



Info Package: Special General Meeting to Vote on Proposed Amendments to the Bylaws

Thursday, March 5, 2026 at 4:00 PM PT / 7:00 PM ET

Location: Online via Zoom

How to Participate in the Special General Meeting

IPAC will hold a Special General Meeting of Members for the purpose of considering and voting on proposed amendments to the Corporation's Articles and Bylaws. This meeting will take place entirely online to support accessible participation for members across Turtle Island.

This meeting is a formal decision-making meeting. Members are encouraged to review the proposed amendments in advance and attend prepared to cast their vote.

Please see the official [Notice of Special Meeting of Members](#) for details.

Date: Thursday, March 5, 2026

Time: 4:00 PM PT / 7:00 PM ET (please make note of timezones)

Attendance:

Zoom (Registration Required)

Registration closes at 8:59 PM PT / 11:59 PM ET on March 1, 2026

Register [here](#).

Once registered, participants will receive a confirmation email containing the Zoom link. Please do not share this link to maintain security and privacy. **If you have not received your Zoom link by March 1, 2026 please contact info@ipacamic.ca.**

All registrants are expected to have read the official [Notice of Special Meeting of the Members](#).

Purpose of the Meeting:

Members will be asked to consider and, if thought appropriate, pass a consolidated special resolution approving:

1. The Articles of Amendment; and
2. The Amended and Restated Bylaw.

These documents are interconnected and designed to operate together.

I. **Agenda**

1. Call to Order
2. Confirmation of Quorum
3. Appointment of Chair and Recording Secretary (if required)
4. Overview of Proposed Amendments
5. Motion to Approve the Consolidated Special Resolution
6. Voting Period (ElectionBuddy Opens)
7. Announcement of Results (by membership class)
8. Adjournment

II. **Voting Process**

1. Members will vote on a single consolidated special resolution.
2. Voting will be conducted separately by membership class, and results will be recorded by class in accordance with the *Canada Not-for-profit Corporations Act* (the “CNCA”).
3. Pursuant to section 197 of the CNCA, amendments to the Articles require approval by special resolution of the members.
4. Where an amendment affects a class of members, section 199 of the CNCA requires that each affected class vote separately as a class, even if that class does not otherwise carry voting rights.
5. For the resolution to pass, **each membership class must independently approve the motion by special resolution**, as defined in IPAC’s current Bylaw.
6. Under IPAC’s Bylaw, a special resolution requires approval by not less than two-thirds (2/3) of the votes cast by members of that class present or represented by proxy and entitled to vote.
7. If any class does not achieve the required threshold, the resolution fails.

III. **Voting Administration**

1. The bylaw vote will be conducted entirely online during the Special General Meeting of Members, held via Zoom.
2. Voting will be securely facilitated using ElectionBuddy software.
3. There will be no paper ballots. Voting will take place live during the meeting to ensure accessibility, transparency, and compliance with IPAC’s Bylaws and the CNCA.
4. Members logged into the Zoom meeting will receive instructions to access the voting platform when the vote opens. Voting will occur during a defined voting window announced by the Chair during the meeting.
5. Members must be present at the Special General Meeting, either directly or by proxy, in order to vote.

IV. **Proxy Voting**

1. Members who are unable to attend may appoint a proxy to vote on their behalf. Proxy designations must be submitted by email to info@ipacamic.ca no later than February 27, 2026 at 11:59 PM ET. Approved proxy assignments will be administered through the

electronic voting system. IPAC will verify all proxy submissions prior to issuing ballots. Proxy authority is non-transferable.

2. IPAC reserves the right to accept proxies submitted after this time at the meeting.

V. **Vote Oversight:** Votes will be securely recorded through ElectionBuddy. Results will be verified and documented to ensure transparency and integrity in the voting process. Aggregate results will be shared with members during the meeting.

VI. **Quorum:** Quorum for the Special General Meeting shall be as defined in IPAC's current Bylaw.

VII. **Effect of Approval**

If approved:

- The Articles of Amendment will be filed with Corporations Canada pursuant to section 201 of the CNCA and will take effect on the date shown in the Certificate of Amendment.
- The Amended and Restated Bylaw will replace the current Bylaw in full and will govern the internal affairs of the Corporation going forward.

Schedule B — Articles of Amendment

This Schedule contains the proposed Articles of Amendment to the Corporation's Articles under the *Canada Not-for-profit Corporations Act* (the "CNCA").

Pursuant to section 197 of the CNCA, amendments to the Articles require approval by special resolution of the members.

Where an amendment affects a class or group of members, section 199 of the CNCA requires that each affected class vote separately as a class, even if the class does not otherwise carry voting rights.

If approved in accordance with the CNCA, the Articles of Amendment will be filed with Corporations Canada and will become effective on the date shown in the Certificate of Amendment issued under section 201 of the CNCA.

Schedule C — Amended and Restated Bylaw

This Schedule contains the proposed Amended and Restated Bylaw of the Corporation.

Pursuant to section 152 of the CNCA, a by-law amendment requires confirmation by special resolution of the members.

If approved, the Amended and Restated Bylaw will replace the current Bylaw in its entirety and will govern the internal affairs of the Corporation going forward.