

# AGENDA ITEM Old Business B

***Proposal: I move that the Bylaws Sections 4.3 and 4.7 be amended as follows:***

Per Section 4.3 of the Bylaws, "in event there is either no candidate or a single candidate running in the region, the regional election will be eliminated for that year and the region's members will be notified. If there is no candidate, the region will be served by its remaining director. An unopposed candidate would be declared the winner."

**Amended to read:** in the event there is either no candidate or a single candidate running in the region, the regional election shall be eliminated for that year. **If there is no candidate the directorship will be passed to the VRD and the region's members will be notified. If there is no VRD the directorship will remain vacant for two years** and the region will be served by its remaining director. An unopposed candidate would be declared the winner."

Per Section 4.7 of the Bylaws, "A vacancy on the Board of Directors shall be deemed to exist in the case of death, retirement, resignation or removal of any Director, or if the authorized number of directors is increased."

**Insert section to read:**, "A vacancy on the Board of Directors shall be deemed to exist in the case of death, retirement, resignation or removal of any Director, **or if there is no candidate running in a particular region thus creating a vacancy**, or if the authorized number of directors is increased."

***Reasons:***

*Have 2 sitting directors in each region. As the largest region by number of members Region 4 needs to be represented by two directors.*

***Advantages:***

*Region will be fully represented.*

***Disadvantages:***

*None*

***Financial Implications:***

*None*

***Submitted by:***

Lynda Gredin and Sharon Irving