

**Resolution #39**  
**Concerning Clarifications in Definition and Change in the Entitlements of**  
**Membership II**

Whereas the Bylaws of the Northern Forum (Article II, Section B) defines Membership II.

Whereas the intent of the Board of Directors in creating this membership category was to provide a venue for membership to nations without a fully developed regional government system.

Whereas this intent is not clearly stated in the Bylaws or other official Northern Forum documents,

Whereas the entitlements of Membership II as described in Bylaws of the Northern Forum (Article II, Section B1) do not include voting rights,

Whereas Article III, Sections B and D of the Bylaws of the Northern Forum include only Member I entities in the definition of the number and qualifications of the Board of Directors,

Whereas the Northern Forum would benefit by the active participation of Membership II entities on the Board of Directors,

Whereas the addition of voting rights to the Entitlements of Membership II would attract more members and provide the opportunity for enhanced participation by current Members in this category.

Therefore the Board of Directors hereby resolves to make the following amendments to the Bylaws:

1) Resolved that Articles II, Section B and B1 be amended as follows:

B. Membership II shall be open to any national governmental entity which meets the basic attributes of a Northern region (in accordance with the definition of "northern regions" in the Northern Forum Charter), but which does not have a fully developed regional government system. In the absence of a national membership, Membership II shall also be open to an association of municipalities within a national governmental entity without a regional government system.

2) Resolved that Article III, Section B be amended as follows:

B. Number. The Board of Directors shall consist of one individual from each Member I and II entity, providing there are at least three (3) members.

Article III, Section D:

D. Qualifications. Each Member I entity shall have a seat on the Board of Directors, with the top government official of that region filing 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. Each Member II entity shall have a seat on the Board of Directors, filled by a person duly authorized by the national government or association of municipalities, as applicable.

B1. Membership II Entitlements. Membership II entitlements shall be the same as for Membership I, with the exception of item five (5) of Membership I Entitlements. The members under Membership II shall have voting rights.