

Special Resolution Re. Number of Directors

Current by-law

By-Law IV. OFFICERS OF THE COUNCIL

1. The officers of the Council shall be selected from the Board of Directors: President, Vice-President, Secretary, and Treasurer (elected according to By-law V).
2. There shall be a Board of Directors which shall be comprised of the Officers (mentioned above (sub. a.)) and two at-large Directors (nominated from the membership).

Proposed change

By-Law IV. OFFICERS OF THE COUNCIL

- a. The officers of the Council shall be selected from the Board of Directors: President, Vice-President, Secretary, and Treasurer (elected according to By-law V).
- b. There shall be a Board of Directors which shall be comprised of the Officers (mentioned above [sub. a.]) and a minimum of one (1) and a maximum of five (5) at-large Directors (nominated from the membership).

Proposed text of the special resolution

Special Resolution to Amend By-Law IV: Officers of the Council

WHEREAS the current By-Law IV stipulates that the Board of Directors shall consist of the Officers of the Council and two at-large Directors nominated from the membership;

AND WHEREAS the Board of Directors seeks to increase flexibility in its composition to enhance governance and operational effectiveness;

BE IT RESOLVED THAT By-Law IV of the Society's bylaws be amended to read as follows:

By-Law IV. OFFICERS OF THE COUNCIL

- a. The officers of the Council shall be selected from the Board of Directors: President, Vice-President, Secretary, and Treasurer (elected according to By-law V).
- b. There shall be a Board of Directors which shall be comprised of the Officers (mentioned above) and a minimum of one (1) and a maximum of five (5) at-large Directors (nominated from the membership).

AND BE IT FURTHER RESOLVED THAT the updated By-Law IV shall take effect immediately upon the passing of this special resolution.