



*To Enhance, Preserve & Protect  
Pigeon Lake & Its Watershed*

## **PROPOSED AMENDMENTS TO BYLAW**

**Special Resolution for the Meeting of Members on August 23, 2008**

Reference can be made to the present Bylaws of the Association, as filed with Alberta Corporate Registry on February 5, 2007, which are on the website of the Association ([www.pigeonlakewatershedassociation.com](http://www.pigeonlakewatershedassociation.com)).

Upon motion duly made and seconded, it is proposed that the following Bylaw sections be amended as noted (items struck through are deletions and bold items are new sections):

### Article 3.1(c) Family Memberships

**Up to two legal (voting) aged adults and all youths under the age of eighteen (18)** ~~Three or more individuals in the same family,~~ residing at the same address may be granted a Family Membership .....

### Article 3.7(e)(NEW) Voting Rights of Members

**Family Members shall be entitled to one (1) vote per adult, to a maximum of two (2) votes at all meetings of the Members.**

### Article 4.2 Number of Directors

The Board shall consist of such number as the Board may determine from time to time at any Meeting of the Board provided that there shall not be less than five (5) Directors and not more than ~~twenty~~ **twenty-five (25)** Directors at any given time.

### Article 4.6(NEW) Additional Directors

**The Board may, between Annual General Meetings, appoint one or more additional directors to serve until the next Annual General Meeting, but the number of additional directors shall not at any time exceed one-third of the number of directors who held office at the expiration of the last Annual General Meeting.**

### Article 4.8 (c) Meeting of Directors

Notice of meetings of the Board shall be given to each Director not less that **48 hours** ~~seven (7)~~ days before the meeting .....

Article 5.3 Election or Appointment of Officers

The terms and conditions governing the election or appointment of Officers, other than the Executive Director, are as follows:

- (a) subject to Section 5.3(d) and (e) hereof all Officers shall be appointed by the Board, **on the recommendation of the Nominating Committee**, within ten (10) days following an Annual General Meeting;
- ~~(b) subject to Section 5.3(d) and (e) hereof all Officers shall be appointed from the list of eligible persons presented by the Nominating Committee or from the list of eligible persons duly nominated from the floor at the Annual General Meeting or from any combination of both such lists, provided that a Member for the position of President must have held a previous Board position before being considered eligible;~~
- (b)** All Officers shall be elected by show of hands or secret ballot of the Board and the Officers elected to fill the vacant positions shall be the number of candidates who receive the highest number of votes;
- ~~(d) each Officer shall be elected for a term of two (2) years, subject to Section 5.3(e) hereof;~~
- (c)** any vacancy in the Officers shall be promptly filled by persons appointed by the Board at their next meeting. ~~provided that such newly appointed Officers shall hold office for the balance of the term of such office.~~

Article 6.1 List of Committees

The Committees of the Board may include any or all of the following:

- (a) Nominating Committee;
- (b) Membership/~~Fundraising~~ Committee;
- (c) Fundraising Committee;**
- (d) Stewardship Committee;**
- (e) Communications Committee;
- (f) Technical **and Research** Committee;
- (g) Government Relations Committee;
- (h) any other Committees as may be established from time to time by the Board.

Article 6.2(c) Nominating Committee

~~No individual serving on the Nominating Committee may be included in the list of nominees submitted by the Nominating Committee.~~

Article 6.3 Membership/~~Fundraising~~ Committee

- (i) The Membership/~~Fundraising~~ Committee shall be composed of a Director who shall serve as chairman of the committee and any other Directors, Members or members of the general public who may be selected by the chairman of the Membership/~~Fundraising~~ Committee from time to time;

- (j) The Membership/~~Fundraising~~ Committee shall be responsible for obtaining new members and ~~raising funds~~ **maintaining a current register of all members** for the Society. In addition, the Membership/~~Fundraising~~ Committee shall perform such other functions as may be specified from ~~time~~ **time** to time by the Board;
- (k) The Membership/~~Fundraising~~ Committee shall report to the Board;
- (l) The notice requirements procedure for voting, quorum and other rules regarding meetings of the Membership/~~Fundraising~~ Committee shall be determined by that committee from time to time.

**Article 6.4 Fundraising Committee (NEW)**

- (m) **The Fundraising Committee shall be composed of a Director who shall serve as chairman of the committee and any other Directors, Members or members of the general public who may be selected by the chairman of the Fundraising Committee from time to time;**
- (n) **The Fundraising Committee shall be responsible for raising funds for the Society. In addition, the Fundraising Committee shall perform such other functions as may be specified from time to time by the Board;**
- (o) **The Fundraising Committee shall report to the Board;**
- (p) **The notice requirements procedure for voting, quorum and other rules regarding meetings of the Fundraising Committee shall be determined by that committee from time to time.**

**Article 6.5 Stewardship Committee (NEW)**

- (q) **The Stewardship Committee shall be composed of a Director who shall serve as Chairman of the Committee and any other Directors, Members or Members of the general public who may be selected by the Chairman of the Stewardship Committee from time to time;**
- (r) **The Stewardship Committee shall be responsible for fostering best environmental practices within the Pigeon Lake Watershed area through education and other methods. In addition, the Stewardship Committee shall perform such other functions as may be specified from time to time by the Board;**
- (s) **The Stewardship Committee shall report to the Board;**
- (t) **The notice requirements, procedure for voting, quorum and other rules regarding meetings of the Stewardship Committee shall he determined by that committee from time to time.**

**Article 6.6(b) Communications Committee**

The Communications Committee shall be responsible for publicizing and promoting the Society as well as maintaining contact with the media. ~~and the corporate sector.~~ In addition, the Communications Committee shall perform such other functions as may be specified from time to time by the Board.

**Article 6.6 (new number 6.7) Technical and Research Committee**

To change the name of the Committee from Technical Committee to Technical and Research Committee throughout the section as required.