

Ontario Library Association 110th Annual General Meeting
June 10, 2011, 11:30 am
Oakham House Conference Centre, Room SCC115
Ryerson University, 55 Gould Street, Toronto

Notice of Motions; Notice of Bylaw Amendments

Background:

'Quorum' is the number of people that must participate in order to legally transact business. This number is determined by the organization and is set in the by-law.

It is necessary for organizations to periodically review quorum requirements to ensure a balance between member participation and a properly called meeting. OLA's current process makes it difficult to achieve quorum in a timely manner.

Motion: That the following changes be made to OLA By-Law 1 to change the process for establishing quorum at annual or special meetings of the Corporation:

Current Bylaws	Proposed amendment	Comments
<p>Quorum of Members</p> <p>23. (a) At any annual general or special meeting of the Corporation a quorum shall be constituted when the lesser of</p> <p> i) 200 members in good standing and entitled to vote are present in person, or</p> <p> ii) 5% of members in good standing and entitled to vote are present in person, electronically or represented by proxy. For clarity, an annual general or special meeting of the Corporation may be held by such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a member participating in the meeting by those means is deemed to be present at the meeting.</p> <p>If 15 minutes after the time appointed for the holding of any annual general or special meeting of members a quorum shall not be present the meeting shall be dissolved and shall stand adjourned for 15 minutes and if after 15 minutes after the reconvening of such a meeting, a quorum be not present, those members in good standing who are present in person and entitled to vote shall be deemed to be a quorum, and may transact all business which a full quorum might have done.</p>	<p>Quorum of Members</p> <p>23. (a) At any annual general or special meeting of the Corporation a quorum shall be constituted when the lesser of</p> <p> i) 200 <u>100</u> members in good standing and entitled to vote are present in person <u>or by proxy</u>, or</p> <p> ii) 5% of members in good standing and entitled to vote are present in person, electronically or represented by proxy. For clarity, an annual general or special meeting of the Corporation may be held by such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a member participating in the meeting by those means is deemed to be present at the meeting.</p> <p>If 15 minutes after the time appointed for the holding of any annual general or special meeting of members a quorum shall not be present the meeting shall be dissolved and shall stand adjourned <u>recessed</u> for 15 minutes and if after 15 minutes after the reconvening of such a meeting, a quorum be not present, those members in good standing who are present in person <u>or by proxy</u> and entitled to vote shall be deemed to be a quorum, and may transact all business which a full quorum might have done.</p>	<p>Lowens the quorum requirement and permits proxies to be to used in calculating the quorum.</p> <p>[A proxy is a written authorization empowering another person to act, in a meeting, for the member who signs the proxy. This means that a particular member or person is authorized to cast the vote of an absent member in a meeting.]</p> <p>Recessed:</p>

		Wording was ambiguous. It is now clarified that the meeting waits 15 minutes for quorum.
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Current Bylaws	Proposed amendment	Comments
<p>Quorum of Members</p> <p>23 (b) At any general meeting of the Division, a quorum shall be constituted when three percent of the membership are present in person or represented by proxy at such meeting. If 15 minutes after the time appointed for the holding of any annual general or special meeting of members a quorum shall not be present the meeting shall be dissolved and shall stand adjourned for 15 minutes and if after 15 minutes after the reconvening of such a meeting, a quorum be not present, those members in good standing who are present in person and entitled to vote shall be deemed to be a quorum, and may transact all business which a full quorum might have done.</p>	<p>Quorum of Members</p> <p>23 (b) At any general meeting of the Division, a quorum shall be constituted <u>when the lesser of (i) 20 members in good standing and entitled to vote are present in person or by proxy, or (ii)</u> three percent of the membership are present in person or represented by proxy at such meeting.</p> <p>If 15 minutes after the time appointed for the holding of any annual general or special meeting of members <u>of a Division</u> a quorum shall not be present the meeting shall be dissolved and shall stand adjourned <u>recessed</u> for 15 minutes and if after 15 minutes after the reconvening of such a meeting, a quorum be not present, those members in good standing who are present in person <u>or by proxy</u> and entitled to vote shall be deemed to be a quorum, and may transact all business which a full quorum might have done.</p>	<p>Quorum at Division Meetings. Improves chances that quorum will be present.</p> <p>Wording is ambiguous. It is now clarified to be same as OLA meeting.</p>