



Proposed Special Resolutions to the Bylaws of the Nanaimo Art Gallery Society

Policy Number and Name	Implication to articles	Recommendation
2.2 Board Appointment, Terms, and Vacancies	Article IV 1. Term limits	Change to two-year terms from three To a maximum of 3 terms
2.2 Board Appointment, Terms, and Vacancies	Article IV 2. Appointment of Directors	Change to be in keeping with the Board Recruitment Policy
2.5 Board Meetings	Article III 8.(c) Proxy voting	Remove proxy voting
2.7 Board Recruitment	Article IV 2. Appointment of Directors- From Membership	Change to language used in Governance policies (ie. from the region...)

Policy Number and Name	Implication to Articles	Recommendation
2.2 Board Appointment, Terms, and Vacancies	Article IV 1. Directors and Officers	Change to two-year terms from three to a maximum of 3 terms
<p>Change to bylaw FROM: <i>1. The voting members shall elect Directors at the Annual General Meeting of the Society. The term of office shall be three years. Each Director may not serve more than two (2) consecutive terms. The number of Directors shall be no less than eight (8).</i></p> <p>Change to bylaw TO: <i>1. The voting members shall elect Directors at the Annual General Meeting of the Society. The term of office shall be two years. Each Director may not serve more than three (3) consecutive terms. The number of Directors shall be no less than eight (8).</i></p>		

Bylaw changes

Policy Number and Name	Implication to articles	Recommendation
2.2 Board Appointment, Terms, and Vacancies	Article IV 2. Appointment of Directors	Change to be in keeping with the Board Recruitment Policy

Change to bylaw FROM: *2. The Nanaimo Art Gallery Society Directors shall encourage nominations for Director from the Society's membership.*

Change to bylaw TO: *2. The Nanaimo Art Gallery Society Directors shall encourage nominations for Director in keeping with its Board Recruitment policy.*



Policy Number and Name	Implication to Articles	Recommendation
2.5 Board Meetings	Article III - Meeting of Membership 4. Manner in which the notice is given	Remove 10% of the membership reference to call a special meeting...

Change to bylaw FROM: *4. The Board of Directors or any three members of the Board of Directors, or 10 percent of the membership of the Society may call a special meeting of the Society for any purpose.*

Change to bylaw TO: *4. The Board of Directors or any three members of the Board of Directors, may call a special meeting of the Society for any purpose.*

Policy Number and Name	Implication to articles	Recommendation
2.5 Board Meetings	Article III - Meeting of Membership- Voting Rights of Members 8.(c) Proxy voting	Remove proxy voting
<p>Change to bylaw FROM: <i>8. c) Votes of members may be given personally or by proxy in writing. At any meeting of the Society, each member or delegate represented in person or by proxy shall have one (1) vote.</i></p> <p>Change to bylaw TO: <i>8. c) Votes of members may be given personally. At any meeting of the Society, each member shall have one (1) vote.</i></p>		