

BY-LAW NUMBER 5

A by-law to amend By-Law Number 1

**CANADIAN ASSOCIATION OF UNIVERSITY TEACHERS ASSOCIATION
CANADIENNE DES PROFESSEURES ET PROFESSEURS D'UNIVERSITE**

BE IT ENACTED as a by-law of CANADIAN ASSOCIATION OF UNIVERSITY TEACHERS ASSOCIATION CANADIENNE DES PROFESSEURES ET PROFESSEURS D'UNIVERSITÉ (the “Association”), a corporation continued under the *Canada Not-for-profit Corporations Act* S.C. 2009, c.23, that By-law Number 1 of the Association be and the same is hereby amended as follows:

1. **AMENDMENT**

Section 8 (Council) is amended by inserting after sub-section 8.1l. (Mail Ballots) a new sub-section, namely, subsection 8.1m., which provides as follows:

“m. Meeting of Members Held by Electronic Means -- Notwithstanding any other provision of the By-laws of the Association:

- i. any person entitled to attend a Council may participate in the Council, in accordance with the Regulations, by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, if the Association makes available such a communication facility. A person so participating in a Council is deemed for the purposes of the Act to be present at the Council.
- ii. the Directors may determine that a Council shall be held, in accordance with the Regulations, entirely by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting.
- iii. any vote at a Council may be carried out by means of a telephonic, electronic or other communication facility, if the facility:
 1. enables the votes to be gathered in a manner that permits their subsequent verification; and
 2. permits the tallied votes to be presented to the Association without it being possible for the Association to identify how each Member or group of Members voted.”

2. **CONSOLIDATION**

The amendment enacted by this By-law Number 5, upon its coming into force, shall be consolidated into By-law Number 1 and published as a consolidated By-law of the Association.

CERTIFIED to be By-Law Number 5 of the Association, as approved by the directors of the Corporation by resolution on the day of , 2020 and approved by special resolution of the members of the Association entitled to vote duly passed in accordance with the By-laws of the Association on the day of , 2020.

DATED this day of , 2020.

[Insert name]

Title:

[Insert name]

Title: