

NOTICE OF MOTION

Proposed By-Law Amendment

At the April 18, 2016 General Meeting, VIRRJA discussed the following proposed By-Law amendment and agreed to give notice to the membership that the Proposed By-Law amendment will be presented to the General Membership Meeting on June 6, 2016 for approval:

The Current By-Law reads:

- 25 (1) The president, vice president, secretary, treasurer and one or more other persons are the directors of the society.
- (2) The number of directors must be 5 or a greater number determined from time to time at a general meeting.
- 26 (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.

The Motion will be to amend the By-Laws BY REPLACING Articles 25 and 26 with the following:

- 25 (1) The president, vice president, secretary, treasurer and one or more other persons are the directors of the society.
- (2) The number of directors must be 5 or a greater number determined from time to time at a general meeting, prior to the Annual General Meeting..
- (3) Each Director shall be elected to a two year term of office, with half the total number of directors being elected at each Annual General Meeting to stagger the terms of the directors and, as required to ensure a full board of directors
- 26 (1) The directors whose terms of office have concluded must retire from office at the 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 director continues to hold office.

As a Special Resolution, it will require a 75% vote in favour by those attending the meeting for adoption.