

C&E ASSN BY LAWS COMPARATIVE ANALYSIS

OBJECTIVE This analysis highlights the major changes in the new By Law No 1, of 2021.

MAJOR STRUCTURAL CHANGE The table below shows that we reverted back to the Model By Law by 1) removing Section 8 - “Advisory Council” (a role now played by the C&E Senate) and by 2) incorporating Section 9 - the “Remuneration of Directors” into Section 5 – Board of Directors.

OTHER CHANGES Other changes were to 1) align with the 2021 CNFPC Act and Regulations, 2) more logically group content, and 3) clarify wording. This reduced the content by 11 articles (72 to 61).

CLARIFICATION - Confirm that the number of Directors is 4 to 20 (see Article 5.04 – this is also as per the C&E Association Articles of Continuance, Article 5). Some earlier draft versions of the new By Law No 1 show a minimum of 5 Directors (to obtain an odd number). This was later corrected and changed back to 4 in the final draft version (2021 06 11) to maintain alignment with the C&E Assn Articles of Continuance, and with the CNFPC Act, Section 197 i.

Special Resolution Item There is one special resolution item:

1) **Use of electronic services and methods of notification** (see Article 1.08) – a) to clarify the use of electronic services text in the existing 2016 by laws at Articles 1.11, 6.02 d, and 10.01; b) to use more contemporary methods, and c) to avoid unaffordable costs of paper-based methods.

2014 - Model By Laws (Pre CNFPC Act, Regs, 2021)			2016 - By Law No 1 (Pre CNFPC Act, Regs, 2021)			2021 - By Law No 1 (Post CNFPC Act, Regs, 2021)		
Sect	Arts	Topic	Sect	Arts	Topic	Sect	Arts	Topic
1	7	General	1	15	General	1	13	General
2	3	Membership – Matters Requiring Special Resolution	2	4	Membership	2	3	Membership
3	3	Membership Dues, Termination, Discipline	3	3	Membership Dues, Termination, Discipline	3	3	Membership Contributions, Terminations, Discipline
4	4	Meetings of Members	4	14	Meeting of Members	4	13	Meeting of Members
5	1	Directors	5	7	Board	5	8	Board of Directors
6	5	Meetings of Directors	6	6	Meetings of the Board	6	7	Meetings of Board of Directors
7	2	Officers	7	11	Officers	7	8	Exec Committee and Officers of the Board
			8	4	Advisory Council (Not required – C&E Senate)			
			9	2	Remuneration of Directors (Incl in Sect 5)			
8	3	Notices	10	3	Notices	8	3	Notice of Meeting
9	2	Dispute Resolution	11	2	Dispute Resolution	9	2	Dispute Resolution
10	1	Effective Date	12	1	Effective Date	10	1	Effective Date
10	31		12	72		10	61	