

**The Northern Forum
Resolution # 28**

**Concerning an Amendment to the Bylaws of the Northern
Forum Inc. providing for an orderly replacement procedure
for outgoing directors.**

Whereas the Bylaws of the Northern Forum, Inc. do not provide appropriate provisions allowing a newly elected or appointed top government official of a region to become a member of the Board of Directors until the next biennial General Assembly.

Whereas the Bylaws of the Northern Forum, Inc. do not provide an appropriate procedure for replacement of a director upon his resignation.

The Board of Directors of the Northern Forum, hereby, resolves that:

1) it is expected that, whenever a member of the Board of Directors ceases to be the top government official of his or her region, for whatever reason, he/she will resign as a director and be replaced by his or her successor.

2) that, the Bylaws of the Northern Forum, Inc. are amended as follows:

Article III, Sections C and D shall now read:

C. Term. Each director's term of office is two years. Any director may resign at any time by giving prior written notice to the Executive Director. If a director ceases to be the top government official of his/her region, for any reason, he/she shall be deemed to have resigned as a Director and his/her successor as top government official of the member region shall serve out the remainder of the Director's term until the next regularly scheduled General assembly of the Northern Forum. Such replacement of a director shall become official upon receipt by the Secretariat of an official verifiable notification from the member region that the incoming director has assumed the position of top government official of that member region.

D. Qualifications. Each Member, Level I, entity shall have a seat on the Board of Directors, with the top government official of that region filling the seat. Nothing in these Bylaws shall prohibit an incoming top government official from appointing a designee, including his or her predecessor who is deemed to have resigned according to Paragraph C of this Article.