

**Proposed 2020 CommunityWise Bylaw Changes**

2019 Wording	Proposed 2020 Wording
N/A	<b>Additional term under “Interpretation:” Unless otherwise specified, a reference to “in writing” or “signature” or other similar words or expressions is inclusive of electronic means.</b>
<b>Article 5.1:</b> The only general meeting to be held by the CommunityWise Resource Centre shall be called by the Board of Directors of the CommunityWise Resource Centre on or before May 31 once each calendar year at such time and at such place within the City of Calgary as the Directors determine.	<b>Article 5.1:</b> The only general meeting to be held by the CommunityWise Resource Centre shall be called by the Board of Directors of the CommunityWise Resource Centre on or before May 31 once each calendar year. <del>at such time and at such place within the City of Calgary as the Directors determine.</del>
<b>Article 6.2:</b> Decisions may be made in person or by proxy, but if by proxy, the proxy is only valid if properly signed and presented to the representative of the Board of Directors at least seven (7) days before any meeting. No proxy shall be considered in the counting of a quorum.	<b>Article 6.2:</b> Decisions may be made in person <b>or by any telephonic, electronic or other communication facility that the organization has made available for this purpose.</b> Decisions may also be made by proxy, but if by proxy, the proxy is only valid if properly signed and presented to the representative of the Board of Directors at least seven (7) days before any meeting. No proxy shall be considered in the counting of a quorum.
This is an <i>extra</i> article and so all numbers in section 6 would need to be shifted (i.e. the old 6.3 would now be 6.4).	<b>Article 6.3 (new): If the CommunityWise Resource Centre chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during general meetings, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of the Organization. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this Bylaw, any Participating Member in a general meeting pursuant to this section who is entitled to make decisions by consensus at that meeting may do so, in accordance with the</b>

	<p><b>policies and procedures of the Organization, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose.</b></p>
<p><b>Article 7.8:</b> Directors meetings may be held at such times and at such places as the Directors may from time to time determine. A meeting of the Directors may be called by notice from any two Directors at any time. Notice of such meeting shall be communicated to each Director not less than two days (exclusive of the day for which notice is communicated but inclusive of the day for which notice is given) before the meeting is to take place; provided that meetings of the Directors may be held at any time without formal notice if the Directors have signified their consent in writing to the meeting. Notice may be given by email or other electronic communications, delivery, or postal mail to the Director’s last known address or email address. In the event notice by postal mail is used, notice will be deemed received three (3) days after posting.</p>	<p><b>Article 7.8:</b> Directors meetings may be held at such times and at such places as the Directors may from time to time determine. <b>Meetings may be held in person, or by any telephonic, electronic or other communication facility that the Organization has made available for this purpose.</b> A meeting of the Directors may be called by notice from any two Directors at any time. Notice of such meeting shall be communicated to each Director not less than two days (exclusive of the day for which notice is communicated but inclusive of the day for which notice is given) before the meeting is to take place; provided that meetings of the Directors may be held at any time without formal notice if the Directors have signified their consent in writing to the meeting. Notice may be given by email or other electronic communications, delivery, or postal mail to the Director’s last known address or email address. In the event notice by postal mail is used, notice will be deemed received three (3) days after posting.</p>
<p><b>Article 7.17:</b> Vacancies on the Board of Directors however caused may, so long as a quorum of Directors remains in office, be filled by appointment by the Directors from among the eligible Members of the CommunityWise Resource Centre, if they shall see fit to do so. Otherwise such vacancies shall be filled at the next Annual General Meeting of the members at which the Directors for the ensuing year are elected, following a selection procedure as outlined in the CommunityWise Board of Directors Terms of Reference, which may be updated from time to time.</p>	<p><b>Article 7.17:</b> Vacancies on the Board of Directors however caused may, so long as a quorum of Directors remains in office, be filled by appointment by the Directors from among the eligible Members of the CommunityWise Resource Centre if they shall see fit to do so. <b>A Community Representative may also be appointed, so long as there are no more than four (4) sitting Community Representatives on the Board at any one time.</b> Otherwise such vacancies shall be filled at the next Annual General Meeting of the members at which the Directors for the ensuing year are elected, following a selection procedure as</p>

	outlined in the CommunityWise Board of Directors Terms of Reference, which may be updated from time to time.
<b>Article 11.1:</b> These Bylaws may be altered, added to, or rescinded, only by a Special Resolution, passed by a majority of not less than three-fourths of the CommunityWise Resource Centre’s Members entitled to vote at and present in person, at a General Meeting, notice of which specifying the intention to propose the resolution has been duly given.	<b>Article 11.1:</b> These Bylaws may be altered, added to, or rescinded, only by a Special Resolution, passed by a majority of not less than three-fourths of the CommunityWise Resource Centre’s Members entitled to vote at and present in person, <b>or through any telephonic, electronic or other communication facility that the organization has made available for this purpose</b> , at a General Meeting, notice of which specifying the intention to propose the resolution has been duly given.