

**Briefing Note**  
**Date: April 15, 2024**

**To: Britannia Board, Committees, Members and Staff**

**From: Cynthia Low**

**Issue: Finalized Proposed 2024 Bylaw Changes**



On April 10, 2024 the Board passed proposed changes to Britannia Society's bylaws.

These following bylaw changes will be put before Society members at the AGM on Wednesday May 22, 2024.

### **ARTICLE 3 - BOARD OF MANAGEMENT**

**Section 2** -The Board shall be composed as follows:

a) 14 voting Directors shall be elected by members of the Society as provided in these bylaws. No employee, as defined in Article I is eligible to be a voting director.

b) In addition to the 14 voting Directors, **two** voting youth/student Directors who are at least 16 years of age may be elected for one year by the members of the Society as provided by these bylaws.

**c) At least two of the voting Directors are to be Indigenous people from territories within Canada: First Nation, Métis or Inuit ancestry with an Indigenous Community that claims the individual. The Board shall follow the Society Policy to Prevent Indigenous Fraud by non-Indigenous people.**

**d)** In addition to the elected Directors, a maximum of one Director may be elected at any given time who is an employee, as defined in Article 1. Such a member will be non-voting and, as such, will not have a vote at any meetings of the Board nor of its Executive (including Personnel) nor Finance Committees nor be a member of the quorum.

(and other formatting changes required in the Section)

### **ARTICLE 4 - OFFICERS**

**Section 1** - The officers shall be a President, Vice-President and Treasurer who shall be selected annually by the Board from among its membership at its first regular meeting immediately following the annual meeting of the Society each year, and shall hold office for the term of one year and until their successors are selected. The President, Vice-President and Treasurer shall be selected from the elected Directors on the Board. Vacancies occurring among the officers may be filled for the unexpired term by the Board.

**Section 2** - ~~The President shall preside at all meetings of the Society and the~~ President shall have the powers and duties generally pertaining to their office. They shall be a member ex-officio of all committees except the Board Development Committee.

**Section 3** - The Vice-President shall in the absence or disability of the President, possess all of the powers and perform all of the duties of the President.

## **ARTICLE 6 - MEETINGS**

**Section 1** - The Annual General Meeting of the members of the Society shall be held in each calendar year.

*Previously: The Annual General Meeting of the members of the Society shall be held on a day in May or June as determined by the Board.*

**Section 8** - Notice of date, time, and location of general meeting must be sent to every member at least 14 days before meeting by electronic mail, mail or written notice.

*Previously: a) Notice of all meetings of the Society shall be given by either of the following methods as determined from time to time by the Board: i) By mailing or delivering a written notice to each member at least fourteen days before the date of the meeting; or ii) By advertising the meeting in at least two separate issues of a newspaper or newspapers circulated in the City of Vancouver not more than twenty-eight days and not less than fifteen days before the day fixed for the meeting.*

**Section 10** - At every meeting of the Society, the members present will select one member of the Board to preside as chairperson.

*Previously: The President, or in their absence the Vice-President, shall preside as chairperson at every meeting of the Society or the Board and if there is no such chairperson present within thirty minutes after the time appointed for holding the meeting, the members present shall, if they comprise a quorum, choose a person to act as chairperson from among their number.*

**Section 15** - Except where otherwise provided by the Society or these bylaws, all matters or procedure at any meeting of the Society or the Board shall follow the Society Meeting Procedures

*Previously: Except where otherwise provided by the Society or these bylaws, all matters or procedure at any meeting of the Society or the Board shall be decided in accordance with Robert's Rules of Order, Revised.*

## **ARTICLE 9 – BORROWING POWERS**

**Section 3** - Any fundraising activity which is proposed for the Society must be reviewed by the Board.

*Previously: Any money raising or other activity which is proposed for the Society and which may result in a financial loss to the Society in excess of five hundred dollars (\$500.00), shall only take place after the approval of the Board has been obtained.*