

**SECHELT SENIORS ACTIVITY CENTRE SOCIETY
MEMBER'S SPECIAL RESOLUTION 2026-1
2026 BYLAWS AMENDMENT RESOLUTION**

RESOLVED that the **MEMBERS** of the **SECHELT SENIORS ACTIVITY CENTRE SOCIETY**, by **SPECIAL RESOLUTION**, approve the following:

AMENDMENTS TO THE BYLAWS

1. ***Section 1 of the Bylaws of the Sechelt Seniors Activity Centre Society is amended by adding the following:***

"Executive Director" means the person appointed under section 54 to act as a senior manager for the Society pursuant to section 61 of the *Societies Act*;

2. ***Section 1 is amended by repealing the definition of "Member Meeting" and substituting the following:***

"Member Meeting" includes the
(a) Annual General Meeting, and
(b) a Special Member Meeting;

3. ***Section 1 is amended by repealing the definition of "Regular Member Meeting".***

4. ***Subsection 12(2) is amended by striking out "at the annual Christmas lunch" and substituting "in a manner and time as determined by the Board".***

5. ***Paragraph 18(2)(b) is amended by striking out ";" and substituting ",".***

6. ***Subsection 24(2) is amended by adding after "meeting" ", or in accordance with subsection 77(2) of the Societies Act".***

7. ***Part 4, Division 2 is repealed.***

8. ***Section 31 is repealed and the following substituted:***

Annual General Meeting

31 An Annual General Meeting shall be held at such day, time and place every March, or other date, as determined by the Board.

9. ***Section 36 is repealed and the following substituted:***

Membership

36 There shall be a Board of Directors consisting of nine directors elected pursuant to section 59.

10. ***Section 39 is repealed and the following substituted:***

Signing authority

39 (1) The Officers shall be signing officers for the Society.
(2) The Board may authorize the Executive Director as a signing officer.

11. **Paragraph 43(1)(a) is amended by striking out “once a month” and substituting “six (6) times a year”.**

12. **The heading to Division 3 of Part 5 is repealed and the following substituted:**

“Division 3 – Officers and Executive Director”.

13. **Part 5, Division 3 is amended by adding, before section 49:**

Officers

48.1 (1) The officers of the Society shall consist of the President, Vice-President, Treasurer and Secretary and one other director appointed by the Board.

(2) The officers shall be elected by the Directors from among the Directors at the first meeting of the Directors next following the Annual General Meeting of the members at which the Directors are elected.

(3) The officers shall serve for a term of two years, in accordance with the staggered terms of office of the officers previously elected by the Members.

(4) Officers of the Society may be removed at any time as officers by a majority vote of the Directors.

(5) An officer removed pursuant to subsection (4) continues to be a Director.

14. **The following section is added:**

Executive Director

54 (1) The Board may from time to time appoint an Executive Director with such powers and duties as are determined by the Board.

(2) Except as restricted by the Board or the Executive Committee, the Executive Director has the right to notice of and to attend all meetings of the Board and all committees of the Board, except meetings that are identified as in camera meetings.

15. **Section 55 is amended by striking out “senior manager” and substituting “Executive Director”.**

16. **The following section is added:**

Executive Committee

56.1 (1) There shall be an Executive Committee chaired by the President, and including the Vice-President, Treasurer, Secretary and one other Director appointed by the Board.

(2) The Executive Committee shall have the power to transact all regular business of the Society between meetings of the Board as authorized by the Board.

(3) The Executive Committee shall report to the Board as frequently as required by the Board on all the actions it has taken.

(4) The other director appointed under subsection (1) may be removed as a member of the Executive Committee at any time by a majority vote of the Directors.

17. **Subsection 57(5) is repealed and the following substituted:**

“(5) The President shall be an ex-officio member of any committee as determined by the Board.

(6) The Board may delegate its authority under subsections (1) and (2) to the Executive Director for such committees as determined by the Board.”

18. **Section 58 is amended by adding the following:**

“(3) The Board may delegate its authority under subsection (1) to the Executive Director for such committees as determined by the Board, in which case the chair of the committee shall report to the Executive Director.”

19. **Section 59 is amended by striking out “Officer and”, and by striking out “67” and substituting “66”.**

20. Subsection 66 is repealed and the following substituted:

"Term of office

66 The elected Board members shall serve, subject to section 67, for a term of two years, commencing when they have taken their oath of office after their election at an Annual General Meeting and ending after their successors have taken their oath of office after their election at the second Annual General Meeting afterward."

21. Subsection 68(4) is repealed and the following substituted:

"(4) A Director appointed pursuant to subsection (3) will serve until the end of the term of the person they are replacing, subject to confirmation by a majority vote of the members present and voting at the next Annual General Meeting if the original term of office is not set to expire at that time."

22. Subsection 79(5) is amended by striking out "Board" and substituting "Executive Committee".

23. Section 86 is amended by

(a) striking out ";" at the end of paragraph (e) and substituting " .",

(b) repealing paragraph (f)'

(c) renumbering section 86 as subsection 86(1); and

(d) adding the following:

"(2) The Minutes of the Member Meetings shall include the signatures of the person taking the Minutes and the person chairing the meeting."

- 24. (1) The Bylaws be amended by striking out "President" wherever it appears and substituting "Chair", and by striking out "Vice-President" wherever it appears and substituting "Vice- Chair".**
(2) If this section is approved, it shall apply to all other provisions in this Special Resolution.

Transitional provisions

25. The following section is added:

2026 Bylaw Amendments

97 (1) The Officers elected at the 2026 Annual General Meeting shall hold their office for their prescribed terms.

(2) The election of Officers pursuant to section 48.1 shall commence with the first Board meeting after the 2027 Annual General Meeting.

- 26. The 2026 Annual General Meeting shall be deemed to have been held lawfully though it was not held in March 2026.**