



CANADIAN PROFESSIONAL RODEO ASSOCIATION

Appendix 3

Notice Amendment

SPECIAL RESOLUTION OF THE MEMBERS

OF

THE CANADIAN PROFESSIONAL RODEO ASSOCIATION (the “Association”)

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT the following amendment to the By-Laws of the Association is hereby approved:

1. By-Law 4.03 of the current By-Laws of the Association is repealed and replaced by the following:

4.03 Notice of Meeting of Members and Absentee Voting

- (a) **Notice of the time and place of a meeting of Members shall be given to Members entitled to attend the meeting by the following means:**
 - (i) **by mail, courier or personal delivery, during a period of 21 to 60 days before the day on which the meeting is to be held; or**
 - (ii) **by telephonic, electronic or other communication facility or as otherwise permitted by the Act, during a period of 21 to 35 days before the day on which the meeting is to be held;**

and any such notice shall also be published on the website of the Association.

Pursuant to section 197(1) (Fundamental Change) of the Act, a special resolution of the Members is required to make any amendment to the By-Laws of the Association to change the manner of giving notice to Members entitled to vote at a meeting of Members.

- (b) **Pursuant to section 171(1) (Absentee Voting) of the Act, a Member entitled to vote at a meeting of Members may vote by ballot mailed-in or deposited with the Association prior to the meeting if the Association has a system that:**

- (i) **enables the votes to be gathered in a manner that permits their subsequent verification, and**
- (iii) **permits the tallied votes to be presented to the Association without it being possible for the Association to identify how each Member voted.**

Pursuant to section 197(1) (Fundamental Change) of the Act, a special resolution of the Members is required to make any amendment to the By-Laws of the Association to change this method of voting by Members not in attendance at a meeting of Members.

2. Any one of the Officers and Directors of the Association is authorized to take all such actions and execute and deliver all such documentation which is necessary or desirable for the implementation of this special resolution.