

Recommended changes to the CFIC bylaws

Definitions:

- “Members” replace “Friends of the Centre for Inquiry Canada” with non-voting paid members and “Councillors” with “voting Paid council memberships” (CNPCA)

Article 4 Financial Year End

- Identify fiscal year end as September 30 (Previously it was to be set by the board)

Article 8 Membership Conditions

- Add more descriptive language about the two classes of membership
- Remove prescriptive language about approval of non-voting memberships

Councillors:

- Provide more clarity and less prescriptive language about who can be a council member

Friends (Article 8e):

- Prescribe an annual term

Additional note:

- Reference to the procedure for election of council members has been removed from the by-laws

Article 12:

- Specifies that proxy voting is permitted and outlines the procedure (prior version did not discuss proxies)

Article 13:

- Removes prescriptive process with regards to removal of members including providing 1 month notice which may not be feasible and is not done. The process should be included in a policy.
- Termination of membership - removed failing to maintain qualifications for membership; resignation of member, expulsion of member

Article 17

- New - allows 5% of council members to nominate someone to the board (CNPCA)

Article 18

- New - Identifies that any costs associated with a member’s proposal are the responsibility of the member

Article 19

- New - identifies where members’ meetings can be held.

Article 20

- Changes language around who is entitled to be a the meeting to be consistent with CNPCA

Article 25

- Changes language around electronic meetings to be consistent with CNPCA

Article 29

- Describes how notice of board meetings is given

Article 29 part 2

- Uses language consistent with CNPCA to set time of board meetings

Article 29 part 3

- Changes quorum from a majority to half

Article 29 part 8

- Replaces “chair” with “president” which is the term used by CFIC

Article 29 part 14

- Replaces Dispute Resolution Mechanism process with that recommended by CNPCA bylaw builder
- Regular meetings of the board of directors : eliminates requirement of meeting quarterly and permits board to appoint regular meetings. Removes requirement to make board meeting minutes available to council members
- Quorum at Meetings of the Board of Directors - changes from a majority to half (this is of importance if there is an even number of directors - ie with 10 directors 6 is a majority, while 5 if half)

30. Scope of Board authority:

- Change from chair to President

34. Dispute resolution mechanism - adopts the CNCA recommendation

Appendix “transition” has been removed