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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
2		DEFINITIONS AND INTERPRETATION	1	DEFINITIONS AND INTERPRETATION		
3		In these Bylaws:		In these Bylaws:		
4		"Act" means the <i>Societies Act</i> of British Columbia as amended from time to time;		"Act" means the <i>Societies Act</i> of British Columbia as amended from time to time;	As per Model bylaws	
5		"Board" means the directors of the Society;		"Board" means the directors of the Society;		
6		"Bylaws" means these Bylaws as altered from time to time.		"Bylaws" means these Bylaws as altered from time to time.		
7				"Power" means authority and ability		
8						
9		The definitions in the Act apply to these Bylaws.		The definitions in the Act apply to these Bylaws.	As per Model bylaws	"director", in relation to a society, = individual who has been designated, elected or appointed, as the case may be, in accordance with section 42 [designation, election and appointment of directors], as a member of the board of directors of the society, regardless of the title by which the individual is called; "general meeting" = general meeting of the members of a society; "electronic meeting" = fully electronic meeting or a partially electronic meeting; "fully electronic meeting" = meeting in which persons are entitled to participate solely by telephone or other communications medium, as set out in the notice for the meeting, if all persons attending the meeting are able to participate in it, whether by telephone or other communications medium; "partially electronic meeting" = meeting in which persons are entitled to participate in person or by telephone or other communications medium, as set out in the notice for the meeting, if all persons attending the meeting are able to participate in it, whether by telephone, by other communications medium or in person;

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11		If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.		If there is a conflict between these Bylaws and the Act or the Societies Act Societies Regulations, the Act or the Regulations, as the case may be, prevail.	As per Model bylaws	
12						
13		MEMBERS	2	PART 2 - MEMBERS		
14	1a)Admission of Members A person may apply to the directors for membership in the society and on acceptance by the directors and on paying the membership fees for that year shall be a member in good standing for that year.	Application for membership A person may apply to the Board for membership in the Society, and the person becomes a member on the Board's acceptance of the application.	2.1	Eligibility A person may apply to the Board for membership in the Society and on acceptance and on paying the membership fees for that year, shall be a member in good standing for that year.	No Change except 'Directors' to 'Board' for consistency	11 (1) A society must have bylaws that contain provisions respecting the internal affairs of the society, including provisions respecting the following: (a) membership in the society, including (i) the admission of members and any rights and obligations arising from membership, (ii) if there is more than one class of members, a description of each class and the rights and obligations that apply to each class, and (iii) if members may cease to be in good standing, the conditions under which that may occur;

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15	1d) All members of the Society shall comply with the provisions of these by-laws and any amendment thereto, and with such regulations as may be made hereunder from time to time by the Board of Directors and shall in all things endeavor to promote the interests of the Society and to carry out the objects for which the Society was incorporated.	Duties of members Every member must uphold the constitution of the Society and must comply with these Bylaws.	2.2	Duties of members Every member must uphold the constitution of the Society and must comply with these Bylaws.	simplified wording to match model bylaws not supposed to use the club for purposes which the constitution does not describe a member can be disciplined for breaking the bylaws	
16	1b) There are two classes of membership: Lifetime and Annual		2.3	Classes of Members There are two classes of membership, Voting and Youth. a) Voting members have the right to vote b) Youth members do not have the right to vote.	revised to comply with Act	20 (1) A society must keep the following records: (h) subject to the regulations, the society's register of members, organized by different classes of member, if different classes exist, including the following information: (i) the name of each member; (ii) the contact information provided by each member; (1.1) A society's register of members must not include information other than the information referred to in subsection (1) (h) (i) and (ii). 84 (1) A member of a society has the right to vote unless the member is a member of a class of members who, under the bylaws, do not have the right to vote.

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17	The only members who can vote at a meeting of the club are those who have obtained the age of majority (19yrs+) on the date that the vote is to be held. Each voting member shall be entitled to one vote at a general meeting of the Society.		2.4	Definition of Member Classes Voting members are those who have had their 16th birthday on or before 31 December of the membership year and have either paid the annual fee set by the Board or paid a lifetime fee. Youth members are those who have not had their 16th birthday on or before 31 December of the membership year and have paid the annual fee set by the Board.	revised to comply with Act defines a voting member Voting Age changed to 16 don't say annual members because lifetime members are also voting members	
18	2. Annual Members are members who annually pay the fees set by the Directors upon paying which they are considered to be member in good standing for that year.	Amount of membership dues The amount of the annual membership dues, if any, must be determined by the Board.	2.5	Fee Categories The Board has the ability to define fee categories and set fees for those categories as they see fit.	Housekeeping to keep up with changes above Board can decide rules for family, youth, earlybird fee categories	
19	1. Lifetime members are members who have paid a one-time fee set by the Directors, for which they are entitled for the rest of their natural life to be given an annual ski pass, have their CCBC dues paid by the club and vote at all meetings of the club. These memberships are not transferable		2.6	Legacy Fee Categories Lifetime members are a legacy category of voting members who paid a one-time fee prior to October 31 2017, for which they and their spouse are entitled for the rest of their natural lives and their children for as long as they are under the age of 19, to be given an annual ski pass and have their Cross Country BC dues paid by the Society. These memberships are not transferable.	Changes lifetime members to a fee category and complies with Act no change in substance intended	
20	2 b) An Annual Member will not be in good standing until they have paid their membership fees for the current year.	Member not in good standing A member is not in good standing if the member fails to pay the member's annual membership dues, if any, and the member is not in good standing for so long as those dues remain unpaid.	2.7	Members Not In Good Standing 1) All members are in good standing except a) any members who have not paid their annual membership fees where applicable, or b) those who the Board has declared to be not in good standing as part of a disciplinary action.	revised definition of not in good standing to include those under discipline	

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21		Member not in good standing may not vote A voting member who is not in good standing (a) may not vote at a general meeting, and (b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.	2.71	2) A member who is not in good standing (a) may not vote at a general meeting, and (b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members. (c) loses all members' privileges except as expressly permitted by the Board.	new paragraph to define what rights a member not in good standing does not have	84 (4) The bylaws of a society may (a) restrict the voting rights of a voting member who is not in good standing within the meaning of the bylaws, or (b) provide that only voting members having a specified attribute have the right to elect or appoint certain directors.

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22	e) Every member in good standing is entitled to be given a season pass which pass will allow a member to use the club's trail's during that current year.		2.9	Privileges of Members Every member in good standing is: a) entitled to use the Society's facilities subject to any policies set by the Board. b) submit members' proposals for consideration at general meetings in accordance with the Act, c) Discuss motions and proposals at a general meeting in accordance with such rules of order as may be adopted.	cleaned up language, Added language clarifying members proposals Discuss - Act provides this opportunity and conditions for doing so. CNSC AGM practices are to have a full disussion of any motion put forth. This wording changes the completion of communication beyond presentation to a debate. Infers confrontation. "ACT: ""proposal threshold"" means (a) 5% of the voting members of a society, unless paragraph (b) applies, or (b) if the bylaws of the society provide for a percentage lower than 5%, that percentage, but in either case, not fewer than 2 members. The society must allow one of the members who submitted a valid proposal to present the proposal personally, and not by proxy, at the annual general meeting in relation	open

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23	f) Membership in the Society shall be annually from November 1st to October 31st of the following year.		2.10	Membership Term Membership in the Society shall be annual and ends on October 31st of the following year.	cleaned up language	69 (1) A member's membership in a society terminates when (a) the member's term of membership, if any, expires, (b) the membership terminates in accordance with the bylaws, (c) the member resigns, (d) the member, in the case of an individual, dies or, in the case of a partnership or corporation, dissolves, or (e) the member is expelled in accordance with the bylaws or under section 70 (2).
24	c) The interest of a member of the Society shall not be transferable and shall lapse and cease upon the death of such member or when such member shall cease to be a member by resignation or otherwise in accordance with the by-laws from time to time in force.		2.11	Membership not Transferable Membership and voting rights are not transferable	cleaned up language	(2) Unless the bylaws provide otherwise, the rights of a person as a member of a society, including any rights in the property of the society, cease to exist when the person's membership in the society terminates
25	a) Any member may withdraw from the Society by delivering to the Registration Coordinator of the Society, either personally or by registered mail, a written notice to that effect.		2.12	Cessation of Membership A person shall cease to be a member of the Society: a) when their term of membership expires; b) by delivering to the President of the Society, either personally or by email or registered letter mail, a written notice to that effect. c) on their death; or d) on being expelled.	modernized who receives the letter added death and expulsion restates some clauses from Act.	

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26	2c) A member may be expelled or suspended from the Society by the Board of Directors if the Board of Directors deems that his or her continuance as a member of the Society is inimical to its best interests.	Termination of membership if member not in good standing A person's membership in the Society is terminated if the person is not in good standing for 6 consecutive months.	2.13	Discipline and Expulsion 1)The Board may subject a member to disciplinary action or may expel them from the Society for conduct that violates the Society's code of conduct or applicable provincial or national safe sport policies. 2) Before disciplining or expelling a member of the Society, the Society must (a) send to the member written notice of the proposed disciplinary action or the expulsion, including the reasons for the action or expulsion, and (b) give the member a reasonable opportunity to make representations to the Society respecting the proposed action or expulsion. 3) Members may only be disciplined or expelled by a resolution passed at a Board meeting with at least 2/3 of the Directors present voting in favour.	Changed inimical to 'society's code of conduct' and added safe sport policies restates provisions of Act Specifies process -2/3 of Directors have to agree conduct violates policies.	70 (1) The bylaws of a society may provide for the discipline or expulsion, or both, of members. (2) Unless the bylaws provide otherwise, a member of a society may be disciplined or expelled by special resolution. (3) Before a member of a society is disciplined or expelled under subsection (2) or the bylaws, the society must (a) send to the member written notice of the proposed discipline or expulsion, including reasons, and (b) give the member a reasonable opportunity to make representations to the society respecting the proposed discipline or expulsion.
27		PART 3 – GENERAL MEETINGS OF MEMBERS	3	PART 3 – GENERAL MEETINGS OF MEMBERS		

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28	a) A General Meeting of the Society shall be held not later than one month after the date of incorporation hereof, and thereafter a general meeting shall be held at such time and place as may be prescribed by the Board of Directors. b) The Annual General Meeting of the Society shall be held each year within three months of the Society's fiscal year ending. c) The Board of Directors may, whenever it thinks fit, convene an Extraordinary General Meeting. An Extraordinary General Meeting shall also be convened on the written requisition of not less than ten percent of the voting members of the Society giving the nature of the business to be discussed at such Extraordinary General Meeting, delivered to the President or Secretary for the time being, of the Society, who shall, within two days of the receipt of such requisition give proper notice of such Extraordinary General	Time and place of general meeting A general meeting must be held at the time and, if applicable, place the Board determines.	3.1	Time and Place a) General meetings of the Society must be scheduled and held in accordance with the requirements of the Act. b) General meetings shall be held at a time and place that the Board decides providing that the Annual General Meeting is held in the last seven months of the membership year.	Rewording to plain English and identifies the threshold for members to requisition a meeting as stated in the Act	71 (1) Subject to subsections (2) and (3), the directors of a society must call annual general meetings so that an annual general meeting is held in each calendar year. 74 Subject to section 71 [annual general meetings], the directors of a society may at any time call a general meeting.

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29			3.11	Voting members may requisition a General Meeting. The requisition threshold to require the directors to call a general meeting for the purposes stated in the requisition shall be 10% of the voting members.	states a lower threshold than the Act default for calling a general meeting Section 75 of the Societies Act allows members to requisition directors to call a general meeting. 10% of voting members required unless bylaws state otherwise. Stay with model bylaws. Remember we have recommended lowering voting age to 16 to empower youth.	if the bylaws of the society provide for a percentage lower than 10%, that percentage

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30	d) Fourteen clear days' notice shall be given of all extraordinary general meetings and the Annual General Meeting. In addition to any other way permitted by law, notice may be given to a member either by email to the email address stated on the members application form or by posting notice on the club's website		3.2	Notice of General Meeting 1)Twenty one days notice shall be given of all general meetings. Notice must be given to every member by both a) email to the email address stated on the member's application form, and b) by posting notice on the Society's website throughout the period commencing at least 21 days before the meeting and ending when the meeting is held. c) the scheduled date of the annual general meeting and the date on which notice will be given is to be published on the Society's website at least 90 days prior to the meeting date.	removes confusion between 21 days on website and 14 days email notice. Also removes confusion about definition of clear days which actually adds two days to notice period	Notice of a general meeting of a society that has more than 100 members is, if permitted by the bylaws, deemed to have been sent under subsection (1) if (a) notice of the meeting has been sent by email to the email address of every member of the society for whom the society has an email address in the register of members, and (b) notice of the meeting (i) is published, at least once in each of the 3 weeks immediately before the meeting, in one or more newspapers identified in the bylaws, or (ii) is posted, throughout the period commencing at least 21 days before the meeting and ending when the meeting is held, on a website that is maintained by or on behalf of the society and is accessible to all of the members of the society.
31			3.21	2) The accidental omission to send notice of a general meeting to a member, or the non-receipt of notice by a member, does not invalidate any proceedings at the meeting.	stated exactly as per Act	(3) The accidental omission to send notice of a general meeting to a member, or the non-receipt of notice by a member, does not invalidate any proceedings at the meeting.

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32			3.3	Meeting by Electronic Means The Board may decide to hold any general meeting in whole or in part by electronic means. Where a general meeting is to be conducted using electronic means, the Board must take reasonable steps to ensure: 1) that all participants are able to communicate and participate in the meeting adequately and, in particular, that remote participants are able to participate in a manner comparable to participants present in person, if any. 2) The notice of a general meeting to be held by electronic means must include instructions on how to participate in the meeting. 3) If a vote is to be carried out in conjunction with a meeting held by electronic means, it shall be conducted as described in section 3.141	provides the rules for holding an electronic meeting as required by the Act.	Notice of a general meeting must include the date and time and, if applicable, the location of the meeting and the text of any special resolution to be submitted to the meeting. (2) If a general meeting is an electronic meeting, the notice of the meeting must also contain instructions for attending and participating in the meeting by telephone or other communications medium, including, if applicable, instructions for voting at the meeting. (6) If the bylaws of a society authorize voting by a method referred to in subsection (5), the bylaws must set out rules respecting how that voting is to occur.
33		Ordinary business at general meeting At a general meeting, the following business is ordinary business: (a) adoption of rules of order; (b) consideration of any financial statements of the Society presented to the meeting; (c) consideration of the reports, if any, of the directors or auditor; (d) election or appointment of directors; (e) appointment of an auditor, if any; (f) business arising out of a report of the directors not requiring the passing of a special resolution.	3.4	Ordinary business at general meeting At a general meeting, the following business is ordinary business: (a) adoption of rules of order; (b) consideration of any financial statements of the Society presented to the meeting; (c) consideration of the reports, if any, of the directors or auditor; (d) election of directors; (e) business arising out of a report of the directors not requiring the passing of a special resolution.	Basically as per model bylaws	

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34		Notice of special business A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.	3.5	Notice of special business A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.	As per Model bylaws, and note any extraordinary business must be stated in the notice of meeting	
35			3.51	Members' Proposals The number of voting members signatures required to present a proposal for consideration at a general meeting shall be 2.5% of the total number of voting members.	Provides the threshold for members to present a proposal for consideration at a general meeting as per Act	
36	g) The President of the Society shall preside as Chair at every general meeting of the Society, and in his or her absence, the Vice-President shall preside. In the absence of both the President and Vice-President, the members present shall choose one of their number to be Chair.	Chair of general meeting The following individual is entitled to preside as the chair of a general meeting: (a)the individual, if any, appointed by the Board to preside as the chair; (b)if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair, (i)the president, (ii)the vice-president, if the president is unable to preside as the chair, or (iii)one of the other directors in attendance at the meeting, if both the president and vice-president are unable to preside as the chair.	3.6	Chair of general meeting The following individual is entitled to preside as the chair of a general meeting: (a) the individual, if any, appointed by the Board to preside as the chair; (b) if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair, (i) the president, (ii) the vice-president, if the president is unable to preside as the chair, or (iii) one of the other directors in attendance at the meeting, if both the president and vice-president are unable to preside as the chair.	Revised to match model bylaws allows the board to appoint anyone they want to be the chair	
37		Alternate chair of general meeting If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are in attendance must elect an individual in attendance at the meeting to preside as the chair.	3.7	Alternate chair of general meeting If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are in attendance must elect an individual in attendance at the meeting to preside as the chair.	Added to match model bylaws	

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38	e) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business, a quorum shall be members personally present being not less than ten (10) voting members of the Society at the date of such meeting	Quorum required Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is in attendance.	3.8	Quorum 1) Quorum Required Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is in attendance.	Changed wording to match model bylaws	
39	See above	Quorum for general meetings The quorum for the transaction of business at a general meeting is 3 voting members or 10% of the voting members, whichever is greater.	3.81	2) Quorum for general meetings The quorum for the transaction of business at a general meeting is 15 voting members or 1% of the voting members, whichever is greater.	Changed wording to match model bylaws Note increase in Quorum suggested by committee that is not part of the model bylaws 18 would be this year	
40	f) If, within half an hour after the time appointed for the meeting, a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other cases it shall stand adjourned to the same day in the next week at the same time and place, and if at the adjourned meeting a quorum is not present within half an hour after the appointed time for the meeting, the Voting Members present shall be a quorum.	Lack of quorum at commencement of meeting If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not in attendance, (a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and (b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and and, if applicable, place, and if, at the continuation of the adjourned meeting, a quorum is not in attendance within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are in attendance constitute a quorum for that meeting.	3.83	3) Lack of quorum at commencement of meeting If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not in attendance, (a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and (b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and and, if applicable, place, and if, at the continuation of the adjourned meeting, a quorum is not in attendance within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are in attendance constitute a quorum for that meeting.	Added to match model bylaws	

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41		If quorum ceases to be in attendance If, at any time during a general meeting, there ceases to be a quorum of voting members in attendance, business then in progress must be suspended until there is a quorum in attendance or until the meeting is adjourned or terminated.	3.84	4) If quorum ceases to be in attendance If, at any time during a general meeting, there ceases to be a quorum of voting members in attendance, business then in progress must be suspended until there is a quorum in attendance or until the meeting is adjourned or terminated.	Added to match model bylaws	
42		Adjournments by chair The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and, if applicable, from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.	3.9	Adjournments by chair The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and, if applicable, from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.	Added to match model bylaws	
43		Notice of continuation of adjourned general meeting It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.	3.9	Notice of continuation of adjourned general meeting Notice of the continuation of the adjourned meeting must be given to membership on website and through email the day following the adjournment.	This doesn't seem like good practice, even if it is in the model bylaws. CNSC should endeavor to give notice to members when a general meeting is adjourned.	

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44		Order of business at general meeting The order of business at a general meeting is as follows: (a) elect an individual to chair the meeting, if necessary; (b) determine that there is a quorum; (d) approve the minutes from the last general meeting; (c) approve the agenda; (e) deal with unfinished business from the last general meeting; (f) if the meeting is an annual general meeting, (i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements, (ii) receive any other reports of directors' activities and decisions since the previous annual general meeting, (iii) elect or appoint directors, and (iv) appoint an auditor, if any; (g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting; (h) terminate the meeting.	3.10	Order of business at general meeting The order of business at a general meeting is as follows: (a) elect an individual to chair the meeting, if necessary; (b) determine that there is a quorum; (d) approve the minutes from the last general meeting, if necessary; (c) approve the agenda; (e) deal with unfinished business from the last general meeting; (f) if the meeting is an annual general meeting, (i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements, (ii) receive any other reports of directors' activities and decisions since the previous annual general meeting, (iii) elect or appoint directors; (g) deal with special business, including any matters about which notice has been given to the members in the notice of meeting; (h) terminate the meeting.	Added to match model bylaws Describes how the general meeting is to be run	

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45	7b) A balance sheet shall be made out in every year and laid before the Society at the Annual General Meeting, made up to a date not more than three months before such Meeting.		3.11	Reporting at an Annual General Meeting In accordance with the Act: 1. the Board shall present the following to the members at each Annual General Meeting: a) financial statements in relation to the period beginning immediately after the end of the preceding finance year and ending not more than three months before the annual general meeting; and b) the auditor's report, if any, on those financial statements. 2) The financial statements as presented must be approved by the Board and signed by one or more Directors	From 2023 revision with 2) added matches Act not quite verbatim but very close	35 (1) The directors of a society must present the following to the members at each annual general meeting: (a) financial statements prepared in accordance with this section; (b) the auditor's report, if any, on those financial statements. 2) The financial statements referred to in subsection (1) (a) must be prepared in relation to the period (a) beginning, (i) if the society has not yet completed a financial year, on the date the society was incorporated under this Act, or (ii) if the society has completed a financial year, immediately after the end of the preceding financial year, and (b) ending not more than 6 months before the annual general meeting at which the financial statements are to be presented. 38 (1) A society must not issue, publish or distribute financial statements...(at an AGM) ... unless the financial statements (a) have been approved by the directors and signed by one or more directors.

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	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
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46	c) The balance sheet shall be accompanied by a report of the Directors as to the Society's affairs.		3.12	Financial Statements The financial statements shall be accompanied by a report of the Directors as to the Society's affairs and shall include information in respect of; 1) the expenses, if any, paid by the Society to the Directors in the period in relation to which the financial statements are prepared, and 2) the remuneration paid by the Society in that period to a) any employee of the Society whose remuneration was at least \$75,000, and b) any contractor for services with the Society, whose remuneration was at least \$75,000.	From 2023 revision matches Act except for: clarification of contractors - Act says "persons" but regulations say "persons" is to be interpreted as including contractors. We just decided any person or business getting paid over 75k can be listed. Act says only 10 biggest. we are not that big that this is ever likely to come into effect so just deleted the reference to 10.	36 (1) The financial statements of a society required under section 35 must include a note providing the information required by the regulations in respect of (a) the remuneration, if any, paid by the society to the directors in the period in relation to which the financial statements are prepared, and (b) the remuneration paid by the society in that period to the employees of the society, and to persons under a contract for services with the society, whose remuneration was at least the amount specified in the regulations. (\$75,000)
47	9a) Minutes of all Annual and other General Meetings shall be entered in the Minute Book by the Secretary and shall be signed after approval thereof by the members present, by the Chair and the Secretary.		3.121	Minutes of General Meetings 1) Unconfirmed minutes of all general meetings shall be published on the Society's website promptly following the meeting date. 2) Errors or omissions should be brought to the attention of the Board within the greater of three weeks after the date of the meeting, or two weeks after being published. 3) The minutes shall be reviewed by the Board at a subsequent Board meeting and validated minutes posted on the Society's website promptly following any clarifications.	Revised Requires minutes to be published promptly Avoids the issue of trying to approve minutes a year after the meeting when no-one can remember what happened No requirement has been found parliamentary procedure which says they have to be approved at the next general meeting. Stated good practice is to	20 (1) A society must keep the following records: (i) the minutes of each general meeting, including the text of each resolution voted on at the meeting;

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
48		Matters decided at general meeting by ordinary resolution A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.	3.13	Matters decided at general meeting by ordinary resolution A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.	from model bylaws, adds helpful clarification	
49		Methods of voting At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot.	3.14	Voting at a general meeting At a general meeting conducted in person, voting must be by a show of hands or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot, or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot. Voting that involves electronic means must be conducted as per section 3.142	Added to match model bylaws Bold at end to be confirmed with correct section number	
50			3.141	Electronic Voting 1) A vote may be conducted by electronic means outside of an in-person meeting providing that the Society provides notice of such a vote to each voting member. The notice of an electronic vote must include the following information: i. the text of the resolutions to be voted on; ii. instructions on how a voting Member may cast a vote; and iii. the date and time at which voting may begin and the date and time at which voting will close. The closing date must be no less than seven (7) days after voting may begin. Notice of an electronic vote must be given to every member at least 21 days prior to the date on which voting may begin by both i. email to the email address stated on the member's application form, and ii. by posting notice on the Society's website throughout the period commencing at least 21 days before the date on which voting begins.	Electronic voting as requested in the terms of reference. (5)The bylaws of a society may authorize (a)indirect or delegate voting, or (b)voting by mail or another means of communication, including by fax, email or other electronic means. (6)If the bylaws of a society authorize voting by a method referred to in subsection (5), the bylaws must set out rules respecting how that voting is to occur.	

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
51			3.142	2) Electronic voting must be carried out by methods that i. adequately disclose the selection of the voters. ii. allow the invigilators to confirm that a. each vote is from a voting member, and b. no voting member has voted more than once, and c. each vote is received within the time frame for voting provided in the notice. d. provides voting members with confirmation that their vote has been received.		
52		Proxy voting not permitted Voting by proxy is not permitted.	3.15	Proxy voting not permitted Voting by proxy is not permitted.	from model bylaws, act requires this to be stated, missing from existing	11 (1) A society must have bylaws that contain provisions respecting the internal affairs of the society, including provisions respecting the following: (c) general meetings, including (ii) whether proxy voting is permitted,
53		Announcement of result The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.	3.121	Announcement of result The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting The outcome of an electronic vote shall be sent to each member by email to the email address stated on the members's registration form and posted on the Sociey's website for a period of at least fourteen days beginning the day following the vote.	from model bylaws, reflects Act requirement	
54	5 ELECTIONS		4	Part 4 - ELECTION OF DIRECTORS		
55	d) Only voting members in good standing shall be eligible to hold office in the Society.			Eligibility Only voting members over the age of 18 and in good standing may be Directors	minor wording change for clarity and consistency	44 (1) A person is qualified to be a director of a society only if the person is an individual who is at least 18 years of age.
56	b) All voting for officers and directors of the Society shall be by secret ballot.		4.2	Election of Directors 1) Directors will be elected by the membership in a vote with a secret ballot.	matches 5b of present bylaws	

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
57	c) No person shall be elected to any office of the Society unless he has over 50% of the total vote cast. In the event that no person has more than 50% of the vote cast, the candidate having the least number of votes shall withdraw from the election and the members shall re-vote until one candidate has more than 50% of the total votes cast.		4.21	2) No candidate shall be elected as a director unless the candidate has more than 50% of the total vote cast. 3) In the event that multiple candidates for a position receive 50% or less of the vote cast, the candidate having the least number of votes shall be withdrawn from the election and the members shall re-vote until one candidate has more than 50% of the total votes cast. 4) If fewer directors are elected than the Board determines necessary to effectively serve the membership, the Board may call another election for vacant positions.	In the event that none of the candidates for a position receive more than 50% of the vote cast	
58	4a) The Board of Directors of the society shall be elected for one-year terms by the membership at each Annual General Meeting. This shall consist of up to 12 elected voting members: four to be elected each year to an elected Executive Committee plus up to eight elected directors. The Executive Committee shall consist of the offices of President, Vice president, Treasurer and Secretary. The immediate past president shall also be a voting member of the Executive Committee.	Number of directors on Board The Society must have no fewer than 3 and no more than 11 directors. Election or appointment to Board positions Directors must be elected or appointed to the following Board positions, and a director, other than the president, may hold more than one position: (a)president; (c)secretary; (b)vice-president; (c)secretary; (d)treasurer.	4.5	Number of Directors The board shall consist of up to 12 but not be less than five Directors, who shall be elected to one year terms in the following positions President, Vice president, Treasurer, Secretary, up to eight Directors at Large. The previous year's president, if different than the incumbent, shall also be an ex-officio and non-voting member of the Board.	Reworded for clarity significant change to the power of past president as well as clarification of role clarifies how voting takes place, maybe still not clear enough	40 A society must have at least 3 directors and at least one of the directors must be ordinarily resident in British Columbia. 42 (2) To become a director of a society, other than a first director, an individual must be elected or appointed to that office in accordance with the bylaws. (3) The bylaws of a society may provide that an individual who holds a particular office or who has a specified attribute is, by virtue of holding that office or having that attribute, appointed as a director of the society.

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59	b) The first election of Directors of the Society shall be held at the first General Meeting of the society after incorporation. At each Annual General Meeting thereafter, all Directors and Officers of the Society shall retire from office and the voting members of the Society shall elect Directors and members of the Executive Committee to fill the office vacated.	Election or appointment of directors At each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the Board.	4.6	Directors' term A Director holds office only until the conclusion of the next annual general meeting of the society	Clean-up of obsolete wording and clarity,in accordance with ACT	48 (1) A director of a society ceases to hold office when any of the following occurs: (a) in the case of a director designated, elected or appointed for a term, the director's term of office expires; (b) in the case of a director designated, elected or appointed without a term of office, unless the bylaws provide otherwise, at the close of the next annual general meeting after the director's designation, election or appointment; (c) the director resigns or dies;
60	d) Any casual vacancy occurring in the Board of Directors by death, resignation or otherwise, may be filled up by the remaining Directors. In the event that a Director is unable or unwilling to fulfill his duties, the Board of Directors shall have the power by a $\frac{3}{4}$ vote to vacate him or her from office and may appoint any Voting Members of the Society in good standing in his or her	Directors may fill casual vacancy on Board The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of a director during the director's term of office.	4.8	Vacancies 1) The Board may, at any time, appoint an eligible member as a Director to fill a vacancy that arises on the Board as a result of the resignation, death, incapacity, or otherwise, of a Director during the Director's term of office. 2) In the event that one of the positions of President, Vice President, Secretary or Treasurer is vacant, another elected director may be appointed to the position by the Board.	Revised to match model bylaws and only deal with one subject at a time. Board needs to be able to address vacancies in order to serve membership properly.	
61		Term of appointment of director filling casual vacancy A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.	4.9	Term of appointment of Director filling vacancy A Director appointed by the Board to fill a vacancy ceases to be a Director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.	Revised to match model bylaws.	

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62	e) In the event that all the Directors resign from office before the Annual General Meeting, an extraordinary General Meeting shall be held within six weeks for the purpose of electing a new Board of Directors.	other	4.10	Resignation of all Directors In the event that all the Directors resign from office before the Annual General Meeting, a general meeting shall be held within six weeks for the purpose of electing a new Board.	no change	
63			4.11	Removal of Directors A Director may be removed from office by a special resolution passed by the members, or in the event that a Director is incapacitated or fails to attend board meetings for three consecutive months, the remaining directors may remove the director by a vote with 2/3 in favour.	We have added this to the bylaws to help enable the board to 'deal' with directors who come onto the board, but do not attend board meetings and do not resign so that they can be replaced. <i>Similar to existing 4d</i>	50 (1) A director of a society may be removed from office (a) by special resolution, despite any provision of the bylaws, or (b) without limiting paragraph (a), by the method, if any, provided for in the bylaws.
64		Directors Meetings	5.0	Part 5 - Board Meetings		
65	4n) A Director's Meeting shall be held at such time as may be expedient and at such time and place as they may consider advisable. Special meetings of the Board of Directors shall be called by the President upon the request of two Directors and may be called by the President at any time	Calling directors' meeting A directors' meeting may be called by the president or by any 2 other directors.	5.1	Calling Directors' meeting A Board meeting may be called by the president or by any 2 other Directors.	from model bylaws, basically the same as present 4n	
66		Notice of directors' meeting At least 2 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period.	5.2	Notice of Directors' meeting At least 2 days' notice of a Board meeting must be given unless all the Directors agree to a shorter notice period.	from model bylaws	
67		Proceedings valid despite omission to give notice The accidental omission to give notice of a directors' meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.	5.3	Proceedings valid despite omission to give notice The accidental omission to give notice of a Board meeting to a Director, or the non-receipt of a notice by a Director, does not invalidate proceedings at the meeting.	from model bylaws	

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
68	f) para2 A director may attend by telephone call or any other electronic means that allows him or her to hear the proceedings and participate in the debate. ~~A director can give a proxy to another director.~~	Conduct of directors' meetings The directors may regulate their meetings and proceedings as they think fit.	5.4	Conduct of Directors' meetings The Directors may regulate their meetings and proceedings as they think fit.	Revised to match model bylaws. Note that Act no longer permits directors to vote by proxy	54 (3) A director may not vote by proxy at a meeting of directors.
69	f) para 1The quorum necessary for the transaction of business by the Board of Directors shall be six of the elected positions of whom two must be members of the Executive Committee as defined in 4A above.	Quorum of directors The quorum for the transaction of business at a directors' meeting is a majority of the directors.	5.5	Quorum at Directors' meetings The quorum necessary for the transaction of business at a Board meeting shall be 50% of the elected positions and must include two of president, vice president, secretary, or treasurer	no change,	see 54 (2) for requirements for executive committee to have power
70	4p) The Minutes of each meeting of the Board of Directors shall be read at the next following general meeting of the Society.		5.6	Minutes of Directors' meetings 1) Minutes shall be taken at a Board meeting and in the absence of the person designated to do so, the Directors present must appoint one of themselves to take minutes. 2) The minutes of each Board meeting shall be posted on the Society's website within 2 weeks after approval of those minutes.	Taking minutes is a requirement of the Act	
71		Board Positions		Directors Duties		
72	h) The President shall preside at all Board Meetings. He or she shall see that the general policy and objects of the Society are carried out and generally supervised the business of the Society.	Role of president The president is the chair of the Board and is responsible for supervising the other directors in the execution of their duties.	5.7	Role of president The president is the chair of the board and is primarily responsible for ensuring the Society's goals and objectives are administered in accordance with the Society's constitution, bylaws and policies. The president also acts as spokesperson for the society and represents it locally, regionally and nationally as required.	Committee considered this definition at length and drew from several sources to arrive at this wording	
73	i) The Vice-President shall, in the absence or at the request of the President, preside, or in his or her absence, some member of the Board of Directors shall be appointed by the meeting to be Chair. The Vice-President shall assist the President in the fulfillment of his or her duties	Role of vice-president The vice-president is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act.	5.8	Role of Vice-President The vice-president is responsible for carrying out the duties of the president if the president, is for any reason, unable to act.	revised to match model bylaws and remove reference to chairing meeting now included elsewhere	

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
74	k) The Secretary shall oversee keeping a record showing the names and addresses of all the members of the Society. He or she shall also serve all notices and keep such further records as may be directed by the President or Directors and he or she shall also carry out such further directions of the Board of Directors as the Board may deem necessary or advisable. The secretary shall also attend all meetings and take minutes of the proceedings at all meetings of the members and/or the Directors and keep proper records of those minutes and have those minutes present at any such meeting or meetings, the Chair of the meeting shall appoint one of the Directors to act temporarily in the place of the Secretary.	Role of secretary The secretary is responsible for doing, or making the necessary arrangements for, the following: (a)issuing notices of general meetings and directors' meetings; (b)taking minutes of general meetings and directors' meetings; (c)keeping the records of the Society in accordance with the Act; (d)conducting the correspondence of the Board; (e)filing the annual report of the Society and making any other filings with the registrar under the Act.	5.9	Role of Secretary The secretary shall be responsible for doing, or making the necessary arrangements for, the following: a) Issuing notices of general meetings and Board meetings; b) Taking minutes of general meetings and Board meetings; c) Keeping the records of the Society in accordance with the Act; d) Conducting the correspondence of the Board of Directors; and e) Filing the annual report of the Society and making any other filings with the registrar under the Act.	revised wording to match model bylaws - clarity	
75	j) The Treasurer shall have custody of all funds, keep an accurate record of all funds and generally perform all duties of a Treasurer, and shall, when requested to do so, render to the Directors an account of the monies received and expended by him or her.	Role of treasurer The treasurer is responsible for doing, or making the necessary arrangements for, the following: (a)receiving and banking monies collected from the members or other sources; (b)keeping accounting records in respect of the Society's financial transactions; (c)preparing the Society's financial statements; (d)making the Society's filings respecting taxes.	5.10	Role of Treasurer The Treasurer shall generally perform all duties of a Treasurer including doing, or making the necessary arrangements for, the following: (a) receiving and banking monies collected from the members or other sources; (b) keeping accounting records in respect of the Society's financial transactions; (c) preparing the Society's financial statements.	Matches model bylaws with reference to taxes removed	

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76	l) At the first directors meeting immediately after the election of directors for that year the directors will nominate one of themselves to be charged with the responsibility to liaise with and to oversee the committee heads of each of the program areas of the society.	Directors at large Directors who are elected or appointed to positions on the Board in addition to the positions described in these Bylaws are elected or appointed as directors at large.	5.11	Directors at Large At the first Board meeting immediately after the election of Directors for that year, the Directors will appoint one or more of themselves to be responsible for liaising with the committee heads of each of the program areas of the society.	no change	
77		Remuneration of Directors, Signing Authority and Borrowing	6	Authority and Directors Renumeration		

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
78	4o) The Board of Directors shall have full control of the managing, running, and care of all lands, premises and equipment held by the Society, but shall not commit the Society in any major undertaking or in any way convey, mortgage or otherwise charge the said property except on order of the 3/4 majority of voting members of the Society in attendance at a General Meeting, of which due business to come before the meeting.		6.1	Board authority 1)The Board shall have full control of the management, activities and internal affairs of the Society as well as the managing, running, and care of all lands, premises and equipment held by the Society. Despite 1) the Board shall not in any way transfer, mortgage, or otherwise devolve the lands or premises, or the rights to the lands or premises held by the Society. Equipment, including temporary buildings, may be bought and sold for operational purposes.	Committee has discussed the concept of 'major undertaking' at length. I think we are agreed that there are two points to consider 1) there are things that should not be approved as a matter of routine business by the board (issues such as costs, liabilities, permanent changes to land or facilities, significant impacts on members use of club). 2) When this barrier is triggered there are steps the board must take to ensure the membership is engaged and in favour of the 'undertaking'. It's not clear what the best way to approach this is. It may be through a new policy that includes a specified engagement process or a special resolution. For now we are recommending no change Functions of directors 52 Subject to this Act the	52 ...the directors of a society must manage, or supervise the management of, the activities and internal affairs of the society. 53 (1) A director of a society must, when exercising the powers and performing the functions of a director of the society, (a) act honestly and in good faith with a view to the best interests of the society, (b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances, (c) act in accordance with this Act and the regulations, and (d) subject to paragraphs (a) to (c), act in accordance with the bylaws of the society.

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
79	6 b) All promissory notes, bills of exchange, debentures and any other negotiable or transferable instrument made, executed or issued by the Society shall be signed by the Treasurer, and either the President or one other of the elected Directors to be decided by the Board of Directors.	Signing authority A contract or other record to be signed by the Society must be signed on behalf of the Society (a)by the president, together with one other director, (b)if the president is unable to provide a signature, by the vice-president together with one other director, (c)if the president and vice-president are both unable to provide signatures, by any 2 other directors, or (d)in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society.	6.2	Authority to Bind 1) No director or any other member or employee of the Society shall act on behalf of or in the name of the Society or undertake any obligation or enter into any contract on behalf of or in the name of the Society unless the director, member or employee has been authorized by resolution of the Board. 2) A contract or other record to be signed by the Society may only be signed on behalf of the Society by one or more directors, members or employees specifically authorized by the Board through resolution or policy.	Says the board decides who is allowed to sign what, and emphasizes that this delegation or assignment must be carried out in a formal manner and a record kept of that delegation or assignment as is required by the Act	No Director or any other Member or employee of the Society shall act on behalf of or in the name of the Society or undertake any obligation or enter into any contract on behalf of or in the name of the Society unless the Director, Member or employee has been authorized by resolution of the Board
80	4g) The Board of Directors may delegate any of its powers to committees consisting of such member or members of the Board of Directors as the Board may determine. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulation that may be imposed on them by the Board.		6.3	Delegation The Board may delegate some but not all powers to persons and to committees consisting of such members as the Board may think fit. Any person or any committee so formed shall, in the exercise of the powers so delegated, conform to any rules, policies, principles or terms of reference that may from time to time be imposed upon them by the Board and shall report back to the Board those things done in the exercise of the delegated powers.	Identifies the right of the board to delegate power and authority while requiring this to be done in a formal manner and includes a reporting requirement. The wording is intended to make clear that the board holds ultimate authority and power and can end, change impose rules on or restrict the delegatioj at any time. "some but not	
81	6a) The Society may, by Special Resolution, exercise all or any of the borrowing powers conferred upon it by the "Societies Act" and amendments thereto upon a vote of 75% of the members present at such meeting.		6.4	Borrowing Powers The Society may exercise all or any of the borrowing powers conferred upon it by the Act in the following manner: i) The board may authorize revolving credit and borrowing for operational purposes including leases, for the routine functioning and activities of the society up to an amount approved by the Board. II) Borrowing for non-routine purposes, or a term exceeding one year, must be authorized by the membership through a special resolution.	This allows the Board to authorize the use of credit cards, supplier accounts and short term loans as requested in the terms of reference. Need to be able to lease a snow mobile, for example, for grooming.	

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
82		Remuneration of directors These Bylaws do not permit the Society to pay to a director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.	6.5	Renumeration of Directors No Director shall be remunerated for being or acting as a Director, but a Director shall be reimbursed for all expenses necessarily and reasonably incurred by them while engaged in the affairs of the Society.	from proposed 2023 revisions, is a paraphrase of model bylaws	
83			7	Records		
84	10a) The books, records and accounts of the Society shall be produced and opened for inspection by any voting member of the Society at every general meeting of the Society; and shall be produced and opened for inspection at all times on the request of any Director of the Society		7.1	Records A member in good standing may, without charge, inspect any record the Act requires the society to keep.	Clause about directors is part of the Act. We want to ensure the right of a concerned member to find out what is going on financially in a timely manner without allowing a potential bad actor to disrupt the operation of the club. We should be able to address this in a revised CNSC Code of Conduct policy. "A member making frivolous and disruptive	24 (1) A member of a society may, without charge, inspect a record the society is required to keep under section 20 (1) (b) may, unless the bylaws provide otherwise, inspect any other record the society is required to keep under section 20 (2). (3) A director of a society may, without charge, inspect a record the society is required to keep under section 20.
85			7.2	Membership Register The Society shall maintain a Membership Register separated by class of member as required by the Act and this register shall be available upon request to every voting club member in good standing within one business day	the Act requires the membership register to be available to every member for any purpose to do with a general meeting or resolution by members Due to the member driven nature of the society there is no reason to restrict access to the register for any reason.	20 (1) A society must keep the following records: (h) subject to the regulations, the society's register of members, organized by different classes of member, if different classes exist, including the following information: (i) the name of each member; (ii) the contact information provided by each member; Also see section 25 - too long to copy here
86	8. AMENDMENTS TO		8	Amendments to Bylaws		

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1	Existing Bylaw (2017)	Model Bylaw (no changes)	Proposed Section Number	Draft Updated Bylaws for Member Review	Comments	Societies Act
87	8 a) The bylaws shall not be altered or added to except by Special Resolution passed by 75% of the members present at the General Meeting. Written notice shall be given to the voting members, by the Secretary, of the General Meetings called to pass any amendment to or alteration to the bylaws herein. Written notice is properly given if sent by email to the members email address given on their membership application form and posting on the club's website"			These Bylaws shall not be altered or added to except by a Special Resolution passed at a General Meeting called in accordance with the Act.	Restates what the Act says	17 (2) A society must not submit a bylaw alteration application to the registrar for filing unless the alteration proposed by the application has been authorized by special resolution.
88	2. WITHDRAWALS			Delete		
89	b) The Minutes of each Annual			Deleted	Did not make any sense	
90						
91						
92	5a) At least one month before			Deleted Nominating Committee 5a	The old paragraph will be	
93	4. BOARD OF DIRECTORS.	Directors			no change	
94	c) A retiring Director shall be		4.7			
95	And in addition to the above			deleted	the general welfare of the	
96	See above (missing phrase is	Absence of secretary from meeting				
97						
98	4q) The Directors shall pass				didn't make sense or is in	38 (1) A society must not issue,
99	7a) Until changed, the fiscal			Deleted -	If the directors can	