

REPORT OF THE OASBO BY-LAWS COMMITTEE APRIL 2020

The By-Law Committee, chaired by the Past-President, is comprised of one Board of Directors member and five OASBO members.

Considering the special circumstances, we are facing (COVID-19), the review has been focused on essential recommendations due to the current process.

Recommended amendments to be presented at the Annual General Meeting are as follows:

Article IV – Annual and General Meeting

4.02 Notice of Meetings

- a) Notice of the date, time and place of every annual or other general meeting of the members of the Association shall be given to each member by sending the notice at least 20 days before the date fixed for the holding of such meeting.

Replace by

- a) Notice of the date, time, **location and format (in person or virtual web meeting)** of every annual or other general meeting of the members of the Association shall be given to each member by sending the notice at least 20 days before the date fixed for the holding of such meeting.

- d) All active members in good standing shall be entitled to an electronic copy of the annual report.

Replace by

- d) All active members in good standing shall be entitled to an electronic copy of the annual report **prior to the meeting date.**

4.03 Voting

New addition

Any reference in the By-Laws to various forms of voting can be replaced by electronic voting.

New addition

- g) **In the event the Annual or General Meeting be conducted as a virtual web meeting, voting on motions will occur through members only mechanism in conjunction with the Annual and General Meeting. The outcome of each vote will be recorded and reported back to members.**

Article V – Board of Directors

- 5.05 Except as otherwise required under the By-law, the Board of Directors may hold its meeting at such place or places as it may from time to time determine and may, at any such meeting, consider or transact any business.

Replace by

- 5.05 Except as otherwise required under the By-law, the Board of Directors may hold its meeting at such place or places **or in a virtual format** as it may from time to time determine and may, at any such meeting, consider or transact any business.

5.07 Notice of any meeting of the Board of Directors shall be delivered, telephoned, faxed, or otherwise electronically transmitted to each Director at his last address recorded in the Association's register of members not less than seven days prior to the meeting. The statutory declaration of the Executive Director or President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice.

Replace by

5.07 Notice of any meeting of the Board of Directors shall be **electronically** delivered to each Director at his **or her email** address recorded in the Association's register of members not less than seven days prior to the meeting. The statutory declaration of the Executive Director or President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice.

5.13 b) fails to attend the meetings of the Board of Directors or committees of the Board that they are a member of for a period of not less than three consecutive regular meetings without a leave of absence being granted by the Board.

Replace by

5.13 b) fails to attend the meetings of the Board of Directors or committees of the Board, **either in person or electronically**, that they are a member of for a period of not less than three consecutive regular meetings without a leave of absence being granted by the Board.

Article XVIII – Amendments to By-Laws

18.01 This By-law may be amended at the annual or a general meeting provided that notice of the proposed amendment has been given in writing to all Active members at least fifteen (15) days in advance of the meeting provided that there is a two-thirds (2/3) affirmative vote of the Active members present at the meeting.

Replace by

18.01 This By-law may be amended at the annual or a general meeting provided that notice of the proposed amendment has been issued to all Active members at least fifteen (15) days in advance of the meeting provided that there is a two-thirds (2/3) affirmative vote of the votes cast by Active members.

Respectfully submitted,

Nathalie St-Pierre,
Chair of the By-Laws Committee and
Past President 2019-20