

March 28, 2024 – 3PM, Masonic Hall, Baddeck NS.

An Extraordinary Resolution to change the By-laws of the Society as follows:

In the By-laws:

FISCAL YEAR

- Presently reads:
 - The fiscal year of the Society shall be the period from Dec 1st in any year to Nov 30th in the next year
- Change to:
 - ... *of the calendar year.*

OFFICERS (section 33)

- Presently reads:
 - *33. The officers of the Society shall be a Chairman, a Vice Chairman, a treasurer and a secretary. The officers of treasury and secretary may be combined.*
- Add:
 - ... *and these officer positions shall not be held by the same individual for longer than 2 consecutive terms unless fulfilling an unexpected vacancy of an officer position.*

MEETINGS (section 10)

- Presently reads:
 - *10. (a) The ordinary or annual general meeting of the Society shall be held within three months after the end of each fiscal year of the Society*
- Change to:
 - ... *before April 30 of the following year.*

MEETINGS (section 12)

- Presently reads:
 - *12. At each ordinary or annual general meeting of the Society, the following items of business shall be dealt with and shall be deemed to be ordinary business:*
 - *Minutes of preceding general meeting;*
 - *Consideration of the annual report of the directors;*
 - *Consideration of the financial statements, including balance sheet and operating statement and the report of the auditors thereon;*
 - *Election of directors for the ensuing year;*
 - *Appointment of Auditor(s).*

- Remove:
 - *... and the report of the auditors thereon*
 - AND**
 - *Appointment of Auditors.*

AUDIT OF ACCOUNTS (sections 37 & 38)

- Presently reads:
 - *37. The auditor of the Society shall be appointed annually by the members of the Society at, the ordinary or annual general meeting and, on failure of the members to appoint an auditor, the directors may do so.*
 - *38. The Society shall make a written report to the members as to the financial position of the Society and the report shall contain a balance sheet and operating account. The auditors shall make a written report to the members upon the balance sheet and operating account, and in every such report, he shall state whether, in his opinion, the balance sheet is a full and fair balance sheet containing the particulars required by the Society and properly drawn up so as to exhibit a true and correct view of the Society's affairs, and such report shall be read at the annual meeting. A copy of the balance sheet, showing the general particulars of its liabilities and assets and a statement of its income and expenditure in the preceding year, audited by the auditor, shall be filed with the Registrar within fourteen days after the annual meeting in each year, as required by law.*
- Change underlined section to:
 - *The auditor(s) shall audit the Society's financials at least once per year and make a written report to the board on the findings of the audit. This audit will be included in the treasurer's report at the annual meeting.*

MISCELLANEOUS (section 43)

- Presently reads:
 - *Preparation of minutes, custody of the books and records, and custody of the minutes of all the meetings of the Society and of the Board of Directors shall be the responsibility of the Secretary.*
- Add at the end:
 - *, Society employee or other party deemed suitable by the board.*