



Summary of Proposed Bylaw Change - 2026 AGM

At its May 2026 meeting, the Board unanimously approved the following change to Bylaw 6.03:

Old wording:

6.03 Standing Committees

a) The Standing Committees of the Society are:

- (i) Financial Oversight & Audit
- (ii) Nominations
- (iii) HR/Governance
- (iv) Ethics and Risk

(proposed) New wording:

6.03 Standing Committees

a) The Society will maintain standing committees that address the functions of Financial Oversight and Audit, Nominations, Human Resources, Governance, Ethics and Risk.

Rationale for the change:

Depending on Board composition and the Board's priorities in a given year, it can sometimes make sense to reconfigure the Board's Standing Committees. For example, it may at times be useful to combine two committees into one, break one committee into two, or form an entirely new committee. By dictating exactly which Standing Committees the Board must have at all times, the current Bylaws' wording does not allow this flexibility.

The new language would give the Board flexibility to configure its committees according to current needs and capacity, while continuing to require the Board to address the key functions addressed by the old Bylaws wording.