

Excerpt from Current By-Laws, signed 5 April 2016

Section 3.5 - Bylaw Amendments

1. Any resolution to alter, amend, or in any way change the construction of this document shall not be effective unless:
 - i. A Special Resolution is submitted in writing to the Secretary to permit a notice of such proposed Bylaw Amendments to be posted on the Foundation website for at least 21 days prior to a General Body meeting.
 - ii. The Executive is fully aware and understands every proposed amendment after full opportunity to review and discuss all proposed amendments;
 - iii. All proposed amendments are fully presented and discussed at a Foundation General Body meeting;
 - iv. The vote on the proposed amendments does not take place at or before the General Body meeting at which they are first presented;
 - v. The approval of any proposed amendments is affirmed through passing a Special Resolution by a minimum 75% majority vote of the Foundation Members present at any General Body meeting following the General Body meeting at which the proposed amendments are presented;
 - vi. In accordance with Article 4 herein, notice of a General Body meeting to propose Bylaw Amendments, and thereafter to vote on any proposed Bylaw Amendments, must be made by posting notice of each meeting to the Foundation's website, no later than 21 days prior to the scheduled time.

- Changes on the right are **BOLDED** for convenience of review

Current By-Laws @ 5 April 2016 PROPOSED CHANGES for CONSIDERATION 13 April 2023 - AGM	
As Currently Approved	PROPOSED Change
<p>ARTICLE 2 MEMBERSHIP</p> <p>A. The following comprise the General Body of the Foundation:</p> <ol style="list-style-type: none"> 1. Every student of grades 9 through 12 of Greater St. Albert Catholic Schools who is currently enrolled is a member of the Foundation. 2. Every parent/legal guardian of each student of Greater St. Albert Catholic Schools is a member of the Foundation. 3. Every employee of Greater St. Albert Catholic Schools is a member of the Foundation. 4. Any person or entity resident in Canada who supports the purpose of the Foundation, as defined in Article 1 herein, may request membership to the General Body by written submission to the Secretary. Such memberships shall not be unreasonably withheld. 	<p>ARTICLE 2 MEMBERSHIP</p> <p>A. The following comprise the General Body of the Foundation:</p> <ol style="list-style-type: none"> 1. Every student in grades 9 through 12 of Greater St. Albert Catholic Schools, who is currently enrolled, is considered a member of the Foundation. 2. Every parent/legal guardian of each student of Greater St. Albert Catholic Schools is considered a member of the Foundation. 3. Every employee of Greater St. Albert Catholic Schools is considered a member of the Foundation. 4. Any person or entity, resident in Canada, who supports the purpose of the Foundation, as defined in Article 1 herein, may request membership to the General Body by written submission to the Secretary. Such memberships shall not be unreasonably withheld.
<p>Article 2 F (page 2): The Executive Committee shall be comprised of up to 5 Directors of the Board</p>	<p>(NO CHANGE – this article implies all Executive Members need not be a DIRECTOR, as there are 6 Executive Positions, if all were held separately)</p>
	<p>NEW: Add Article 2G (for clarification): An elected member of the Executive Committee does not have to be an elected Director of the Board, but may be, as per Article 2F.</p>

<p>ARTICLE 3 THE EXECUTIVE COMMITTEE (section heading, page 2)</p>	<p>ARTICLE 3 THE FOUNDATION OFFICERS (section heading change suggested to accommodate both the Executive Committee and the Board of Directors, as described in 2E)</p>
<p>Article 3 A (page 2): A member of the Foundation may hold a maximum of two (2) offices in the Executive Committee at any given time.</p>	<p>A member of the Foundation may hold a maximum of two (2) positions available to a Foundation Officer (as an Executive and/or Director) at any given time.</p>
<p>Article 3 B (page 2): All offices in the Executive Committee are elected for two (2) full calendar years.</p>	<p>All Foundation Officer positions (Executive and Board of Directors) are elected for two (2) full terms, except for the following, which are elected for one (1) term:</p> <ul style="list-style-type: none"> ● Chairperson ● Past Chair ● Trustee Member from the Greater St. Albert Catholic Schools Board of Trustees ● Student Members
<p>Article 3 C (page 2): When an Executive Committee member resigns or is removed from office, the Chairperson will determine whether (1) to hold a special election, (2) to keep the seat vacant until the next regular election, or (3) to appoint a member. The decision is subject to confirmation by two-thirds approval of the Executive Committee.</p>	<p>When a Foundation Officer resigns or is removed from office, the Chairperson will determine whether (1) to hold a special election, (2) to keep the seat vacant until the next regular election, or (3) to appoint a member. The decision is subject to confirmation by two-thirds approval of the Executive Committee.</p>
<p>Article 3 D (page 2): Elected Executive Committee members take office immediately in the case of being elected to a vacant office, and at the beginning of the following term in all other circumstances, as reiterated in Article 5.</p>	<p>Elected Foundation Officers take office immediately in the case of being elected to a vacant office, and at the beginning of the following term in all other circumstances, as reiterated in Article 5.</p>
<p>Article 3 E (page 2): All Executive Committee members must attend each Foundation meeting of the year, and any Foundation sponsored events.</p>	<p>No Change</p>
<p>Article 3 F (page 2): If a member of the Executive Committee cannot attend a Foundation meeting, he or she must notify the Secretary within 24 hours of their</p>	<p>No Change</p>

<p>absence; the Secretary shall then notify the Chairperson in the event of his or her absence.</p>	
<p>Article 3 G (page 2): All Executive Committee members perform all such duties as required in these Bylaws, or as directed or delegated by the Executive or the Chairperson.</p>	<p>All Foundation Officers perform all such duties as required in these Bylaws, or as directed or delegated by the Executive or the Chairperson.</p>
<p>1. Article 3 H (page 2): All Executive Committee members must be fully informed of and knowledgeable of this document and Robert’s Rules of Order.</p>	<p>No Change</p>
<p>Article 3 I (page 2): All Executive Committee members must regularly report to the Executive all activities relating to the office as it relates to their respective positions.</p>	<p>No Change</p>
	<p>NEW – Article 3 J (page 2):</p> <p>A “term” for any Foundation Officer-elect will be the first week following the AGM, where elected to office, until the next AGM. If elected to a vacant office, see Article 5, 5.2(3). Those Foundation Officers elected for one (1) term will serve loosely for one year, more or less. Those Foundation Officers elected for two (2) terms will serve loosely for two years, more or less.</p>
<p>Article 3, Section 3.2, 2 iii (page 5): Attend at all Foundation Sponsored Events;</p>	<p>Attend at all Foundation Sponsored Events, whenever possible;</p>
<p>Article 3, Section 3.2, 2 v (page 5): Host at least two meetings per annum, where practicable, with his or her respective community to determine any concerns, resolutions, or comments. The Board Member shall report the results of these meetings at the next corresponding General Body meeting; and</p>	<p>Host a meeting per annum, where practicable, with his or her respective community to determine any concerns, resolutions, or comments. The Board Member shall report the results of these meetings at the next corresponding General Body meeting; and</p>