

SUMMARY OF CHANGES BY BYLAW SECTION

Note: Each section includes a summary of the proposed changes and an explanation of the purpose of the changes, as well as the actual proposed amendments.

*Proposed amendments are identified as follows (additional are identified in **green**, omissions in **red-strikethrough**)*

Original Language	Proposed Revision	Language if Adopted
TITLE PAGE		
Constitution & By-laws	Constitution & By-laws Bylaw No.1	Bylaw No.1
As Revised June, 2019	As Revised June, 2019 and June, 2025	As Revised June, 2019 and June, 2025
ARTICLE I - INCORPORATION		
The Association is incorporated under the laws of the Province of Ontario as a Corporation without Share Capital under the Not-for-Profit Corporations Act, 2010 (Ontario) ("Act").	The Association is incorporated governed under the laws of the Province of Ontario as a Corporation without Share Capital under the Not-for-Profit Corporations Act, 2010 (Ontario) ("Act").	The Association is governed under the laws of the Province of Ontario as a Corporation without Share Capital under the Not-for-Profit Corporations Act, 2010 (Ontario) ("Act").
ARTICLE III - MEMBERSHIP		
Section 9 – Delinquent Membership Fees	Section 9 – Delinquent Membership Fees	Section 9 – Membership Fees
All membership fees shall be paid in advance of the Annual General Meeting. Any Members delinquent in the payment of fees on the date of the Annual General Meeting will not be entitled to vote on matters raised at the Meeting. Any	The Board may fix and collect membership fees in the amount and manner it determines from time to time, provided that All membership fees may not be increased more than once in any 12-month period and that membership fees shall be paid in advance of the Annual	The Board may fix and collect membership fees in the amount and manner it determines from time to time, provided that membership fees may not be increased more than once in any 12-month period and that membership fees shall be paid in advance of the Annual General

members delinquent in the payment of fees subsequent to the Annual General Meeting shall have their member privileges revoked and their membership suspended by resolution of the Board of Directors.	General Meeting. Any Members delinquent in the payment of fees on the date of the Annual General Meeting will not be entitled to vote on matters raised at the Meeting. Any members delinquent in the payment of fees subsequent to the Annual General Meeting shall have their member privileges revoked and their membership suspended by resolution of the Board of Directors.	Meeting. Any Members delinquent in the payment of fees on the date of the Annual General Meeting will not be entitled to vote on matters raised at the Meeting. Any members delinquent in the payment of fees subsequent to the Annual General Meeting shall have their member privileges revoked and their membership suspended by resolution of the Board of Directors.
<p>Section 11 – Member Entitlement</p> <p>Only Full Members, shall be entitled to a vote at a Members meeting, hold office on the Board of Directors, hold office as an Officer or be a chairperson of a Zone.</p> <p>Associate Members and Honourary Members shall not be entitled to vote at Members’ meetings but are entitled to attend such meetings.</p>	<p>Section 11 – Membership Rights Entitlement</p> <p>Only Full Members, shall be entitled to notice of, attendance at, and a vote at a Members meeting. They shall also be entitled to hold office on the Board of Directors, hold office as an Officer or be a chairperson of a Zone.</p> <p>Associate Members and Honourary Members shall not be entitled to vote at Members’ meetings but are entitled to notice of and attendance at such meetings.</p>	<p>Section 11 – Membership Rights Entitlement</p> <p>Only Full Members, shall be entitled to notice of, attendance at, and a vote at a Members meeting. They shall also be entitled to hold office on the Board of Directors, hold office as an Officer or be a chairperson of a Zone.</p> <p>Associate Members and Honourary Members shall not be entitled to vote at Members’ meetings but are entitled to notice of and attendance at such meetings.</p>
ARTICLE V – DIRECTORS		
<p>Section 2 – Board of Directors</p> <p>The Board shall consist of sixteen (16) Directors.</p>	<p>Section 2 – Board of Directors</p> <p>The Board shall consist of sixteen (16) Directors.</p>	<p>Section 2 – Board of Directors</p> <p>The Board shall consist of sixteen (16) Directors.</p>

(a) Nine (9) Directors who are Full Members shall be elected, one from each Zone, by the eligible voting members within the Zone and their election shall be ratified at the Annual General Meeting.	(a) Nine (9) Directors who are Full Members shall be elected, one from each Zone, by the eligible voting members within the Zone and their election shall be ratified at the Annual General Meeting. Nine (9) Zone Directors who are Full Members shall be the duly elected Zone Representatives for their respective Zone.	(a) Nine (9) Zone Directors who are Full Members shall be the duly elected Zone Representatives for their respective Zone.
ARTICLE VIII – MEETINGS		
<p>Section 1 – Annual General Meeting and Other General Meetings</p> <p>The Annual General Meeting and other general meetings of the members of the Association shall be held at a time and place designated by the Board of Directors. At least thirty days’ notice shall be given to the membership of such dates and places as may be designated for such meetings.</p> <p>For the purpose of transacting business at the Annual General Meeting and other general meetings, the lesser of 50 members or 10% of the total membership, present in person, who are eligible to vote as per ARTICLE III – Section 11 shall constitute a quorum.</p> <p>If a quorum is present at the opening of a meeting of members, the members present may proceed with the business of the</p>	<p>Section 1 – Annual General Meeting and Other General Meetings</p> <p>The Annual General Meeting and other general meetings of the members of the Association shall be held at a time and place designated by the Board of Directors. At least thirty days’ notice, and no more than 50 days’ notice, shall be given to the membership of such dates and places as may be designated for such meetings.</p> <p>For the purpose of transacting business at the Annual General Meeting and other general meetings, the lesser of 50 members or 10% of the total membership, present in person, who are eligible to vote as per ARTICLE III – Section 11 shall constitute a quorum.</p> <p>If a quorum is present at the opening of a meeting of members, the members present may proceed with the business of the</p>	<p>Section 1 – Annual General Meeting and Other General Meetings</p> <p>The Annual General Meeting and other general meetings of the members of the Association shall be held at a time and place designated by the Board of Directors. At least thirty days’ notice, and no more than 50 days’ notice, shall be given to the membership of such dates and places as may be designated for such meetings.</p> <p>For the purpose of transacting business at the Annual General Meeting and other general meetings, the lesser of 50 members or 10% of the total membership, present in person, who are eligible to vote as per ARTICLE III – Section 11 shall constitute a quorum.</p> <p>If a quorum is present at the opening of a meeting of members, the members present may proceed with the business of the</p>

meeting even if a quorum is not present throughout the meeting.	meeting even if a quorum is not present throughout the meeting.	meeting even if a quorum is not present throughout the meeting.
<p>Section 2 – Tabling of Resolutions</p> <p>Any resolution, other than a resolution to amend the Association’s by-laws, to be tabled at a meeting, must be filed with the Secretary at least 14 days prior to the date fixed for the meeting. Resolutions proposing to amend the Association’s by-laws must be filed in accordance with ARTICLE XI – Section 1.</p> <p>The Secretary shall send a notice of the agenda for the meeting to the members not less than seven days prior to the date fixed for the meeting. No other resolution shall be permitted to be proposed at the meeting</p>	<p>Section 2 – Tabling of Resolutions at Meetings of Members</p> <p>Any resolution, other than a resolution to amend the Association’s by-laws, to be tabled at a meeting, must be filed with the Secretary at least 14 days prior to the date fixed for the meeting. Resolutions proposing to amend the Association’s by-laws must be filed in accordance with ARTICLE XI – Section 1.</p> <p>The Secretary shall send a notice of the agenda for the meeting to the members not less than seven days prior to the date fixed for the meeting. No other resolution shall be permitted to be proposed at the meeting</p>	<p>Section 2 – Tabling of Resolutions at Meetings of Members</p> <p>Any resolution, other than a resolution to amend the Association’s by-laws, to be tabled at a meeting, must be filed with the Secretary at least 14 days prior to the date fixed for the meeting. Resolutions proposing to amend the Association’s by-laws must be filed in accordance with ARTICLE XI – Section 1.</p> <p>The Secretary shall send a notice of the agenda for the meeting to the members not less than seven days prior to the date fixed for the meeting. No other resolution shall be permitted to be proposed at the meeting</p>
<p>Section 4 – Regular Meeting</p> <p>Meetings of the Board shall be held from time to time at the call of the Chairperson or a Vice-Chairperson or any two (2) Directors, and the Secretary shall call a meeting when directed or authorized by the Chairperson or a Vice-Chairperson or any two (2) Directors. Notice of every meeting so called shall be given to each Director not less than twenty- four (24) hours before the time when the meeting is to be held.</p>	<p>Section 4 – Regular Meeting of the Board</p> <p>Meetings of the Board shall be held from time to time at the call of the Chairperson or a Vice-Chairperson or any two (2) Directors, and the Secretary shall call a meeting when directed or authorized by the Chairperson or a Vice-Chairperson or any two (2) Directors. Notice of every meeting so called shall be given to each Director not less than twenty- four (24) hours before the time when the meeting is to be held.</p>	<p>Section 4 – Regular Meeting of the Board</p> <p>Meetings of the Board shall be held from time to time at the call of the Chairperson or a Vice-Chairperson or any two (2) Directors, and the Secretary shall call a meeting when directed or authorized by the Chairperson or a Vice-Chairperson or any two (2) Directors. Notice of every meeting so called shall be given to each Director not less than twenty- four (24) hours before the time when the meeting is to be held.</p>
Section 6 – Special Meeting	Section 6 – Special Meeting of the Board	Section 6 – Special Meeting of the Board

Special meetings of the Board of Directors shall be held at the call of the Chairperson or on written request of any five members of the Board.	Special meetings of the Board of Directors shall be held at the call of the Chairperson or on written request of any five members of the Board.	Special meetings of the Board of Directors shall be held at the call of the Chairperson or on written request of any five members of the Board.
<p>Section 7 – Notice of Special Meeting</p> <p>At least five days' notice of the time, place and purpose of all special meetings of the Board of Directors shall be given to each member of the Board by the Secretary. Such notice may be given in person, by telephone, or by mail, facsimile transmission, or electronic mail sent to the member's last known address.</p>	<p>Section 7 – Notice of Special Meeting of the Board</p> <p>At least five days' notice of the time, place and purpose of all special meetings of the Board of Directors shall be given to each member of the Board by the Secretary. Such notice may be given in person, by telephone, or by mail, facsimile transmission, or electronic mail sent to the member's last known address.</p>	<p>Section 7 – Notice of Special Meeting of the Board</p> <p>At least five days' notice of the time, place and purpose of all special meetings of the Board of Directors shall be given to each member of the Board by the Secretary. Such notice may be given in person, by telephone, or by mail, facsimile transmission, or electronic mail sent to the member's last known address.</p>
None – new text	<p>Section 10 – Virtual Meetings</p> <p>Meetings of Members, of the Board, and of any Zones or Committees may be held by means of virtual conferencing technology in a hybrid format or a fully remote format, provided that the technology used permits all participants to communicate with each other adequately, and that the technology provides privacy and security that satisfies the Board. Individuals who participate in a meeting via virtual conferencing technology are deemed to be present at the meeting.</p>	<p>Section 10 – Virtual Meetings</p> <p>Meetings of Members, of the Board, and of any Zones or Committees may be held by means of virtual conferencing technology in a hybrid format or a fully remote format, provided that the technology used permits all participants to communicate with each other adequately, and that the technology provides privacy and security that satisfies the Board. Individuals who participate in a meeting via virtual conferencing technology are deemed to be present at the meeting.</p>