

MEMBERS AGREEMENT

THIS AGREEMENT dated effective the ____ day of _____, 2008

BETWEEN:

ALL THOSE PARTIES who agree to be bound and who execute this Agreement

(collectively referred to as the “**Members**” and individually referred to as the “**Member**”)

AND:

O.U.R. ECOVILLAGE COOPERATIVE, a British Columbia cooperative association, having a registered office at 1565 Baldy Mountain Road, RR2, Shawnigan Lake, British Columbia, V0R 2W2 (“**Association**”)

WHEREAS:

- A. The parties to this agreement are the owners of all of the issued and outstanding membership shares, which, together with any additional membership shares issued by Association in future, are herein referred to as the “**Shares**”;
- B. The Association was incorporated for the purpose of acquiring and holding property communally in a sustainable manner on behalf of the Members and to provide a structure for the administration of the property, including conservation, residential, educational and sustainable business uses;
- C. The Memorandum of Association, Rules of O.U.R Ecovillage Cooperative, and policies of the Association express the structures for governance and decision-making of the Association;
- D. All Members of the Association who acquire and have acquired the Shares agree to be bound by this Members’ Agreement, as amended from time to time, and a signed copy of this Members’ Agreement is proof of these wishes;
- E. The Association agrees to be bound by the terms and conditions of this Members’ Agreement, as amended from time to time, and a signed copy of proof of this.

1. MEMBER'S RELATIONSHIP

1.1. The Member agrees to:

- (a) Adhere to the vision, Memorandum of Association, Rules of O.U.R. Ecovillage Cooperative, policies, procedures, and plans adopted by the Board, as amended from time to time, including those for different classes of membership and those adopted prior to each Member's membership;
- (b) Abide by the decisions made by the Association and Board;
- (c) If the Member participates in the decision-making of the Association, become familiar with:
 - i the decision-making processes used by the Association;
 - ii the financial statements, budget and other information provided by the Association from time to time;
 - iii the candidates for the Board before the Annual General Meeting; and
 - iv other issues to be discussed at general meetings;
- (d) Cooperate with conflict resolution processes;
- (e) Pay dues (money and time) as required by the Association, in a timely manner.

1.2 **Detrimental Conduct.** No member shall engage in conduct detrimental to the Association, which means an action by a Member that the Board determines has a demonstrable detrimental effect on the property, operations or governance of the Association.

1.3 **Access to Documents.** Members' acknowledge that they have had sufficient access to all of the documents referred to in this Members' Agreement.

1.4 **Independent Professional Advice.** Members' acknowledge that they have been advised to seek independent legal and financial advice before signing this Members' Agreement.

2. DUTIES OF THE ASSOCIATION

2.1 The Association agrees to:

- (a) Manage the Association in accordance with the responsibilities, duties and powers set out in the Act, the regulation, the Memorandum of Association, the Rules of O.U.R. Ecovillage Cooperative and the policies, procedures and plans adopted by the Board, as amended from time to time;

- (b) Create and administer the application processes to become Members of the Association and for Members to belong to different membership classes; and
- (c) Manage the property, including entering into agreements on behalf of the Association.

I understand the rights and responsibilities of membership in O.U.R Ecovillage Co-operative and agree to them.

Member Signature

Print Name

Address

Date

Witness Signature

Print Name

I commit the Association to the responsibilities set out in this Members' Agreement.

O.U.R. Ecovillage Cooperative Representative

Print Name

Position with the Association

Date

Witness Signature

Print Name