

## Bylaw Amendments for AGM 2021-04-26

The fiscal year for SWESA is the calendar year. This means that the financial statements for the past year have to be prepared and audited before the Annual General Meeting (AGM) that currently must occur no later than April 30. This short time-window (January to April) has proven to be exceedingly difficult and impractical to meet.

It is now proposed that the date for the AGM be changed to occur no later than June 30, which will provide much needed time to prepare, audit and submit the financial statements to the membership.

It is proposed to amend Bylaw 4.2.1 as follows:

Current Bylaw	Suggested Replacement Bylaw
<p><b>4.2 Annual General Meeting</b>                      4.2.1 The Annual General Meeting (AGM) shall be called by the President to occur no later than April 30 of each year.</p>	<p><b>4.2 Annual General Meeting</b>                      4.2.1 The Annual General Meeting (AGM) shall be called by the President to occur no later than June 30 of each year.</p>

The current pandemic situation has required us to hold Board meetings and the 2020 Annual General Meeting virtually. Our current bylaws are silent on the issue of whether such meetings must be held in person or whether they may be held virtually. In order to preclude any misunderstandings in the future, we have obtained legal advice suggesting that we change our bylaws to explicitly allow virtual meeting participation.

We have also been informed that the Alberta government has introduced legislation to amend the Societies Act retroactive to August of 2020 so that such meetings are allowed.

Taking this situation into account, the following bylaw changes are proposed:

Current Bylaw	Suggested Replacement Bylaw
<p><b>3.7 Board Meetings</b>                      3.7.2 Notice of meetings shall be sent by one of the Executive Team at least ten (10) days in advance, including time and location.</p>	<p><b>3.7 Board Meetings</b>                      3.7.2 Notice of meetings shall be sent by one of the Executive Committee members at least ten (10) days in advance, including time and location and/or details of telephonic, electronic or other communication facility that SWESA has made available for the meeting.</p>

<p>3.7.6 Quorum for a Board Meeting is the majority of filled Director roles.</p>	<p>3.7.6 Quorum for a Board Meeting is the majority of filled Director roles. A Director participating in the meeting by means of telephonic, electronic or other communication facility that SWESA has made available for the meeting is deemed to be present at the meeting.</p>
<p><b>4.2 Annual General Meeting</b>  4.2.2 At least twenty-one (21) days' notice shall be given to the membership regarding the date, time and location of the meeting as well as the resolutions requiring review, direction and/or decisions by the membership through regular outlets such as email lists.</p>	<p><b>4.2 Annual General Meeting</b>  4.2.2 At least twenty-one (21) days' notice shall be given to the membership regarding the date, time and location of the meeting and/or details of telephonic, electronic or other communication facility that SWESA has made available for the meeting; as well as the resolutions requiring review, direction and/or decisions by the membership through regular outlets such as email lists.</p>
<p>4.2.7 Quorum shall be twenty (20) Regular Members in good standing or twenty percent (20%) of the Regular Members in good standing, whichever is less. Decisions will be made by majority vote of the Regular Members present.</p>	<p>4.2.7 Quorum shall be twenty (20) Regular Members in good standing or twenty percent (20%) of the Regular Members in good standing, whichever is less. Decisions will be made by majority vote of the Regular Members present. A Regular Member in good standing participating in the meeting by means of telephonic, electronic or other communication facility that SWESA has made available for the meeting is deemed to be present at the meeting.</p>
<p><b>4.3 Special General Meeting</b>  4.3.3 Fourteen (14) days' notice of any special meeting shall be given to Members of the Association through regular communication channels such as an email list. The notice shall give the date, time and location of the meeting and state the reason for calling the meeting.</p>	<p><b>4.3 Special General Meeting</b>  4.3.3 Fourteen (14) days' notice of any special meeting shall be given to Members of the Association through regular communication channels such as an email list. The notice shall give the date, time and location of the meeting and/or details of telephonic, electronic or other communication facility that SWESA has made available for the meeting; and state the reason for calling the meeting.</p>

<p>4.3.4 Quorum shall consist of twenty (20) Regular Members in good standing.</p>	<p>4.3.4 Quorum shall consist of twenty (20) Regular Members in good standing. A Regular Member in good standing participating in the meeting by means of telephonic, electronic or other communication facility that SWESA has made available for the meeting is deemed to be present at the meeting.</p>
<p><b>7. Amendment to Bylaws</b>  7.5 The Special Resolution will pass with a vote in favour by seventy-five percent (75%) or more of the voting Members in good standing who are present at the meeting.</p>	<p><b>7. Amendment to Bylaws</b>  7.5 The Special Resolution will pass with a vote in favour by seventy-five percent (75%) or more of the voting Members in good standing who are present at the meeting. A voting Member in good standing participating in the meeting by means of telephonic, electronic or other communication facility that SWESA has made available for the meeting is deemed to be present at the meeting.</p>