

## **SPECIAL RESOLUTIONS OF THE MEMBERS**

### **MOTION PROPOSED BY THE CHAIR OF THE GOVERNANCE COMMITTEE**

#### **Background:**

- A. WHEREAS the BC SPCA has engaged in a comprehensive review of its Bylaws that has included a wide-ranging consultation process between the Board of Directors and its four Regional Councils;
- B. AND WHEREAS, after said consultation and further deliberation, the BC SPCA wishes to amend its Constitution and a number of its existing Bylaws to improve the overall governance of the Society;
- C. The proposed amendments to the Constitution and Bylaws have been reviewed by the Board of Directors and are considered to improve the governance of the BC SPCA, therefore the Board of Directors considers the adoption of the proposed amended Constitution and Bylaws to be in the best interests of the BC SPCA and recommends the proposed Bylaws to the voting membership for approval by Special Resolution.

#### **Amendment of Purposes**

RESOLVED as a special resolution that the Constitution of the BC SPCA be amended by deleting paragraph 2(e) of the Constitution in its entirety and renumbering the subsequent paragraphs of section 2 of the Constitution accordingly.

#### **Bylaw Amendment**

RESOLVED AS SPECIAL RESOLUTIONS that

- 1. The Bylaws of the BC SPCA be amended by:
  - (a) deleting the following definitions from Bylaw 1.1(a)
    - (i) “Branch” located in clause (iv) of Bylaw 1.1(a), and
    - (ii) “Community Council”, located in clause (vii) of Bylaw 1.1(a),and renumbering the remaining sections of Bylaw 1.1(a) accordingly;
  - (b) Adding the phrase “(or its delegate)” immediately before the existing words “will assign” in Bylaw 2.3, and deleting the phrase, “and to the Branch operating in the area of the Member’s address or in the area nearest to the Member’s address” from Bylaw 2.3;
  - (c) deleting the phrase, “fifty (50)” in Bylaw 4.1 and inserting in place thereof the phrase “thirty-five (35)”;

- (d) deleting the phrase, “or the Executive Committee” in Bylaw 4.7;
- (e) deleting the phrase “at a meeting of the Directors” in Bylaw 5.7;
- (f) deleting Bylaw 5.9 in its entirety and renumbering the subsequent Bylaws in Article 5 accordingly;
- (g) deleting the phrase “Community Councils and” in Bylaw 5.16(a);
- (h) deleting Article 8 “Branches and Community Councils” in its entirety and renumbering the subsequent Articles and Bylaws, as well as all cross references thereto, accordingly;
- (i) deleting the phrase “five (5)” in Bylaw 9.4 and inserting in place thereof with “three (3)”;
- (j) deleting the phrase “resident in” in Bylaw 9.4 and inserting in place thereof with “assigned to”;
- (k) deleting Bylaw 11.1 in its entirety and renumbering the subsequent Bylaws accordingly; and
- (l) correcting any typographical or numerical errors, and updating all cross-references throughout as necessary to comply with the foregoing changes.