

BIG BROTHERS AND SISTERS OF  
AJAX-PICKERING  
BY-LAW N0.3

being a by-law to amend By-Law No. 1

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of BIG BROTHERS AND SISTERS OF AJAX-PICKERING (the "Association") that the following changes shall be made to By-Law No. 1, effective as of the date of passing by the membership at a properly constituted AGM:

1. Article 4A shall be deleted in its entirety and replaced with the following, until such a time as By-law 2 of the Association comes into effect:

"The membership of the Association shall include all sitting members of the Board of Directors."

*Explanatory note: Article 4A in By-law 1 was amended by By-law 2, approved by the Board of Directors on April 18, 2017. However, Bylaw 2 does not come into effect until such a time as the Canada Revenue Agency approves a merger of this Association with other Associations. Therefore, the above noted definition of membership comes into effect immediately on passing and shall continue to apply until By-law 2 comes into effect, at which time the definition of membership in By-law 2 shall be substituted for the above definition.*

2. Article 8 shall be deleted in its entirety and replaced with the following:

"The presence of 40% of the membership shall be a quorum of any meeting of the members, for the purpose of any and all business to be conducted. This applies to an annual general meeting or any other meeting of the members."

3. Articles 7A shall be deleted in its entirety and replaced with the following:

"Notice in writing of the annual and all general meetings of members, stating the time and place of the meeting and the general nature of the business to be transacted at the meeting shall be sent by e-mail to each member, and posted on the Association's website, at least fourteen (14) days before the date of such meeting."

4. Article 10D shall be amended as follows:

The words "persons eligible to be members of the Association" shall be stricken and replaced with "persons deemed by the Board to be qualified for appointment".

5. Article 10K shall be amended as follows:

The following sentence shall be stricken:

"Notice of all meetings of the Board of Directors shall be delivered, mailed or telephoned to each Director not less than two (2) days before the meeting is to take place."

And the following sentence inserted in its place:

“Notice of all meetings of the Board of Directors shall be e-mailed to each Director not less than two (2) days before the meeting is to take place.”

6. Articles 14, 15, 16, and 17 shall be deleted in their entirety.
7. Article 18 shall be amended by striking the words “The Chairman of the Marketing Committee” and replacing them with the words, “The Chair”
8. The following new article shall be added:

**REMOTE MEETING ATTENDANCE**

“With the permission of the Chair, a member may attend a meeting by telephone or video conference. While attending by video or teleconference, a member shall have all the same rights and duties of a board member attending in person, and shall count toward the calculation for quorum.”

This Bylaw shall come into effect immediately on passing by the membership.

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Chair, Big Brothers and Sisters of Ajax-Pickering

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2017