

**HRPANO**

**PROPOSED BY-LAW AMENDMENTS FOR PRESENTATION AT ANNUAL MEETING JUNE 16, 2004**

<b>Current By-law:</b>	<b>Proposed By-law Amendments:</b>	<b>Rationale</b>
<p><b>By-law 3.3 (Application Procedures)</b></p> <p>Persons interested in applying for membership in HRPANO and HRPAO will submit the appropriate application to the HRPANO Membership Director, or HRPAO directly, together with all related fees. Applicants will be notified of acceptance or rejection by HRPAO.</p>	<p><b>By-law 3.3 (Application Procedures)</b></p> <p>Persons interested in applying for membership in HRPANO and HRPAO will submit the appropriate application to HRPAO directly, together with all related fees. Applicants will be notified of acceptance or rejection by HRPAO.</p>	<p>Housekeeping. Recommend amendment to reflect the practice which has been in place for some time, which is that applications are submitted directly to HRPAO.</p>

<p><b>By-law 5.2 (Composition)</b></p> <p>The Board of Directors shall consist of the following officers:</p> <ul style="list-style-type: none"> <li>I. President</li> <li>II. Vice President</li> <li>III. Secretary</li> <li>IV. Treasurer</li> <li>V. Three Directors</li> <li>VI. Three Assistant Directors</li> <li>VII. Past President</li> </ul> <p>The President, Vice President and the Past President will serve two-year terms. All other terms are open.</p>	<p><b>By-law 5.2 (Composition)</b></p> <p>The Board of Directors shall consist of the following officers:</p> <ul style="list-style-type: none"> <li>I. President</li> <li>II. President Elect</li> <li>III. Recording Secretary</li> <li>IV. Treasurer</li> <li>V. Five Directors</li> <li>VI. Two Regional Liaisons</li> <li>VII. Past President</li> </ul> <p>The elected Directors may appoint to the Board up to four External Representatives, who shall not be required to be Members of the Association. Appointed Representatives shall be non-voting members of the Board.</p>	<p>Amendment to support Strategic Objectives 4.1.1(e) regional representation on Board; and, 4.2.1(a) identify President Elect.</p> <p>Also clarifies Board power to appoint external representatives, which would include Ex-Officio Student Representatives (a practice which is already in place) and allow for interim appointments of Regional Representatives until such time as an election for those posts can be held. (see Strategic Objective 4.05(a))</p> <p>Two Regional Liaisons are suggested to provide the opportunity to elect one for the area West of Thunder Bay and one for the area to the East. Responsibilities of the Regional Representatives are to be formalized by the Executive as provided for in By-law 6.1.</p> <p>Terms of office of President, VP &amp; PP now dealt with under new By-law 5.5</p>
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<p><b>By-law 5.3 (Nominations)</b></p> <p>Nominations for any existing vacancies on the Board of Directors shall be presented to the membership at the annual meeting or such other meeting established by prior notice. Any member in good standing may, at the annual (or special) meeting, add to the slate of nominees any other member in good standing provided such nomination is duly seconded and the nominee agrees to stand for election to the Board of Directors. Voting shall be by secret ballot. Successful candidate(s) will be determined by greatest number of votes received.</p> <p>Upon completion of his/her term, the Vice President and President shall automatically assume the position of President and Past President respectively.</p>	<p><b>By-law 5.3 (Nominations)</b></p> <p>Nomination Procedures</p> <p>a) The Past President shall supervise the nomination process;</p> <p>b) No later than November 1 of each calendar year, the Past President shall notify every Member who is eligible to vote, in writing, of the deadline for returning nominations to the Association and of the date of the election; and shall provide each Member eligible to vote with a nomination paper;</p> <p>c) The nomination of a candidate for election as a Member of the Board shall be in writing and shall be submitted to the Nominating Committee no later than December 1 of each calendar year and shall include a biographical statement of qualifications for each candidate;</p> <p>d) An individual is eligible for election to the Board if on the date of the close of nominations the person is a Member in good standing;</p> <p>e) The Past President shall form a Nominating Committee consisting of a minimum of two people who are not current members of the Board, and shall act as Chairperson of the Committee;</p> <p>e) The Past President shall ensure that all nominations are properly completed and will forward them to the Nominating Committee. The Committee shall ensure that sufficient candidates are nominated to fill positions.</p>	<p>Amendment to support Strategic Objective 4.1.1(e) election process and recruitment of members to Executive and Sub-Committees.</p> <p>Suggested timelines for the nomination process would provide for elections to be complete as early as February 1st, in order to provide for new Executive terms to commence following a February Annual Meeting.</p> <p>Automatic succession of President Elect and President now dealt with under new By-law 5.5</p>
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<p><b>ARTICLE 5 - Board of Directors</b></p>	<p><b>Add: By-law 5.4 (Elections)</b></p> <p>The Board of Directors shall be elected by the Members.</p> <p>Where there are more candidates than there are positions, an election will be held. If there are the same number of candidates as there are vacant positions, the candidates are deemed to be acclaimed.</p> <p>Elections will be held by means of a ballot which will be sent no later than December 15th of each calendar year to every Member qualified to vote as described below.</p> <p>Ballots must be received by the Past President no later than 30 calendar days following the date they were mailed to the Voting Members. The deadline date for return of the ballots shall be clearly indicated in the ballot package.</p>	<p>The suggested timelines for the election process would put our ballots out to members in advance of those for Provincial elections.</p>
<p><b>ARTICLE 5 - Board of Directors</b></p>	<p><b>Add: By-law 5.5 (Term of Office)</b></p> <p>The Board of Directors shall govern all affairs of the Association from the Annual Meeting to the following Annual Meeting.</p> <p>The President, President Elect and Past President will serve two-year terms. All other terms are open.</p> <p>Upon completion of his/her term, the President Elect and President shall automatically assume the position of President and Past President respectively.</p> <p>Appointed Representatives, as per By-law #5.2, may serve up to two one-year terms, subject to annual ratification by the Board.</p>	<p>The second and third clauses were previously part of By-law 5.2 and 5.3 Title changes are in line with the proposed changes to Composition as outlined in the amendment to 5.2.</p> <p>Amendment to provide for an extended, 1.5 year transition term for the Board for the period from this Annual Meeting until the next Annual Meeting expected in February 2006.</p>

<p><b>By-law 8.3 (Fiscal Year)</b></p> <p>The fiscal year shall be from June 1 to May 31 of the following year.</p>	<p><b>By-law 8.3 (Fiscal Year)</b></p> <p>The fiscal year shall be from January 1 to the following December 31. For the purposes of transition, the first fiscal year-end shall be December 31, 2005.</p>	<p>Amendment required to provide for change in Annual Meeting date as indicated in Strategic Objective 4.1.3(d)</p>
<p><b>By-law 9.2 (Annual Meeting)</b></p> <p>The annual meeting shall be the final event of the fiscal year.</p>	<p><b>By-law 9.2 (Annual Meeting)</b></p> <p>The annual meeting shall be held not later than three months after the fiscal year end.</p>	<p>Amendment to support Strategic Objective 4.1.3(d) date of the Annual Meeting to coincide with February PD event each year. A three month window allows for flexibility in scheduling the Annual Meeting between January 1st and March 31st.</p>
<p><b>ARTICLE 9 - Meetings</b></p>	<p><b>Add: By-law 9.4 (Proxy Voting)</b></p> <p>Voting Members may vote by proxy on matters at Annual Meetings, and at Additional General Meetings of the Association. The proxy form shall be a written ballot completed, signed by the member, carried, and executed by any other voting member chosen by the proxy voter. Proxy and/or secret ballots will be counted by the Past-President or President Elect.</p>	<p>Amendment to support Strategic Objectives 4.1.1(e) full participation by local/regional member in policy making; and, 4.1.3(a) access to voting for elections</p>