

# DOWNTOWN KELOWNA

April 15, 2021

## The Kelowna Downtown Business Improvement Area Society – Incorporation #S0024739 Explanation of proposed Bylaw changes

Below are descriptions of proposed changes to the current Bylaws as registered with the Societies Act in 2018. A lot of what is changing is of a housekeeping nature. Some changes are done to clarify procedures, add definitions where none were previously included and realignment of parts and bylaws so subjects are grouped as close together as possible. Parts and bylaws are bolded for reference in the draft document “Draft 20210405.”

Amendments to the Bylaws of the Society.

1. Amendments to align properly with the Societies Act.
  - a. “Society Act” to “Societies Act”
  - b. Removal of reference to Extraordinary General Meeting – no longer a term in the Societies Act
  - c. Change of spelling of by-laws to reflect the use in the Societies Act
  - d. Addition of bylaw with regards to inspection of the records. **(Bylaw 53)**
2. Grammar changes such as adding capitalization to defined words throughout the document
3. Definitions. The following definitions (in order) have been added: **(Part 1 - Interpretation)**
  - a. Annual General Meeting
  - b. Executive Director
  - c. General Meeting
  - d. Member
  - e. Special Resolution
  - f. Clear Days
4. Addition of electronic voting & notification wording for future meetings. **(Bylaws 14, 20 a, ii & iii, & 25 ii)**
5. Clarification on Member categories **(Bylaw 4)**
6. Clarification of Member Dues **(Bylaw 9)**
7. Amendment of timing and clarification of requirements with regards for the call for nominees and Notice of Annual General Meeting. **(Bylaws 14 & 26)**
8. Addition of state of emergency clause and Director powers. **(Bylaw 25 iii)**
9. Overall realignment of bylaws to group like clauses together.
10. Removal of specific dates and changed to “in accordance with City of Kelowna Bylaws.” **(Bylaw 9 i & iii, Bylaw 34 ii, c)**
11. Removal of redundant and repetitive bylaws (Bylaws 17, 21.a., 38, 39, 53, 54, 64.d., 67)
12. Amendment to Director vacancy and resolutions (Bylaws 26 and 31.i. & ii)
13. Clarification on Removal of Auditor (Bylaw 56)

If clarification is required on any of these items, please call Executive Director Mark Burley at 250-862-3515 or email your questions to [mark@downtownkelowna.com](mailto:mark@downtownkelowna.com).

200 – 287 Bernard Avenue  
Kelowna, British Columbia V1Y 6N2  
[downtownkelowna.com](http://downtownkelowna.com)  
E. [info@downtownkelowna.com](mailto:info@downtownkelowna.com)  
T. 250.862.3515  
F. 250.862.5204