

**RESOLUTION OF THE MEMBERSHIP TO AMEND
BY-LAW NO. 5 OF SIERRA CLUB CANADA FOUNDATION (SCCF)**

WHEREAS SCCF is a corporation incorporated without share capital under the *Ontario Corporations Act*, R.S.O. 1990, c. C.38, and is accountable through its Board of Directors to the members;

WHEREAS SCCF was incorporated on July 1, 1971, and General Bylaw No.5 was duly passed by the Board of Directors on January 22, 2014, and affirmed by the members on June 11, 2014;

WHEREAS the Board of Directors considers it in the best interests of the corporation to clarify the requirements for those who may be elected representatives to the Board and to make correcting amendments or other house keeping changes;

WHEREAS a copy of the amendment of the Bylaws is attached as Exhibit A;

WHEREAS the Amendments were PASSED by a 2/3 majority of the Board of Directors at a meeting held on the 1st day of May, 2017.

BE IT RESOLVED THAT THE AMENDMENTS ARE PASSED by a 2/3 majority of the votes cast at a meeting of members held on the 17th day of June, 2017.

Name:

Title: President

Name:

Title: Secretary

EXHIBIT A

Clause 3.2(e) is amended to

- i) delete “Region” and replace it with “Canada”;

Clause 6. Deletion as transition provisions are no longer relevant.

Clause 7. All references to “Coalition” are deleted, with appropriate grammatical changes made to the provisions in Clause 7.

Clause 8.4(a) is amended to

- i) add “and Yukon” after “British Columbia”
- ii) add “Canada” after “Atlantic”
- iii) add at the end of the provision: “a member from the Youth Class who would otherwise be a member of the British Columbia and Yukon, Prairie, Ontario, Quebec, or Atlantic Canada classes is qualified to serve as a director for those classes or for the Youth Class;