

Skiff Lake Cottage Owners Association Inc. (SLCOA)

Correlation, Comments & Rationale
for the
Proposed Revision of the Constitution & Bylaws
June 2022

Revised Constitution & Bylaws Section Number	Current (2014) Constitution & Bylaws Section Number	Comments and/or Rationale
Constitution	-	A Society's constitution concerns the name and purposes of the Society. A Society's Bylaws define its operating structure and procedures, so it seems appropriate to separate them.
1	Article 1	Much the same. Extra clarity.
2 (a)	1.1	Much the same.
2 (b)	1.2	Much the same. Extra clarity, also referring to the Protected Natural Area (PNA)
2 (c)	1.4	Much the same.
2 (d)	1.5	Much the same.
2 (e)	1.3	Much the same.
3	-	For compliance with NB law.
Bylaws Revised	Current	
1.1	-	It is common to begin with some definitions.
2.1	2.1	More clarity about who is a member.
2.2	2.2	This is an extension of the provisions in the current 2.2.
2.3	2.3, 2.4, 2.5	This is different from the voting provision in the current (2014) bylaws. The goal is to achieve fairness by specifying 'one dues -> one vote'. The decision to present this voting policy to the Members was passed by majority vote at a meeting of the Board of Trustees on Saturday June 11, 2022.
2.4	-	New. Who may hold office.
2.5	-	New. Proxy voting for Officers.
2.6	2.6	Much the same.
3.1	4.1	Much the same.

3.2	4.2, 3.4	This proposal has dropped the undefined notion of ‘committee’. Overall this proposal attempts to clarify what is a Trustee and thereby better define what is the governance structure of the Association.
3.3	-	New. Overall this proposal attempts to clarify what is a Trustee and thereby better define what is the governance structure of the Association. Note the suggestion about inclusion of a member of the Healthy Lakes Committee.
3.4	4.3	Much the same.
3.5	-	New. Same as 3.4 but for non-Officer Trustees.
3.6	4.4	Much the same, with more explanation.
3.7	4.5	Much the same, with more explanation.
3.8	4.6	Much the same.
3.9	-	New. Special Resolutions for removal of Trustees.
3.10	-	New. Re conflict of interest. Standard in modern organizations and businesses.
4.1	3.1	Much the same. Timing of the AGM. In non-pandemic times this was generally in the community hall in Canterbury.
4.2	3.2	Much the same.
4.3	3.3	Much the same. Re Special General Meetings
4.4	3.5	Much the same. Re Notice of meetings
4.5	3.6	Much the same. Re Quorum. This proposal includes the proxy votes present.
4.6	3.7	Much the same. Who presides over elections at the AGM.
4.7	3.8	Compare re Nominating Committee and nominations. Some proposed changes here. Not allowing nominations from the floor will mean that ballots for the vote can be prepared in advance and distributed at the meeting. It would also mean that nominees could provide brief bios and/or policy platforms to the members in advance so they could be better known by the Voting Members.
4.8	-	Acclamation or secret ballot. See also 4.7 & 4.9.
4.9	-	New. Again, not allowing nominations from the floor simplifies the voting procedure as it means that ballots for the vote can be prepared in advance and distributed at the meeting. It also makes proxy voting sensible. It would also mean that nominees could provide brief bios and/or policy platforms to the members in advance so they could be better known by the members.
4.10	3.11	Much the same, with the proposed inclusion of proxy votes.
4.11	3.12	Much the same.
4.12	-	New. Robert’s Rules of Order. Somewhat standard procedure. Creates structure. Likely simplifies taking Minutes and results in a better record of events. For example see https://www.kidlink.org/docs/RobertRules/chap18.html and also other references here https://www.dummies.com/careers/business-

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5.1	5.1	Much the same. Committees.
5.2	5.2	Much the same.
5.3	5.3	Much the same.
5.4	5.4	Expanded with small changes. Committees
6.1	6.1	Finances. Much the same.
6.2	6.2	Payments. Much the same.
6.3	6.3	Signing Officers. The change to 'either one of' here reflects current practice.
6.4	6.4	Much the same, now including a budgetary projection.
6.5	6.6	Change to fiscal year, for compliance of our AGM with applicable law. The Companies Act requires that an AGM be held within three months of the end of the fiscal year.
6.6	6.5	Internal audit. Much the same though maybe more specific.
6.7	6.7	Payment of SLCOA membership dues. Note the change of our fiscal year.
6.8	6.8	Much the same. Dues amount.
6.9	-	New. Some proposed specificity about payment of membership dues.
6.10	6.9	Much the same with added proviso re 'quotes'.
6.11	6.10	Much the same.
6.12	6.11	Much the same.
7.1	-	New. Legal liability wording.
8.1	-	New. Standard Equity, Diversity & Inclusion (EDI) provisions in modern businesses and organizations.
8.2	-	New. Standard EDI provisions in modern businesses and organizations.
8.3	-	New. Standard EDI provisions in modern businesses and organizations.
9.1	7.1	Concerns amending the Constitution and/or the Bylaws. Now separated into four subsections for clarity.
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