



Pride Toronto

Briefing Note: By-Law No. 1 Amendments

To: Members of Pride Toronto
From: Board of Directors
Date: January 6, 2021
Re: By-Law No. 1 Amendments

PURPOSE

The purpose of this briefing note is to provide an executive summary of the Board of Directors' recommendations with respect to amendments to By-Law No. 1.

PACKAGE #1 AMENDMENTS SUMMARY

Package #1 contains general amendments, including:

- Replacement of all gender pronouns with “they/them/their”
- Use of terminology consistent with those defined under Definitions
- Grammar and spacing edits

PACKAGE #2 AMENDMENTS SUMMARY

Membership

- **Membership Terms:** To provide for greater clarity, fairness, and consistency with respect to membership terms, the Board proposes amending the default membership terms from “AGM to AGM” to 2 years (or 730 days). A new membership term would begin the day that all of the requirements contained in section 6.3 are completed.
- **Membership Application Process:** This amendment clarifies the sequence of the membership application process, specifically that membership approval comes after the requirements in sections 6.3(a) and 6.3(b) are completed.
- **Waiting Period:** The Board has determined that the Waiting Period creates undue barriers for membership engagement and democratic participation in Pride Toronto, and is proposing the removal of the Waiting Period.
- **Memberships prior to Membership Meetings (AGMs and Special Meetings):** The Waiting Period is replaced with a prohibition of membership approvals for applications received within 30 days of Membership Meetings. In the event where notice for a Membership Meeting is given less than 30 days prior to the meeting, applications received prior to notice being given can be approved.

In the event that members approve the membership term amendments, the Board recommends the passage of a motion to provide for a transition period for current members. The Board proposes that membership terms end at the next Annual General Meeting to be scheduled in 2022 for all members whose term began between January 30, 2020, and January, 21, 2021.

Finally, for transparency, the Board is informing members that it is introducing three streams in the membership application process. This is a Board policy decision and does not require approval at a Membership Meeting:

1. Volunteer Stream: for applicants who have completed at least of 8 hours of volunteer work
2. Paid Stream: for applicants who can afford a minimum \$10 fee, with the option of paying more
3. No Fee Stream: for applicants who cannot afford a membership fee (honour system)

Executive Director

This amendment is to formalize and confirm the Board of Directors’ practice of including the Executive Director in all Board meeting discussions, including the Board’s in camera sessions.

The Executive Director is nonetheless expected to comply with the Conflict of Interest rules laid out in sections 29.1 to 29.3, and other conflict of interest policies the Board may create. For greater clarity, this means that the Executive Director is expected to recuse themselves on matters deemed as a perceived or real conflict of interest, e.g. compensation requests, complaints, performance reviews, etc.

Removal of a Director

While this amendment is a minor change, the Board recognizes the sensitive nature of this section, and for transparency, has included this amendment as part of the proposed substantive amendments in Package #2.

By-Law No. 1 defines “Membership Meeting” as an Annual General Meeting and a Special Meeting. In section 21.1, the reference to section 13 creates confusion as section 13 only refers to a Special Meeting. However, the removal of a director may also occur at an Annual General Meeting (section 12.1). To provide for greater clarity, the proposed amendment is to delete the reference to section 13.

AGM BY-LAW AMENDMENT MOTIONS

Package #1	<p>WHEREAS the Pride Toronto Board of Directors has proposed amendments to By-Law No. 1, contained in Package #1.</p> <p>THEREFORE BE IT RESOLVED THAT the By-Law No. 1 amendments contained in Package #1 be approved.</p>
Package #2 (Membership)	<p>WHEREAS the Pride Toronto Board of Directors has proposed various amendments to By-Law No. 1, Membership, sections 6.2, 6.3 and 7.1, amending the default membership terms, minor amendments to the membership criteria, elimination of the Waiting Period, and provisions regarding membership application approvals received within thirty (30) days of Membership Meetings.</p> <p>THEREFORE BE IT RESOLVED THAT the amendments to By Law No. 1, Membership, sections 6.2, 6.3, and 7.1, be approved.</p>
Package #2 (Executive Director)	<p>WHEREAS the Pride Toronto Board of Directors has proposed amendments to By-Law No. 1, Board of Directors (Board Composition), with the introduction of a new section 8.3, designating the Executive Director as an ex officio member of the Board of Directors.</p> <p>THEREFORE BE IT RESOLVED THAT the amendment to By-Law No. 1, Board of Directors, section 8.3, be approved.</p>
Package #2 (Removal of a Director)	<p>WHEREAS the Pride Toronto Board of Directors has proposed an amendment to By-Law No. 1, Board of Directors (Removal of Director), section 21.1, striking out “(see section 13).”</p> <p>THEREFORE BE IT RESOLVED THAT the amendment to By-Law No. 1, Board of Directors, section 21.1, be approved.</p>
Membership Transition Period	<p><i>Subject to Approval of Membership Amendments – Package #2 (Membership)</i></p> <p>WHEREAS Pride Toronto members have voted in favour to amend membership rules in By-Law No. 1.</p> <p>THEREFORE BE IT RESOLVED THAT membership terms will end at the Annual General Meeting to be scheduled in 2022 for members whose terms began between January 30, 2020, and January, 21, 2021.</p>