

## #1

### **Proposed Bylaw Amendment**

#### **Part 5 – Directors and Officers**

**26 (1)** There shall be up to seven (7) directors: one (1) from each of the five (5) electoral districts: Fraser, Interior, Northern, Vancouver Coastal, and Vancouver Island; one (1) representative from a program funded by an Aboriginal funding agency; and one (1) professional representative who is either a registered health care professional (e.g. registered nurse, dietitian, midwife) or has a professional designation (e.g. lawyer, accountant), but who is not necessarily employed by a pregnancy outreach program or BCAPOP member OR an at-large representative.

#### **Replaces or Amends**

#### **Part 5 – Directors and Officers**

**26 (1)** There shall be up to ten (11) directors, one (1) from each of the five (5) electoral districts: Fraser, Interior, Northern, Vancouver Coastal, and Vancouver Island, two (2) directors at large, the immediate past president, one (1) representative from a program funded by an Aboriginal funding agency, and two (2) professional representatives, one who is a registered health care professional (e.g. registered nurse, dietitian, midwife) and one who has a professional designation (e.g. lawyer, accountant), neither of which is necessarily employed by a pregnancy outreach program .

### **Rationale for the Proposed New Bylaw or Amendment**

#### **1. Operational Efficiencies**

For the past six years there have been 2-3 vacant seats on the Board of Directors, thus demonstrating that the BCAPOP Board can operate effectively with fewer than 11 directors. Furthermore, the second professional representative position which was approved at the 2017 AGM was only filled for one year. The bylaws allow for the board to appoint a director to a vacant seat should there be attrition of directors between AGMs.

#### **2. Cost Savings**

BCAPOP covers the cost of board member travel to the AGM and conference in order to participate in the AGM and conduct board business in-person during the conference. Reducing the size of the board from 11 to seven (7) seats would reduce potential travel costs. In previous years, travel costs have exceeded the budget allocation, even without a full slate of board members.



**BCAPOP Proposed New Bylaw  
or Bylaw Amendment  
to be voted on at 2019  
AGM**

**#2**

**Proposed Bylaw Amendment**

**Part 5 – Directors and Officers**

**26 (2)** In the event a directors' position will be vacant longer than three (3) months, the directors may appoint a temporary director as per article 28(1) until a suitable replacement for that position is found.

**Replaces or Amends**

**Part 5 – Directors and Officers**

**26 (2)** In the event an electoral district will be vacant longer than three (3) months, the directors may appoint a temporary director as per article 28(1) until a suitable replacement from that electoral district is found.

**Rationale for the Proposed New Bylaw or Amendment**

Revised wording creates consistency with Bylaw 28(1):

**28 (1)** The directors may at any time appoint a member as a director to fill a vacancy in the directors. A director so appointed holds office until the next annual general meeting.



## BCAPOP Proposed New Bylaw or Bylaw Amendment to be voted on at 2019 AGM

### #4

#### Proposed Bylaw Amendment

##### Part 5 – Directors and Officers

**26 (3)** The officers of the society shall be the President, Vice President, and Secretary/Treasurer.

#### Replaces or Amends

##### Part 5 – Directors and Officers

**26 (3)** The officers of the society shall be the president, past president, vice president, secretary and treasurer.

#### Rationale for the Proposed New Bylaw or Amendment

Reducing the number of officers eliminates redundant roles and creates a more efficient board. It is proposed that two positions be eliminated:

##### 1. Past president:

The vice president provides back-up to the president and it is intended that the incumbent transition into the president position. As such, the vice president will be familiar with duties of the president by the time of transitioning into the president position. The role of the past president in providing guidance to the incoming president is redundant.

##### 2. Secretary:

Since hiring an administrative coordinator and executive director, the bulk of duties held by the treasurer and secretary have transitioned to these contractors. The workload of the treasurer and secretary can be combined and managed by one director.



## **BCAPOP Proposed New Bylaw or Bylaw Amendment to be voted on at 2019 AGM**

**#5**

### **Proposed NEW Bylaw**

#### **Part 5 – Directors and Officers**

**26 (5)** The officer positions of President and Vice President must be held by a member. In the event that a member is unavailable to take on these roles, the directors may at any time appoint the professional representative as President or Vice President. An officer so appointed holds office until the next annual general meeting.

#### **Rationale for the Proposed New Bylaw or Amendment**

The President and Vice President engage with external stakeholders about BCAPOP and its members. An officer in these roles who works for a pregnancy outreach program is better versed in the needs of POPs and provides greater credibility as an authority on POPs, both internally and externally.



## BCAPOP Proposed New Bylaw or Bylaw Amendment to be voted on at 2019 AGM

### #6 Proposed Bylaw Amendment

#### Part 2 – Membership

**4 (1) Program Member:** Programs that are recognized by the Association as a “Pregnancy Outreach Program” may apply to the Directors or their designate and upon acceptance by the Directors or their designate, the program becomes a voting member. A staff member of the Pregnancy Outreach Program will be appointed/elected as the voting member on behalf of the program.

#### Replaces or Amends

#### Part 2 – Membership

**4 (1) Full Voting Member:** Programs that are recognized by the Association as a “Pregnancy Outreach Program” may apply to the Directors or their designate and upon acceptance by the Directors or their designate, the program becomes a voting member. A staff member of the Pregnancy Outreach Program will be appointed/elected as the voting member on behalf of the program.

#### Rationale for the Proposed New Bylaw or Amendment

Voting privileges are associated with a membership category and do not need to be referenced in the name of the membership category. Changing the name from *Full Voting Member* to *Program Member* provides greater clarification to the membership categories.

Going forward the membership categories would be:

- Program Member
- Associate Member

There is no change to the benefits associated with the membership categories.



## BCAPOP Proposed New Bylaw or Bylaw Amendment to be voted on at 2019 AGM

### #7 Proposed Bylaw Amendment

**Only Applicable if Proposed Amendment #6 Passes**

#### Part 2 – Membership

**4 (6) Program Member:** Program and associate members shall pay annual dues as shall be determined by the board of directors. Full and associate memberships expire at the end of the fiscal year in which they were due.

#### Replaces or Amends

#### Part 2 – Membership

**4 (6) Program Member:** Full and associate members shall pay annual dues as shall be determined by the board of directors. Full and associate memberships expire at the end of the fiscal year in which they were due.

#### Rationale for the Proposed New Bylaw or Amendment

Proposed change required for wording consistency with proposed bylaw amendment #7.