**FPS Motions for 2013 Annual General Meeting**

*How to amend the Bylaws*

**General Bylaw Number Two**

12.04 Amendments to the Bylaws. Any proposal to amend the Bylaws must be first presented in writing to the Board of Directors at a duly constituted meeting of the Board to ensure that said amendment does not contravene Provincial or Federal law or the Act. The amendment must then be posted to the corporate website at least one week prior to a duly constituted meeting of members at which the amendment can be presented to the membership and by approval of two-thirds of voting members present, be enacted. Any amendment to the Bylaws is subject to the approval of Industry Canada.

BIRT FPS Bylaws section 4.02 Student Representative be amended from:

4.02 Student Representative. Five (5) of the seats on the Board are to be filled by

University of Ottawa student who have active valid student numbers for the duration of

their term. These students must not have been ever employed by the Corporation.

to:

4.02 Student Representative. **Four (4)** of the seats on the Board are to be filled by

University of Ottawa student who have active valid student numbers for the duration of

their term. These students must not have been ever employed by the Corporation.

BIRT FPS Bylaws section 4 Authorized Representatives be amended to include:

**4.05 Continuity Representative. One (1) seat will be filled by an individual who previously held any elected seat on the Board as a director.**

*Renumber section accordingly*

BIRT FPS Bylaws section 6.03 Election and Term of Office be amended from:

6.03 Election and Term of Office. Each director shall be elected to hold office for a term of one publishing year. New Board members will be elected at the annual meeting of the members for the upcoming publishing year. The election shall be determined in accordance with section 5.08 of this Bylaw.

to:

6.03 Election and Term of Office. Each director shall be elected to hold office for a term

of one year**, beginning June 1 of the year the director is elected and ending May 31 the following year.** New Board members will be elected at the annual meeting of the

members for the upcoming publishing year. The election shall be determined in

accordance with **section 6** of this Bylaw.

BIRT the Board of Directors be elected to a term of 13 months, between May 1, 2013 and May 31, 2014.

BIRT FPS Bylaws section 6.05 Vacation of Office of Director be amended from:

6.05 Vacation of Office of Director. A director shall cease to be a director:

(b) if she is found to be mentally incompetent;

to:

6.05 Vacation of Office of Director. A director shall cease to be a director:

(b) if she is found to be mentally incompetent **as determined by a medical professional.**

BIRT FPS Bylaws section 6.05 Vacation of Office of Director be amended from:

6.05 Vacation of Office of Director. A director shall cease to be a director:

(f) if she is absent from two consecutive Board meetings without just cause, provided that the two meetings did not occur in the span of three weeks.

to:

6.05 Vacation of Office of Director. A director shall cease to be a director:

(f) if she is absent from **two Board meetings** without just cause, provided that the two meetings did not occur in the span of three weeks.

BIRT FPS Bylaws section 7.01 Quorum be amended from:

7.01 Quorum. A majority of the Board shall constitute a quorum for the transaction of

business at any meeting of the Board, but in no case shall a quorum be less than two-

fifths of the Board. Under no circumstances will ex officio positions contribute to

quorum.

to:

7.01 Quorum. A majority of the Board shall constitute a quorum for the transaction of

business at any meeting of the Board, but in no case shall a quorum be **less than fifty (50) per cent plus one** of the **sitting** Board. Under no circumstances will ex-officio positions contribute to quorum.

BIRT FPS Bylaws section 7.02 Place of Meeting, which reads:

7.02 Place of Meeting. Meetings of the Board may be held at any place within or outside

Ontario.

be struck from the document.

BIRT FPS Bylaws section 8 Officers be amended to include:

8.07 Director Portfolios. Each director will be responsible for a committee from the following list: Discipline; Distribution Task Force; Finance; Human Resources; Interboard Relations; iTask; and Policy Review. Responsibilities include acting as committee chair, organizing meetings, and leading committee operations. Depending on the size of the Board, portfolios can be created or merged. Committee descriptions can be found in section three of the Policy Manual.

