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***PROPOSED BY-LAW AMENDMENTS FOR THE ANNUAL GENERAL MEETING***

***FEBRURAY 19, 2022 2:00 P.M.***

**PAGE 5 ARTICLE D**

**d)** Any Board of Directors meeting may be held by electronic mail, teleconference, or any method deemed appropriate by the Directors, except for the Board of Directors meeting held in conjunction with the Annual General Meeting for election of officers which must be an in-house meeting.

*Proposed change to add unless in the instance of a global pandemic or other unforeseen state of emergency*

**PAGE 6 ARTICLE A**

1. **The Board of Directors of the SGBA shall consist of nine (9) members** who shall be elected by the members of the association. Directors shall be elected for three (3) year terms with one third of the Board running for re-election each year beginning in 2005. No member shall sit on the Board of Directors for more than six (6) consecutive years. A member may run for election after having sat out for one (1) year**. In the event that a Director cannot complete a term, the person on the ballot list with the next largest number of votes shall be asked to complete the term. If the person from the ballot is not willing to take the position or if there is no such person, the Board of Directors may by unanimous decision appoint a temporary director to fill the position until the next election.**

*Proposed change to state {shall consist of 7 and not more than 9 members}.*

*Proposed change to add {to ensure executive roles are filled, an emergency election of officers may take place by the Board of Directors}.*

**PAGE 6 ARTICLE B**

**b) The Officers of the Board of Directors of the SGBA shall be the President,**

**Vice-President, Secretary and Treasurer** {} who shall be elected annually by the Board of Directors at a Board Meeting to be held before the Annual General Members meeting at a time and place to be determined by the Board as a whole. No Officer shall hold office for more than six (6) consecutive years. Officers shall assume their duties immediately after the Board of Directors Meeting at which they were elected.

*Proposed to add {herein referred to as the Executive}.*

*Proposed to add {all members of the Board of Directors shall own goats, have previously owned goats, or be properly versed in the management of goats}.*

*Proposed addition: {Board members must adhere to the general guidelines for conduct as Board members of a non-profit organization and refrain from all potential or perceived conflict of interest, said conflict of interest may result in dismissal from the board, at the discretion of the board of directors.*

*Proposed addition: the executive reserves the right to remove/dismiss board members for conduct unbecoming the SGBA and or conduct not aligned with the vision and mission statements of the SGBA if agreed upon by the majority vote of the board of directors.*

*Proposed addition: {in the event a member of the Executive suddenly and unexpectedly is no longer able to fulfill their role as President, Vice President, Treasurer or Secretary*

**PAGE 8 ARTICLE G**

**g)** The Board of Directors shall open bank accounts which will be overseen by the Treasurer. The Treasurer shall give detailed accounting of financial transactions and shall have the books available for perusal at all Annual General Member Meetings. The books must be made available to any member of the SGBA who wishes to see them at a time and place convenient to the Treasurer, but within ten (10) days of the request.

*Proposed addition {the association’s bank on record may be that which is closest to the Treasurer. The Treasurer must advise the association of the location and must acquire the approval of the board of directors prior to relocating}.*

**PAGE 8 ARTICLE(S) ADDITIONS**

*Proposed additions: {the Treasurer may secure and hold in safe keeping no more than 6 pre-signed cheques by one of the signatories, to accommodate prompt payment of expenses given the distance probable between signatory members.*

*Proposed addition: {retiring President’s may assume the role of immediate Past President, solely as advisor to the executive. Past President’s will not be entitled to vote.*

*Proposed addition: {the SGBA will hold on record a list of past President’s for historical value and to honor their guidance of the SGBA.}*