

By-Law Amendments

Proposal to be adopted at 2021 Annual meeting

Addition of 4.5 To Clarify By-Laws for Online Members Meetings

There is nothing specific in our by-laws preventing us from having an online meeting of the membership. Given all that has happened in 2020-21, we are explicitly clarifying that we can have an online meeting if needed.

4.5 Online / Electronic Meetings

4.5.1 In rare circumstances where in person attendance at an Annual Meeting or Membership Meeting is inadvisable or prohibited, the Board Chair and President may arrange for a meeting that is all online / electronic or provides members the option of participating online / electronically.

In such a meeting, quorum and voting provisions will be as outlined in the By-Laws for an in members meeting.

Addition of 6.6.3 to Board of Trustee Meeting By-Laws

While we have provisions to allow a few Trustees to attend a meeting virtually, we never expected that the Board might have to meet online only. We are updating our by-laws to allow Trustees to meet in this way if required.

6.6.3 In circumstances where in person attendance at a trustees meeting is impossible, inadvisable, or prohibited, the Board Chair at his/her discretion may arrange for a meeting that is all online / electronic.

In such a meeting, quorum and voting provisions will be as outlined in the By-Laws for a regular in person meeting.

Application to Amend Supplementary Letters Patent

Our 'Letters Patent' are a legal incorporation documents filed with the government that register the church and the scope of what we do. Given our expanding role of our church in working with groups in our city (for example: the micro-homes project that is providing homes for the homeless), we are supplementing our existing parameters with these legal documents.

Exhibit "A"

By-Law of **Smythe Street Cathedral Inc.** (the "Company")

BY-LAW NO. 2021-1

A By-Law authorizing an application for supplementary letters patent.

WHEREAS it is deemed desirable that the provisions of the charter of the Company be amended by supplementary letters patent;

NOW THEREFORE BE IT ENACTED and it is hereby enacted as a By-Law of the Company as follows:

1. That an application to the Director under the *Companies Act* be made and the same is hereby authorized for issuance of supplementary letters patent amending the charter of the Company by adding the following purpose:

To relieve poverty by:
 - (a) providing basic necessities of life, including food, clean water, clothing, basic furniture and/or shelter to individuals or families who are poor, of low income, or in need;
 - (b) providing financial assistance in provision of emergency residential accommodation, support, and incidental facilities to individuals or families who are poor, of low income, or in need;
 - (c) providing subsidized housing, support, and incidentals in conjunction with government departments and other social agencies to individuals or families who are poor, of low income, or in need and have been chronically homeless and hard to house due to conditions such as mental illness, addictions and compounding physical conditions; and

2. That any one of the proper officers or directors of the Company be and they are hereby authorized to make application to the Director under the *Companies Act* for supplementary letters patent amending the charter of the Company as herein set out and that they be further authorized to sign and execute all other documents and do all other acts and things necessary and desirable for carrying this by-law

into effect.

ENACTED THIS ____ day of March, 2021, by the Board of Directors.

Smythe Street Cathedral Inc.

Per: _____
Verner Drost, President

Per: _____
Lisa Munn, Secretary

Certified to be a true copy of By-Law No. 2021-1 of the By-Laws of Smythe Street Cathedral Inc. duly enacted at a meeting of the Board of Directors of the said Company held on the ___ day of January, 2021, and duly approved, ratified, sanctioned and confirmed by a majority of the members at a meeting of the members of the said Company called and duly held for the purpose of considering the same on the ____ day of March, 2021, at which meeting a quorum of the members of the Company were present in person, and that the said By-Law is still in force and effect, unamended.

DATED this ____ day of March, 2021.

Smythe Street Cathedral Inc.

Per: _____
Lisa Munn, Secretary