

MONTGOMERY BUSINESS REVITALIZATION ZONE

BYLAWS

Section 1

Definitions and Interpretation

1.1 Definitions

In these Bylaws:

- a) **“Act”** means the *Municipal Government Act*, Revised Statutes of Alberta 2000, Chapter M-26 and the regulations established thereunder;
- b) **“Annual Meeting”** or **“AGM”** means the Ratepayers Meeting held annually as required by these Bylaws;
- c) **“Board”** means the board of directors of the BRZ;
- d) **“BRZ”** means the Montgomery Business Revitalization Zone as established by Bylaw 56M2010 of the City of Calgary;
- e) **“Business Revitalization Zone”** means the area encompassed by the business revitalization zone as established by Bylaw 56M2010 of the City of Calgary;
- f) **“Bylaws”** means these bylaws;
- g) **“Committee”** means any committee established by the Board pursuant to these Bylaws and includes the Executive Committee;
- h) **“Council”** means the Council of the City of Calgary;
- i) **“Directors”** means the directors of the BRZ;
- j) **“Ratepayer”** means each person, group of persons, partnership, association, or corporation who is shown on the current assessment roll of the City of Calgary being assessed for business assessment for one or more businesses located within the BRZ;
- k) **“Ratepayers’ Meeting”** means any meeting of the Ratepayers and includes the Annual Meeting and any Special Ratepayers’ Meeting;
- l) **“Representative”** means a person representing a Ratepayer who is appointed by the Ratepayer in accordance with these Bylaws to represent the Ratepayer at a Ratepayers’ Meeting;
- m) **“Special Ratepayers’ Meeting”** means any meeting of the Ratepayers other than the Annual Ratepayers’ Meeting;
- n) **“Special Resolution”** means a resolution passed by a majority of not less than 2/3 of the votes cast by the Ratepayers who voted in respect of that resolution.

Section 2

Boundaries and Office

2.1 Boundaries

The boundaries of the BRZ shall be those shown in Schedule “A” of Bylaw 56M2010 of the City of Calgary. A copy of Schedule “A” is attached to these Bylaws as Appendix “A”.
The boundaries of the Montgomery Business Revitalization Zone encompasses all businesses on both sides of 16th Avenue NW – which acts as the south border & all businesses on both sides of Bowness Road NW – which acts as the north border. The eastern boundary should be such that it includes all businesses from the overpass east of 41st Street NW and the western boundary is 50th Street NW.

2.2 Office

The office of the BRZ shall be in the City of Calgary in the Province of Alberta.

Section 3

Membership

3.1 Ratepayers

- a) Ratepayers are those currently on the business assessment roll of the City of Calgary within the boundaries of the BRZ. Membership in the BRZ shall be automatic, without application, for those ratepayers within the BRZ, and shall continue as long as the ratepayer is within the BRZ.
- b) Each ratepayer shall be entitled to one vote, and may attend and participate at any annual general meeting or special ratepayers’ meeting of the BRZ.
- c) No right or privilege of any ratepayer shall in any way be transferable or transmissible other than by appointment of a Representative as herein provided. The rights and privileges of a ratepayer shall cease upon the ratepayer ceasing to be such, whether by ceasing to be shown on business assessment roll of the City of Calgary for the BRZ, or by death and, in the case of a corporate ratepayer, by liquidation, bankruptcy or otherwise.

3.2 Representatives

A ratepayer may designate a person, who may represent the ratepayer, at all ratepayers’ meetings. A memorandum or letter verifying the appointment of the representative and stating the term of such appointment, if any, must be received by the Secretary before the representative is entitled to act. Such appointment shall be signed by, and on behalf of, the ratepayer making the appointment. Revocations of appointments shall be signed in the same way and may be made with or without cause or prior notice. A representative is entitled to exercise all of the rights and powers of the ratepayer he/she represents as if he/she were the ratepayer.

3.3 Notification to ratepayers

Whenever it is necessary or desirable for the Board to determine the name or address of ratepayers for the purpose of giving any notice, determining entitlement to vote at any ratepayers’ meeting or for any other purpose, the Board may rely on the current business assessment roll of ratepayers and the information set out in such roll shall be conclusive for all purposes set out in the bylaws unless otherwise determined by resolutions of the Board.

Section 4

Meetings of Ratepayers

4.1 Annual General Meeting

The BRZ shall hold an Annual Ratepayers' Meeting every year at such time and place in the City of Calgary as may be determined by the Board, of which meeting due notice shall be given to all ratepayers in accordance with these bylaws. The purpose of such meeting shall be to:

- a) receive the report of the directors;
- b) review the financial statements of the BRZ presented by the Treasurer;
- c) elect the Board of Directors for the ensuing year so they may be appointed by City Council;
- d) appoint the auditors for the ensuing year;
- e) ratify the Bylaws approved by the Board or ratify any amendments to the Bylaws;
- f) address other business which may be brought before the meeting.

4.2 Other Meetings

Special Ratepayers' Meetings may be convened at any time by order of the President, by order of the Secretary, or by order of any 5 members of the Board. Special Ratepayers' Meetings may also be called upon receipt of a petition signed by one-quarter ($\frac{1}{4}$) of the Ratepayers.

4.3 Notice

Notice of the time and place of all meetings of Ratepayers, and the general nature of business to be transacted shall be delivered by mail, hand, telephone, fax or e-mail to each Ratepayer. Such notice, regardless of the method of delivery, shall give each Ratepayer seven (7) clear days of notification or fourteen (14) clear days in advance for notice of the Annual General Meeting. Notice of a Ratepayers' Meeting may be waived if each Ratepayer either consents to the holding of the meeting or is present thereat. No error or omission in giving notice of any meeting shall invalidate such meeting or make void any proceedings taken at such meeting.

4.4 Quorum

For all purposes, a quorum for an Annual or Special Ratepayers' Meeting shall be the lesser of

- a) ten percent (10%) of the Ratepayers in the BRZ, or
- b) 10 Ratepayers in person, or represented by Representatives.

In the event a quorum is not present within 30 minutes after the time called for the meeting, the meeting shall stand adjourned to a time and place determined by a majority of the Ratepayers in attendance. If a quorum is present at the opening of any Ratepayers' Meeting, the business of the meeting may proceed notwithstanding that a quorum is not present throughout the meeting.

4.5 Chairman

The Chairman of a Ratepayers' Meeting shall be the President of the BRZ, or in the absence of the President, the Vice-President. If neither is present, within 30 minutes after the time called for the meeting, the Ratepayers present shall choose a Director present at the meeting and willing to act as the Chairman for that Meeting.

4.6 Voting

All votes, unless a poll is demanded or a resolution calling for a ballot is approved, shall be determined by a show of hands. Every question submitted to a meeting of Ratepayers shall be decided by a majority of votes, and in the case of an equality of votes the resolution shall not pass.

4.7 Election of Directors

The Board of Directors shall be nominated from among the Ratepayers at a Ratepayers' Meeting. The Secretary shall, prior to the meeting and up to the close of nominations, at a time determined by the Board, receive from Ratepayers nominations for appointment to the Board. Nominations shall be signed by 3 Ratepayers. All persons nominated must provide written or verbal consent to the nomination prior to the time determined for the close of nominations. The Secretary shall advise the City Clerk of the City of Calgary of the names of the persons nominated by the Ratepayers for appointment by Calgary City Council to the Board

Section 5 **Board of Directors**

5.1 Management of the BRZ

Subject to the *Act* and these Bylaws, the management and administration of the affairs of the BRZ shall reside with the Board of Directors, which, under the provisions of City Bylaw 56M2010, shall consist of not less than three (3) and not more than ten (10) Directors. The Directors may delegate all or any part of the management and administration of the affairs to officers of the BRZ.

5.2 Qualification and Term of Directors

- a) Except as otherwise provided herein, any individual of sound mind who is a resident of Calgary, has attained the age of majority in Alberta, who is not insolvent or bankrupt, and who is a Ratepayer in good standing with the BRZ is qualified to act as a Director of the BRZ.
- b) Directors of the Board shall serve a term of two (2) years, or until their successors shall have been duly appointed or elected. The terms of no more than one-half ($\frac{1}{2}$) of the Directors should expire in a given year. Directors may be re-appointed or re-elected upon completion of their term of office up to a maximum of three (3) consecutive terms. After serving three consecutive terms, a Director shall remain off the Board for not less than one year prior to being eligible for re-appointment or re-election to the Board, unless the Ratepayers decide otherwise.

5.3 Meetings of the Board

- a) The Board shall hold its meetings on at least four (4) occasions during the calendar year at such times and places within Calgary as the Board may decide.
- b) Notice of the time and place of all meetings of Directors, and the general nature of business to be transacted shall be delivered by mail, hand, telephone, fax or e-mail to each Director. Such notice, regardless of the method of delivery, shall give each Director five (5) clear days of notification. No formal notice of any such meeting shall be necessary if all the Directors are present or if absent have signified their consent to the meeting being held in their absence. The President, or any two members of the Board upon request to the President, may call a special meeting of the Board at any time. Notice of such special meeting shall be given to each Director at least 24 hours in advance, stating the time, place, and purpose of the special meeting.
- c) The presence of 51% of the Directors shall constitute a quorum for the transaction of business. In the event a quorum is not present within 30 minutes of the time called for the meeting, the meeting shall stand adjourned to a time and place determined by a majority of those in attendance.
- d) Questions arising at any meeting of the Board shall be decided by a majority vote on the question. All votes shall be by a show of hands, unless a ballot is demanded by any Director present. A

declaration by the President, that a resolution has been carried and an entry has been made to that effect in the minutes, shall be evidence of the fact without proof of the number or proportion of votes cast on such resolution.

- d) When a Director has reasonable cause for being unable to attend a meeting of the Board, such Director may request in advance of the meeting that a resolution in writing be circulated to all Directors on any question scheduled to be voted upon by the Directors at the meeting. Such resolution in writing shall take the place and be in lieu of a vote by the Directors on such question at the meeting.

A resolution in writing may be voted upon by all Directors via e-mail where it is impractical to have the question decided at any meeting of the Board. Any such resolution shall be carried by a majority of votes cast via e-mail and will be valid and effective as if it had been passed at a meeting of the Board, duly called and constituted.

- f) Any Director who fails to abide by the terms of any resolution, duly passed by the Board, governing the attendance of Directors at meetings of the Board shall be deemed to have resigned from the Board in accordance with the terms of such resolution.

5.4 Vacancies

If a Director is absent from three (3) consecutive meetings of the Board, without reasonable cause or without sending formal regrets (as long as a quorum of Directors remains in office), a replacement may be elected at the next meeting of the Board, if the Directors choose to do so. This Director shall hold office until the next Annual Meeting. If there is not a quorum of Directors, the remaining Directors shall immediately call a Special Ratepayers' Meeting to elect a replacement.

5.5 Resignation, Expulsion or Suspension from Office

If any Director resigns, withdraws, is suspended or expelled from the Board, the Board shall declare the position vacated and may appoint a successor to hold office until the next Annual Meeting. Any Director who desires to resign from the Board may do so upon written notice to the Board. Upon the receipt of such notice, such Director shall cease to be a Director.

5.6 Continuation in Office

The members of the Board shall continue in office until their respective successors are duly elected, appointed or otherwise designated in accordance with the Bylaws, except in the case of expulsion, suspension or resignation. If no challenge is made for the position as a member of the Board, current members of the Board may be re-elected by acclamation.

5.7 Liability of Directors

Every Director of the BRZ shall be deemed to have assumed office with the understanding, agreement and condition that every Director of the BRZ and their heirs, executors, administrators and estate, shall be indemnified and saved harmless out of the funds of the BRZ, including its insurance if any, from all costs, charges, and expenses whatsoever which such Director sustains or incurs in or about any action, suit or proceeding which is brought, commenced, or prosecuted against him or her for, or in respect of any act, deed, matter, or thing whatsoever made, done, or permitted by him or her, or any other Director or Directors, in or about the execution of the duties of their office, and also from and against all other costs, charges and expenses which he or she sustains or incurs, in or about, or in relation to the affairs of the BRZ except such costs, charges, or expenses as are occasioned by their own wilful neglect or fraudulent misconduct or by their failure to act honestly and in good faith with a view to the best interests of the BRZ.

5.8 Disclosure of Conflict of Interest

A Director who is a party to, or is a director, employee, officer, or has a material interest in any person or party who is a party to, a material contract or a proposed material contract, or has a material contract interest in any action to be considered or taken by or affecting the BRZ, or has a conflict of interest shall so advise the Board as soon as they are aware of the conflict of interest. A Director who has a conflict of interest shall be, following disclosure thereof to the Board, entitled to participate in discussions on the matter, but shall not vote with respect to those matters that are the subject of the conflict of interest.

5.9 Remuneration

The Directors and Officers of the BRZ are not entitled to receive remuneration for the duties they perform on behalf of the BRZ.

Section 6 **Committees of the Board**

6.1 Committees of the Board

The Board may appoint any committees as it sees fit, for any purpose it sees fit. At least one member of any committee shall be a Director, who may be the committee chairman. The Board shall determine the responsibilities of all committees.

6.2 Transaction of Business

All committees shall appoint a secretary to keep minutes of their meetings and of any recommendations. Recommendations of any committee shall be subject to confirmation of the Board.

6.3 Procedure

The powers of a committee of the Board may be exercised by a meeting at which a quorum is present. Unless otherwise determined by the Board, each committee shall have the power to fix its quorum at not less than a majority of its members and to regulate its procedure.

Section 7 **Employees**

7.1 Hiring

The Board may contract or employ an Executive Director to manage the day-to-day operations of the BRZ. The Board may authorize the employment of such other persons as they deem necessary to carry out the purposes of the BRZ. The Executive Director shall report to the Executive of the Board and will, at all times, represent the views of the Board. The Executive of the Board shall determine the duties, responsibilities and remuneration of the Executive Director, subject always to the confirmation of the Board. Foremost of the duties of the Executive Director shall be to ensure the BRZ is in compliance with all statutory requirements and notifications. A person in any way involved in the operations of a business of a Ratepayer within the BRZ cannot serve as the Executive Director.

Section 8

Officers

8.1 Officers

There shall be a President, Vice-President, Secretary, Treasurer and a Past-President, who together shall comprise the Executive Committee of the Board of Directors. One person may hold more than one office.

8.2 Appointment of Officers

The members of the Board shall, at the first meeting of the Board following the Annual General Meeting, designate the Officers from its members. If required, Officers may also be appointed from time to time by the Directors, from the members of the Board, to serve at the pleasure of the Board. Except as otherwise provided herein, there shall be no limit on the number of consecutive terms to which officers are appointed. The Past-President shall have served as President in the preceding term. The President shall have served as Vice President, or as a member of the Board “in good standing”, in the preceding term.

8.3 Duties

a) **Past-President**

The Past-President shall be a voting member of the Board. The Past President may be a member of any committee and may have other duties, as delegated from time to time by the Board.

b) **President**

The President shall preside at all Ratepayers' Meetings, meetings of the Board and shall be a voting member of the Board. The President may be a member of all committees and shall have all other duties as may be delegated from time to time by the Board. The President shall be charged with the general management and supervision of the affairs and operations of the BRZ.

c) **Vice-President**

The Vice-President shall assist in carrying out the duties and powers of the office of President as may be required from time to time by the Board and be a voting member of the Board. During an absence or inability of the President, the Vice-President shall exercise the powers and duties of that office.

d) **Secretary**

The Secretary shall be the clerk of the Board and will be a voting member of the Board. The Secretary shall attend all meetings of Ratepayers and of the Board and record all facts and minutes of all proceedings in the books kept for that purpose. The Secretary shall give all notices required to be given to the Ratepayers and Directors. Unless otherwise determined by the Board, the Secretary shall be the custodian of all books, papers, records, correspondence, contracts and other documents belonging to the BRZ, which shall be delivered up only when authorized by a resolution of the Board to do so, and only to such persons as named in the resolution, unless otherwise required by law. The duties of the Secretary may be delegated to an employee of the BRZ as may be designated by the Board, but the Secretary shall maintain overall supervision and responsibility for those duties.

e) **Treasurer**

The Treasurer shall be a voting member of the Board. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the BRZ in proper books of account in such form and on such basis as required by the Directors and the Act, and the Financial

Reporting Guidelines of the City of Calgary and shall deposit all monies and other valuables in the name of, and to the credit of the BRZ in such financial institutions as may be designated by the Board. The Treasurer shall also disburse the funds of the BRZ under the direction of the Board, taking proper vouchers therefore and shall render to the Board whenever requested an account of all its transactions and of the financial position of the BRZ. The duties of the Treasurer may be delegated to an employee of the BRZ as may be designated by the Board, but the Treasurer shall maintain overall supervision and responsibility for those duties.

8.4 Compliance

All officers and employees of the BRZ shall conform to all lawful orders given to them by the Board, and shall, at all reasonable times, give to the Directors all information they may require regarding the affairs of the BRZ.

8.5 Removal of Officers and Others

The officers, agents and employees of the BRZ shall be subject to removal from their office or employment by the Board, at any time, with or without cause, and with or without notice to the person so removed. However, where practical, the person so removed should be given notice in writing and the person so removed should be given an opportunity to be heard by the Board.

8.6 Delegation of Authority

In the absence or inability to act of any officer, agent or employee of the BRZ, or for any reason that the Board may deem sufficient, the Board may delegate all or any of the powers of such person to any other person or persons.

Section 9 **Insurance**

9.1 Coverage

The BRZ shall keep in force a policy or policies of insurance providing the following coverage:

- a) General Liability Insurance, including loss or damage resulting from bodily injury or death, loss or damage to property, and for liability arising out of group activities organized by the BRZ. Such insurance shall be for a minimum of two million dollars (\$2,000,000.00) and have a clause listing the City of Calgary as additional insured.
- b) Directors and Officers Liability Insurance, providing coverage that extends to all past and present directors, officers and committee members of the corporation. Such coverage shall include a clause for fiduciary liability.
- c) Any other insurance or bonding coverage, the particulars and limits of which are directed from time to time by the Board.

Section 10 **Execution of Documents**

10.1 Contracts etc

All licenses, contracts and engagements on behalf of the BRZ shall be signed by two (2) officers of the BRZ acting together, or by such other persons as may be designated from time to time by the Board.

The Executive Director has the authority to act on behalf of the BRZ to contract, purchase and make commitments, up to but not exceeding one thousand dollars (\$1000.00). The Board may only make an expenditure, if such expenditure is included in the budget of the BRZ, and such budget has been approved by Council.

10.2 Cheques

Signing authorities for all cheques, bills of exchange, contracts, or other indebtedness of the BRZ shall be any two (2) of the: President, Vice-President, Treasurer, Secretary, or Executive Director. No signing authorities shall sign a cheque made out to themselves. The Treasurer, or other persons designated by the Treasurer, may balance and certify all books and accounts between the BRZ and its bankers, may receive all paid cheques and vouchers, and sign all the bank's forms, settlements and verifications.

10.3 Securities

The securities of the BRZ shall be deposited with one or more financial institutions as selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the BRZ signed by such officers or agents of the BRZ and in such manner as shall be determined by resolution of the Board. The institutions selected as custodians by the Board shall be fully protected when acting in accordance with the directions of the Board.

10.4 Borrowing

The BRZ shall not be entitled to borrow money except as permitted by the *Act*.

Section 11

Audit of Accounts

11.1 Appointment of an Auditor

An auditor shall be appointed by a resolution passed by a majority of the Ratepayers at the Annual Meeting or a Special Ratepayers' Meeting called for the purpose of appointing an auditor. The Ratepayers may renew the appointment of the auditor or appoint a new auditor at the Annual Meeting. The auditor so appointed shall hold office for a period of one year. Prior to an Annual Meeting of Ratepayers, the Board may appoint an auditor. Such appointment shall be voted on at the next Annual Meeting for confirmation. Where such appointment is not confirmed, the auditor so appointed shall be forthwith dismissed, however, any and all acts and duties performed by the auditor prior to such dismissal shall be deemed to have been duly performed by an auditor appointed by the Ratepayers.

11.2 Qualification of the Auditor

The auditor appointed by the Ratepayers shall be either a Certified Management Accountant (CMA), or a Certified General Accountant (CGA), or a Chartered Accountant (CA) licensed to practice in the Province of Alberta.

11.3 Rights and Duties of the Auditor

- a) Reports

The auditor shall make a report to the Ratepayers and the Board on the accounts examined by them and on every balance sheet and statement of income and expenditures laid before the Ratepayers at any Annual Meeting during their tenure of office.

b) Contents

The report of the auditor shall state, at least, the following:

- i. Whether or not they have obtained all the information and explanations they have required, and;
- ii. Whether, in their opinion, the balance sheet referred to in the report is properly drawn up so as to exhibit a true and correct view of the state of the affairs of the BRZ as at the date of the balance sheet and the results of its operations for the year ended on that date according to the best of their information and the explanations given to them, and as shown by the books of the BRZ,

c) Access

Every auditor of the BRZ shall have a right of access at all times to all records, documents, books, accounts and vouchers of the BRZ, and is entitled to require from the Directors and Officers of the BRZ such information and explanation as may be necessary for the performance of the duties of auditor.

d) Attendance at Meetings

The auditor of the BRZ is entitled to attend any meeting of the Ratepayers of the BRZ at which any accounts that have been examined or reported on by them are to be laid before the Ratepayers for the purpose of making any statement or explanation they desire with respect to such accounts.

e) Commencement

The rights and duties of an auditor of the BRZ shall commence on the date on which the last audit of the books, accounts, and vouchers of the BRZ was made, or where no audit has been made, on the date on which the BRZ was established.

Section 12

Financial Information

12.1 Annual Report

The Secretary or other officer designated by the Board shall submit an annual report and financial statements for each fiscal year to the Calgary City Council. Such submissions shall be in the form specified by council.

12.2 Fiscal Year

The fiscal year of the BRZ shall be the calendar year, unless otherwise determined by the Calgary City Council.

12.3 Annual Budget

The Treasurer or other officer designated by the Board shall submit a proposed budget for each fiscal year to the Calgary City Council for the council's approval. The proposed budget must be submitted at the time and in the form specified by council.

Section 13

Books and Records

13.1 Books and Records

The Directors shall see that all necessary books and records of the BRZ required by the *Act* and Bylaws of the BRZ, or any other applicable statute or law, are regularly and properly kept.

13.2 Custody of Books and Records

The Officer specifically charged by the Board shall have the duty to maintain and have charge of the following:

- a) Minute Books
The Secretary shall keep the minutes books of the BRZ, into which the Secretary shall record therein the minutes of proceedings of all meetings of the Ratepayers and Directors.
- b) Bylaw Book
The Secretary shall keep the bylaw book of the BRZ containing these Bylaws of the BRZ, and any resolutions amending thereto, and in addition, a copy of Bylaw 56M2010 of the City of Calgary creating the BRZ and any amendments thereto.
- c) Documents and Registers
The Secretary shall keep copies or originals of all documents, resolutions and registers, including a register of Ratepayers, as required by law.
- d) Personnel Records
 - i. Board of Directors -
The Secretary shall keep a list of the full names, addresses, contact information, and other occupations, if any, of the Directors and Officers of the BRZ, the date on which each was appointed and the date on which each ceased to hold office.
 - ii. Staff -
The Secretary shall keep all employment records as required by law.
- e) Books of Account
The Treasurer shall keep books of account containing records of all sums of money received and expended by the BRZ and the matters in respect of which the receipt and expenditure of money takes place.
- f) Revenue and Expenses
The Treasurer shall keep books of account containing records of all revenue of the BRZ and all purchases made by the BRZ.
- g) Assets and Liabilities
The Treasurer shall keep books containing records of the assets and liabilities of the BRZ.
- h) Other Transactions
The Treasurer shall keep books recording all other transactions affecting the financial position of the BRZ.

13.3 Inspection of Books and Records

All books and records of the BRZ shall at all times be open to inspection by members of the Board. All Ratepayers shall be entitled to inspect the books and records of the BRZ upon written request, at a time and location mutually agreeable to the member and the officer of the BRZ having charge of the same.

Section 14
Dissolution of the BRZ

14.1 Dissolution

The BRZ shall only be dissolved by Bylaw of Council repealing the City Bylaw that created the BRZ or as otherwise permitted by the *Act*. Upon such dissolution, the assets remaining after payment of all proper debts of the BRZ, including costs of dissolution, shall be distributed to other ratepayer associations and charitable organizations as the Board shall determine.

Section 15
Amendment of Bylaws

15.1 Amendment

These Bylaws come into force on the date specified by resolution of the Board adopting these Bylaws. These Bylaws may be rescinded, altered, or amended by resolution of the Board, subject always to the submission of such amendments to a Ratepayers' Meeting for ratification or rejection. The amendment continues to be effective, if so confirmed and ceases to be effective, if rejected by the Ratepayers.

15.2 Repeal of Previous Bylaws

All previous bylaws of the BRZ are repealed as of the coming into force of these Bylaws.

Section 16
Rules of Order

16.1 Rules of Order

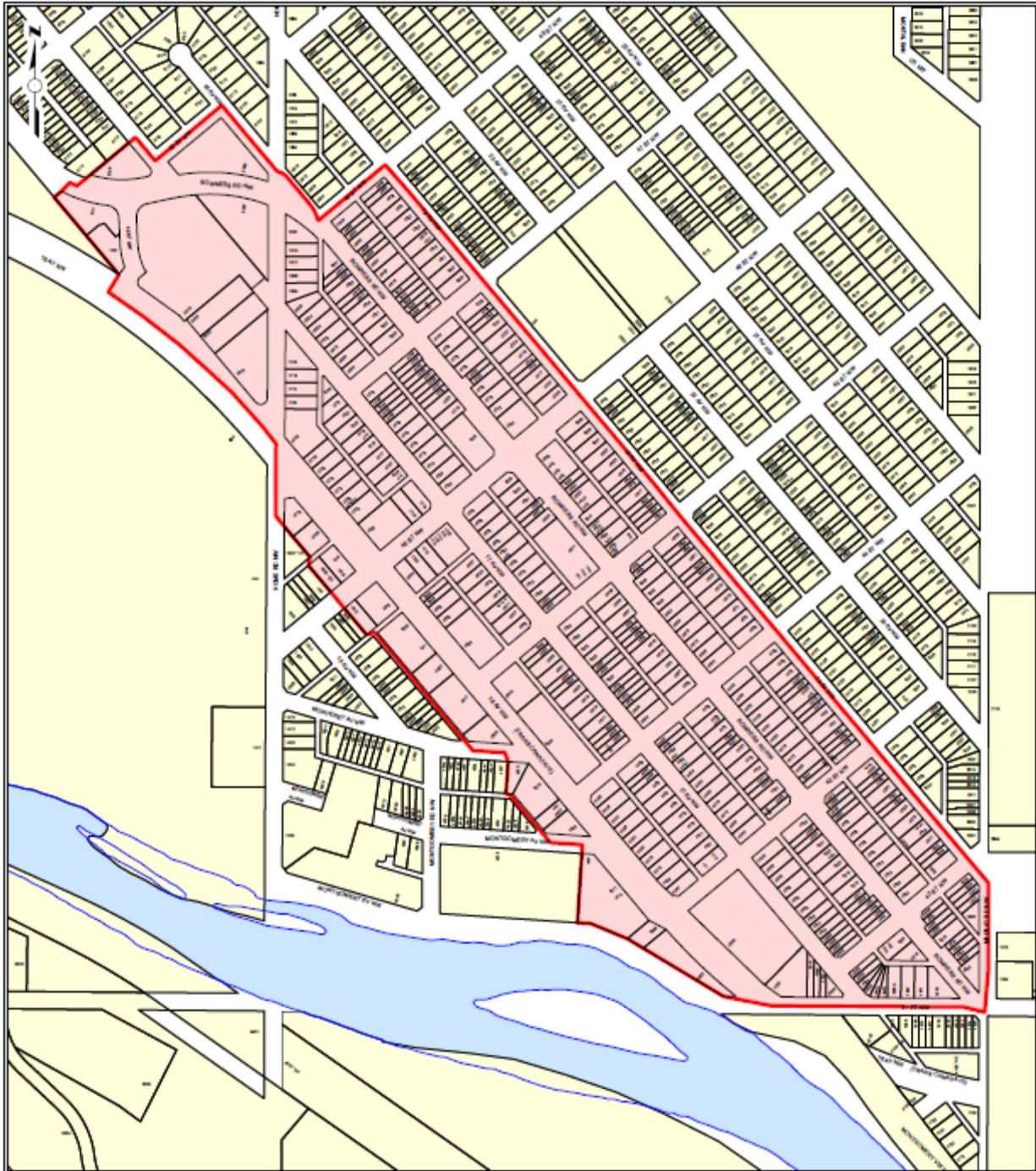
In the event of a situation arising that is not covered by these Bylaws, then Robert's Rules of Order shall apply.

DATED at the City of Calgary, in the Province of Alberta, this _____ day of _____, 2011

RATEPAYER NAME AND ADDRESS


WITNESS NAME AND ADDRESS

Appendix “A”



Montgomery

Business Revitalization Zone

Legend
 B.R.Z. Area