

**ANCASTER SKATING CLUB (the "Corporation")**

**SCHEDULE B: MOTION D (2026-06-17)**

**ORDINARY RESOLUTION OF THE MEMBERS OF THE CORPORATION**

**RE: AMENDMENT TO BYLAWS (DIRECTORS' MEETINGS AND EMAIL VOTING)**

**WHEREAS** section 34(3) of the *Ontario Not-for-Profit Corporations Act, 2010* allows a resolution in writing to be as valid as if it had been passed at a meeting of the directors, provided it is signed or consented to by all the directors entitled to vote on that resolution; and

**WHEREAS** the Board of Directors deems it in the best interest of the Corporation to explicitly permit electronic voting, including email voting, between scheduled board meetings to handle time-sensitive operational or governance matters.

**NOW THEREFORE BE IT RESOLVED THAT:**

1. **Bylaw Amendment:** Section 3.5 – Board Meetings, Voting of the Corporation's Bylaws is hereby amended to insert the following provision:  
“ *Online voting (including email voting) may be permitted for time-sensitive decisions, and email must contain a Yes, No or Abstain and must be filed in a retrievable manner. The results of the vote must be filed with the minutes of the subsequent meeting of the Board.*”
2. **Authorization:** Any one director or officer of the Corporation is hereby authorized and directed to do all things, sign all books, and execute all documents necessary to give legal effect to this resolution.