

Bylaw Revisions Questionnaire

1. The current bylaws require that 7 of the 9 members of the Board of Directors be present before a meeting of the board is considered official and has decision-making power (this is called “quorum”). It is proposed that the quorum number be reduced to 6 out of 9, provided that any decision in an official board meeting has at least 5 votes in favour, regardless of how many board members are present at the meeting.

- Yes, I agree with the change.
- No, the current bylaws should not be changed in this regard.

2. The current bylaws require that anyone running to join the board of directors must have been a member of the organization for at least one year. In your opinion, how long a person should be a member of ICC before running for a position on the board of directors?

- Six months.
- One year.

3. The Board of Directors should never have fewer than 7 elected members out of 9. If there is ever a situation where the Board has fewer than 7 elected members out of 9 (for example, due to resignations), the board should hold by-elections for the vacant seats.

- Yes, I agree.
- No, I do not agree.

4. In the current Bylaws, the President has the power to appoint person(s) to fill any vacancy arising on the Board (for example, as a result of a resignation). It is proposed that, in the future, a vacancy initially be filled by appointing the runner-up in the immediately-preceding election.

- Yes, I agree.
- No, I don't agree.

5. How do you think the president should vote in board meetings?

- The president should always be permitted to vote, like any other Board member.
- the president should only be allowed to vote when there is a tie.

6. What do you think the penalty should be for an ICC board member who has 6 unjustified (no notice and no show) absences from Board Meetings during a one-year period of the term?

- The member should be excused from their position as board member.
- No specific penalty shall be included in the bylaws.

7. It is proposed to include in the bylaws that any donation greater than \$10,000, and its donor, must be disclosed by the Board to the ICC members.

- Yes, I agree.
- No, I don't agree.

8. The bylaws should include a clause prohibiting the ICC from receiving donations, in any amount and any form, from any governmental authority outside Canada.

- Yes, I agree.
- No, I don't agree.

9. In the current ICC bylaws the Quorum for the General Meetings of the members (AGM or SGM) is 50% + 1 of Members. It is proposed that the quorum for the General Meetings shall be 50% for the first 1,000 members, and for memberships that are larger than 1,000 members, the quorum shall be 500 for the first 1,000 members and it shall be increased by 1 for every 4 members in excess of 1,000.

Examples:

Membership size of 500 -> Quorum: 250

Membership size of 800 -> Quorum: 400

Membership size of 1,000 -> Quorum: 500

Membership size of 1,004 -> Quorum: 501

Membership size of 1,500 -> Quorum: 625

Membership size of 2,000 -> Quorum: 750

Membership size of 3,000 -> Quorum: 1,000

Membership size of 4,000 -> Quorum: 1,250

Membership size of 5,000 -> Quorum: 1,500

- Yes, I agree.
- No, I do not agree.

10. In the past few years, the ICC has permitted every member attending an AGM to cast one proxy ballot, if authorized, for a member who is unable to be present. In your opinion, how many proxy ballots each member should be allowed to cast?

- One proxy votes for each member.
- Two proxy votes for each member.