



UARctic Assembly Meeting / Quebec City, Canada / May 2023

## **Agenda item: 12**

### **Proposal – Approval of Amendments to the Bylaws**

**Proposal:** The Executive Committee (Toyon) proposes that the Assembly make the following decisions:

*The Assembly approves the amendments to UARctic Bylaws as presented.*

**References:** [UARctic Constitution](#) / Article 10 – Annual Assembly

[UARctic Bylaws](#) / Section 8 – Amendments to the Bylaws

[UARctic Bylaws – Amendments 2023](#)

#### **Background:**

In their meeting in April 2022, the UARctic Board established a Task Force to review and renew the UARctic Bylaws. The Task Force has been working over the year 2022-23, and the Board approved the amendments in their meeting in April 2023, to be proposed to the Assembly.

Most of the proposed amendments are to clarify the procedures, update outdated information in the leadership structure, or to clarify the structure of the Bylaws. In addition, amendments are proposed to update the Bylaws to follow the proposed amendments of UARctic Constitution. The proposed changes are marked in the version linked above with red colour. The amendments to the content are the following:

2.6 Resignation and Removal of Members: If a former member organization re-applies for membership, Toyon could make an interim approval decision, to be confirmed by the following Assembly meeting.

3.1.3 Committees of the Assembly: Removing the Avatitsinni Committee. In the recent renewal of the UARctic's leadership structure, and in discussions between the Avatitsinni and Vice-President Indigenous, it is proposed that the Avatitsinni Committee would not be connected to the Assembly in the future, but their role would be to advise UARctic leadership.

3.2 Meetings of the Assembly: Amendment to allow organizing the Assembly meetings fully online. The previous wording allowed only physical or hybrid. This is in line with the recent amendment to Finnish Associations Act.

In the same section 3.2: Removing the proxy voting option. The members who can't join the meeting on site have a possibility to vote in advance.

Also in 3.2: Secretary General and Board Chair to be invited to the Assembly meetings as ex officio (non-voting) members. They both are association signatories (similar to President), so similar rules would apply to them as well.

4 UARctic Board: Clarification on the terms of the Board Chair – would be eligible for three terms, comparable to Board Officers who can serve maximum three terms.

4.3 Board Meeting Participants: Incumbent (current) Assembly Chair to be invited to the Board meetings, not the chair of the previous Assembly meeting.



5.1 President: Adding the role of Vice-President Indigenous as a “mandatory” role in to be included the senior management.

5.3 Other Administrative Bodies: Removed the paragraph on the Vice-President Indigenous (outdated information).

In addition to the amendments listed above, the proposal includes other small amendments, such as clarifications in wording, reorganizing the information and updating the terms or structures to be consistent with other UArctic documents.

**Rationale:**

UARctic Constitution, Article 10 – Annual Assembly

*The annual Assembly approves the Bylaws of the association and their amendments, in which detailed provisions and guidelines regarding the activities of the association are issued. The Bylaws and any amendments thereto shall be approved by a two-thirds (2/3) majority vote.*

UARctic Bylaws, Section 8 – Amendments to the Bylaws

*Any decision to amend the UArctic Bylaws must be taken during a meeting of the Assembly.*

*Amendments to these bylaws can be proposed by members of the Assembly or members of the Board. Notices of proposed amendments are circulated to all members at least thirty days prior to the meeting of the Assembly at which they are to be acted on.*

*Amendments to the UArctic Bylaws, which directly lead to amendments in the UArctic Constitution, would only come into force after the proposed constitutional change has been included in the official registry of associations.*

*Decisions on these bylaws and any proposed amendment shall be approved by a two-thirds majority vote.*