

***Motion:***

*To adopt the following 24 Bylaw amendments.*

*Moved by:*

*Seconded by:*

## **BYLAW AMENDMENT #1**

*That Bylaw PART 4.2 c)*

**Which reads as follows:**

*A quorum is 5 members present or a greater number that the members may determine at a general meeting.*

**Be changed as follows:**

*A quorum is 3 members present or a greater number that the members may determine at a general meeting.*

### **REASON FOR CHANGE**

To make it easier to get a quorum at monthly Board meetings.

## **BYLAW AMENDMENT #2**

**That Bylaw PART 5.2 a) – Board Composition**

**Which reads as follows:**

*The president, vice president, secretary, treasurer and one or more other persons are the directors of the society*

**Be changed as follows:**

*Anyone appointed or elected to the Board is a Director of the Society*

### **REASON FOR CHANGE:**

Change is made for the sake of clarity and to keep our wording concise.

### **BYLAW AMENDMENT #3**

#### **That Bylaw PART 5.2 b) – Board Composition**

**Which reads as follows:**

*The number of directors must be at least 5 and not more than 15, or a greater or lesser number as determined from time to time at a general meeting.*

***Be changed as follows***

*The number of directors must be at least 3 and not more than 15, or a greater or lesser number as determined from time to time at a general meeting.*

**REASON FOR CHANGE:**

To make bylaws consistent with bylaw change PART 4.2 c) (*above*)

### **BYLAW AMENDMENT #4**

#### **That Bylaw PART 5.3 b): Terms of office and elections**

**Which reads as follows:**

*Directors shall hold office for a term of 3 years.*

***Be changed as follows:***

*Directors shall hold office for three years unless serving on the executive, when executive terms (section **Error! Reference source not found.**) are used in place of director terms (this section).*

**REASON FOR CHANGE:**

To clarify board member terms.

## BYLAW AMENDMENT #5

*That Bylaw PART 5.3 c): Terms of office and elections*

***Which reads as follows:***

*For the purpose of continuity, the Directors shall serve staggered three (3) year terms of office, determined by lot, as nearly equal numbers as may be and the term of office shall expire each year in regular rotation and shall be elected at the annual business meeting of the Board of Directors.*

***Be Deleted.***

### REASON FOR CHANGE

Clarity.

## BYLAW AMENDMENT #6

*That Bylaw PART 5.3 d): Terms of office and elections*

***Which reads as follows:***

*d) Directors may stand for re-election for two (2) terms. Directors elected to the Executive are permitted to serve a total of three (3) three year terms. All Board members must take a one (1) year break before running for election to the Board of Directors except as provided in this Part.*

***Be changed as follows:***

*c) Directors not filling executive positions may be re-elected or accept acclamation ONCE only, at the end of the first term, for a maximum period of six years (two terms). Directors elected to the Executive are permitted to serve a total of three (3) consecutive three (3) year terms. Any director, whether in an executive position or not. Who has either reached the maximum duration for the position or is not reelected or acclaimed must take a year's break before being nominated as a director again.*

### REASON FOR CHANGE

Clarity.

## **BYLAW AMENDMENT #7**

*That Bylaw PART 5.3 f): Terms of office and elections*

***Which reads as follows:***

*The directors must retire from office at each annual general meeting when their successors are elected.*

***Be changed as follows:***

*Directors, whether elected to executive positions or not, may not be renewed in their positions unless they win an election or are acclaimed.*

### **REASON FOR CHANGE**

Clarity.

## **BYLAW AMENDMENT #8**

*That Bylaw PART 5.3 g): Terms of office and elections*

***Which reads as follows:***

Separate elections must be held for each office to be filled.

***Be deleted.***

### **REASON FOR CHANGE:**

Clarity.

## **BYLAW AMENDMENT #9**

*That Bylaw PART 5.3 h): Terms of office and elections*

*Which reads as follows:*

*An election may be by acclamation, otherwise it must be by ballot or show of hands.*

***Be deleted.***

### **REASON FOR CHANGE:**

Clarity

## **BYLAW AMENDMENT #10**

*That Bylaw PART 5.3 i): Terms of office and elections*

*Which read as follows:*

*If a successor is not elected, the person previously elected or appointed continues to hold office upon acceptance by that person.*

***Be deleted.***

### **REASON FOR CHANGE**

Clarity.

## **BYLAW AMENDMENT #11**

***That Bylaw PART 5.4 a): Executive***

***Which reads as follows:***

*There are four (4) executive members of the Board:*

*President*

*Vice President*

*Treasurer*

*Secretary*

*The role of the Secretary may be combined with one of the other roles.*

***Be changed as follows:***

*Directors may serve on the Executive as President, Vice-President, Treasurer or Secretary.*

### **REASON FOR CHANGE**

Clarity.

## **BYLAW AMENDMENT #12**

***That Bylaw PART 5.4 b): Executive***

***Which reads as follows:***

*Executive members shall be elected for a two (2) year term with an option for a further one (1) year term. Executive members are not eligible to serve more than three (3) years in that position.*

***Be changed as follows:***

*Directors elected to (or acclaimed to) executive positions serve terms of three years, with elections at the end of the 2<sup>nd</sup> and 3<sup>rd</sup> years of each term.*

### **REASON FOR CHANGE**

Clarity.

### **BYLAW AMENDMENT #13**

*That Bylaw PART 5.4 d): Executive*

*New:*

*At least three people must be in executive positions (President, Vice-President and Treasurer).*

#### **REASON FOR CHANGE**

Clarity.

### **BYLAW AMENDMENT #14**

*That Bylaw PART 5.4 e): Executive*

*New:*

*The position of Secretary may be assigned to one of the three persons or to another Director*

#### **REASON FOR CHANGE**

Clarity.

### **BYLAW AMENDMENT #15**

*That Bylaw PART 5.4 f): Executive*

*New:*

*A maximum of four directors may fill executive positions.*

#### **REASON FOR CHANGE**

Clarity.



## **BYLAW AMENDMENT #16**

*That Bylaw PART 5.4 g): Executive*

**New:**

*Directors are elected to (or acclaimed to) executive positions by the Board of Directors*

### **REASON FOR CHANGE**

Clarity. This has been the process for electing the Executive since the inception of the Society.

## **BYLAW AMENDMENT #17**

*That Bylaw PART 5.5 b): Appointments*

**Which reads as follows:**

*A director so appointed holds office only until the conclusion of the next annual general meeting of the society, but is eligible for re-election at the meeting.*

**Be changed as follows:**

*A director so appointed holds the position only until the conclusion of the next annual general meeting of the society, but is eligible for re-election at the meeting.*

### **REASON FOR CHANGE:**

Clarity.

## **BYLAW AMENDMENT #18**

*That Bylaw PART 5.5 c): Appointments*

**New:**

*Calculation of a director's term, whether in an executive position or not, does not start until initial election or acclamation at an Annual General Meeting.*

### **REASON FOR CHANGE**

Clarity.

## **BYLAW AMENDMENT #19**

*That Bylaw PART 5.6): Ceasing to Hold Office*

**New Title:**

*Ceasing to Hold Office*

### **REASON FOR CHANGE**

Clarity.

## **BYLAW AMENDMENT #20**

***That Bylaw PART 5.6 a): Ceasing to Hold Office***

***Which reads as follows:***

*If a director resigns his or her office or otherwise ceases to hold office, the remaining directors may appoint a member to take the place of the former director.*

***Be changed as follows:***

*If a director resigns his or her position or otherwise ceases to hold office, the remaining directors may appoint a member to take the place of the former director.*

### **REASON FOR CHANGE**

Clarity.

## **BYLAW AMENDMENT #21**

***That Bylaw PART 5.6 b): Ceasing to Hold Office***

***Which reads as follows:***

*An act or proceeding of the directors is not invalid merely because there are less than the prescribed number of directors in office.*

***Be changed as follows:***

*An act or proceeding of the directors is not invalid merely because there are fewer than the prescribed number of directors in office.*

### **REASON FOR CHANGE**

Clarity.

**BYLAW AMENDMENT #22**

*That Bylaw PART 5.7: Special Resolution*

*New Title:*

*Special Resolution*

**REASON FOR CHANGE**

*Clarity.*

**BYLAW AMENDMENT #23**

*That Bylaw PART 5.7 b): Special Resolution*

*New:*

*Calculation of a successor's term, whether in an executive position or not, does not start until the next Annual General Meeting.*

**REASON FOR CHANGE**

*Clarity.*

## **BYLAW AMENDMENT #24**

***That Bylaw PART 7.5: Secretary-Treasurer combined role***

***Which reads as follows:***

*If the office of secretary is combined with one of the other executive roles, the total number of directors must not be less than 5 or the greater number that may have been determined under bylaw 5.2.*

***Be changed as follows:***

*If the office of secretary is combined with one of the other executive roles, the total number of directors must not be fewer than 3 or the greater number that may have been determined under bylaw section 0.*

### **REASON FOR CHANGE**

Consistent with lower number required for quorum, and new bylaw numbering.