

Be it resolved that the Bylaws of the Jewish Community Centre of Greater Vancouver be amended as follows:

1. Amend Bylaw 6.1 to read as follows:

At each annual general meeting, any vacant directors' positions shall be filled by the election of directors by the members of the Society. ~~At each annual general meeting the expired directors' terms shall be filled by the election of directors by the members of the Society.~~ Such election. . .

Explanatory note: The Bylaws require 18 directors but allow more. At any time, there may be potential director positions which were not previously filled. The existing wording provides for the election of directors to replace those whose terms expire. But it does not authorize elections to any available positions which were not previously filled. This change allows elections for all available positions.

2. Amend Bylaw 6.6 to read as follows:

. . . Any director so appointed or elected shall hold office until the next annual general meeting. ~~Any director so appointed or elected shall hold office for the un-expired term of the person whom they are succeeding.~~

Explanatory note: The Bylaws allow the Board to directly appoint directors in two ways: by filling vacant seats under section 6.6 or by adding up to 5 more temporary directors under s.4.4. The Board is controlled by the membership through the members' ability to choose directors. Section 4.4 respects this by making the Board-selected directors' terms expire at the next AGM. Section 6.6 allows Board-appointed directors to continue in office for up to 3 years. This change means that all Board-appointed directors must seek approval from the membership at the next AGM.

3. Amend Bylaws 7.1, 7.4, and 7.5 as follows:

7.1 . . . a president, a ~~minimum of (3)~~ vice-presidents. . .

7.4 . . . ~~Each of t~~ The vice-presidents. . .

7.5 Absence of President and Vice-Presidents

In the absence of the president and of the vice-presidents. . .

Explanatory note: The JCCGV has not elected multiple vice-presidents in some years and the rationale for same is not clear. Some portions of the Bylaws already refer to a single vice-president (s.3.4 and s.7.4). These changes align the Bylaws with the existing practice of a single vice-president.

4. Amend Bylaw 9.1 as follows:

- 9.1 The ~~Board executive committee~~ shall have full power from time to time to appoint such committees. . .and the ~~Board executive committee~~ may delegate to such committees. . .

Explanatory note: The existing Bylaws allow the Board to delegate significant authority to run the JCCGV to the executive committee and then for the executive committee to appoint further committees. In practice, the Board has not done so in some years. This change does not remove the Board's ability to delegate to the executive committee, but ensures that all committees of the Board are answerable to the Board.

5. Amend bylaw 9.2 as follows:

- 9.2 The officers shall, as soon as possible after each annual meeting, appoint the following standing committees and chairs thereof:
- 1) ~~finance and budget~~;
 - 2) membership;
 - 3) *nomination and leadership development*. . .

Explanatory note: The finance committee's name is simply "finance" elsewhere in the Bylaws (s.7.8), is called that in practice, and prepares the budget. This change aligns the standing committee name with practice. The nomination committee is responsible for succession planning, and is a standing committee. This change reflects its year-round purpose and rationalizes its role by placing a single committee in charge of board recruitment, training, and succession planning.

6. Add Bylaw 9.8 as follows:

- 9.8 Every committee shall have terms of reference approved by the Board which provide its purpose, composition, powers, and reporting to the Board.

Explanatory note: Nothing in the current Bylaws or policies requires that committees have terms of reference.