

## **SAMPLE BY-LAW AMENDMENTS**

### ***ABC SOCIETY***

1. Resolved (as an extraordinary resolution) that the by-laws of ABC Society be amended by repealing Subsection 5.(1) and substituting the following:

"(1) The annual general meeting of the Society shall be held between 31 and 180 days after the end of the fiscal year."

2. Resolved (as an extraordinary resolution) that the by-laws be further amended by adding immediately after Subsection 6.(9) the following subsection:

"(10) Notwithstanding any other provision in these by-laws, the Directors or other officers may be paid travel allowances to compensate them for expenses incurred in the conduct of their duties."

3. Resolved (as an extraordinary resolution) that the by-laws be further amended by repealing Section 13 and substituting the following:

"13. Fiscal Year - The fiscal year of the society shall end on the 31st of December of each year."

4. Resolved (as an extraordinary resolution) that the by-laws be further amended by adding the following Section 14:

"14. Distribution of Assets: The Society shall not distribute any part of its income to any of its members. This does not preclude the payments of reasonable salaries or employee benefits, nor does it preclude the reimbursement of reasonable out-of-pocket expenses. On a winding-up of the Society, all remaining assets shall be distributed among Canadian charities registered pursuant to the Income Tax Act."

THE UNDERSIGNED, BEING A DIRECTOR OR AUTHORIZED OFFICER OF THE ABOVE-NAMED SOCIETY,  
HEREBY CERTIFIES THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF AMENDMENT(S) TO THE BY-  
LAWS OF THE SAID SOCIETY PASSED AT THE ANNUAL GENERAL MEETING (BY EXTRAORDINARY  
RESOLUTION) ON \_\_\_\_\_.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name

\_\_\_\_\_  
Title

\_\_\_\_\_  
Date