



Dear Voting Members,

Please find the proposed by-law changes below which you will be asked to vote upon at our Annual General Meeting to be held on Sunday June 29, 2025 at 1:00 p.m. We have included the related sections of the current by-law (also found on our website) to which the change pertains for ease of review prior to the meeting, so that you are able to cast informed votes accordingly.

No.	Proposal	Section
1	<b>Change:</b> Introduction of <b>3</b> classes: Class A, B & C; Lifetime, Annual and Non-Voting. <i>(previously 2 classes: voting &amp; non-voting)</i>	2.01
2	<b>Addition:</b> Voting members must be 18 years of age	2.02
3	<b>Change:</b> Annual Cut-off date for membership fees is October 31 <i>(previously December 31)</i> .	2.02.02
4	<b>Addition:</b> Non-voting members cannot receive meeting notices or vote but may attend meetings as observers if permitted by the Meetings Officer.	2.03
5	<b>Change:</b> Upon receiving a special meeting request, the Board of Trustees may consult with the Board of Directors within 14 days <i>(previously 10 days)</i> ...If a meeting is deemed necessary, it will be held within 60 days <i>(previously 30 days)</i> , or a written explanation will be provided if this timeline cannot be met.	2.08
6	<b>Change:</b> Proxies must be submitted at least <b>7 days</b> <i>(previously 72 hours)</i> prior to a meeting of members	2.15
7	<b>Change:</b> The Board of Directors shall comprise of <b>9</b> directors <i>(previously between 5 to 11)</i>	3.01
8	<b>Change:</b> The Board of 9 Directors will remain staggered, with 3 directors elected each year for a 3-year term.	Change 3.04 and remove 3.05.
9	<b>Addition:</b> Directors must always act in the best interest of the organization by following their duties of care, loyalty, and obedience. After one year, their performance will be reviewed for areas of further development.	Section 3
10	<b>Addition:</b> To be eligible for the Board of Directors, an annual member must have held annual membership for the two consecutive years immediately before the related AGM year.	3.02
11	<b>Addition:</b> Nominees must self-declare that they have not declared bankruptcy, and have no criminal convictions. If any of these are found after the election, the Director must resign, and the next highest-voted eligible candidate may be appointed.	3.02



12	<b>Remove: Finance Committee, Audit Committee and Executive committee.</b>  (Section 5.01 gives the Board authority to institute any committee needed)	Remove 5.02, 5.03 & 5.04.
13	<b>Addition:</b> As part of strategic planning and good governance, the Board of Trustees is responsible for succession planning by identifying, training, and mentoring qualified candidates for future elections.	Section 6
14	<b>Change:</b> Trustees serve five-year terms and are elected by the Membership at the AGM. If a Trustee is appointed to fill a vacancy, they serve only the remaining term of their predecessor.	6.03
15	<b>Change:</b> A quorum requires a majority of Trustees. If trustee vacancies inhibit a quorum, the remaining Trustees and the Board of Directors must promptly call a Special Meeting of Members to elect new Trustees to fill existing vacancies.	6.05
16	<b>Addition:</b> Procedures for Election of Trustees – similar as procedures for Election of Directors except for the following “ <i>Before the Trustee election, the current Board of Trustees must appoint a Nominations Committee that does not include any current Trustee</i> ”	New Section
17	<b>Addition:</b> Chairs and Vice Chairs of both Boards must have diverse skills, knowledge of charitable religious organizations, and a proven track record in good governance.	3.02 & 6.09
18	<b>Change:</b> To limit costs of arbitration, only disputes between the Board of Directors and the Board of Trustees, if unresolved, will be referred to an arbitrator appointed by the Board of Trustees. All other disputes will first be reviewed by the Board of Directors, and if not resolved, the final decision will rest with the Board of Trustees.	13.02
19	<b>Change:</b> In the event that the Board of Trustees is unable to function due to operation of law, change gives <b>control to the Board of Directors</b> to appoint someone to chair the meeting (previously <b>independent lawyer or chartered accountant</b> ).	6.01
20	<b>Removed and replaced with the staggered approach:</b> Notwithstanding the foregoing, the term of all sitting Officers shall immediately cease (i.e. – the positions shall be vacated) at an AGM where an election of the Board of Directors is held.	7.03