

B20 - Bylaw 16 Meetings of the Board (E) - Sponsored by Board of Directors

Rationale

Phase Two (2) of the comprehensive review of the PIPSC Bylaws has been completed. As part of this phase, the following bodies were consulted:

- Board of Directors
- Advisory Council (AC)
- Bylaws and Policies Committee (BLPC)
- Retired Members' Guild (RMG)
- PIPSC staff

The linked summary provides a side-by-side comparison of the Bylaws and is organized as follows:

- **Column 1 – Bylaw wording as of the 2025 AGM**
- **Column 2 – Proposed wording for consideration at the 2026 AGM**
- **Column 3 – Explanation and clarification of the proposed changes, where applicable**

Please note that some proposed changes to the French version may differ from those identified in the English version. As part of this review, the Institute is also taking the opportunity to ensure that the English and French versions of the Bylaws are consistent and convey the same meaning.

Be it resolved that the Institute Bylaws be revised as follows:

BY-LAW 16 MEETINGS OF THE BOARD

Approved at the AGM 2025	Proposed for the AGM 2026	Clarification
~~16.1~~ The first meeting of the Board shall be held in January at the call of the President. ~~16.2 Regular Meetings~~ The Board shall meet no less than six (6) times each year, but may meet more often as may be required. The Board shall schedule regular meetings both as to time and place. No regular meeting shall be held within two (2) weeks of another regular meeting. ~~One (1) of the regular meetings shall be held immediately before the Annual General Meeting.~~ ~~16.2.1~~ A notice of Board meetings will be placed on the website with location detail as well as a copy of the proposed agenda one week prior to the proposed meeting date. ~~16.3 Special Meetings~~ ~~16.3.1~~ A Special meeting of the Board may be called: a) by the President, or b) shall be called within two (2) weeks of the date of receipt by the President of a written request from not less than seven (7) members of the Board.	7.12 The Board shall meet no less than six (6) times each year, but may meet more often as may be required. The Board shall schedule regular meetings both as to time and place. No regular meeting shall be held within two (2) weeks of another regular meeting. The first meeting of the Board shall be held in January at the call of the President. 7.12.1 Notice of Board meetings, including a copy of the proposed agenda, will be posted and available to all members at least one week prior to the proposed meeting date. 7.13 A Special meeting of the Board: a) may be called by the President, or b) shall be called within two (2) weeks of the date of receipt by the President of a written request from not less than seven (7) members of the Board, or c) shall be called within two (2) weeks of the date of receipt by the Chief Operating Officer of a written request from not less than seven (7) members of the Board when the President is deemed to be in a conflict of interest.	<i>New 7.12 would replace current 16.1 and current 16.2</i> <i>Not needed in our BLs</i> <i>New 7.12.1 would replace current 16.2.1 for more accurate wording</i> <i>New 7.13 would replace current 16.3.1 for more accurate wording</i>

~~16.3.2~~ Only the matter(s) for which the special meeting was called shall appear on the agenda for the meeting. ~~16.4~~ A member of the Board shall not be represented by proxy at any meeting of the Board, but may designate another Board member to present their report in their absence. ~~16.5 Quorum~~ A majority of the members of the Board holding office shall constitute a quorum.	7.13.1 Only the matter(s) for which the special meeting was called shall appear on the agenda for the meeting. 7.14 A member of the Board shall not be represented by proxy at any meeting of the Board, but may designate another Board member to present their report in their absence. 7.15 A majority of the members of the Board holding office shall constitute a quorum.	<i>New 7.13.1 would replace current 16.3.2</i> <i>New 7.14 would replace current 16.4</i> <i>New 7.15 would replace current 16.5</i>
--	---	--