

Your Local Farmers Market Society

Summary of Proposed Bylaw Changes

The Society is required to make changes to its bylaws in order to transition to the new *Societies Act* before the deadline of November 28, 2018. The proposed draft bylaws incorporate some changes which are required, and a number of others which are intended to take advantage of the flexibility under the new Act.

The principal changes, and the bylaws in which those changes can be found, are:

1. Moving to the bylaws certain provisions which were formerly in the Constitution (required). Bylaw 81.
2. Providing for electronic participation in meetings of members. Bylaws 1, 27 & 28.
3. Clarifying the rules for becoming and ceasing to be a member. Bylaws 4 & 7.
4. Permitting the Board to reduce or waive membership fees. Bylaw 6.
5. Clarifying procedures for expulsion of members and removal of directors. Bylaws 8, 9 & 32.
6. Removing the requirement that each AGM be held within 15 months of the previous one (no longer required by the Act). Bylaw 16.
7. Requiring that motions at a meeting of members be seconded. Bylaw 24.
8. Updating the conflict of interest provisions to bring them in line with the new requirements in the Act. Bylaws 38 & 39.
9. Permitting the Board to appoint one additional director, if appropriate, to serve only until the next AGM. Bylaw 43.
10. Permitting directors to receive notices and pass resolutions by email. Bylaws 44 & 48.
11. Updating the rules for auditors to make them consistent with the new Act. Bylaws 61-67.
12. Broadening the time period for AGM notices to the range permitted by the Act (from a minimum of 14 days, to at least 7 but no more than 60 days). Bylaw 71.
13. Providing for director and officer indemnification in accordance with the Act. Bylaws 72-75.
14. Clarifying rules for inspection of the Society's records, as set by the Act. Bylaws 77 & 78.