

## MEMORANDUM

**To:** PSO Senior Volunteers and Staff  
**From:** Rob Newman, President & CEO, Sport BC  
**Date:** Tuesday, April 2, 2013  
**Subject:** 2013 Sport BC Annual General Meeting

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Dear Members,

Sport BC is pleased to announce the 2013 Sport BC Annual General Meeting.

**Date:** Saturday, June 1, 2013  
**Time:** 8:15 am – 9:00 am – Registration and Continental Breakfast  
9:00 am – 12:00 Noon – Annual General Meeting  
**Location:** Holiday Inn Hotel & Suites Vancouver Downtown  
1110 Howe Street  
Vancouver, BC V6Z 1R2  
Phone: 604.684.2151 / Toll Free: 800.663.9151  
Reservations: [reservations@hivancouverdowntown.com](mailto:reservations@hivancouverdowntown.com)

In preparation for the 2013 Sport BC Annual General Meeting, the following documents are included in this package:

1. Board of Directors Nomination Information
2. Special and Board Resolution Procedures Information
3. Special and Board Resolution Form
4. 2013 Annual General Meeting Registration Form

Please note:

- The deadline for submitting Special Resolutions is Tuesday, April 9, 2013
- The deadline for submitting Board of Directors Nominations is Thursday, May 2, 2013
- The deadline for submitting Registrations for the Annual General Meeting is Friday, May 17, 2013
- Please contact Erin Sorge at [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com) if you wish to receive a copy of the draft 2012 Annual General Meeting minutes or Sport BC Constitution and By-Laws.

KG:sr

Enclosures

## Sport BC Nomination Process and Application

The Sport BC bylaws state that "Only individuals nominated and seconded by a Full member, or by a Director, shall be eligible to hold office. Nominations must be received by the Society, with an indication of acceptance by the Nominee, no later than 30 days before the date of the Annual General Meeting." (Article 4, Section 2 ii).

The Sport BC Board of Directors is working on amendments to the bylaws which will propose a reduction in the size of the Board and changes to the Committees of the Board. These changes will be circulated by Wednesday, April 10, 2013 and will be voted on at a Special General Meeting called for that purpose on Wednesday, March 15, 2013. The rationale for the reduction in the size of the Board is to keep up with current best practices and to ensure Board selection and management processes which are appropriate for the organization.

### Current Board Members

Board Member	Last Elected	Term Expires	2013 AGM
Twyla Ryan (Chair)	2012	2013	Not standing for re-election
Irene Schell (Vice Chair)	2012	2012	Not standing for re-election
Stu Ballantyne	2011	2013	Not standing for re-election
Jack Miller	2011	2013	Not standing for re-election
Bjorn Osieck	2011	2013	Not standing for re-election
Brock Turner	2011	2013	Standing for re-election
Carey Dillen (Vice Chair, Finance & Audit)	2012	2014	
Kimberly Gilhooly	2012	2014	
Heather Turner	2012	2014	
Vacant		2014	
Vacant		2014	
Vacant		2014	

### Nominations Timeline

Note that all duly nominated individuals will be put forth for consideration for election to the Board by the membership. As outlined in the bylaws, candidates must be nominated and seconded by full members of Sport BC or a Director, nominations must be accepted by the candidates, and nominations must be received 30 days prior to the Annual General Meeting. Interested parties must submit nominations by **Thursday, May 2, 2013**. Note that the change in bylaws at the 2011 AGM means that nominations are not accepted from the floor.

After the Special General Meeting on Wednesday, May 15, 2013, updated information about the numbers of positions up for election at the 2013 AGM will be circulated. Note that both the Chair and Vice Chair positions will be up for election at the AGM. The number of Director-at-Large positions and the length of terms will depend on the outcome of the Special General Meeting.

### **Nomination Process**

- Candidates for the Sport BC Board must be nominated and seconded by full members of Sport BC.
- Nominated individuals must meet the criteria outlined in this package and in article 4, section 2 iii of the bylaws (as noted on page 3 of this package).
- Once a nomination is received, a member of the Sport BC Governance Committee will contact the individual to provide an overview of the Board operations and commitment (see below for general overview) and discuss the individual's potential role on the Board.
  - The nomination and election process will also be reviewed with every candidate.
  - Individuals can then determine if they want to stand for election.
- Note that all duly nominated individuals will be put forth for consideration for election to the Board by the membership at the Annual General Meeting.

### **Submitting a Nomination**

Nominations to the Sport BC Board of Directors are accepted from both the membership and the Board itself. There is a historical effort to seek balance on the Board with regard to background and profession to maintain a business – sport blend.

Please submit the following by **Thursday, May 2, 2013** to Erin Sorge at [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com):

- Completed Nomination Form (see attached)
- A current résumé and 250-word biography which highlight the nominee's career, education, sport management and volunteer experience / achievements and other relevant achievements or experience.
  - Note that the 250-word biography will be used in the AGM package to announce nominees to the Board; if it is longer than 250 words, it will be edited.

## **Information for Individuals Considering a Position on the Sport BC Board**

### **Sport BC Board members are:**

- Individuals who believe in the value of sport.
- Supportive of the purpose, vision, and strategic plan of the Society (for copies of these please contact Erin Sorge at [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com)).
- Able and willing to make the time commitment to the Society (see below for general information).
- And in accordance with the bylaws, article 4, section 2 iii meet the following eligibility criteria:
  - No person is qualified to become or to act as a Director who:
    - a) is under the age of 19 years;
    - b) is found to be incapable of managing such person's own affairs by reason of mental infirmity;
    - c) is an undischarged bankrupt; or
    - d) unless the court orders otherwise, has been convicted in or out of British Columbia of an offence:
      - (a) in connection with the promotion, formation or management of a corporation or a society;
      - (b) involving fraud; or
      - (c) which is an indictable offence in Canada or, if the offence occurred outside of Canada, which would be considered an indictable offence under the laws of Canada had the offence occurred in Canada.

### **Commitment of Board Members**

Each Board member is viewed as an advisor and connector for the organization. Board members are expected to:

- Review required materials in advance of all meetings
- Participate in Board Meetings (3-6 per year – 3 in person, including one in conjunction with the AGM, the remained by conference call)
  - Participate on a Committee (Standing or Ad hoc), as deemed necessary, including attendance at committee meetings (approx. 4 per year):
    - Finance and Audit
    - Governance
    - Human Resources
- Attend other Society functions as required (2-3 per year)
- Promote and support the work of Sport BC
- Make themselves available to the membership and the society, as necessary; and
- Represent Sport BC on other affiliate organizations board or directors, as deemed necessary. (These may include SBC Insurance, All Sport Insurance, KidSport Canada and sport sector committees)

For an outline of the specific duties and responsibilities of the Chair and Vice Chair, please refer to the Constitution and Bylaws (section 5.2 to 5.2.2) which are available on the Sport BC website.

### **Operations of the Board**

The Sport BC Board is a policy board. Day-to-day operations are the responsibility of the staff of Sport BC. The Board's responsibilities include:

- Appointment, assessment, and evaluation of the President & CEO or senior staff;
- Approval of the Society's strategic plan including monitoring of its implementation;
- Policy development and compliance;
- Financial oversight and risk management;
- Establishing key connections in relation to partnership development and high level strategic advancement of Sport BC's key mandate;
- Responding to issues that impact the members and/or on behalf of the members;
- Public relations activities; and
- Representing the Society on related boards and committees as determined by the Board.

**Nominations to the Sport BC Board are to be submitted by 4:00 pm on Thursday, May 2, 2013 to [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com).** For further information, contact the Sport BC office at 604.333.3422 or Erin Sorge at [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com).

For information about current Board members and for more information about Sport BC, visit our website: [www.sportbc.com](http://www.sportbc.com).

For a copy of the *Constitution and By-laws*, please contact our office or see [sportbc.com](http://sportbc.com).

## BOARD OF DIRECTORS NOMINATION FORM

### Position(s) Available:

Chair       Vice Chair       Director-At-Large

As per Section 4.2.ii of Sport BC's By-Laws, "Only individuals nominated and seconded by a Full member, or by a Director, shall be eligible to hold office. Nominations must be received by the Society, with an indication of acceptance by the Nominee, no later than 30 days before the date of the Annual General Meeting."

**Nominee** \_\_\_\_\_

Sport BC Member Association (if any) \_\_\_\_\_

Address \_\_\_\_\_

City \_\_\_\_\_ Postal Code \_\_\_\_\_

Phone (Work) \_\_\_\_\_ Phone (Home) \_\_\_\_\_

Cell \_\_\_\_\_ Email \_\_\_\_\_

I accept this nomination for a position of the Sport BC Board of Directors, as specified above.

Nominee Signature \_\_\_\_\_

Please include a current résumé and 250-word biography which highlight the nominee's career, education, sport management and volunteer experience / achievements and other relevant achievements or experience. Note that the 250-word biography will be used in the AGM package to announce nominees to the Board; if it is longer than 250 words, it will be edited.

**Nominator** \_\_\_\_\_

Nominator's Association \_\_\_\_\_

Phone \_\_\_\_\_ Email \_\_\_\_\_

**Name of Secunder** \_\_\_\_\_

Secunder's Association \_\_\_\_\_

Phone \_\_\_\_\_ Email \_\_\_\_\_

Please complete and return to Sport BC no later than 4:00 pm on **Thursday, May 2, 2013** by Fax (604.333.3401) or Email ([Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com)) or by mail to:

Sport BC  
Attention: Erin Sorge  
295 – 3820 Cessna Drive, Richmond, BC V7B 0A2

**SPECIAL / BOARD RESOLUTION PROCEDURES  
SPORT BC 2013 ANNUAL GENERAL MEETING**



**Special Resolutions:**

Special Resolutions are those which propose changes to the Constitution and By-Laws. Please note the following paragraphs from the Sport BC Constitution.

- 8.2.1 The Constitution and By-Laws of the Society shall not be altered or added to, except by special resolution as defined in the Society Act.
- 8.2.2 Notice of special resolutions to amend the constitution and/or By-Laws must be sent to the registered address of the Society at least sixty (60) days prior to the date of the general meeting.
- 8.2.3 Notice of special resolution to amend the constitution and By-Laws must be provided to the members forty-five (45) days prior to the date of the general meeting.
- 8.2.4 Approved amendments shall be effective on the date of acceptance by the Registrar of Companies for British Columbia, or at a later date specified in the special resolution.

**Deadlines for Special Resolutions:**

Tuesday, April 9, 2013:

Members submit Special Resolutions to Sport BC, the Society

Wednesday, April 17, 2013:

Sport BC circulates proposed amendments to Members

**Resolutions to the Board of Directors:**

- These resolutions provide direction and support for the Board.
- Resolutions will be considered at the 2013 Annual General Meeting under the following conditions:
  - a) Resolutions have to be submitted with sufficient information, statistics, data, etc. to enable a Committee of the Board to process the Resolution.
  - b) Resolution submission form must be completed in its entirety.
  - c) At the Annual General Meeting resolutions that have been distributed to the membership will be brought to the floor first.
  - d) Resolutions arising from business at the Annual General Meeting will be considered at the meeting with the consent of members present.

**Deadline for Directors' Resolutions:**

Resolutions and recommendations may be submitted up to the meeting date.

SPORT BC 2013 ANNUAL GENERAL MEETING  
RESOLUTION FORM



Special Resolution                       Resolution to the Board of Directors

*(Please type or print clearly)*

MEMBER ORGANIZATION:

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MOVED BY:

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(Name and Title)

SECONDED BY:

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(Name and Title)

WHEREAS \_\_\_\_\_

---

AND WHEREAS \_\_\_\_\_

---

BE IT RESOLVED THAT \_\_\_\_\_

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Special Resolutions should reference the paragraphs in the Constitution and By-Laws which are to be changed and should include the proposed new wording.

**IMPORTANT DEADLINES:**

**Tuesday, April 9, 2013**

**Wednesday, April 17, 2013**

**for members to submit Special Resolutions to Society**

**for Special Resolutions to be circulated to members**

**Please return any Resolutions before deadline to:**

Attn: Governance/Erin Sorge, Sport BC  
Suite 295, 3820 Cessna Drive, Richmond, BC, V7B 0A2  
Ph. 604.333.3422 / Fax 604.333.3401  
Email: [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com)



**2013 ANNUAL GENERAL MEETING REGISTRATION**

**Voting (Full) Members**

Member Organization \_\_\_\_\_

Name of President / Chair\* or Designate\*\* \_\_\_\_\_

Position Title \_\_\_\_\_

Signature \_\_\_\_\_

**Associate or Affiliate Members**

Member Organization \_\_\_\_\_

Delegate Name \_\_\_\_\_

Position Title \_\_\_\_\_

**Additional Non Voting Delegates**

Name \_\_\_\_\_ /Title \_\_\_\_\_

Name \_\_\_\_\_ /Title \_\_\_\_\_

Name \_\_\_\_\_ /Title \_\_\_\_\_

Please complete and return to Sport BC no later than **Friday, May 17, 2013** to:

Sport BC  
Attention: Erin Sorge  
295 – 3820 Cessna Drive  
Richmond, BC V7B 0A2  
Fax: 604.333.3401  
Email: [Erin.Sorge@sportbc.com](mailto:Erin.Sorge@sportbc.com)

\*official voting delegate

\*\* If the President / Chair is not attending the Annual General Meeting, he/she must affix his/her signature thereby authorizing the above-noted Designate voter.