

Notice of Motion for the 2023 MUNPA AGM

The Bylaws and Amendments Committee of the Board of Directors will be bringing forward the following motion for approval at the 2023 AGM:

Moved that the changes to Articles 4.1, 5.5.4 and 5.5.5 of the Bylaws be approved as circulated, that a new Article 10 be inserted as circulated and that the existing Article 10 be renumbered as Article 11. These changes to take effect immediately on their approval by the AGM.

The changes are presented as a single motion; however, they could be presented as a series of motions if the AGM so wishes. Details of the proposed changes are as follows:

Article 4: Board of Directors

Existing:

4.1 There shall be an elected Board of Directors (the Board) consisting of (i) the Officers and (ii) at least five (5) and at most ten (10) additional Directors, at least one of whom shall reside in the greater Corner Brook area. This Corner Brook Board member may also have an alternate; either/both may attend all Board meetings but shall have a single vote.

Proposed:

4.1 There shall be a Board of Directors (the Board) consisting of (i) the immediate Past President (*ex officio*), (ii) the elected Officers and (iii) at least five (5) and at most ten (10) additional Directors. At least one of the elected Board members shall reside in the greater Corner Brook area. The Corner Brook Board member may also have an alternate; either or both may attend Board meetings but shall have a single vote.

Intent:

The current Bylaws do not account for the fact that the past President is a member *ex officio*. While the current Bylaws do not preclude someone from Corner Brook being elected as an Officer, the current wording only guarantees Corner Brook a position as one of the elected additional Board members. The proposal broadens the wording.

Article 5: Officers of the Association

5.5 The Treasurer shall:

Existing:

5.5.4 recommend to the Board a qualified person to conduct an annual audit

5.5.5 submit an audited Annual Financial Report at the Annual General Meeting and financial reports to the Board upon request

Proposed:

5.5.4 recommend to the Board a qualified person to conduct an annual financial review in a format acceptable to the Canada Revenue Agency. The person recommended shall be independent of the Board, although he/she may be a member of the Association.

5.5.5 submit an Annual Financial Report, reviewed as in 5.5.4, at the Annual General Meeting and financial reports to the Board upon request

Intent:

A full audit is both expensive and time consuming and is not necessary to meet the requirements of the Canada Revenue Agency. CRA typically accepts a 'review engagement', which is less detailed and much less expensive.

NEW Article 10: General Policies

The Board may establish such general policies and guidelines, including Terms of Reference for Board Committees and other appointments, as are necessary for the functioning of the Association and are consistent with the Bylaws. Such guidelines and any amendments thereto shall become effective immediately upon their passing by the Board unless a later date is specified.

Intent:

Our policies and guidelines exist but are not referenced in the Bylaws. This wording confirms the authority of the Board to establish and amend such guidelines as appropriate.

Additional changes:

Existing Article 10 be renumbered Article 11