



Central Alberta Co-op Ltd. Proposed Bylaw Changes

Existing Bylaw:

4.06 Notice of Meeting

- (a) Notice of the date, time and place of each meeting of members shall be given by:
 - (i) posting the notice at the registered office of the Cooperative; and
 - (ii) publishing the notice at least once in a newspaper having a general circulation in the Cooperative's trading area, where the first day of publication is between 14 and 30 days before the meeting.

Proposed change:

4.06 Notice of Meeting

- (a) Notice of the date, time and place of each meeting of members shall be given by:
 - (i) posting the notice at the registered office of the Cooperative; and
 - (ii) publishing the notice electronically in a manner that is generally accessible by the members, or at least once in a newspaper having a general circulation in the Cooperative's trading area, where the first day of publication is between 14 and 30 days before the meeting.

RESOLVED:

Effective July 22 Bylaw 4.06 to read:

4.06 Notice of Meeting

- (a) Notice of the date, time and place of each meeting of members shall be given by:
 - (i) posting the notice at the registered office of the Cooperative; and
 - (ii) publishing the notice electronically in a manner that is generally accessible by the members, or in a newspaper having a general circulation in the Cooperative's trading area, where the first day of publication is between 14 and 30 days before the meeting.



Central Alberta Co-op Ltd. Proposed Bylaw Changes

Existing Bylaw:

4.10 Electronic Attendance

Members are not entitled to participate in a meeting of members by means of telephonic, electronic or other communication facility.

Proposed change:

4.10 Electronic Attendance

- (a) ~~Members are not~~ Each member is entitled to participate in a meeting of members by means of ~~telephonic,~~ an electronic or other communication facility determined appropriate by the board. If a member participates in a meeting in this way, that member is to be considered to be present at the meeting.
- (b) A meeting of the members may be held entirely by means of an electronic or other communication facility as referenced in Section 4.10(a).

RESOLVED:

Effective July 22 Bylaw 4.10 to read:

4.10 Electronic Attendance

- (a) Each member is entitled to participate in a meeting of members by means of an electronic or other communication facility determined appropriate by the board. If a member participates in a meeting in this way, that member is to be considered to be present at the meeting.
- (b) A meeting of the members may be held entirely by means of an electronic or other communication facility as referenced in Section 4.10(a).



Central Alberta Co-op Ltd.

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Existing Bylaw:

4.13 Show of Hands

- (a) Except for the election of directors, the procedure for which is specified in 7.05, or where a ballot is demanded by a person entitled to vote at the meeting of members, any question at a meeting of members shall be decided by a show of hands.
- (b) Whenever a vote has been taken by a show of hands, the chair of the meeting is entitled to declare that a vote on the question has been carried, or carried by a particular majority, or not carried, and an entry to that effect in the minutes of the meeting is prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favor or against the motion or other proceeding in respect of the question, and the result of the vote taken is the decision of the members on the question.

Proposed change:

4.13 ~~Show of Hands~~ Voting Procedure at the Meeting of Members

- (a) Except for the election of directors, the procedure for which is specified in section 7.05, or where a ballot is demanded by a person entitled to vote at the meeting of members, any question at a meeting of members where all of the members present and entitled to vote at the meeting are present in person shall be decided by a show of hands.
Whenever a vote has been taken by a show of hands, the chair of the meeting is entitled to declare: that a vote on the question has been carried, or carried by a particular majority, or not carried, and an entry to that effect in the minutes of the meeting is prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favor or against the motion or other proceeding in respect of the question, and the result of the vote taken is the decision of the members on the question.
 - (i) that a vote on the question has been carried, or;
 - (ii) carried by a particular majority, or;
 - (iii) not carried,and the entry to that effect in the minutes of the meeting is evidence of the fact. The result of the vote taken is the decision of the members on the question.



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(b) Except for the election of directors, the procedure for which is specified in Section 7.05, any question at a meeting of members where some or all of the members present and entitled to vote at the meeting participate by means of an electronic or other communication facility in accordance with Section 4.10, such vote may be held entirely by means of an electronic ballot or other such electronic or other communication facility determined appropriate by the board. The result of the vote taken is the decision of the members on the question.

RESOLVED:

Effective July 22 Bylaw 4.13 to read:

4.13 Voting Procedure at the Meeting of Members

(a) Except for the election of directors, the procedure for which is specified in section 7.05, or where a ballot is demanded by a person entitled to vote at the meeting of members, any question at a meeting of members where all of the members present and entitled to vote at the meeting are present in person shall be decided by a show of hands. Whenever a vote has been taken by a show of hands, the chair of the meeting is entitled to declare:

(i) that a vote on the question has been carried, or;

(ii) carried by a particular majority, or;

(iii) not carried,

and the entry to that effect in the minutes of the meeting is evidence of the fact. The result of the vote taken is the decision of the members on the question.

(b) Except for the election of directors, the procedure for which is specified in Section 7.05, any question at a meeting of members where some or all of the members present and entitled to vote at the meeting participate by means of an electronic or other communication facility in accordance with Section 4.10, such vote may be held entirely by means of an electronic ballot or other such electronic or other communication facility determined appropriate by the board. The result of the vote taken is the decision of the members on the question.



Central Alberta Co-op Ltd. Proposed Bylaw Changes

Existing Bylaw:

4.14 Demand Ballots at a Meeting of Members

Proposed change:

4.14 Demand Ballots at an In-Person Meeting of Members

Only a change in the title.

RESOLVED:

Effective July 22 Bylaw 4.14 to read:

4.14 Demand Ballots at an In-Person Meeting of Members



Central Alberta Co-op Ltd. Proposed Bylaw Changes

Existing Bylaw:

7.05 Voting Procedure

- (a) At each annual meeting of members when a director's term of office expires, members shall elect directors to replace those whose terms have expired.

...

Proposed change:

7.05 Voting Procedure

Add:

- (j) Subject to the Act, the board may determine that a vote at an annual meeting of the members to elect the directors of the Cooperative may be held entirely by means of an electronic or other communication facility made available by the Cooperative for such purpose.

RESOLVED:

Effective July 22 Bylaw 7.05 to read:

7.05 Voting Procedure

- (a) At each annual meeting of members when a director's term of office expires, members shall elect directors to replace those whose terms have expired.

...

- (j) Subject to the Act, the board may determine that a vote at an annual meeting of the members to elect the directors of the Cooperative may be held entirely by means of an electronic or other communication facility made available by the Cooperative for such purpose.