

Proposed Bylaw Amendments for Member Consideration

May 13, 2026

To the Members of Riverbend Co-operative Ltd:

These proposed bylaw amendments will be presented to members for approval at the upcoming Annual General Meeting on May 13, 2026, at 7:00 at the Outlook Legion Hall. The Board recommends their adoption to ensure the Co-operative remains compliant, effective, and representative as it evolves.

1. Bylaw 4.01.1 – Electronic and Hybrid Member Meetings

Purpose:

To formally authorize electronic and hybrid formats for member meetings, including the AGM.

What this change does:

- Permits general meetings of members to be held electronically or in a hybrid format.
- Confirms that members attending electronically are counted for quorum, debate, motions, and voting.
- Allows secure electronic voting.
- Authorizes the Board to establish procedures for registration, authentication, and managing technical issues.
- Requires meeting notices to include instructions for electronic participation.

Why this matters:

This amendment aligns the bylaws with current practice, improves accessibility for members across the trading area, and reduces the risk of technical non-compliance.

New Bylaw to be added: 4.01.1 Electronic and Hybrid Meetings

Notwithstanding section 4.01, the Co-operative may hold general meetings of members, including the Annual General Meeting, by electronic means or as a hybrid meeting that includes both a physical location and electronic participation.

- a. Members attending electronically shall be deemed present for purposes of quorum, debate, motions and voting.
- b. The technology used must allow members to communicate adequately with each other during the meeting.
- c. Voting may be conducted electronically, provided the method ensures security, confidentiality, and accurate recording of votes.
- d. The Board shall adopt procedures regarding registration, credential verification, voting, and managing technical failures.
- e. Notices of meetings shall include instructions for electronic participation when applicable.

2. Bylaw 6.13.1 – Associate Appointments from Newly Acquired Locations

Purpose:

To allow the Board to appoint Associates from newly acquired or expanded trading areas, even if they do not yet meet standard eligibility requirements.

What this change does:

- Allows appointment of Associates from new trading areas following acquisitions or expansions.
- Appointments are for up to one year unless renewed by the Board.
- Associates are not Directors, do not count toward quorum, and may not vote at Board meetings.
- Associates may not stand for election as Directors until all eligibility requirements are met.
- Supports representation, integration, and leadership development in new communities.

Why this matters:

This amendment ensures new communities have a voice during periods of growth while maintaining full compliance with the Saskatchewan Co-operatives Act.

New Bylaw to be added: 6.13.1 Associate Appointments from Newly Acquired Locations

Notwithstanding subsection 6.13(b), the Board of Directors may appoint as an Associate any individual who becomes a member of the Co-operative as a result of an acquisition, amalgamation, or expansion into a new trading area, even if that individual does not yet meet the eligibility requirements set out in section 6.01.

- a. Such Associates shall be appointed for the purpose of ensuring representation, community integration, and succession development for the newly added trading area.
- b. Associates appointed under this subsection shall have the same rights and responsibilities as other Associates under section 6.13, except they shall not be eligible to stand for election as Director until they meet all requirements under section 6.01.
- c. These Associates shall not form part of quorum, may not vote at Board meetings, and shall not be considered Directors under the Act.
- d. Appointment under this subsection shall not exceed one year unless renewed by resolution of the Board.

Further to this, we are proposing one additional change for the minimum age to be a Co-op Member to be 14;

3. Bylaw 3.01 – Membership Eligibility (Minimum Age)

Purpose:

To align the minimum age for membership with circumstances in which individuals may legally enter the workforce, and to ensure all eligible employees are able to become members of the Co-operative.

What this change does:

- Reduces the minimum age for membership eligibility from 15 to 14
- Recognizes that individuals may legally enter the workforce at age 14 under certain conditions

- Allows employees who meet employment requirements to become members
- Ensures equal access to employee programs that are linked to membership

Why this matters:

In certain circumstances, individuals are permitted to enter the workforce at 14 years of age under applicable employment requirements. Riverbend encourages all employees to become members of the Co-operative. The current bylaw prevents some employees who have legally entered the workforce from holding membership, which can limit their participation in employee-related programs. This amendment supports inclusion and consistency while maintaining appropriate governance safeguards.

Amendment to Existing Bylaw: 3.01 Membership:

3.01 Subject to paragraph 3.02, any person who can use the services of the Co-operative and who, in the case of an individual, is ~~15~~ **14** years of age or older, is eligible to become a member of the Co-operative.