

Special Resolution 1: Board Term Limits

WHEREAS it was the intention of Rule 90(2) to limit a director's lifetime tenure to four full terms on the board, but as currently worded the rule only prohibits four consecutive terms on the board:

90(2) Directors may hold office for a maximum of four (4) consecutive full 3-year terms.

THEREFORE BE IT RESOLVED THAT the Co-op approve the replacement of section 90(2) with the following wording, to clarify the original intention of the rule:

90(2) Directors may hold office for a maximum of four (4) full 3-year terms.

Special Resolution 2: Housekeeping Amendments

WHEREAS the rules of the Peninsula Consumer Services Co-Operative (the "Co-op") serve as the foundational governance document for the Co-op and are intended to reflect clearly and accurately the intentions of the membership and the requirements of the Cooperative Association Act;

AND WHEREAS upon review of the current rules, the Directors have identified certain typographical errors, including but not limited to punctuation mistakes and grammatical inaccuracies;

AND WHEREAS these errors do not alter the substantive meaning or effect of the rules, but correcting them would improve clarity, readability, and professionalism of the document;

AND WHEREAS Section 68(1)(u) of the Cooperative Association Act permits the Co-op to amend its rules by special resolution:

THEREFORE BE IT RESOLVED THAT the Co-op approve the correction of typographical errors in the current rules as detailed below, with no changes to the intent or substance of any provision.

51 Chair

The chair of a general meeting must be one of the president, the vice-president, or such other person appointed by the directors to chair the general meeting. If neither the president nor the vice-president nor such other person appointed by the directors is present or willing to serve, the members present at that general meeting may elect a chair for the meeting.

Proposed Amendment: Remove the letter "f", in the second sentence between "If" and "neither".

88 (3) Terms of office of directors

The first directors of the Association shall determine which of them shall have terms expiring at the first annual general meeting, second annual general meeting and third annual general meeting after these bylaws come into effect, so that as close as possible to one third of the directors shall come up for election each year.

Proposed Amendment: Change the last word of the paragraph from "your" to "year".

90 (1) Directors eligible for re-election or re-appointment

Subject to subrule 90 (2), a person whose term as director is eligible for re-election or reappointment.

Proposed Amendment: Insert “is ending” as presented in the underlined wording below:

Subject to subrule 90 (2), a person whose term as director is ending is eligible for re-election or reappointment.

144 (2) Notice of general meetings and special resolutions

Notices given under this rule must specify:

- (a) the place, the day and the hour of the meeting; and
- (b) in the case of special business. the general nature of the business in accordance with rule 44; and

Proposed Amendment: Remove the period in paragraph (b) between “business” and “the”.
