

Bylaw amendment – At their meeting on September 26-27, 2013, the RNAO Board of Directors resolved to add a provision in the bylaws for 10% (ten per cent) of Members to call a meeting of the Members (*a special meeting*).

Below is the proposed new bylaw 7.01(3):

<p>BYLAW 7.01 current</p>	<p><u>7.0 MEETINGS OF THE MEMBERS</u></p> <p>7.01 MEETINGS</p> <p>(1) The Association shall hold an annual meeting of Members of the Association at such time and place in Ontario as may be determined by the Board.</p> <p>(2) A general meeting of Members of the Association may be called at any time and place by the Board of the Association</p> <p>(3) Only such business as is specified in the notice calling the meeting of Members may be transacted at a general meeting.</p> <p>(4) The Board may provide that the meeting shall be held entirely by electronic or telephonic means.</p> <p>(5) The Board may provide that Members can attend and/or vote by mail, electronic or telephonic means.</p>	
<p>7.01 (3) PROPOSED NEW Bylaw</p>	<p><u>7.0 MEETINGS OF THE MEMBERS</u></p> <p>7.01 MEETINGS</p> <p>(3) Members who hold at least ten percent (10%) of votes that may be cast at a meeting of the Members proposed to be held, may request the directors to call a general meeting of Members for any purpose connected with the affairs of the Association that is not inconsistent with the Act. The requisition, which may consist of several documents of similar form each signed by one or more Members, must state the business to be transacted at the meeting, and must be sent to each director and to the registered office of the Association.</p>	<p>Current bylaws 7.01(1) and (2) are unchanged.</p> <p>The Ontario Corporations Act (295.4) & ONCA (60.4) require the directors to call and hold such a meeting within 21 days. If the directors do not hold such meeting, any of the requisitionists may call such meeting which (per OCA) shall be held within sixty days from the date of the deposit of the requisition.</p> <p>Remaining existing bylaws (3), (4) and (5) are unchanged, but existing numbering is adjusted accordingly. (3) becomes (4), (4) becomes (5), etc.</p>