

**TO:** KASKA DENA COUNCIL MEMBERS  
**FROM:** MAYA STANO  
**SUBJECT:** DRAFT AMENDMENTS TO KASKA DENA COUNCIL BYLAWS  
**DATE:** MAY 24, 2018

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We have prepared draft amendments to the Kaska Dena Council (“**KDC**”) Bylaws, which amendments are described below:

### Transition to new *Societies Act*

In 2016, British Columbia amended the regulatory regime for societies registered in the Province by repealing the former *Society Act* and enacting the new *Societies Act*. This new Act, which governs how societies (not-for-profit corporations) are created and run in BC, includes significant updates to allow for more flexibility in how societies operate, while still protecting the public interest. All existing BC societies must transition to the new Act, or face possible dissolution.

Accordingly, we have proposed revisions to the KDC Bylaws to align it with the new *Societies Act*. These revisions include notice periods for general meetings, provisions for remuneration of directors, and eligibility for directors.

### Other Proposed Amendments

In addition to the amendments required to transition the KDC Bylaws to the new *Societies Act*, we have drafted amendments to reflect the following requests from one or more existing KDC directors:

- I. new membership eligibility for adopted children – see revised section 2.2(c)
- II. new right to cast votes online – see revised sections 2.9, 3.6, 4.4(d) and 6.3(d)
- III. revised provision on expulsion of members – see revised section 2.7
- IV. revised term and eligibility Executive Officers – see revised sections 5.3(c) and 5.4(e)
- V. revised provision on ability to remove directors – see revised section 5.5