

SUGGESTED CONSTITUTION CHANGES - 2025

1. Merge Audit & Risk Committee
 2. Merge Finance & Investment Committee
 3. Remove Social & Ethics Committee as mandatory (establish when required)
 4. Reduce number of Board meetings from 10 to 6 per annum
 5. Change Council structure to include provision for SDN etc.
 6. All Council members to sign disclaimer when joining Chamber
 7. Remove Board Compliance Officer obligation
 8. Remove Vetting Committee
 9. Board chooses to admit past presidents as Honorary members (remove obligation to do so)
 10. Establish criteria/remediation period/exit for Board member non-performance
 11. Board review process (see separate attachment)
 12. Include annual succession planning session
 13. Board term and rotation system - mandatory requirement for Board members to offer to step down every five years (including President). It is then up to the Board or Council (if that is what the Chamber prefers) to decide whether to accept this offer or to request they stay on for another five years. These five-year intervals are not meant to force change at the Board level, but to provide the opportunity for members to step down graciously at set intervals. Unlike private companies, where Boards are dominated by shareholders who have no obligation to vacate their position, this approach provides space for renewal on volunteer Boards. It eliminates the potential for accusations of "capture" within Boards, but most importantly it implicitly suggests to Board members that their tenure is in periods of five years.
 14. All Board members have to have served at least two years before accepting an EXCO nomination.
 15. Brand new elected Board members do not vote for EXCO (term ratified only at AGM). Existing members re-elected will still finish their term and are eligible to vote.
 16. Include CEO as Board member with voting rights (linked to employment contract term)
 17. Remove obligation for Yearly General Meeting for Chapters
 18. Updated org chart
-