

Minutes of the R & R and Bylaws Committee Meeting March 11, 2024

Committee Members Present VIA ZOOM:

Joanne Boomer - Chair Rebecca McKay Lottie Le Gros Leora Dierick Rick Hanson

Committee Members Absent:

Carolyn Christison

- 1. **Call meeting to Order.** Joanne Boomer called the meeting to order at 7:07pm.
- 2. Agenda. Approved.
- 3. Previous meeting minutes of March 4, 2024. Approved.
- 4. Business arising from Minutes/Old Business
 - Approval of changes to Bylaws. **Approved**.

5. New Business

- Suggested changes to the current Bylaws were discussed.
- Change part 14.6 to The Society must maintain a minimum level of liability/indemnity as per SLSCA annual Directors insurance policy.
- Joanne will present the updated Bylaws to the Board of Directors at their meeting March 17th meeting requesting approval. She will also request that a Special Resolution to update the SLSCA Bylaws be added to the agenda for the 2024 AGM and documents be added to the AGM package to be voted on by members.
- Committee members will review the Bylaws document and provide suggestions on making the document more readable and provide any minor wording/punctuation changes to Joanne.
- Part 2 of the Bylaws was discussed. The discussion revolved around the questions of Membership in the SLSCA and the right to vote more than once when someone owns more than one share.
 - The committee decided this was too complex of an issue to try to include in the updates going to the 2024 AGM. This decision is due to the timelines of getting approval of the other updates from the Board and consultation with the lawyer in time to present the updates at the 2024 AGM.
- Rick asked for clarification on the duties of Board Section Directors. A discussion followed. Joanne will try to find a position description for the positions for more clarity.
- 6. Adjourn at 8:47pm.
- 7. Next meeting via ZOOM to be scheduled.