

CBC PNA Ontario Region Proposed ByLaw Changes - November 13, 2024 Annual General Meeting

Article/clause	Current language	Proposed language	Comments
1. Introduction	The Ontario Region is made up of CBC PNA members in Ontario, except for those who reside under the jurisdiction of the National Capital Region.	The Ontario Region is made up of CBC PNA members in Ontario, except for those who reside under the jurisdiction of the National Capital and Nunavut Region.	Corrects the formal name of the region.
2. Definitions	3.2 Note: Toronto includes the City of Toronto and York Region.	2. viii Toronto means the City of Toronto and York Region	Move the language from 3.2 to 2. Definitions. Note: this is an additional section in Definitions which will displace the following two sections.
2.viii Definitions	2. viii	2. ix	Reflects clause number change noted above
2.ix Definitions	2. ix "Resolution" represents the outcome of a duly approved motion passed by a simple majority of Directors present at a meeting of the Region Board or a meeting of members.	2. x "Resolution" represents the outcome of a duly approved motion passed by a simple majority of Directors present at a meeting of the Region Board or passed by a simple majority of members at an Annual General Meeting or at Special Meetings.	Reflects clause number change. Adds clarity to resolutions passed at AGMs. Current language could be interpreted to mean Directors make up the simple majority at meetings of members.

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3.1. Region Officers	<p>The following shall be Officers of the Region and shall be elected at large by the Members of the Ontario Region for a three-year term of office:</p> <ul style="list-style-type: none"> i. Region President ii. Region Vice President iii. Region Treasurer iv. Region Secretary <p>The Officers are members of the Region Board of Directors and make up the Executive Committee of the Region Board.</p>	<p>The following shall be Officers of the Region and shall be elected at large by the Members of the Ontario Region for a three-year term of office:</p> <ul style="list-style-type: none"> i. Region President ii. Region Vice President iii. Region Treasurer iv. Region Secretary <p>The Officers are members of the Region Board of Directors and make up the Executive Committee of the Region Board</p> <p>It is understood that the (four) 4 Region Officers represent the interests of all Ontario Members including those who are not affiliated with a Chapter or Toronto.</p>	<p>This revision Clarifies our existing practice</p>
3.2. Region Directors	<p>The Ontario Region Board may have a maximum of fifteen (15) Directors including the four (4) elected Officers.</p> <p>Four (4) Directors will be elected by Toronto members to represent Toronto, and must be members in good standing assigned to Toronto. The Toronto</p>	<p>Four (4) Directors will be elected at a triennial election by Toronto members to represent Toronto, and must be members in good standing residing in Toronto. The</p>	<p>Clarifies who may vote for Toronto Directors in a triennial election.</p>

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	<p>Directors may not hold membership in a Chapter.</p> <p>Note: Toronto includes the City of Toronto and York Region.</p>	<p>Toronto Directors may not hold membership in a Chapter.</p>	<p>Reflects the move of the description of Toronto to Definitions.</p>
<p>5.3 Region Management / Other committees</p>		<p>When regional representatives are required to serve on national standing committees, the Region Board will seek expressions of interest from members and will appoint the representative. Those representatives will be non-voting members of the Ontario Board of Directors during their terms.</p>	<p>This adds information about non-voting members on the Board. Our current standing committees are "Recruitment" and "Equity, Diversity and Inclusion"</p>
<p>8.3 Filling vacancies on the Region Board</p>	<p>If the Region President resigns or is removed from Office, the Region Vice President will automatically assume the duties of President for the remainder of the term. Alternatively, the Region Board may choose to hold a by-election, if the vacancy occurs early in the term of office.</p> <p>In the case of vacancies for the positions of other Officers or Toronto Directors, the Board may</p>	<p>In the case of vacancies for the positions of other Officers or Toronto Directors other than at</p>	<p>Clarifies who elects other Officers or Toronto directors in a non-election year</p>

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	<p>appoint a replacement or hold a by-election. The Board shall seek expressions of interest from the membership before any appointment is made.</p>	<p>the triennial election, the Board may appoint a replacement or hold a by-election. The Board shall seek expressions of interest from the membership before any appointment is made.</p>	
<p>9.1.5 Resolutions</p>	<p>Members in good standing and in attendance at an Annual General Meeting may move resolutions intended to guide the business or activities or further the goals of the Region and its members. It is understood that any motion requiring the expenditure of funds is subject to the availability of funding.</p> <p>Such motion must be seconded by another member in good standing in order for a debate and a vote to take place.</p> <p>The Region Board will report on any actions or decisions it makes related to any approved resolutions at the next Annual General Meeting</p>	<p>Members in good standing and in attendance at an Annual General Meeting may move resolutions intended to guide the business or activities or further the goals of the Region and its members. Such motion must be seconded by another member in good standing in order for a debate and a vote to take place.</p> <p>It is understood that any motion requiring the expenditure of funds is subject to the approval of the Board of Directors which has the fiduciary responsibility for managing the Region budget, and to the availability of funding.</p> <p>The Region Board will report on any actions or decisions it makes related to any approved resolutions at the next Annual General Meeting.</p>	<p>Changed the position of this paragraph to keep the language associated with moving and seconding motions together.</p> <p>Clarifies the fiduciary responsibility of the Region Board in the management of members' dues.</p>

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<p>9.2 Bylaw Amendments</p>	<p>The Region Board may make, amend, or repeal a bylaw. Any such change requires a two-thirds (2/3) majority of votes cast by Board members at a meeting of the Board. If approved, it shall take effect from the date of the Board decision until the next Annual General Meeting, when it will be presented to the members, and put to a vote. If the change is confirmed at the Annual General Meeting, it remains in effect. If it is rejected, it ceases to be in effect.</p> <p>Bylaw amendments may also be made at a duly constituted Annual General Meeting. They may be proposed by any member in good standing, and require a seconder before they may be debated and put to a vote.</p> <p>All bylaw amendments proposed at an Annual General Meeting require support of two-thirds (2/3) majority of votes cast by members at the AGM. Once approved, they take effect at the</p>	<p>Bylaw amendments may also be proposed by any member in good standing, and require a seconder. They must be submitted to the bylaws committee at least (thirty) 30 days in advance of the Annual General Meeting to ensure they are in order before being debated and put to a vote at the AGM.</p> <p>All proposed bylaw amendments must be sent to the Region membership at least (fifteen) 15 days in advance of an Annual General Meeting to allow time for consideration and consultation.</p>	<p>This change ensures that there is time for adequate consultation, clarification and consideration of the potential impact of any bylaw change. It is consistent with the National CBC PNA bylaws, Roberts Rules of Order, and general good governance practices.</p>

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	end of that Annual General Meeting.		
10.3 Elections Committee	As soon as possible after the close of nominations, the Elections Committee shall distribute all candidates' biographies to Region members electronically or by mail, or in the Region newsletter. Candidate biographies may also appear in Chapter newsletters.	As soon as possible after the close of nominations, the Elections Committee shall distribute all candidates' biographies to Region members electronically or by mail, or in the Region newsletter. Candidate biographies may also appear in Chapter newsletters. Chapters that choose to include biographies in their newsletters must invite all candidates to submit a biography for publication.	Helps to assure the election process is carried out in a neutral manner, with integrity and fairness, consistent with the national process.
11 Region Delegates to Convention	The Region is entitled to send delegates and alternate delegates to the Triennial Convention under a formula established in the CBC PNA Bylaws (Article 11) .	The Region is entitled to send delegates and alternate delegates to the Triennial Convention in accordance with the CBC PNA Bylaws.	Updated to reflect May 2024 National AGM. Note: the National Board will be reviewing the convention process.
12.3. Chapter Management	The Chapter must operate in a manner consistent with the	The Chapter must operate in a manner consistent with the bylaws,	

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	<p>bylaws of the Ontario Region and the CBC PNA.</p> <p>The management of Chapters including the roles and responsibilities of the elected officers, policies, meetings, and finances shall be consistent with those of the Region.</p> <p>Chapters are not required to have bylaws, but may do so to aid the effective management of the Chapter. Chapter bylaws must be consistent with those of the Region and the CBC PNA.</p> <p>The Chapter is responsible for managing the funding provided by the CBC PNA and maintaining financial records. The Chapter will also provide an annual financial statement to the Region Board. The fiscal year end should be August 31st, aligning with that of the Region.</p>	<p>operating policies, mission, vision and values of the Ontario Region and the CBC PNA.</p> <p>The management of Chapters including the roles and responsibilities of the elected officers, policies, meetings, and finances shall be consistent with those of the Region.</p> <p>Chapters are not required to have bylaws, but may do so to aid the effective management of the Chapter. Chapter bylaws must be consistent with those of the Region and the CBC PNA.</p> <p>The Chapter is responsible for managing the funding provided by the CBC PNA and maintaining financial records. The Chapter will also provide an annual financial statement to the Region Treasurer and the Region Board. The fiscal year end is August 31st, aligning with that of the Region.</p>	<p>This captures our existing practice in the bylaw.</p> <p>Clarifies that the Region Treasurer is the point person, and that the fiscal year end is set.</p>
13. Toronto	Members who live in Toronto are represented by the four (4) Toronto Directors. The Directors	Members who live in Toronto are represented by the four (4) Toronto Directors. The Directors are	

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	<p>are responsible for furthering the goals of the PNA within Toronto, and reflecting the views of Toronto members to the Region Board.</p> <p>The Toronto Directors may apply to the Region Board for funding in connection with any projects or activities they may wish to undertake to further PNA objectives. A majority of the Toronto Directors shall approve any spending and all receipts shall be submitted to the Region Treasurer. A Toronto Director shall assume responsibility for tracking and reporting spending.</p>	<p>responsible for furthering the goals of the PNA within Toronto, and reflecting the views of Toronto members to the Region Board.</p> <p>Toronto Directors may invite interested Toronto members to be part of an advisory group to support projects and events.</p> <p>The Toronto Directors may apply to the Region Board for funding in connection with any projects or activities they may wish to undertake to further PNA objectives. Alternatively, the Toronto Directors may seek and the Region Board at its discretion may designate a budget amount for a given period to support the activities and projects.</p> <p>A majority of the Toronto Directors shall approve any spending and all receipts shall be submitted to the Region Treasurer. A Toronto Director shall assume responsibility for tracking and reporting spending to the Region Treasurer.</p>	<p>This acknowledges the current practice of an advisory group.</p> <p>This change allows the Region board to give a degree of autonomy to Toronto to manage spending on events and projects, similar to Chapters.</p> <p>Clarifies where reporting goes.</p>

