

CMC-Canada

Bylaw Review 2021

The Canadian Association of Management Consultants (CMC-Canada or the Association) is continued under the Canada Not-for-Profit Corporations Act and last updated its by-laws in 2019. As part of its governance processes, the Association periodically reviews and updates its by-laws as warranted.

The Association has conducted a review of the by-laws and identified a number of proposed changes which require director and member approval.

Due to the extensive reformatting and restructuring, it is difficult to follow the changes from the 2019 by-laws to the current draft by-laws. Versions with all changes tracked are available.

The following table presents a summary of the changes being proposed for approval:

2021 Draft Bylaw Section	2019 Bylaw Section	Explanation of By-law change proposed
1	1	“Head office in Toronto” changed to “Registered office in Toronto” to reflect CMC-Canada no longer having a physical head-office.
15 a) ii)	4 a) ii)	Added “when required by that Certifying Institute” to recognize that some members of CIs are not subject to the CI Code of Conduct.
15 d)	4 d)	Added “and the member is considered not to be in good standing for the purposes of this by-law”, providing a definition of “good standing” to support other by-law sections.
18	39	Added wording to allow annual general meetings to be held virtually.
19	40	Added wording to allow special meetings of members to be held virtually.
26	47	Added wording to allow for virtual meetings.
29	49	Added wording to address voting at virtual meetings, including the use of online polling (when a ballot is not required).
32	7	Removed reference to a director appointed by the Consulting Specialties Committees (defunct) and added an additional Director-at-Large position. Total number of directors unchanged.
34	9 d)	Removed reference to Consulting Specialties director position.
46		Added wording to allow for director meetings to be held virtually.
	35	Removed section referencing the Consulting Specialties Committees, now defunct.
		Minor wording and formatting changes were made throughout.
		The by-laws were reordered around Section headings.
		References to the “Teaming Agreement” which expired in 2018 were updated to “Memorandum of Understanding” which took effect July 1, 2018.