

Proposed Amendment to article 10.8 of the By-Laws and Statutes - Quorum

1. Introduction

The Board of Directors of the Air Cadet League of Canada (Quebec and Ottawa Valley) is proposing an amendment to the current **By-Laws and Statutes** concerning article **10.8 Quorum**.

As stipulated in article 16 of the **By-Laws and Statutes**, a General Meeting of the Members must approve the amendment. According to article 10.10 of the **By-Laws and Statutes**, 2/3 of the voting members present at the General Meeting must approve the amendment.

2. Current version of article 10.8 Quorum

The current article **10.8 Quorum** reads:

The quorum for all special and regular General Meetings is 60 voting members.

No business may be dealt with at the Meeting, until quorum has been reached. The quorum must be verified at the beginning of the Meeting and must be maintained throughout the Meeting.

3. Amended version of article 10.8 Quorum

The Board of Directors proposes this amended version of article **10.8 Quorum**:

The quorum for all special and regular General Meetings corresponds to the majority (50% plus one) of voting members in each of these groups:

- Squadrons Chairmen or their duly authorized substitutes (c.f. 8.3);
- Representative of each region (coordinator or advisor);
- Members of the Board of Directors

A member of any of these groups can provided a written proxy to another member of the same group, who will be present at the meeting. This proxy must be handed to the meeting secretary before the start of the meeting. Proxies are valid to determine the quorum.

No business may be dealt with at the Meeting, until quorum has been reached. The quorum must be verified at the beginning of the Meeting and must be maintained throughout the Meeting.

4. Justification of the proposed amendment

The Board of Directors believes that because the current text of this article is based on an absolute number, it is not necessarily representative of the current composition of the League at the time of the meeting. It is preferable that the quorum should be defined as a proportion of the League population.

Furthermore, the Board of Directors believes that it is important that the major groups of the League organization must be represented at all general meetings.

Finally, the Board of Directors agrees that some individuals may not be able to attend the meeting. In those situations, they can delegates their votes to a peer of their group.

Proposed Amendment to article 11.2.1 Nominating Committee of the By-Laws and Statutes

1. Introduction

The Board of Directors of the Air Cadet League of Canada (Quebec and Ottawa Valley) is proposing an amendment to the current **By-Laws and Statutes** concerning article **11.2.1 Nomination Committee**.

As stipulated in article 16 of the **By-Laws and Statutes**, a General Meeting of the Members must approve the amendment. According to article 10.10 of the **By-Laws and Statutes**, 2/3 of the voting members present at the General Meeting must approve the amendment.

During the 2008 Annual General Meeting, it was proposed and accepted to try a new structure for the Nominating Committee for the subsequent year. This Proposed Amendment has been modified based on the observations during this trial period.

2. Current version of article 11.2.1 Nominating Committee

The current article **11.2.1 Nominating Committee** reads:

This committee has a one year mandate and is composed of 8 members, namely:

- Five members appointed by the Advisory Council;
- Immediate Past Chairman;
- Two members chosen from and by the regional coordinators.

The Chairman of the Nominating Committee will be appointed from among the five members of the Advisory Council.

The regional coordinators who sit on the Nominating Committee cannot be nominated to a position on the Board of Directors.

The Chairman of the Nominating Committee or his representative will make a formal proposal of nomination. The proposal must include the names of the members who are nominated for the positions of:

- Chairman;
- 1st Vice-Chairman
- Directors

The General Meeting will vote on the entire proposal.

3. Amended version of article 11.2.1 Nominating Committee

The Board of Directors proposes this amended version of article **11.2.1 Nominating Committee**:

The Nominating Committee is responsible to search and to recommend to the Annual General Meeting candidates to fill the positions on the Board of Directors.

This committee is composed of 9 members, namely:

- Four members appointed by the Advisory Council;
- Immediate Past Chairman
- Two members chosen from and by the regional coordinators.
- Two members chosen from and by the sponsoring committee chairpersons..

The members of the Nominating Committee are appointed for a renewable two (2) year mandate or their appointments will end due to one of these eventualities:

- The member resigns from his position on the Nominating Committee;
- The member is no longer part of the group he represents;
- A motion of non-confidence is proposed and accepted by the majority of the constituents of the group he/she represents.

The proposed committee members for the upcoming year will be submitted to the Annual General Meeting for confirmation .

The Chairman of the Nominating Committee will be appointed from amongst the four members of the Advisory Council.

At the start of its mandate, the Chairman of the Nominating Committee must establish the mode of operation and schedule for the committee. This information must be provided to the committee members, as well as to the Chairman of the Board of Directors.

The Nominating Committee will evaluate, with diligence, the proposed candidates based on the Mission and Objectives of the Air Cadet League of Canada (Quebec and Ottawa Valley).

The regional coordinators and sponsoring committee chairpersons who sit on the Nominating Committee cannot be nominated to a position on the Board of Directors.

The Chairman of the Nominating Committee or his representative will make a formal proposal of nomination. The proposal must include the names of the members who are nominated for the positions of:

- Chairman;

- 1st Vice-Chairman
- Directors

This proposal must be presented to the current Provincial Committee Chairman, no later than two (2) months prior to the planned date of the Annual General Meeting.

The General Meeting will vote on the entire proposal.

4. Justification of the proposed amendment

The Board of Directors recognizes the well-founded purpose of the Nominating Committee as it allows a desirable rotation amongst the members of the Executive Committee and the Board of Directors while promoting continuity in League operations. However, the Board of Directors believes that clarifications and corrections are required in order to improve the following three points:

- a. **Members Representation** – By adding two chairpersons from squadron sponsoring committees, the Board of Directors wishes to ensure the representation of each level of members found within the Air Cadet League of Canada (Quebec and Ottawa Valley). The Advisory Council members represent the provincial level; the Regional Coordinators represent the regional level and the sponsoring committee chairpersons represent the local level.
- b. **Nomination Process Openness** – The Nominating Committee has a key role in the organisation of the Air Cadet League of Canada (Quebec and Ottawa Valley). It is essential that each member of the League understands its mode of operation and trusts its integrity. The proposed amendment clarifies the responsibilities of the Nominating Committee and confirms that it is accountable to the General Meeting of the members, as represented by the Chairman of the Board of Directors.
- c. **Committee Continuity** – Because of its mandate, the Nominating Committee must have a long term vision. This vision will be easier to attain if members are appointed for more than a year. However, to conform to our organization's underlying principles of democracy, it is important to allow the majority of the members of a group to be able to dismiss their own representative.

5. Appointing sponsoring committee chairpersons to the Nominating Committee

The sponsoring committee chairpersons will identify their representatives amongst themselves during the Annual General Meeting weekend. A list will be posted at a designated location where the sponsoring committee chairpersons will record the proposed candidates. If more candidates are proposed than the number of vacant

positions, the sponsoring committee chairpersons will then meet during a pre-scheduled period to elect their representative(s) and then present the choice to the Nominating Committee Chairman.

At this time, the sponsoring committee chairpersons can also identify a substitute representative in case a vacancy should occur during the year.

6. Appointment of Regional Coordinators to the Nominating Committee

The Regional Coordinators will select their representatives to the Nominating Committee during their meeting, held during the Annual General Meeting weekend.