

Policy Section	Original Wording	New Wording	Rationale
2.13	Executive Director means the chief executive officer for the organization, hired by the Board.	Chief Executive Officer (CEO) means the position of the organization that holds the top level of executive authority beneath the governing authority of the full Board of Directors.	To simplify the bylaws and align with the Carver Policy Governance Model.
5.19	Draft Board meeting minutes shall be provided to Board members and made available to members and the public for review not later than <u>one (1) week</u> following each Board meeting. The Board shall vote to approve draft meeting minutes as an accurate record of the Board's proceedings at a subsequent meeting. Approved minutes shall be made publicly available.	Draft Board meeting minutes shall be provided to Board members and made available to members and the public for review not later than <u>thirty (30) days</u> following each Board meeting. The Board shall vote to approve draft meeting minutes as an accurate record of the Board's proceedings at a subsequent meeting. Approved minutes shall be made publicly available.	To align with the operational capacity of the organization.
5.27	Vacant Director seats shall be left vacant provided that the vacancies account for less than one- third (1/3) of Director seats. If vacancies account for one-third (1/3) or more of Director seats, then a by-election shall be held within <u>thirty (30) days</u> unless fewer than one- <u>hundred twenty (120) days</u> remain until a new term of begins at the time of the triggering vacancy.	Vacant Director seats shall be left vacant provided that the vacancies account for less than one- third (1/3) of Director seats. If vacancies account for one-third (1/3) or more of Director seats, then a by-election shall be held within <u>forty-five (45) days</u> unless fewer than one- <u>hundred and ninety-five (195) days</u> remain until a new term of begins at the time of the triggering vacancy.	<p>To align with the logistical capacity of running a by-election. As per section 8.8 of the bylaws, an election oversight panel comprising of three third-party experts must be appointed before a by-election can commence. The additional days will allow for the proper recruitment of these positions.</p> <p>To ensure a by-election is not conducted simultaneously with the annual general election. Furthermore, to ensure a by-election does not occur</p>

			during the fall exam period or over the holiday break.
8.8	An election oversight panel shall be established to oversee elections and Referenda and rule on disputes arising from election and Referenda processes. The election oversight panel shall be composed of three (3) disinterested, third-party experts appointed by the Board and shall have the authority to order remedies for valid misconduct complaints up to and including:	An election oversight panel shall be established to oversee elections and Referenda and rule on disputes arising from election and Referenda processes. The election oversight panel shall be composed of three (3) disinterested, third-party experts appointed by the Chief Executive Officer or designate and shall have the authority to order remedies for valid misconduct complaints up to and including:	Recommendations from a third-party policy advisor and to reflect the operational change approved by the 2022 Board of Directors. Section EL-14 was added to the Board of Directors policy manual to offsite the change to the bylaws.