



## Annual Meeting of the Members September 23, 2008

### By-law Amendments

#### Agenda 13.2 Executive Committee composition: by-law clause 12(1)

This proposed amendment proceeds from a decision of the Board of Directors on September 24, 2007. It was agreed that member vote on this amendment could be deferred until the 2008 Annual General Meeting, as at that time the intent of the amendment could be accomplished under the current by-laws. The amendment is intended to address future situations.

CURRENT BY-LAW	PROPOSED AMENDMENT	RATIONALE
<p>12. Executive Committee</p> <p>(1) There shall be an Executive Committee of the Board composed of not more than five Directors, being: the Vice-Chair of the Board, one University Librarian appointed by the Board from among the University Librarians appointed under subparagraph 9(1)(a), the representative of the administrative unit of the Contact Institution appointed under subparagraph 9(1)(g), and up to two (or three if there is no Contact Institution) additional Directors appointed by the Board. Vacancies on the Executive Committee may be filled by the Board.</p>	<p>12. Executive Committee</p> <p>(1) There shall be an Executive Committee of the Board composed of not more than five Directors, being: the Vice-Chair of the Board, <b>the Treasurer of the Board</b>, the representative of the administrative unit of the Contact Institution appointed under subparagraph 9(1)(g), and up to two (or three if there is no Contact Institution) additional Directors appointed by the Board. Vacancies on the Executive Committee may be filled by the Board.</p>	<p>To ensure inclusion of the Treasurer (an Officer of the Corporation) on the Executive Committee.</p>

