



### Proposed amendment to Article 35 of CCA by-laws

The Board of Directors has identified a minor but important clarification needed in our current by-laws regarding the term limits of Directors. It was noted that the existing language, while functional, may cause confusion moving forward and could benefit from alignment with the original intent of the by-laws.

As it stands, Article 35 reads:

35. Term of Office of Directors. Except where an election is held to fill the unexpired portion of a term, newly elected Directors shall be elected for two (2) year terms. No Director may serve more than three (3) consecutive two (2) year terms of office, unless such Director is currently serving as the Chair or Vice-Chair in which case such Director will be permitted to serve additional terms as a Director until such time as they are no longer serving in one of those roles.

Upon approval by a vote of CCA members at the association's Annual General Meeting on March 10, 2025, Article 35 would be amended to:

35. Term of Office of Directors. Except where an election is held to fill the unexpired portion of a term, ~~newly elected~~ Directors shall be elected for ~~a one (1) year term or a two (2) year terms~~. No Director may serve more than ~~6 consecutive years in three (3) consecutive two (2) year terms of~~ office, unless such Director is currently serving as the Chair or Vice-Chair in which case such Director will be permitted to serve additional terms as a Director until such time as they are no longer serving in one of those roles.

These changes are intended to maintain the original intent of the by-laws while ensuring greater clarity in governance procedures. CCA's legal counsel has reviewed the proposed changes and confirmed that they align with the original governance review.