



**Slocan Valley Co-operative
Special Resolution**

No. R01
AGM: September 20, 2020

TRANSACTION OF BUSINESS WITHOUT A MEETING Board of Directors	“Special Resolution” Majority = 66%+
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Part 15 – Meetings of Directors
Rule 103 – Transaction of business without a meeting

Currently reads: “A resolution of the directors may be passed without a meeting if each of the directors entitled to vote on the resolution consents to the resolution in writing.”

BACKGROUND

We believe:

1. that some governance business of the Co-operative does not require the calling of a meeting in order to perform the necessary decisions, and that with the use of existing electronic formats, some general governance decisions can be conducted online;
2. that the existing rule does not allow for timely response to general governance decisions in the democratic manner all other governance business is conducted by the Board of Directors (by majority).

RESOLVED

That Slocan Valley Co-operative Association change Rule 103 to read “A resolution of the directors may be passed without a meeting if a majority of the directors entitled to vote on the resolution consents to the resolution in writing.”