| Article  | Section   | Current Wording   | Proposed Change   | Rationale   |
|--|---|---|---|---|
| Article III. Membership                              | Section 1 - Categories  | There are three categories: a) Active b) Associate c) Honorary  | There are two categories: a) Active b) Associate  | In October 2003, the SPRA board voted to discontinue the Honorary category. Clean up based on previous decision. No changes to other content within the Active and Associate sections.  |
|  | Section 1 - Categories  | Classification within each category shall be as follows:     a) Active     b) Associate     c) Honorary:         i) Honorary Life Members have no special rights attached there to, but have the right to speak at the Annual General Meeting         ii) The SPRA Board of Directors shall, from time to time, appoint Honorary Life Members   | Classification within each category shall be as follows:     a) Active     b) Associate   | In October 2003, the SPRA board voted to discontinue the Honorary category. Clean up based on previous decision. No changes to other content within the Active and Associate sections.  |
|  | Section 2 - Voting<br>Privileges                                      | 6. The following shall be exceptions to the above voting procedures: a) There shall be no voting by proxy b) At the Annual General Meeting, no voting delegate shall carry more than one (1) vote c) Directors of the SPRA Board may not hold voting privileges on behalf of an Active member organization                                      | 6. The following shall be exceptions to the above voting procedures at the Annaul General Meeting: a) There shall be no voting by proxy b) No voting delegate shall carry more than one (1) vote, Active members may assign voting delegates up to the total number of votes permitted c) Directors of the SPRA Board may not hold voting privileges on behalf of an Active member organization | There has been some confusion over the years with respect to the number of voting delegates permitted at the AGM. This change reflects current practice - aligning number of delegates with number of votes assigned to that active member.   |
| Article V. Officeres,<br>Directors and<br>Management | Section 4 - Nominations<br>and Elections of Officers<br>and Directors | Nominees for the City, Town, Village, and Northern     Saskatchewan Directors must reside or have their primary location of employment in one of the applicable jurisdictions at the time the ballots are to be mailed to the membership.   | 1. Nominees for the City, Town, Village, Northern Saskatchewan and <b>At Large</b> Directors must reside or have their primary location of employment in one of the applicable jurisdictions at the time the ballots are to be <b>distributed</b> to the membership.  | Added At Large Directors residency, as there was no reference to it previously. Adjusted 'mailed' to 'distributed' to reflect other communication options.  |
|  | Section 4 - Nominations<br>and Elections of Officers<br>and Directors | 3. By the 1st day of April, annually, Administration shall submit a request for nomination, to be received by May 30, to representatives of the Active membership in good standing.   | <ol> <li>By the 1st day of April, annually, Administration shall<br/>submit a request for nomination, to be received by June 30,<br/>to representatives of the Active membership in good<br/>standing.</li> </ol>   | Adjusted based on practice followed since the pandemic year (2020). This allows additional time for recruitment and submission of nominations for vacant positions.   |
|  | Section 4 - Nominations<br>and Elections of Officers<br>and Directors | All voting for the President and all Directors shall be by:     a) Secret ballot of all the voting members present at the Association's Annual Conference     b) Advanced poll by mail in September   | All election voting for the President and all Directors shall be conducted by secret ballot and/or advanced poll.   | Cleaned up wording - no change to intent or options.  |
| Article VI. Meetings                                 | Section 1 - Annual<br>General Meeting                                 | 3. Thirty-five (35) or more voting delegates present, as Active members in good standing with SPRA, shall constitute a quorum to transact any business duly presented at the Annual General Meeting of SPRA.  | 3. <b>The number of</b> voting delegates present, as Active members in good standing with SPRA, shall constitute a quorum to transact any business duly presented at the Annual General Meeting of SPRA.  | Amendment recommended in order to ensure that the required business of the Association (report of the Board, election results, financial statements and auditors report, appointment of the auditor) can be conducted, fulfilling legislated requirements for non-profit corporations. This amendment is in alignment with the new Non-profit Corporations Act. |
|  | Section 1 - Annual<br>General Meeting                                 | 4. Special general meetings of SPRA may be called any time by the President, upon approval of the Board of Directors, or, upon a petition in writing of five (5) percent of the Active membership, or, upon request of a majority of the Board of Directors.  | 4. Special general meetings of SPRA may be called any time by the President, upon approval of the Board of Directors, or, upon a petition in writing of five (5) percent of the Active membership as of the date of submission, or, upon request of a majority of the Board of Directors.   | Clarification of timeframe for determining membership percentage.   |
| Article VIII.<br>Amendments                          |   | the Board or the membership, must be submitted sixty (60) days prior to the Annual General Meeting for subsequent distribution to the Active members thirty (30) days prior to the Annual General Meeting.  | 1. All proposed amendments or repeals to the Constitution by the Board or the membership, must be <b>received by the SPRA office</b> sixty (60) days prior to the Annual General Meeting for subsequent distribution to the Active members thirty (30) days prior to the Annual General Meeting.  | Clarification of exact location received.   |
| Article IX. Finances                                 | Section 1 - Audit of<br>Accounts                                      | 1. At each Annual General Meeting, there shall be an auditor appointed who shall audit the books and accounts of SPRA and prepare an Annual Financial Statement for presentation at the Annual General Meeting. The Annual Financial Statement shall be for the period ending the previous fiscal year-end prior to the Annual General Meeting. | An auditor shall be appointed by the members of the Association at the Annual General Meeting for the purpose of auditing the books of the Corporation.   | To provide clarity and align with current practice. Presentation of the financial statements is not required here, as it is already included within Article VI. Section 1.1.  |