

SUMMARY OF PROPOSED RULES AMENDMENTS

The following table summarizes the proposed amendments to the Rules of Northern Savings Credit Union (the “**Credit Union**”).

The summary below does not address minor typographical corrections or updated Rule cross references, and does not necessarily address non-substantive changes.

	Current Rule	Proposed Rule Amendment	Summary/Rationale
1.	<p>1.1 In these rules, unless the context requires otherwise:</p> <p>...</p> <p>“board committee” means a committee of directors appointed by the board;</p> <p>...</p> <p>“District 2 (Haida Gwaii South)” means the southern portion of Haida Gwaii, which includes Queen Charlotte, Sandspit, Tiell, Skidegate and the surrounding area;</p> <p>...</p>	<p>1.1 In these rules, unless the context requires otherwise:</p> <p>...</p> <p>“board committee” means a committee of directors elected or appointed by the board;</p> <p>...</p> <p>“District 2 (Haida Gwaii South)” means the southern portion of Haida Gwaii, which includes Daajing Giids, Sandspit, Tiell, Skidegate and the surrounding area;</p> <p>...</p>	<p>The definition has been broadened to acknowledge that certain committees are required to be elected, rather than appointed, pursuant to the <i>Financial Institutions Act</i> and the <i>Credit Union Incorporation Act</i>.</p> <p>The wording has been amended to reflect the change of name of Queen Charlotte to Daajing Giids.</p>
2.	<p>4.9 Class A shares cannot be held jointly. For holders of deposit accounts named on a joint basis, each named person on</p>	<p>4.9 Class A shares cannot be held jointly. For holders of deposit accounts named on a joint basis, each named person on the</p>	<p>Wording that was previously included in sub-rule 4.10 has been slightly amended and moved to sub-rule 4.9, because such</p>

	<p>the joint deposit account must hold the required number of Class A shares to be a member.</p>	<p>joint deposit account must hold the required number of Class A shares to be a member. If a junior member maintains a joint account with a person who is not a junior member, only for the purpose of determining the number of Class A shares which must be purchased and paid for, that account shall be deemed to be maintained by one person only.</p>	<p>wording relates to the subject matter of sub-rule 4.9, rather than sub-rule 4.10.</p>
<p>3.</p>	<p>4.10 Equity shares, other than Class A shares, may be held jointly and:</p> <ul style="list-style-type: none">(a) if two or more persons maintain a joint account at the Credit Union, only for the purpose of determining the number of Class A shares which must be purchased and paid for by those persons, the account shall be deemed to be maintained by one person only;(b) if a junior member maintains a joint account with a person who is not a junior member, only for the purpose of determining the number of Class A shares which must be purchased and paid for, that account shall be deemed to be maintained by a member; and	<p>4.10 Equity shares, other than Class A shares, may be held jointly.</p>	<p>Sub-paragraph (a) has been deleted as it conflicts with wording contained in sub-rule 4.9.</p> <p>Sub-paragraph (b) has been deleted as it is now dealt with in sub-rule 4.9.</p>

	(c) equity shares which are membership shares may not be issued to, beneficially owned by or assignable to any person who is not a member of the Credit Union.		Sub-paragraph (c) has been deleted because the content of this sub-rule is identical to and contained in sub-rule 4.12.
4.	4.11 Subject to sub-rule 4.12, all jointly held equity shares shall carry the right of survivorship unless a contrary statement, in writing, is given at the time of subscription and signed by all parties jointly holding the shares.	4.11 All jointly held equity shares shall carry the right of survivorship unless a contrary statement, in writing, is given at the time of subscription and signed by all parties jointly holding the shares.	Redundant wording has been deleted as obligations contained in sub-rules 4.11 and 4.12 do not contradict or overlap each other.
5.	<p>4.30 Subject to the Act and upon the written request of the member or the member's legal representative, the Credit Union shall redeem equity shares held by a member upon the happening of any of the following events:</p> <p>(a) subject to sub-rule 4.31, the member, in the case of an individual, dies;</p> <p>...</p>	<p>4.30 Subject to the Act and upon the written request of the member or the member's legal representative, the Credit Union shall redeem equity shares held by a member upon the happening of any of the following events:</p> <p>(a) the member, in the case of an individual, dies, subject to sub-rule 4.31 and subject to any contrary instruction of the personal representative of the deceased member to transfer the shares to a person entitled to hold them pursuant to the Act and these rules;</p> <p>...</p>	New wording has been added to sub-paragraph (a) to allow for the transfer of Class A shares upon an individual member's death, as per the discretion of the estate of such member.

	<p>(c) the member, in the case of a partnership, dissolves;</p> <p>...</p>	<p>(c) the member, in the case of a partnership or unincorporated association, dissolves;</p> <p>...</p>	<p>New wording has been added to provide that the Credit Union will redeem Class A shares held by an unincorporated association upon dissolution of the unincorporated association. This change contemplates recent legislative changes regarding membership of unincorporated associations.</p>
<p>6.</p>	<p>6.2 Notwithstanding any other provisions of these rules, if the Credit Union enters into an agreement with another credit union to acquire all or substantially all of the assets of the other credit union, the board may by resolution appoint additional directors (each an "additional director") in accordance with the following:</p> <p>...</p> <p>(b) each additional director appointed under this sub-rule shall, before being appointed, deliver to the board a declaration, in writing, stating that the person is:</p> <p>(i) qualified to be appointed as a director, provided, however, that sub-rules 6.20(b) and 6.21(a)(iv) shall not apply to preclude the additional director from</p>	<p>6.2 Notwithstanding any other provisions of these rules, if the Credit Union enters into an agreement with another credit union to acquire all or substantially all of the assets of the other credit union, the board may by resolution appoint additional directors (each an "additional director") in accordance with the following:</p> <p>...</p> <p>(b) each additional director appointed under this sub-rule shall, before being appointed, deliver to the board a declaration, in writing, stating that the person is:</p> <p>(i) qualified to be appointed as a director, provided, however, that sub-rules 6.20(b) and 6.21(a)(iv) shall not apply to preclude the additional director from being qualified</p>	<p>The wording has been revised to make the provisions gender-neutral.</p>

	<p>being qualified as a result of his or her membership or directorship with the other credit union and its subsidiaries;</p> <p>...</p>	<p>as a result of the person's membership or directorship with the other credit union and its subsidiaries;</p> <p>...</p>	
7.	<p>6.3A Within thirty (30) days of sub-rule 6.3 becoming effective in accordance with the Act, the chief executive officer shall declare the one (1) director from District 2 (Haida Gwaii South) and the one (1) director from District 6 (Haida Gwaii North) as the designated directors for those respective districts and, with respect to District 1 (Prince Rupert and Surrounding Area) and District 7 (Terrace and Surrounding Area):</p> <p>(a) write the name of each director who purports to be from such district on identical cards;</p> <p>(b) place the cards in a receptacle so that none of the names can be read or otherwise distinguished;</p> <p>(c) draw by chance one (1) card; and</p> <p>(d) declare the director named on the card as the director who</p>	<p>Intentionally deleted.</p>	<p>This sub-rule had historical significance that is no longer applicable. It relates to a point in time when previous amendments came into force.</p>

	<p>shall be designated as being from that district;</p> <p>and such declaration shall be final and conclusive and shall take effect immediately and all of the other directors who are not declared in the foregoing manner shall be deemed to be directors at large.</p>		
8.	<p>6.4 A person may stand for election as both a director from a district and as a director at large, regardless of where he or she resides, provided that:</p> <p>(a) A person who serves as a director from a district must, at the time of his or her nomination, have his or her membership account primarily associated with the branch which is located in the district for which he or she was nominated; and</p> <p>...</p>	<p>6.4 A person may stand for election as both a director from a district and as a director at large, regardless of where the person resides, provided that:</p> <p>(a) a person who serves as a director from a district must, at the time of nomination, have such person's membership account primarily associated with the branch which is located in the district for which such person was nominated; and</p> <p>...</p>	<p>The wording has been revised to make the provisions gender-neutral.</p>
9.	<p>6.7 Except where an election is held to fill the unexpired portion of a term, directors shall be elected to hold office for a term of three (3) years and the office of every director shall expire at the close of the annual general meeting held in the year in which his or her term expires.</p>	<p>6.7 Except where an election is held to fill the unexpired portion of a term, directors shall be elected to hold office for a term of three (3) years and the office of every director shall expire at the close of the annual general meeting held in the year in which such director's term expires.</p>	<p>The wording has been revised to make the provision gender-neutral.</p>

<p>10.</p>	<p>6.8 Subject to the Financial Institutions Act and sub-rule 6.61, a person elected as a director shall take office at the close of the first annual general meeting which is held after his or her election, or, if the election results with respect to the election of that person are not determined by the close of the annual general meeting, then as soon thereafter as the results are determined provided that, for the purpose of determining that person's length of term, he or she shall be deemed to have taken office at the close of the first annual general meeting which is held after his or her election.</p>	<p>6.8 Subject to the Financial Institutions Act and sub-rule 6.61, a person elected as a director shall take office at the close of the first annual general meeting which is held after such person's election, or, if the election results with respect to the election of that person are not determined by the close of the annual general meeting, then as soon thereafter as the results are determined provided that, for the purpose of determining that person's length of term, the person shall be deemed to have taken office at the close of the first annual general meeting which is held after such person's election.</p>	<p>The wording has been revised to make the provision gender-neutral.</p>
<p>11.</p>	<p>6.9 Where any offices of directors being filled at any election are for different lengths of terms, the term of each person shall be determined by the number of votes he or she receives, the person receiving the greatest number of votes to hold office for the longest term, provided that if there are two (2) or more persons having an equal number of votes, or if there is an election by acclamation, the length of the term of such directors shall be determined by the returning officer by lot in a manner consistent with the procedure described in sub-rule 6.50.</p>	<p>6.9 Where any offices of directors being filled at any election are for different lengths of terms, the term of each person shall be determined by the number of votes received by each person, the person receiving the greatest number of votes to hold office for the longest term, provided that if there are two (2) or more persons having an equal number of votes, or if there is an election by acclamation, the length of the term of such directors shall be determined by the returning officer by lot in a manner consistent with the procedure described in sub-rule 6.50.</p>	<p>The wording has been revised to make the provision gender-neutral.</p>
<p>12.</p>	<p>6.16 The manner of voting in an election of directors shall be</p>	<p>6.16 Subject to the Act and the Electronic Transactions Act, the board shall</p>	<p>The wording has been amended to more clearly set out voting methods, including</p>

	<p>determined by the board and shall be either by the method described in (a) or by the method described in (b), or a combination thereof:</p> <p>(a) by voting in person by ballot at a branch office of the Credit Union; or</p> <p>(b) by voting by mail ballot;</p> <p>and, in either case, may occur by electronic means if the board has determined voting may be conducted by electronic means.</p>	<p>determine the method of voting in an election of directors, which may include the following:</p> <p>(a) voting by electronic means;</p> <p>(b) voting in person by ballot at a branch office of the Credit Union;</p> <p>(c) voting by mail ballot; or</p> <p>(d) any combination of the above methods of voting.</p>	<p>more clearly indicating that voting may occur by electronic means.</p>
13.	<p>6.18 No member, unless he or she is a member of the nominating committee, may submit more than one (1) name of a proposed candidate for nomination as a candidate for director.</p>	<p>6.18 No member, other than a member of the nominating committee, may submit more than one (1) name of a proposed candidate for nomination as a candidate for director.</p>	<p>The wording has been revised to make the provision gender-neutral.</p>
14.	<p>6.20 To qualify to be nominated as a candidate for election as a director, a person must:</p> <p>...</p> <p>(b) be a member in good standing of the Credit Union and have been a member in good standing for at least ninety (90) days before the commencement of voting;</p>	<p>6.20 To qualify to be nominated as a candidate for election as a director, a person must:</p> <p>...</p> <p>(b) be a member in good standing of the Credit Union and have been a member in good standing for at least six (6) months before the commencement of voting; provided, however, if a person is nominated by the nominating</p>	<p>Sub-paragraph (b) has been amended to extend the waiting period for a member to be eligible to be nominated as a candidate from 90 days to six months. New wording has been added to authorize the nominating committee to waive this six month requirement.</p>

	<p>(c) either have been nominated by the nominating committee pursuant to sub-rule 6.19 or have had his or her name submitted to the nominating committee pursuant to sub-rule 6.15(c) by at least three (3) members who were qualified to do so;</p> <p>...</p>	<p>committee or appointed as a director of the board, the eligibility requirement stated in this sub-rule may be waived by the nominating committee or the board, as the case may be, but the person must become a member of the Credit Union prior to taking office as a director and otherwise not be disqualified by these rules from being a director;</p> <p>(c) either have been nominated by the nominating committee pursuant to sub-rule 6.19 or have had such person's name submitted to the nominating committee pursuant to sub-rule 6.15(c) by at least three (3) members who were qualified to do so;</p> <p>...</p>	<p>The wording has been revised to make the provision gender-neutral.</p>
<p>15.</p>	<p>6.21 No person is qualified to become or act as a director of the Credit Union who is:</p> <p>...</p> <p>(b) a person who is, or was at any time during the three (3) year period immediately before his</p>	<p>6.21 No person is qualified to become or act as a director of the Credit Union who is:</p> <p>...</p> <p>(b) a person who is, or was at any time during the three (3) year period immediately before such</p>	<p>The wording has been revised to make the provision gender-neutral.</p>

	<p>or her nomination, or proposed nomination, as a director of the Credit Union, an employee of the Credit Union or any of its subsidiaries;</p> <p>...</p> <p>(e) a person who, if elected as a director from a district in accordance with sub-rule 6.3, did not at the time of his or her nomination as a candidate for election as a director have his or her membership account primarily associated with the branch which is located in the district for which he or she was elected;</p> <p>...</p> <p>(h) a director who, if re-elected, would begin serving their sixth consecutive term as a director at the close of business of the next annual general meeting.</p>	<p>person's nomination, or proposed nomination, as a director of the Credit Union, an employee of the Credit Union or any of its subsidiaries;</p> <p>...</p> <p>(e) a person who, if elected as a director from a district in accordance with sub-rule 6.3, did not at the time of nomination as a candidate for election as a director have such person's membership account primarily associated with the branch which is located in the district for which such person was elected;</p> <p>...</p> <p>(h) a person who, if to be elected or appointed, would begin serving such person's sixteenth (16th) year as a director at the close of business of the next annual general meeting following the person's election or, in the case of appointment, on the date of the appointment.</p>	<p>The wording has been revised to make the provision gender-neutral.</p> <p>The wording has been revised to make the provision gender-neutral.</p> <p>Further, the wording has been revised to clarify that there is a 15 year term limit for directors, regardless of whether the directors serve the 15 years consecutively or not. The revised wording also clarifies that there is no re-set on the application of such term limit.</p>
<p>16.</p>	<p>6.22 A person is not disqualified to become or act as a director of the Credit</p>	<p>6.22 A person is not disqualified to become or act as a director of the Credit Union</p>	<p>The wording has been revised to make the provision gender-neutral.</p>

	Union pursuant to sub-rule 6.21(a) if he or she is a director of a central credit union.	pursuant to sub-rule 6.21(a) if such person is a director of a central credit union.	
17.	6.24 Before the name of a person is placed in nomination as a candidate for election as a director, that person shall deliver to the nominating committee such additional information as may be requested by the nominating committee to enable the nominating committee to verify the person's qualification or disqualification to be nominated as a candidate for election as a director.	6.24 Before the name of a person is placed in nomination as a candidate for election as a director, that person shall deliver to the nominating committee such additional information as may be requested to enable the nominating committee to verify the person's qualification or disqualification to be nominated as a candidate for election as a director.	Wording has been cleaned up for ease of reading.
18.	<p>6.34 Subject to applicable laws and the privacy policy of the Credit Union, a member may examine the voter list at the Credit Union's head office during normal office hours of the Credit Union.</p> <p>6.35 A member who has reason to believe that a voter list improperly includes or omits a name, may, before the election, report the error to the returning officer.</p> <p>6.36 The returning officer shall promptly investigate a report made under sub-rule 6.35, and shall correct any error which exists.</p> <p>6.37 A member who is not satisfied with the action taken by the returning</p>	6.34-6.38 Intentionally Deleted	Sub-rules 6.34 – 6.38 have been intentionally deleted to align with restrictions on the Credit Union's disclosure of personal information of its members pursuant to applicably privacy laws. Members are only permitted to request the number of members of the Credit Union, and are not entitled to a list of voters or members.

	<p>officer under sub-rule 6.36 may apply in writing to the nominating committee for a review.</p> <p>6.38 The nominating committee shall promptly review an application made under sub-rule 6.37, and may:</p> <ul style="list-style-type: none"> (a) confirm the decision made by the returning officer, or (b) order that the voter list be corrected as the committee directs. 		
<p>19.</p>	<p>6.39 Only those members whose names appear on the voter list prepared under sub-rule 6.32 or corrected under sub-rule 6.36 or sub-rule 6.38 are entitled to vote in an election for directors.</p>	<p>6.39 Only those members whose names appear on the voter list prepared under sub-rule 6.32 are entitled to vote in an election for directors.</p>	<p>Wording has been deleted to remove references to deleted sections.</p>
<p>20.</p>	<p>6.40 Not later than twenty (20) days before the commencement of voting, the returning officer shall make available to the members:</p> <p>...</p> <ul style="list-style-type: none"> (c) a notice stating the days voting may take place; and (d) such biographical information respecting the candidates or photographs of them, or both, as the 	<p>6.40 Not later than twenty (20) days before the commencement of voting, the returning officer shall make available to the members:</p> <p>...</p> <ul style="list-style-type: none"> (c) a notice stating the days voting may take place; (d) such biographical information respecting the candidates or photographs of them, or both, as 	<p>Sub-paragraph (e) has been added as per the BCFSA Governance Guidance to allow for the nominating committee to recommend candidates and imposes an obligation on the returning officer to provide information about any such endorsement or recommendation to members.</p>

	nominating committee may direct.	the nominating committee may direct; and (e) if the nominating committee chooses to recommend a candidate or candidates, an indication of which candidate or candidates the nominating committee endorses or recommends.	
21.	6.53 A candidate who is not elected under these rules and who alleges that he or she should have been elected in place of a candidate who was elected may, not more than seventy-two (72) hours following announcement of election results, apply in writing to the nominating committee for a review of the election.	6.53 A candidate who is not elected under these rules and who alleges that the candidate should have been elected in place of a candidate who was elected may, not more than seventy-two (72) hours following announcement of election results, apply in writing to the nominating committee for a review of the election.	The wording has been revised to make the provision gender-neutral.
22.	6.60 Every director shall, forthwith after his or her election as a director of the Credit Union, file with the conduct review committee a statement of disclosure in the form established by the conduct review committee disclosing any conflicts of interest which the director may have.	6.60 Every director shall, forthwith after the director's election as a director of the Credit Union, file with the conduct review committee a statement of disclosure in the form established by the conduct review committee disclosing any conflicts of interest which the director may have.	The wording has been revised to make the provision gender-neutral.
23.	7.4 Reasonable notice of a meeting of the board specifying the place, day and hour of such meeting shall be given by mail, postage prepaid, addressed to each of the directors at their address as	7.4 Reasonable notice of a meeting of the board specifying the day, hour and, if applicable, place of such meeting shall be given by telephone, email or any method of transmitting legibly recorded messages. It	The wording has been revised to align with amendments to the <i>Credit Union Incorporation Act</i> allowing for meetings to be held fully electronically (and, therefore, without a "place"). Further, the wording has

	it appears on the books of the Credit Union or by leaving it at their usual business or residential address or by telephone, facsimile, email or any method of transmitting legibly recorded messages. It shall not be necessary to give notice of a meeting of the board to any director if such meeting is the meeting of the board at which such director is appointed.	shall not be necessary to give notice of a meeting of the board to any director if such meeting is the meeting of the board at which such director is appointed.	been revised to remove references to providing notice of meeting by fax or prepaid mail.
24.	7.11 In the absence of the chair or his or her inability for any cause to act or in case the office of the chair becomes vacant, the vice-chair shall discharge the duties of the chair.	7.11 In the absence of the chair or the chair's inability for any cause to act or in case the office of the chair becomes vacant, the vice-chair shall discharge the duties of the chair.	The wording has been revised to make the provision gender-neutral.
25.	7.13 A director may participate in a meeting of the board or any board committee by means of conference telephones or other communications facilities by means of which all directors participating in the meeting can hear each other, provided that a majority of the directors or board committee members participating in the meeting are in British Columbia at the time of the meeting. A director participating in accordance with this sub-rule shall be deemed to be present at the meeting and to have so agreed and shall be counted in a quorum therefore and be entitled to speak and vote thereat.	7.13 A director may participate in a meeting of the board or any board committee by telephone or other communications medium if all directors attending the meeting are able to participate in it, whether by telephone, by other communications medium or in person. In the case of an in person or partially electronic meeting of the board, a majority of the directors participating in the meeting must be in British Columbia at the time of the meeting. A director participating in accordance with this sub-rule shall be deemed to be present at the meeting and to have so agreed and shall be counted in a quorum therefore and be entitled to speak and vote thereat.	The wording has been revised to align with the <i>Credit Union Incorporation Act</i> .

<p>26.</p>	<p>7.19 Every director must keep confidential and must not, unless authorized to do so by the board, disclose any information regarding the financial and other affairs of members of the Credit Union or any information regarding the business or affairs of the Credit Union which that director has received in his or her capacity as a director or any deliberations of or decisions taken by the board unless such information, deliberation or decision becomes part of the public domain or generally becomes available on a non-confidential basis.</p>	<p>7.19 Every director must keep confidential and must not, unless authorized to do so by the board, disclose any information regarding the financial and other affairs of members of the Credit Union or any information regarding the business or affairs of the Credit Union which that director has received in the director's capacity as a director or any deliberations of or decisions taken by the board unless such information, deliberation or decision becomes part of the public domain or generally becomes available on a non-confidential basis.</p>	<p>The wording has been revised to make the provision gender-neutral.</p>
<p>27.</p>	<p>7.20 No director shall be absent from, or fail to attend, three (3) consecutive meetings of the board unless his or her failure to attend has been approved by a resolution passed by the board.</p>	<p>7.20 No director shall be absent from, or fail to attend, three (3) consecutive meetings of the board unless the director's failure to attend has been approved by a resolution passed by the board.</p>	<p>The wording has been revised to make the provision gender-neutral.</p>
<p>28.</p>	<p>9.1 Subject to the limitations contained in the Financial Institutions Act, the Credit Union shall indemnify:</p> <p>...</p> <p>against all costs, charges and expenses, including an amount paid to settle any action or satisfy any judgement, reasonably incurred by the director or officer or person for any civil, criminal or administrative action or proceeding to</p>	<p>9.1 Subject to the limitations contained in the Financial Institutions Act, the Credit Union shall indemnify:</p> <p>...</p> <p>against all costs, charges and expenses, including an amount paid to settle any action or satisfy any judgement, reasonably incurred by the director or officer or person for any civil, criminal or administrative action or proceeding to which the director</p>	<p>The wording has been revised to make the provision gender-neutral.</p>

	<p>which the director or officer or person is made a party by reason of being or having been a director or officer of the Credit Union or corporation, if the director or officer of the Credit Union or corporation acted honestly and in good faith with a view to the best interests of the Credit Union or corporation, as the case may be, and, in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the director or officer of the Credit Union or corporation had reasonable grounds for believing that his or her conduct was lawful.</p>	<p>or officer or person is made a party by reason of being or having been a director or officer of the Credit Union or corporation, if the director or officer of the Credit Union or corporation acted honestly and in good faith with a view to the best interests of the Credit Union or corporation, as the case may be, and, in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the director or officer of the Credit Union or corporation had reasonable grounds for believing that the director's or officer's conduct was lawful.</p>	
29.	<p>10.1 The annual general meeting of the Credit Union shall be held on a date and at a time to be fixed and at the place or places and in the manner determined by the board and shall be convened and held in accordance with the provisions of the Act.</p>	<p>10.1 The annual general meeting of the Credit Union shall be held on a date and at a time to be fixed and, if applicable, at the place or places and in the manner determined by the board and shall be convened and held in accordance with the provisions of the Act.</p>	<p>The wording has been revised to align with amendments to the <i>Credit Union Incorporation Act</i> allowing for meetings to be held fully electronically (and, therefore, without a "place").</p>
30.	<p>10.3 A general meeting, including an annual general meeting, may be held at two or more places by means of electronic or other communication facilities that allow all persons participating in the meeting to communicate with each other during the meeting, all of which together shall constitute one single meeting. A person who participates in a general meeting</p>	<p>10.3 A general meeting, including an annual general meeting, may be held:</p> <p>(a) in person, by a partially electronic meeting or by a fully electronic meeting, as determined by the board, if convened and held in accordance with the Act. If a general meeting is a partially or fully electronic meeting, the</p>	<p>Wording has been added and revised to align with the wording of the <i>Credit Union Incorporation Act</i> allowing for meetings to be held fully electronically.</p>

	<p>held in accordance with this rule shall be deemed to be present at the meeting and shall be counted in the quorum therefor. Any person participating in a meeting under this rule and entitled to vote at the meeting may vote by means of the electronic or other communication facilities made available by the Credit Union for that purpose.</p>	<p>notice must contain instructions for attending and participating in the meeting by electronic or other communications medium, including, if applicable, instructions for voting at the meeting; or</p> <p>(b) at two or more places by means of electronic or other communications medium that allow all persons participating in the meeting to communicate with each other during the meeting, all of which together shall constitute one single meeting.</p> <p>A person who participates in a general meeting held in accordance with this rule shall be deemed to be present at the meeting and shall be counted in the quorum therefor. Any person participating in a meeting under this rule and entitled to vote at the meeting may vote by means of the electronic or other communications medium made available by the Credit Union for that purpose.</p>	
<p>31.</p>	<p>10.7 At a general meeting of the Credit Union, forty (40) members shall constitute a quorum, but a lesser number may adjourn from time to time until a quorum is obtained.</p>	<p>10.7 At a general meeting of the Credit Union, twenty-five (25) members shall constitute a quorum, but a lesser number may adjourn from time to time until a quorum is obtained.</p>	<p>The wording has been amended to lower the quorum, consistent with the rules of other BC credit unions.</p>

	<p>10.12 If an individual who has been authorized to represent and vote for any member of the Credit Union who is not an individual at any meeting is a member of the Credit Union that member may vote both as a member and as the authorized representative of the member who is not an individual.</p>	<p>10.12 A member of the Credit Union who is not an individual or an unincorporated association may be represented and vote at meetings of the Credit Union by an individual who:</p> <ul style="list-style-type: none"> (a) is not a member; and (b) by written authorization deposited with the Credit Union, is authorized to vote at the meeting on behalf of the member. <p>10.12A A member of the Credit Union who is an unincorporated association may be represented and vote at meetings of the Credit Union by an individual who:</p> <ul style="list-style-type: none"> (a) is a member of the Credit Union; and (b) by written authorization deposited with the Credit Union, is authorized to vote at the meeting on behalf of the unincorporated association. 	<p>The wording of this sub-rule has been revised to align with recent amendments to the <i>Credit Union Incorporation Act</i>.</p> <p>A new sub-rule 10.12A has been added to align with recent amendments to the <i>Credit Union Incorporation Act</i>.</p>
	<p>11.2 The manner of voting on special resolutions shall be determined by the board and shall be either by the method described in (a) or by the method described in (b) or a combination thereof:</p>	<p>11.2 Subject to the Act and the Electronic Transactions Act, the board shall determine the method of voting on special resolutions, which may include the following:</p>	<p>The wording has been revised to clarify the options by which voting may occur and to further emphasize that voting may occur by electronic means.</p>

	<p>(a) by voting in person by ballot at a branch office of the Credit Union; or</p> <p>(b) by voting by mail ballot;</p> <p>and, in either case, may occur by electronic means if the board has determined voting may be conducted by electronic means.</p>	<p>(a) voting by electronic means;</p> <p>(b) voting in person by ballot at a branch office of the Credit Union;</p> <p>(c) voting by mail ballot; or</p> <p>(d) any combination of the above methods of voting.</p>	
<p>32.</p>	<p>14.4 Subject to the Statutes and the Electronic Transactions Act, unless these rules expressly provide otherwise:</p> <p>(a) where these rules require the use of documents that are “written”, “in writing” or other similar words, the board may in its discretion permit the use of documents in such electronic forms as the board in its discretion considers desirable in the circumstances, provided that such electronic documents are accessible in a manner useable for subsequent reference;</p> <p>(b) where these rules require the provision or delivery of</p>	<p>14.4 Subject to the Statutes and the Electronic Transactions Act, unless these rules expressly provide otherwise:</p> <p>(a) where these rules or the Statutes require the use of documents that are “written”, “in writing” or other similar words, the board may in its discretion permit the use of documents in such electronic forms as the board in its discretion considers desirable in the circumstances, provided that such electronic documents are accessible in a manner useable for subsequent reference;</p>	<p>Wording has been added to expand the capability of providing notice by electronic means, similar to the wording that is contained in the rules of other BC credit unions.</p>

	<p>documents, the board may in its discretion permit the provision or delivery of such documents in such electronic form and by such electronic means (including without limitation making such electronic documents accessible to the intended recipient by an electronic means notified to the intended recipient) as the board in its discretion considers desirable in the circumstances, provided that such electronic documents are accessible by the recipient in a manner useable for subsequent reference and capable of being retained by the recipient in a manner useable for subsequent reference; and</p> <p>(c) for the purpose of this rule, “documents” includes, without limitation, notices, instruments, resolutions and ballots.</p>	<p>(b) where these rules or the Statutes require the provision or delivery of documents, the board may in its discretion permit the provision or delivery of such documents in such electronic form and by such electronic means (including without limitation making such electronic documents accessible to the intended recipient by an electronic means notified to the intended recipient) as the board in its discretion considers desirable in the circumstances, provided that such electronic documents are accessible by the recipient in a manner useable for subsequent reference and capable of being retained by the recipient in a manner useable for subsequent reference; and</p> <p>(c) for the purpose of this rule, “documents” includes, without limitation, notices, instruments, resolutions, ballots and financial statements.</p>	
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