

There are four (4) BC Society Act Bylaw Amendments proposed by the Directors of Friends of South Slopes (FOSS). These were supported at the January 28, 2025 Board Meeting.

These Bylaw changes refer to Quorum, Directors, Classes of Membership and notification of members about an AGM

	Current Bylaw	Proposed Bylaw Amendments
Quorum	<u>Part 4, Proceedings at General Meeting, Item 16 (3):</u> A quorum is 3 members present or a greater number that the members may determine at a general meeting.	A quorum is 11 members present, or a greater number that the members may determine at a general meeting.
Directors	<u>Part 5 (26) Directors and Officers</u> 1) The directors must retire from office at each annual general meeting when their successors are elected 2) Separate elections must be held for each office to be filled 3) An election may be by acclamation, otherwise it must be by ballot 4) If a successor is not elected, the person previously elected or appointed continues to hold office. <u>Part 5 (27) Directors and Officers</u> 1) The directors may at any time and from time to time appoint a member as a director to fill a vacancy in the directors. 2) 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.	Eliminate the current Part 5 (26) (1), (2), (3) and (4) and replace with: 1) Up to 12 (twelve) Directors will be appointed for a three (3) year term with two (2) possible additional terms, for a maximum of nine (9) years. 2) Potential candidates for Board Director will be evaluated through review of a formal application, qualifications, interviews, and approval by the Board. 3) The President, Vice-President, Secretary and Treasurer will be selected by the Board and presented to the Members at the AGM, along with a slate of Directors. Change Part 5 Item 27 (2) leaving 27 (1) as is. 2) A director so appointed, holds office until the next annual general meeting of the society and is then eligible to be appointed for three (3) years with up to two (2) additional terms for a maximum of nine (9) years.
Classes of Membership	The Societies Act Classes of membership- Part 6 (68) from Society Act states If the bylaws of a society provide for more than one class of membership, the bylaws must set out the rights and obligations that apply to each class, and at least one of those classes must consist of voting members. <u>Currently we have no classes of membership</u>	There are two classes of membership. 1) Active members are members in good standing (paid up membership fees) and have one vote at general meetings. 2) Members of Distinction are nominated by the board and presented at the AGM. They do not pay membership fees and do have a vote at general meetings.

Notice of Annual General Meeting	<u>Part 3 Item 10: Notice of AGM:</u> General meetings of the society must be held at the time and place, in accordance with the Society Act, that the directors decide. Written notice of the date and time and, if applicable, the location of a general meeting must be sent to every member of the society.	Change Part 3 Item 10 to: Notice of a general meeting will be sent by email to all members who have provided an email address to the society, to that email address.
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