar’s Cove 1 – Not-for-Profit Sector from Birchy Cove – King’s Cove 1 – Not-for-Profit Sector from Tickle Cove – Keels 1 – Not-for-Profit Sector At Large Position from the Discovery region 2 – Private Sector operating in tourism, culture, arts or education in the Discovery region 2 – Municipal Council of an incorporated community entered into an MOU with Discovery 1 – Hike Discovery appointee accepted by Discovery</p>	<p>6.3 The composition of the Board of Directors shall be elected or appointed members.</p> <p>Voting members shall represent the following:</p> <ul style="list-style-type: none"> · 3 Directors – Not for Profit Sector · 3 Directors – Incorporated Municipalities · 3 Directors – Private Sector · 3 Directors – At Large <p>Non-voting Directors may be appointed for a specific term to meet the requirement for a specific skillset.</p>
<p>6.3 At an AGM of the membership, should there be no nominees either from a Nominations Committee or from the floor to represent a not-for-profit sector from a specific geographic area, the Board may decide to call for nominees from the floor as an At Large Position for the entire Discovery region.</p>	<p>6.3 At an AGM of the membership, should there be no nominees the Nominations Committee of the Board may decide to call for nominees from the floor for any position for the Board.</p> <p>Any nomination(s) from the floor will be subject to review and qualification by the Nominations Committee.</p>
<p>6.4 At the first election of Directors following the approval of this by-law for the AGM in 2019, one-third (1/3) Directors shall be elected for a three-year term, one-third (1/3) Directors shall be elected for a two-year term and one-third (1/3) Directors shall be elected for a one-year term as prescribed in the Governance Policies. Thereafter, except where an appointment or election is held to fill the unexpired portion of a term, newly elected directors and appointments shall be for three-year (3) terms.</p>	<p>6.4 At the election of Directors at the 2024 Annual General Meeting:</p> <ul style="list-style-type: none"> · One third (1/3) Directors shall be elected for a three -year term; · One third (1/3) Directors shall be elected for a two-year term; · One third (1/3) Directors shall be elected for a one-year term. <p>Appointments made in the interim between Annual General Meetings shall be for the unexpired portion of a term. When a member’s term expires, and should the member be re-appointed to the Board ,then the subsequent term of office for that member shall be three years.</p>