

**Editors' Association of Canada/Association canadienne des réviseurs  
Minutes of Special General Meeting  
Victoria University in the University of Toronto  
Northrop Frye Hall, Room 003  
June 11, 2005, immediately following the AGM**

**1. Call to order**

The special general meeting of members of the Editors' Association of Canada was called to order by the newly elected president, Maureen Nicholson, at 5:50 p.m.

**2. Approval of agenda**

MOVED by Tom Vradenburg, seconded by Rosemary Tanner, to approve the agenda as presented.  
CARRIED.

**3. Motion to amend section 4.3 of Bylaw No. 1 (Constitution)**

MOVED by Faith Gildenhuis, seconded by Greg Ioannou, that the wording of section 4.3 of the constitution be amended to read as follows:

*The Executive Council shall consist of the President, Vice-President, Secretary, Treasurer and such directors as the membership may by resolution from time to time determine.*

Faith explained that the purpose for this and the other proposed changes is to bring the constitution into consistency with longstanding EAC practice. Now that restructuring is complete, the constitution needs to be amended in this minor way, replacing “officers and committee chairs” with “directors”.

CARRIED.

**4. Motion to amend section 4.4 of Bylaw No. 1 (Constitution)**

MOVED by Faith Gildenhuis, seconded by Jennie Worden, that the wording of section 4.4 of the constitution be amended to read as follows:

*The members of the Executive Council shall be elected annually by the members at the annual general meeting, except that branch representatives shall be elected by their branch members. All Executive Council members shall serve until their successors have been elected. In the event of a vacancy on the Executive Council due to resignation or any other cause, the remaining Executive Council members may appoint a replacement to serve until the next general meeting.*

Faith explained that the purpose of this amendment is to clarify that branch representatives are not elected at the AGM, which the prior wording had implied but which has not been the case in practice.

There was some discussion of whether this new wording implies that the national executive council would replace branch representatives who had resigned. Faith explained that the normal course of action would be for the branch to elect or appoint a replacement, although this text implies that in a case where a branch is incapable of selecting its own replacement, an executive council would have the prerogative to do it for them if necessary. CARRIED.

**5. Motions from the floor**

There were no motions from the floor.

**6. Adjournment**

MOVED by Jennie Worden to adjourn. The meeting was adjourned at 6:22 pm.