



Think **Big.**

Act **Local.**

Take **Charge.**

Make it **Easy.**

SPECIAL GENERAL MEETING OF SEPTEMBER 16, 2020

Please refer to the links on our website for the meeting Agenda, Rules of Order, Member Kit, and full Bylaws.

PROCEDURAL MOTIONS

Approval of the Agenda

Motion: To approve the agenda as presented.

Approval of the Rules of Order

Motion: To approve the Rules of Order as presented.

Appointment of the Scrutineers

To approve the appointment of the Scrutineers to oversee the vote for bylaw amendments.

Destruction of Ballots

To approve the destruction of ballots of the Special General Meeting held on September 16, 2020.

BUSINESS ITEM MOTION

Approval of the proposed Bylaw amendments

Motion: To approve the proposed bylaw amendments as presented by the Board of Directors.

1. GENERAL

1.1 In these bylaws, unless the context otherwise specifies or requires:

Remove in its entirety:

b. "At Large Directors" means Directors who do not represent a specific Division, but rather represent the general membership, at large;

j. "Divisions" means all of the divisions as defined herein, including the Calgary Division, the Mountain View Division, and the Chinook Division;

"Chinook Division" comprises members of the Credit Union who have their primary banking relationship, as defined by the Board in compliance with 9.3, with Chinook Financial, a Division of Connect First Credit Union Ltd.;

"Calgary Division" comprises members of the Credit Union who have their primary banking relationship, as defined by the Board in compliance with 9.3, with First Calgary Financial and/or Legacy Financial, Divisions of Connect First Credit Union Ltd.;

"Mountain View Division" comprises members of the Credit Union who have their primary banking relationship, as defined by the Board in compliance with clause 9.3, with Mountain View Financial, a Division of Connect First Credit Union Ltd.;

k. "Divisional Directors" means any Director who has their Principal Residence within and is elected to represent one of the Divisions, as further defined in Article 9;

r. "Principal Residence" means the home that is physically occupied and personally used as their residence;

Change:

Re-letter of subsequent points within 1.1 based on removal of the above listed points.

8. BOARD OF DIRECTORS

8.1 Number of Directors

Change:

The Board shall be comprised of no less than ~~twelve (12)~~ nine (9) Individuals and no more than eighteen (18).

8.2 Director Criteria

Change:

In addition to the criteria listed under S.65 of the Act, and criteria specified in the Board governing policies published on the Credit Union's website, a Member is not eligible to be nominated for election, be appointed as a Director, or hold office as a Director, **providing unless** the Member:

Remove:

8.2 c. Is resident in the Division he or she is representing, if elected as a Divisional Director;

Change:

Re-letter of subsequent points within 8.2 based on removal of point "c".

8.5 Term of Office

Change:

Renumber reference to clause 9.8 to 9.7.

A Director duly elected by the Members, shall hold a term of office which shall not exceed the third annual general meeting following the annual general meeting at which they are elected. If a Director is appointed under clause 9.8~~7~~, the annual general meeting following their appointment shall be considered their first annual general meeting.

Remove in its entirety:

Notwithstanding the above, the Board may determine that terms are limited to 1, 2, or 3 years in order to accomplish the intended staggering of terms and representation across Divisions.

9. DIRECTOR ELECTIONS

Remove in its entirety:

9.3 Designation of Division and at large directors

A Director shall be elected or appointed as a Divisional Director or an At Large Director as further described within these Bylaws.

9.3.1. Divisional Directors and At Large Directors shall be represented by a specific number of positions as listed below:

Calgary Division - 5-7 Directors

Chinook Division - 2-4 Directors

Mountain View Division - 2-4 Directors

At Large Directors - 0-6 Directors

9.3.2. For the purpose of ensuring representation across the Divisions the Board shall be at liberty to vary the number of positions available within each Division as well as for At Large Director positions, so long as they remain in accordance with clause 8.1 and 9.3.1 herein.

9.3.3. In order to be elected or appointed, in accordance with clause 8.2, as a Divisional Director an eligible representative must (a) be a Member of that Division through their primary banking relationship and (b) have his or her Principal Residence, when nominated, within that Division.

9.3.4. If a Divisional Director changes his or her primary banking relationship or Principal Residence during the term, that Director shall not, for that reason only, be disqualified from serving the balance of his or her term.

9.3.5. In an election, only those Members comprising the Division, at the time of nomination or voting as the case may be, within one of the Divisions shall be entitled to nominate and vote for eligible representatives within that Division,

9.3.6. In an election, all Members in all Divisions may nominate and vote for all At Large Directors.

Change:

Re-number subsequent sections due to removal of 9.3.

Change:

Renumber 9.8 to 9.7 and then within the paragraph renumber 9.7 to 9.6.

9.8 Directors appointed by the board of directors

If the Board determines that it must appoint additional Directors to the Board, beyond those who may be appointed under clause ~~9.76~~, the Board may appoint additional Directors, but the terms of each such appointment may not exceed beyond the annual general meeting next following the appointment. Additionally, the total number of Directors shall not exceed the maximum number of directors as stated within clause 8.1.