



British Columbia
Library Association

**NOTICE OF SPECIAL RESOLUTION OF
THE BRITISH COLUMBIA LIBRARY ASSOCIATION**
(the "Society")

The following special resolution is proposed for approval at the special general meeting of the Members of the Society to be held on September 26th, 2018

Replacement of the Society's Bylaws

Rationale/Purpose of the Resolution

The British Columbia Library Association is legally bound to update the Society's Bylaws to ensure they are in compliance with the new BC Societies Act.

Current best practices for a Society the size of BCLA were suggested by Norton Rose Fulbright and incorporated in to the new Bylaws.

The second part of the Resolution is an incidental main motion that authorizes Norton Rose Fulbright Canada to take care of the necessary filings to transition the Society and bring the new bylaws into effect

Be it RESOLVED as special resolutions that:

1. the current Bylaws of the Society be deleted in their entirety and that the form of Bylaws attached hereto as Schedule A be adopted as the Bylaws of the Society in substitution for, and to the exclusion of, the existing Bylaws of the Society, with effect upon the electronic filing of a Transition Application with the BC Registrar of Companies; and
2. that the law firm of Norton Rose Fulbright Canada be and is hereby authorized and directed to take all actions that are necessary or desirable in carrying out the transition of the Society under the Societies Act and the replacement of the Bylaws.

Proposed replacement bylaws have been distributed.

Initiating the Resolution

BCLA Board of Directors