

## **HLF's Bylaw #1 – Request for amendment Presented to HLF's membership at its AGM, February 24, 2022**

### **Background:**

During HLF's annual review of the terms of reference for the Finance & Audit Committee (FAC), it was determined that the terms of reference were inconsistent with HLF's Bylaw #1, specifically around membership of the FAC.

To correct this oversight, a motion was passed by HLF's Governance committee in May 2021 (and subsequently approved by HLF's board) to amend HLF's Bylaw #1 membership section surrounding the FAC as outlined below to mirror the committee's terms of reference.

Membership ratification of this motion on February 24, 2022 will allow the existing FAC members -- who have successfully provided oversight to HLF's finances over the past two years -- to remain in place.

### **Request for amendment:**

On May 4, 2021, at the meeting of HLF's Governance Committee, the following was moved by Nancy Brewer, seconded by Paul Cripps:

- That HLF's Bylaw #1 (approved by its membership February 24, 2021), **section 7.6 Finance & Audit Committee** be amended from (changes noted in red italicized type)

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### **Original:**

7.6.1 Consist of at least *four (4) directors* and will be chaired by the Treasurer and may also include up to *two (2) non directors* appointed annually by the board.

### **Amended:**

7.6.1 Consist of at least *three (3) directors* and will be chaired by the Treasurer and may also include up to *four (4) non directors* appointed annually by the board.