



Special General Meeting

October 9, 2018; 2pm

Touchstones Nelson Museum

502 Vernon St., Gallery A

In preparation for the new BC Societies Act, the Nelson and District Museum, Archives, Art Gallery and Historical Society (Nelson and District Museum) proposes the following **four Special Resolutions**:

1. **Be it resolved that** the Nelson and District Museum change Bylaw point 1.1 from:

“special resolution” means a resolution passed in a general meeting by a majority of not less than **75%** of the Voting Members of the Society who vote in person or by proxy.

to

“special resolution” means a resolution passed in a general meeting by a majority of not less than **2/3** of the Voting Members of the Society who vote in person or by proxy.

2. **Be it resolved that** the Nelson and District Museum remove date restrictions from Bylaws point 3.1 the Annual General Meeting scheduling, to read:

3.1 Annual General Meeting - The Annual General Meeting shall be held at the time and place that the Board decides. An Annual General Meeting shall be held at least once in every calendar year.

3. **Be it resolved that** the Nelson and District Museum remove the current Bylaws point 4.14:

4.14 Director's Remuneration - No Director shall receive remuneration from the Society for her duties unless such remuneration is approved by a special resolution of the Members at a general meeting of the Members.

And replace it with:

Resolution Passed

Resolution Passed

Resolution NOT Passed

4.14 Director's Remuneration - Directors may be remunerated (which includes fees, honoraria, per diems or any other form of payment) for their work as directors, upon unanimous approval of voting directors.

- a) The Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.
- b) The majority of the directors of the Society must not be employed by or under a contract for services to the Society.

4. **Be it resolved that**, the Nelson and District Museum remove the current Bylaws point 5.5.:

5.5 Officer's Remuneration - In addition to any remuneration due them as Directors of the Society, if any, the Officers may be entitled to additional remuneration. Such funds for officers who are also Directors may be made available upon the passing of a special resolution to that effect at a General Meeting of the Members. The remuneration for the Executive Director shall be as determined by a majority vote of the Board from time to time.

And replace it with:

5.5 Officer's Remuneration - In addition to any remuneration due them as Directors of the Society, if any, the Officers may be entitled to additional remuneration. Officers may be remunerated (which includes fees, honoraria, per diems or any other form of payment) for their work as officers, upon unanimous approval of voting directors. The remuneration for the Executive Director shall be as determined by a majority vote of the Board from time to time.

Resolution
NOT Passed