

Summary of Changes to Proposed ACWB Bylaws – Vote at AGM on June 24, 2021

Minor changes:

- Updated wording and eliminated ‘filler’ such as the use of the expression ‘from time to time’ when outlining how the Board might implement bylaws.

Major Changes:

- Clarification of Membership policy.
- Allowing a provision to support the Board gifting membership (i.e. Membership Bank)
- Changing the wording of ‘The Board will consist of 11 Directors’ to ‘up to 11’ – allows us to still transact Board operations in the event of a Board Member vacating their seat mid-term without having a candidate available to appoint.
- Clarifying Remuneration and Expenses section.
- Addition of GoA recommended wording to facilitate digital platforms for meetings:
 - “If the Board chooses to make available telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of the Organization. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the policies and procedures of the Organization, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose.”
- Clarifying Board quorum to transact business (change from 6 to 50% plus one)
- Added definitions of Board Committees
 - Annual General Meeting – added the standing agenda; added GoA recommended wording to allow for electronic voting and meetings held through digital platforms; adding the provision that quorum is 20% of eligible voting members or 20% of eligible voting members in attendance

Summary of Changes to Proposed ACWB Bylaws – Vote at AGM on June 24, 2021

after 30 mins of the posted starting time, to a minimum of 75% of the sitting board plus no less than 5 general members.