

PROPOSED SPECIAL RESOLUTION TO AMEND BYLAWS:

Resolved that:

1. Subsection 7(c) of the Bylaws is deleted.
2. Sections 41 to 45 inclusive of the Bylaws are deleted and replaced with the following:
 41. The financial accounts of the society shall be audited annually. The society shall prepare annual financial statements for each financial year of the society, which at a minimum must set out the society's income, disbursements, assets and liabilities for the financial year in question.
 42. The Board shall appoint a person (who need not be a member of the society) or accounting firm to perform an annual audit of the financial accounts of the society. The Board may change the person or firm appointed as auditor at any time and from time to time.
 43. The auditor has a right to examine at all times all financial records of the society, and directors and officers of the society shall cooperate and provide such information and explanations as the auditor requires for the performance of the audit.
 44. The auditor shall sign the annual financial statements for the financial year for which that auditor has conducted an audit. Those financial statements must be presented to the members of the society at the first annual general meeting following the end of the financial year in question.
 45. The auditor is entitled to attend the annual general meeting of the society at which any financial statements audited by that auditor are presented to the members of the society, and at any such meeting that auditor shall report to the members of the society respecting the financial statements and financial records of the society. The report may be given either in writing or orally by the auditor at such meeting. The auditor shall include in the auditor's report (a) whether or not the auditor has obtained all the information and explanations requested by the auditor (b) every matter arising from that audit which, in the auditor's opinion, should be brought to the attention of the members of the society, and (c) whether, in the auditor's opinion, the financial statements exhibit a true and correct view of the state of the society's financial affairs according to the financial records, information and explanations given to the auditor.

For the purposes of sections 41 to 45, an audit shall have the meaning, if any, set out in the *Societies Act* (Alberta) or regulations thereto.
