

**General By-law
South Saskatchewan River Irrigation District No. 1**

A by-law relating generally to the conduct of the affairs of the South Saskatchewan River Irrigation District No. 1 (the “District”).

1. Interpretation

1.01. Definitions.

In the by-laws of the District, unless the context otherwise requires:

- (a) “Act” means *The Irrigation Act, 2019*, and all regulations duly promulgated in respect thereto and any statute that may be substituted therefor, as from time to time amended;
- (b) “board” means the board of directors of the District;
- (c) “by-laws” means this by-law and all other by-laws of the District from time to time in force and effect;
- (d) “future service agreement” mean an agreement between the District and a person whose lands have been certified for irrigation and is to receive irrigation services at a future date. The future service agreements shall require that the person to receive future irrigation services shall pay into the irrigation replacement fund as required by the board;
- (e) “irrigation services” means water supply, water disposal, and educational services respecting irrigation, but does not include disposal of effluents;
- (f) “meeting of members” means an annual general meeting of members or a special meeting of members;
- (g) “member” means a person or body corporate who is a district consumer and has an existing water service agreement or future service agreement with the District to receive irrigation services from the District;
- (h) “minister” means the member of the Executive Council to whom for the time being the administration of the Act is assigned;
- (i) “recorded address” means, in the case of a member, the address as recorded in the members register of the District; and in the case of a director, officer, auditor or member of a committee of the board, the latest address as recorded in the records of the District.
- (j) “water service agreement” means a water service agreement between the District and a person who is to receive irrigation services that has been entered into pursuant to the Act;
- (k) “water service charge” means the amount charged by the District to a member for providing irrigation services;

SAVE AS AFORESAID, words and expressions defined in the Act have the same meanings when used herein.

Words importing the singular number include the plural and vice versa; words importing gender include the masculine, feminine and neuter genders; and the words importing person include individuals, bodies corporate, partnerships, trusts and unincorporated organizations.

Expressions referring to writing shall be construed as including but not limited to references to printing, facsimile, photography, electronic transmission and other modes of representing or reproducing words in a visual form.

2. Business of the District

2.01. Registered Office.

The registered office of the District shall be at such location in the Province of Saskatchewan as the board may from time to time determine.

2.02. Seal.

The seal of the District shall be in the form as the board may determine from time to time.

2.03. Execution of Instruments.

Contracts, documents and other instruments may be signed on behalf of the District by any two officers or directors (or where there is only one director or officer then by that person alone), or such other person or persons as the board may authorize or direct. The seal of the District may, as required, be affixed to any contracts, documents or instruments duly executed by those authorized in that capacity.

3. Directors

3.01. Number.

The board shall consist of five (5) directors, subject to contrary members' resolution, in which event such contrary resolution shall be binding on the directors until the next members' resolution.

3.02. Quorum.

Quorum for the transaction of business at any meeting of the board shall consist of a majority of directors.

3.03. Qualification.

No person shall be a director if such person is less than twenty-one (21) years of age; is found by a court in Canada or elsewhere to lack capacity, is not an individual or is bankrupt.

3.04. Election and Term.

- (a) Election of directors shall occur by way of a general election in any year in which the terms of the directors shall expire or there are vacancies to be filled on the board. When required, the general election shall occur on a date during the last quarter of the fiscal year as determined by the board.
- (b) Directors shall be elected by the members by secret ballot throughout the day of the general election.
- (c) The term of office of a director shall be three (3) years commencing upon close of the general election, or if elected by directors as a result of a vacancy, upon election, and shall determine upon the election of a successor or upon the passage of a resolution effecting the removal of such director.
- (d) Elections for three (3) directors shall occur in 2021 and elections for two (2) directors shall occur in 2022. Thereafter elections shall be held upon the expiration of the three (3) year terms.
- (e) A director may not serve more than three (3) consecutive terms. Upon completion of the third consecutive term, the director must take at least a one (1) year hiatus prior to seeking another term of office.

3.05. Removal.

Subject to the Act, the members may, by resolution passed at a special meeting, remove any director from office, and the vacancy created by such removal may be filled at the same meeting.

3.06. Vacation of Office.

A director ceases to hold office upon death; upon being removed by the members; ceasing to be qualified for election as a director; or when written resignation is delivered to the District, or if a time is specified in such resignation, at the time so specified, whichever is later.

3.07. Vacancies.

Subject to the Act, a quorum of the board may fill a vacancy in the board, except a vacancy resulting from an increase in the minimum number of directors or from a failure of the members to elect a minimum number of directors. In the absence of a quorum of the board, or if the vacancy has arisen from a failure of the members to elect a minimum number of directors, the board shall forthwith call a general election to fill the vacancy. Any director appointed or elected to fill a vacancy holds office for the unexpired term of the predecessor.

3.08. Action by the Board.

Subject to the Act, the board shall manage the business and affairs of the District and may exercise all such powers and do all such acts and things as may be exercised and done by the District. The powers of the board may be exercised by resolution passed at a meeting at which a quorum and (except for filling vacancies in the Board) a majority of resident Canadian directors is present or by resolution in writing signed by all the directors entitled to vote on that resolution at a meeting of the board. Where there is a vacancy in the board, the remaining director(s) may exercise all the powers of the board so long as a majority of the number of directors fixed pursuant to section 3.01 remains in office. Where the District has only one director, that director may constitute the meeting.

3.09. Meetings by Telephone or Video Conferencing.

Unless a majority of directors present at a meeting object, a director or directors may participate in a meeting of the board or of a committee of the board by means of telephone conference call or video conferencing or other communication facilities as permit all persons participating in the meeting to hear each other, and a director participating in such a meeting by such means is deemed to be present at the meeting.

3.10. Calling of Meetings.

Meetings of the board shall be held at such place and at such time as (in order of priority of determination) the chairperson, the vice-chairperson, or a quorum of directors may determine. The board shall meet at least four (4) times a year.

3.11. Notice of Meetings.

Notice of the time and place of each meeting of the board shall be given to each director not less than four (4) days before the time when the meeting is to be held. A notice of a meeting shall specify any matters required by the Act to be dealt with at the meeting and need not specify any other business to be transacted at the meeting. A director may in any manner waive notice of or otherwise consent to a meeting of the board.

3.12. First Meeting of New Board.

Each newly elected board shall hold its first meeting on a date as determined by the board. However, the first meeting shall be held no later than the end of January of the fiscal year immediately following the election of the board.

3.13. Adjourned Meeting.

Notice of an adjourned meeting of the board is not required if the time and place of the adjourned meeting is announced at the original meeting.

3.14. Regular Meetings.

The board may appoint a day or days in any month or months for regular meetings of the board at a place and hour to be named. A copy of any resolution of the board fixing the place and time of such regular meeting shall be sent to each director forthwith after being passed, but no other notice shall be required for any such regular meeting except where the Act or this bylaw requires the purpose thereof or the business to be transacted thereat to be specified.

3.15. Chair.

The chair of any meeting of the board shall be the first mentioned of such of the following officers as have been appointed and who is a director and is present at the meeting: the chairperson or the vice-chairperson. If no such officer is present, the directors present shall choose one of their numbers to be chair.

3.16. Votes to Govern.

At all meetings of the board, every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes, the chair of the meeting shall not be entitled to a second vote.

3.17. Remuneration and Expenses.

Subject to the Act and the bylaws, the directors shall be paid such remuneration for their services as the board may from time to time determine. The directors shall also be entitled to be reimbursed for travelling and other expenses properly incurred by them in attending meetings of the board or any committee thereof. Subject to the Act, nothing herein contained shall preclude any director from serving the District in any other capacity and receiving remuneration therefor.

3.18. Resolution in Lieu of Meeting.

A resolution in writing signed by all the directors of the District entitled to vote on that resolution at a meeting of directors or committee of directors is as valid as if it had been passed at a meeting of the directors or a committee of directors and satisfies all the requirements of the Act relating to meetings of directors or committee of directors. Such resolution may be in two or more counterparts which together, shall be deemed to constitute one resolution in writing. Such resolution shall be filed with the minutes of the proceedings of directors and shall be effective on the date signed thereon or the latest date signed on any counterpart.

3.19. Associate Board Members.

The board may by resolution appoint associate board members, without vote, to the proceedings of the board with or without an entitlement to participate in the deliberations of the board. The term of such appointment shall be at the pleasure of the board with any renewal or revocation of such appointment determined by a majority resolution of the board.

4. Committees

4.01. Committee of Directors.

The board may appoint a committee of directors, however designated, and delegate to such committee any of the powers of the board except those which under the Act a committee of directors has no authority to exercise. A majority of the members of such committee shall be resident Canadians.

4.02. Transaction of Business.

The powers of a committee of directors may be exercised by a meeting at which a quorum of its members is present or by resolution in writing signed by all the members of such committee who would have been entitled to vote on that resolution at that meeting of the committee. Meetings of such committee may be held at any place in Canada.

4.03. Procedure.

Unless otherwise determined by the board, each committee shall have the power to fix its quorum to not less than a majority of its members, to elect its chair and to regulate its procedure.

5. Meetings of the Board

5.01. Appointment.

The board shall from time to time appoint a chairperson, a vice-chairperson, and such other officers as the board may determine. The board may specify the duties of and, in accordance with this bylaw and subject to the provisions of the Act, delegate to such officers powers to manage the business and affairs of the District.

5.02. Chairperson.

The board shall from time to time appoint a chairperson of the board, who shall be a director. The chairperson shall be the chief operating officer and shall have such other powers and duties as the board may specify. During the absence or disability of the chairperson of the board, or if no chairperson of the board has been appointed, the duties shall be performed and powers exercised by the vice-chairperson. If the vice-chairperson is not present, the directors shall choose one of their numbers to be the chairperson of the board.

5.03 Vice-Chairperson.

The board shall from time to time appoint a vice-chairperson of the board, who shall be a director. The vice-chairperson shall have such power and duties as the board may specify.

5.05. Secretary.

The board may from time to time appoint a secretary, who shall be a director. The secretary shall attend and be the secretary of all meetings of the board, members and committees of the board and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings thereat; the secretary shall give or cause to be given, as and when instructed, all notices to members, directors, officers, auditors and members of committees of the board; and the secretary shall have such other power and duties as the board may specify.

5.06. Treasurer.

The board may from time to time appoint a treasurer or such other person as the board determines to keep proper accounting records in compliance with the Act, and shall be responsible for the deposit of money, the safekeeping of securities and the disbursement of the funds of the District; the Treasurer shall render to the board whenever required an account of all transactions as treasurer and of the financial position of the District; and shall have such other power and duties as the board or the chief executive officer may specify.

5.07. Powers and Duties of Other Officers.

The powers and duties of all other officers shall be such as the board may specify.

5.08. Variation of Powers and Duties.

The board may from time to time and subject to the provisions of the Act, vary, add to or limit the powers and duties of an officer.

5.09. Terms of Office.

The board, in its discretion, may remove any officer of the District without prejudice to such officer's rights under any employment contract. Otherwise, subject to the provisions of 3.04, each officer appointed by the board shall hold office until a successor is appointed.

5.11. Conflict of Interest.

An officer shall disclose a personal interest in any material contract or proposed material contract with the District.

6. Specific Duties of the District and Board

6.01. General Governance of Board

The district board shall at all times govern itself in accordance with the Act, any regulations made pursuant to the Act, and the bylaws.

6.02 Annual Report

Within 120 days following the end of its fiscal year or as otherwise required by the Act, the District shall prepare an annual report for the minister, in the form as required by the minister, respecting the District's business and affairs and the status of its irrigation replacement fund during the fiscal year. The District shall forward the annual report to the minister along with its financial statements. The District shall further keep its annual reports and financial statements available for public inspection during office hours of the District and posted on the District's website.

6.03 Water Service Agreements.

- (a) As required by the Act and any amendments thereto, every water service agreement with the District is to set out:
 - (i) The irrigation services to be provided by the District;
 - (ii) The consent of the owner of the land to the irrigation services, if the person who is to receive the irrigation services is not the owner of the land;
 - (iii) Any other provisions that the District and the person who is to receive the irrigation services agree on that are not inconsistent with the Act, the regulations, or any terms and conditions imposed on the irrigation certificate issued for the land being irrigated or to be irrigated.
- (b) The District shall use only the form of water service agreement that has been approved by the minister.
- (c) The District shall keep its water service master record available for public inspection at its head office during office hours of the District and posted on the District's website.
- (d) Water Service Agreements shall have terms of ten (10) years.

6.04 Water Service Charges

- (a) Each fiscal year the District shall establish and approve water service charges as required by the Act. The District shall not levy any water service charges until the charges are approved by the board.
- (b) The District shall deliver to each member their annual assessment for base rate charges within fifteen (15) days following the annual general meeting.
- (c) Each member shall be entitled to appeal their annual assessment by giving notice in writing to the District no later than thirty (30) days following receipt of the assessment that they wish to appeal. The board shall from time to time determine the fees to be charged per parcel of land to a member to proceed with the appeal.
- (d) Annual payments pursuant to the Water Service Agreements are due and payable by December 31st of each fiscal year.

6.05 Water Service Charges - Arrears

- (a) Every member who receives irrigation services shall pay the required water service charges for those irrigation services.
- (b) All water service charges payable by a member are a debt due to the District.
- (c) Any amounts unpaid after December 31st shall bear interest at the rate of two percent (2%) per month until paid.

- (d) Unless otherwise determined by the board pursuant to this section 6.05, the District shall not provide water services to any member who is more than thirty (30) days in arrears.
- (e) The District may also do one or both of the following with respect to a member who has failed to pay the required water service charges and arrears:
 - (i) Terminate irrigation services to, and suspend or cancel any water service agreement with the member;
 - (ii) Bring an action in a court of competent jurisdiction to recover the water service charges that are due.
- (f) If the board considers that a hardship or injustice would otherwise arise, the board may relieve any member from paying all or any part of the water service charges otherwise payable by the member.
- (g) If the District brings an action in a court of competent jurisdiction to recover the water service charges, an entry in the District's water service master record respecting the amount of the water service charges due is admissible in evidence as proof, in the absence of evidence to the contrary, of the amount of water service charges due.
- (h) Water service charges are deemed to be taxes for the purposes of *The Tax Enforcement Act* and, in addition to any other remedy the District may have for collecting water service charges, the District has all the rights and responsibilities for the collection of arrears of water service charges as are set out in *The Tax Enforcement Act* and any regulations made pursuant to that Act, for a rural municipality and its officers for the collection of arrears of taxes.
- (i) No member who is in arrears or otherwise in default of a water service agreement or future service agreement as determined by the board shall be entitled to vote at a meeting of the members.

6.06 Irrigation Replacement Funds and Irrigation Works Management Plans

- (a) The District shall establish an irrigation replacement fund as required by the Act that satisfies all requirements of the Act and is sufficient for the purpose of renewing and replacing its irrigations works.
- (b) The District shall establish an irrigation works management plan as required by the Act that satisfies all requirements of the Act for the renewal and replacement of its irrigation works based on the projected useful life of the irrigation works, and submit the plan to the minister.

6.07 Rules, Regulations, Policies, and Procedures

The board may from time to time make and pass rules, regulations, policies, and procedures (the "Policies") for the governance and operation of the District so long as the Policies do not conflict with the Act or the bylaws.

7. Protection of Directors, Officers and Others

7.01. Limitation of Liability.

No director or officer shall be liable for the acts, receipts, neglects or defaults of any other director or officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the District through the insufficiency or deficiency of title to any property acquired for or on behalf of the District, or for the insufficiency or deficiency of any security in or upon which any of the monies of the District shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any of the monies, securities or effects of the District shall be deposited, or for any loss occasioned by any error of judgment or oversight on such director or officer's part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of office or in relation thereto, unless the same are occasioned by such director or officer's own wilful neglect or default; provided that nothing herein shall relieve any director or officer from the duty to act in accordance with the Act and the regulations thereunder or from liability for any breach thereof.

7.02. Indemnity.

Subject to the limitations contained in the Act, the District shall and does hereby indemnify a director or officer, a former director or officer, and such person's heirs and legal representative, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by such person in respect of any civil, criminal or administrative action or proceeding to which such person is made a party by reason of being or having been a director or officer of the District, if:

- (a) such person acted honestly and in good faith with a view of the best interests of the District; and
- (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, such person had reasonable grounds for believing that the conduct was lawful.

7.03. Insurance.

Subject to the limitations contained in the Act, the District may purchase and maintain such insurance for the benefit of its directors and officers, as the board may from time to time determine.

8. Meetings of Members

8.01. Annual General Meeting.

The District shall hold at least one (1) annual general meeting of its members in each fiscal year. The annual general meeting of members shall be held at such time in each year and, subject to section 8.02, at such place as the board may from time to time determine for the purpose of considering the financial statements and reports required by the Act to be placed before the annual general meeting, appointing auditors, and for the transaction of such other business as may properly be brought before the meeting.

8.02. Place of Meetings.

Meetings of members shall be held at such place within Saskatchewan as the directors may determine, or subject to the Act, may be held at such place outside of Saskatchewan as those members entitled to vote at such meeting may, from time to time, determine.

8.03. Notice of Meetings.

Notice of the time and place of each meeting of members shall be given in the manner provided in section 9.01. Notice shall be given not less than twenty-one (21), nor more than fifty (50), days before the date of the meeting to each director, to the auditor and to each member who, at the close of business on the record date, if any, for notice, is entered in the members register. Notice of a meeting of members called for any purpose other than consideration of the financial statements, auditor's report, annual reports, and reappointment of the incumbent auditor shall state the nature of such business in sufficient detail to permit the member to form a reasoned judgment thereon and shall state the text of any special resolution to be submitted to the meeting. A member may in any manner waive notice of or otherwise consent to a meeting of members.

8.04. List of Members Entitled to Notice.

For every meeting of members, the District shall prepare a list of members entitled to receive notice of the meeting arranged in alphabetical order. The list shall be available for examination by any member during usual business hours at the registered office of the District or at the place where the members register is kept and at the place where the meeting is held.

8.05. Chair and Secretary.

The chair of any meeting of members shall be one the following officers present at the meeting (in order of priority of determination): the chairperson or the vice-chairperson. If no such officer is present within fifteen minutes from the time fixed for holding the meeting, the directors present shall choose one of their number to be chair. The chair shall determine all questions of procedure during the meeting. If the secretary of the District is absent, the chair shall appoint some person, who need not be a member, to act as secretary of the meeting.

8.06. Persons Entitled to be Present.

The only persons entitled to be present at a meeting of members shall be those entitled to vote thereat, the directors and auditors of the District and others who, although not entitled to vote, are entitled or required under the Act or the bylaws to be present at the meeting. Any other person may attend on the invitation of the chair of the meeting or with the consent of the meeting.

8.07. Quorum.

A quorum for any meeting of members shall be constituted as the total number of members of the District who attend the meeting. There shall be no minimum requirement for quorum so long as the proper notice has been given pursuant to these bylaws.

8.08. Right to Vote.

Subject to the provisions of section 8.09 as to authorized representatives of another body corporate at any meeting of members in respect of which the District has prepared the list referred to in section 8.03, every person who is named in such list shall be entitled to vote at the meeting to which such list relates. In the absence of a list prepared as aforesaid in respect of a meeting of the members, the member's list shall be deemed to consist of the members whose names are entitled in the members register of the District at the close of business on the date immediately preceding the date on which the notice is given, or if no notice is given, the day on which the meeting of the members is held.

8.09. Representative.

Any body corporate or association which is a member of the District may authorize such person as it thinks fit to act as its representative at any meeting of the District or of any class of members of the District, and the person so authorized shall be entitled to exercise the same powers on behalf of the body corporate represented as that body corporate could exercise if it were an individual member of the District. Any certificate or notice in writing effecting such authorization executed by an officer of such body corporate shall, without notice of defect, be effective for purposes hereof, irrespective of form.

8.10. Votes to Govern.

At any meeting of members every question shall, unless otherwise required by the Act or bylaws, be determined by the majority of the votes cast on the question. In case of an equality of votes, the chair of the meeting shall not be entitled to a second or casting vote.

8.11. Show of Hands.

Subject to the provisions of the Act, any question at a meeting of members shall be decided by a show of hands unless a ballot thereon is required or demanded as hereinafter provided. Upon a show of hands, every person who is present and entitled to vote shall have one vote. Whenever a vote by show of hands shall have been taken upon a question, unless a ballot thereon is required or demanded, a declaration by the chair of the meeting that the vote upon the question has been carried or carried by a particular majority or not carried, and an entry to that effect in the minutes of the meeting, shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against any resolution or other proceeding in respect of the said question, and the result of the votes so taken shall be the decision of the members upon the said question.

8.12. Adjournment.

The chair of the meeting may with the consent of the meeting adjourn any meeting of members from time to time to a fixed time and place and, subject to the Act, no notice of the time and place for the holding of the adjourned meeting shall be required if the adjourned meeting is held in accordance with the terms of adjournment and if a quorum as constituted at the time of adjournment is present at the adjourned meeting. If there is not a quorum as so constituted present at the adjourned meeting, the original meeting shall be deemed to have terminated immediately after its adjournment. Any business may be brought or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the original meeting.

8.13. Annual Financial Statements.

The board shall lay before each annual general meeting of members a financial statement prepared in accordance with the provisions of the Act, the regulations thereto, the bylaws of the District, and the report of the auditor, if any, to the members thereat. The financial statement shall:

- (a) be approved by the board and signed by all director(s) thereof;
- (b) cover the period of the most recent fiscal year before the annual general meeting;
- (c) be a comparative statement relating separately to the latest completed financial year and the financial year next preceding it; and
- (d) subject to the requirements of the Act and the regulations thereto, be made up of:
 - (i) a statement of profit and loss for each period;
 - (ii) a statement of surplus for each period;
 - (iii) a statement of source and application of funds for each period;
 - (iv) a balance sheet as at the end of each period, with each statement containing the information required by the Act to be disclosed in such statements; and
 - (v) a statement of changes in financial position.

8.14. Copies to Members.

A copy of the financial statements and a copy of the auditor's report shall be provided to the members at the annual general meeting and also posted on the website for the District.

8.15. Meetings by Telephone or Video Conferencing.

Subject to the Act and the availability of adequate facilities, a member may attend a meeting of members by means of telephone, video conferencing or other communications facilities if all participants are able to communicate adequately with each other during the meeting. The decision whether telephone, video conferencing or other communications facilities will be available at a members meeting shall be in the discretion of the board. The board shall notify the members if such telephone, video conferencing or other communications facilities will be available in the notice of meeting to members.

9. Notices

9.01. Method of Giving Notices.

Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served) pursuant to the Act, the regulations hereunder, the bylaws or otherwise to a member, director, officer, auditor, or member of a committee of the board shall be sufficiently given if delivered personally to the person to whom it is to be given, or by electronic mail to such persons recorded email address, or if delivered to such person's recorded address or if mailed to such person at the recorded address by prepaid ordinary mail, or if sent to such person at the recorded address by any means of prepaid transmitted or recorded communication. A notice so delivered shall be deemed to have been given when it is delivered personally or delivered to the recorded address as aforesaid; a notice so mailed shall be deemed to have been given 24 hours after being deposited in a post office or public letter box; and a notice so sent by any means of transmitted or recorded communication shall be deemed to have been given 24 hours after being dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The board or general manager may change or cause to be changed the recorded address of any member, director, officer, auditor or member of a committee of the board in accordance with any information believed by the board or general manager to be reliable.

9.02. Computation of Time.

In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included, and in computing the time when notice must be given under any provision requiring a specified number of hours' notice of any meeting, or other event, the hour of giving the notice and the hour of commencement of the meeting shall be excluded.

9.03. Undelivered Notices.

If any notice given to a member pursuant to section 9.01 is returned on three (3) consecutive occasions because such member cannot be found, the District shall not be required to give any further notices to such member until such member informs the District in writing of a new address.

9.04. Omissions and Errors.

The accidental omission to give any notice to any member, director, officer, auditor or member of a committee of the board, or the non-receipt of any notice by any such person or any error in any notice not affecting the substance thereof shall not invalidate any action taken by any meeting held pursuant to such notice or otherwise founded thereon.

9.05. Persons Entitled by Death or Operation of Law.

Every person who, by operation of law, transfer, death of a member or any other means whatsoever, shall become entitled to any membership, shall be bound by every notice in respect of such membership which shall have been duly given to the member from whom title to such membership is derived prior to such person's name and address being entered on the members register (whether such notice was given before or after the happening of the event upon which such person became so entitled) and prior to furnishing to the District the proof of authority or evidence of such person's entitlement prescribed by the Act.

9.06. Waiver of Notice.

Any member (or duly appointed proxyholder), director, officer, auditors or member of a committee of the board, may at any time waive any notice, or waive or abridge the time for any notice required to be given to such person under any provision of the Act, the regulations thereunder, the bylaws or otherwise, and such waiver or abridgement shall cure any default in the giving or in the time of such notice, as the case may be. Any such waiver or abridgement shall be in writing except a waiver of notice of a meeting of members or of the board, which may be given in any manner.

9.07. Consents.

Any consent or approvals required to be obtained pursuant to the provisions of the Act or the bylaws of the District must be evidenced by a memorandum in writing, which memorandum shall be dated and shall state the specific use for which such consent or approval was obtained. Such consent shall be valid for a period of sixty (60) days after the date stated thereon. If such period shall lapse, the board shall be required to obtain additional evidence of such consent in the form hereinbefore mentioned.

10. Effective Date

10.01. Effective Date.

This bylaw shall come into force upon the directors of the District adopting the same by resolution, and shall continue in full force and effect until the first meeting of members of the District following such adoption.

10.02. Ratification.

At the first meeting of members following the adoption by the directors of the District, the directors of the District shall submit this bylaw to the members of the District, and the members shall either confirm, reject or amend the same by ordinary resolution.

ENACTED by the board effective the ____ day of _____, 2021

Chairperson

Secretary

CONFIRMED by the members in accordance with the Act effective the _____ day of _____, 2021.

Secretary