

Proposed Amendment of Article 11.4 Of FRA By-Laws

Existing By-Law

11.4 Removal – An officer or director may be removed by special resolution of the board or by special resolution of the members in a meeting, provided the officer or director has been given notice of and the opportunity to be present and to be heard at the meeting where such a special resolution is put to a vote.

Proposed amended By-Law

11.4 Removal – An officer or director may be removed from the board for failure to fulfill their duties.

Procedure For Removal

- a)** A motion for removal must be initiated by a majority vote of the board
- b)** the officer or director in question must be given written notice of the motion, along with the opportunity to respond
- c)** Removal requires approval by a majority vote of the Board members present at a duly called meeting

Section 11.5 deals with how a vacancy may be filled