# **APSA Summary of By-law Changes:**

#### 1. Definitions

Added voting by Electronic Means

Special General Meeting now called Extraordinary General Meeting

Board and Ordinary Resolution in writing consent changed from ¾ to 2/3

Special Resolution changed from ¾ to 2/3

## 2. Sections 3 & 4

- 3.8 No distribution of income amongst members
- 4.2 AGM must be held at least once every calendar year
- 4.4 Members can requisition an Extraordinary General Meeting

### 3. Section 6 & 7

- 6.3 A secret ballot request is granted if more than 10% of the membership requests this from of voting.
- 7.2 Director qualifications
- 7.9 A director's term may be extended if the number of director's are less than 3.

#### 4. Section 9 & 10

- 9.4 & 9.5 Investment of funds on behalf of the association and obtaining investment advice.
- 10.4 The board quorum is changed to the majority of the members of the board.

### 5. Section 12-15

12 Indemnification

Directors and eligible parties are not personally liable for association work

- 13.2 Standing Committees and special committees will be determined by Board Resolution
- 15.2 Can appoint a signing officer other than the secretary treasurer to sign documents 15.3 Clarifies what a signing officer does

# 6. Sections 18-19

- 18.1 Dissolution what happens if APSA ceases to exist
- 18.2 Lists the documents that APSA members can request of the APSA
- 18.3 The Association has the right to become a member of another society whose purposes or objectives are similar to the Association's purposes.
- 19 Effective date of change of bylaws.