

Board of Directors Proposed Bylaw changes

Existing:

11. The Directors, so elected, form the Board of Directors for the Alberta Fencing Association and shall determine from among themselves by nomination and simple majority vote the Chairman and Vice-Chairman of the AFA, when necessary. All Directors shall serve until their successors are elected and installed.

Proposed:

11. The Directors, so elected, form the Board of Directors for the Alberta Fencing Association and shall determine from among themselves by nomination and simple majority vote the Chairman, ViceChairman and Secretary of the AFA, when necessary. All Directors shall serve until their successors are elected and installed.

27. Secretary

The Secretary will be responsible for recording the minutes of all Executive, Board and General meetings, will prepare and submit to each Meeting of the Members and other meetings a report of all activities since the previous Meeting of the Members or other meetings, be responsible for counting and recording all votes, and the outcome there from, at all Executive, Board and General meetings and will perform such other duties as may from time to time be established by the Board. He/she shall normally serve a 2-year term and may be reappointed for additional terms. At the end of his/her term or in the event that the Secretary leaves this role before the end of his or her term, this position will be taken over by a Director selected by the Board ofDirectors

Existing:

32. The Executive Director shall ensure that all necessary books and records of the AFA required by the bylaw of the AFA or by any applicable statute of law are regularly and properly kept. The Executive Director shall perform the duties of Secretary at all meetings of the Association and shall be responsible for keeping and distributing all meeting minutes.

21. If any Director misses three consecutive meetings of the Board, the Board may, at its discretion, by a vote of three quarters (3/4) of members of the Board of Directors, vote to remove the Director from the Board and appoint a replacement.

53. A Board Member can be removed before the end of their term by:

- a. The Voting Members via a Special General Meeting called for this purpose, or;
- b. A unanimous vote of all of the remaining Directors if:
 - aa. if the director fails to perform their duty in a reasonably diligent manner;
 - bb. if the director has failed to abide by the Bylaws;
 - cc. if the director has been disloyal to the Society;
 - dd. if the director has disrupted meetings or functions of the Society; or
 - ee. if the director has done or failed to do anything judged to be harmful to the Society.

Proposed:

32. The Executive Director shall ensure that all necessary books and records of the AFA required by the bylaw of the AFA or by any applicable statute of law are regularly and properly kept. The Secretary shall keep minutes at all meetings of the Association and shall be responsible for keeping and distributing all meeting minutes

21. A Board Member can be removed before the end of their term by:

- a. The Voting Members via a Special General Meeting called for this purpose, or;
- b. A 3/4 vote of all of the remaining Directors if:
 - i) if the director fails to perform their duty in a reasonably diligent manner such as not attending 3 consecutive meetings;
 - ii) if the director has failed to abide by the Bylaws;
 - iii) if the director has been disloyal to the Society;
 - iv) if the director has disrupted meetings or functions of the Society; or
 - v) if the director has done or failed to do anything judged to be harmful to the Society.