

2015 Annual General Meeting

Monday October 19, 2015

Delta Prince Edward, Charlottetown, PEI



SPECIAL RESOLUTION OF MEMBERS

The 2014-2015 CACE Executive recommends the addition of a new elected officer to the corporation, specifically, a Director at Large. This officer will be tasked with Professional Development and Regional Liaison initiatives in the short term, as these are areas that the Executive feels require more dedicated focus. As part of regular strategic planning, the Executive will re-examine the needs of the organization and its members, and will re-direct the focus of the Director at Large as it sees fit. The addition of an officer to the CACE Executive requires an amendment to the constitution.

WHEREAS the Corporation was incorporated under Part II of the Canada Corporations Act by Letters Patent dated the 12th day of April, 1994; and

WHEREAS the Corporation was continued under the *Canada Not-for-profit Corporations Act* (NFP Act) pursuant to section 297 of the NFP Act by special resolution of the members dated the 7th day of October, 2013.

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. Section 23 of the CACE constitution be amended as follows:

Proposals Nominating Directors at Annual Members' Meetings

The members of the Corporation shall annually or more often as may be required, elect a President, 1st Vice-President, 2nd Vice-President, Secretary, ~~and~~ Treasurer, **and Director at Large** of the Corporation. The Elected Officers of the Corporation shall be elected by a majority vote of the members of the Corporation having voting privileges at the annual general meeting upon the recommendation of the Nominations Committee. The order of election of the Officers of the Corporation shall be President, 1st Vice-President, 2nd Vice-President, Secretary, ~~and~~ Treasurer, **and Director at Large**

2. Section 32 of the CACE constitution be amended as follows:

Number of Directors

The Executive shall be composed of the Immediate Past President, President, 1st Vice-President, 2nd Vice-President, Secretary, Treasurer, **Director at Large**, and the chairperson of the next annual national conference. In any event, the Executive shall not be less than three (3) persons.

3. Section 49 of the CACE constitution be amended as follows:

Appointment of Officers

The members of the Corporation shall annually or more often as may be required, elect a President, 1st Vice-President, 2nd Vice-President, Secretary, ~~and~~ Treasurer, **and Director at Large** of the Corporation. The Elected Officers of the Corporation shall be elected by a majority vote of the members of the Corporation having voting privileges at the annual general meeting upon the recommendation of the Nominations Committee. The order of election of the Officers of the Corporation shall be President, 1st Vice-President, 2nd Vice-President, Secretary, ~~and~~ Treasurer, **and Director at Large**. The officers of the Corporation shall be the President, 1st Vice-President,

2nd Vice-President, Immediate Past President, Secretary, Treasurer, **Director at Large**, and any such other officers as the Executive may by by-law determine. All Officers must be a Full Member in good standing

4. Section 50 of the CACE constitution be amended as follows:

50.5 Duties of the Director at Large. The Director at Large shall attend all meetings of the Executive and members of the Corporation. The Director at Large shall be assigned a special project annually to serve the members of the Corporation; the focus of this project will be determined by the Executive as part of regular strategic planning. The Director at Large shall also have such other powers as may from time to time be assigned to her or him by the Executive.

The undersigned, being the duly appointed (Secretary) of the Corporation, certifies that the above is a true and correct copy of a special resolution of Canadian Association of Communicators in Education passed at a meeting of members held on the 19th day of October, 2015 by a majority of not less than two-thirds of the votes cast by the members of the Corporation who voted in respect of the resolution, and the resolution is in full force and effect, unamended as of the date below.

Dated: _____

Secretary