

MEMORANDUM

To: PSO Senior Volunteers and Staff
From: Rob Newman, President & CEO, Sport BC
Date: Tuesday, April 12, 2016
Subject: 2016 Special Resolutions & Board of Director Nominations

Dear Members,

Sport BC is pleased to announce the 2016 Sport BC Annual General Meeting.

Date: **Saturday, May 28, 2016**

Time: 8:15 am – 9:00 am – Registration and Continental Breakfast
9:00 am – Noon – Annual General Meeting

Location: **BCIT Downtown Campus**
555 Seymour Street Vancouver, BC V6B 3H6

In preparation for the 2015 Sport BC Annual General Meeting, the following documents are included in this package:

1. Notice to Members of Special Resolution
2. Board of Directors Nomination and Election Information
3. Registration Form

Please note:

- **The deadline for submitting Board of Directors Nominations is Thursday, April 28, 2016.**
- **The deadline for submitting Registrations for the Annual General Meeting is Friday, May 13, 2016.**

Please contact Christine Wong at christine@sportbc.com if you wish to receive a copy of the draft 2014 Annual General Meeting minutes or Sport BC Constitution and By-Laws.

Notice of Special Resolution to amend the Constitution and By-Laws

This serves as Notice of Special Resolution to amend the Constitution and By-Laws as per by-law 8.2.3 provided to the members forty-five (45) days prior to the date of the general meeting.

The By-Laws of Sport BC (last amended May 15, 2013) state in section 8.2 the process for amendment to Constitution and By-Laws.

8.2 Amendment to Constitution and By-Laws

- . 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.

Special Resolution #1

Whereas: The following motion was passed at the AGM in May 2015: *That the Board of Sport BC undertake a review to determine how to best involve those provincial organizations that are not currently eligible for Sport BC membership and that have goals and mandates aligned with Sport BC.*

And the current bylaw 2.2.1 is:

- 2.2.1 A Voting Member must be a) the society or corporation that is most closely identified with, and carries the most influence in, coordinating a sport throughout British Columbia, or b) a federation of societies or corporations which coordinates a specific aspect of sport involving more than one discipline throughout British Columbia, as determined by the Directors.

The Directors and the Governance Committee have reviewed the membership bylaws. The Directors present the following motion for consideration by the members.

MOTION: To replace 2.2.1 as follows:

- 2.2.1 The Provincial Sport Organization in British Columbia recognized under the authority of the Canadian National Sport Organization for that sport is eligible to be a voting member, if approved by the Directors.

and to add 2.2.2 as follows:

- 2.2.2 A BC registered society, organization or corporation operating as a Multi Sport Organization which coordinates a specific aspect of sport throughout British Columbia is eligible to be a member, if approved by the Directors.

Special Resolution #2

Whereas: The members are given the opportunity to consider Special Resolution # 1 above. Should the members pass Special Resolution # 1, the members will have to decide if the Multi Sport Organization membership category (as described in 2.2.2) is a voting member.

The Directors present the following motion for consideration by the membership.

MOTION: To add 2.2.3 as follows:

2.2.3 The Multi Sport Organization membership as stated in 2.2.2 is a voting member.

BOARD OF DIRECTORS NOMINATION PROCEDURES

The Governance Committee is responsible for the nominating procedures. The duties of the Governance Committee as they relate to the nominating procedures are outlined in the By-Laws as follows:

6.3.6.2. The Governance Committee shall:

- a. Consist of three (3) Directors, including the Chair of the Board, plus the President & CEO (ex-officio non-voting). The Board may appoint additional persons whose expertise or background will, in the opinion of the Board of Directors, help the Governance Committee do its work;
- b. Develop and annually update a plan for the composition of the Board of Directors which takes into consideration the then current strengths, skills and experience of the Board members and the strategic direction of the Society;
- c. Recommend potential candidates for election as Directors, in compliance with the Nominating Guidelines which may be in effect from time to time;

(Article 4.2.ii - By-Laws, Approved at the Annual General Meeting, May 17, 2013 – Sport BC Constitution)

Only individuals nominated and seconded by a Full Member, or by a Director, shall be eligible to hold office. Individuals duly nominated and seconded and/or their representative shall be permitted to speak to the nomination.

Election Committee:

- An Election Officer appointed by the Governance Committee chair will preside over the election. Two witnesses will be appointed by the Governance Committee to assist and ensure the accuracy of the presiding Election Officer's validation and tabulation. These three individuals will be the Election Committee.

Ballot Distribution and Nominee Information:

- A biographical description of each candidate shall be submitted by the nominator to the Nominating Committee. This submission will represent the candidate's and nominator's address to the membership.

BOARD OF DIRECTORS NOMINATION

Position(s) Available:

- Chair (3-year term)**
- Vice-Chair (3-year term)**
- Director-at-Large (2-year term)**
- Director-at-Large, Finance and Audit (2-year term)**
- Director-at-Large (1-year term)**

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 (W): _____ Phone (H): _____

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 resume and a 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: _____

Secunder: _____

Secunder's Association: _____

Phone: _____ Email: _____

Please complete and return to Sport BC no later than Thursday, April 28, 2016:

Christine Wong, Executive Assistant: christine@sportbc.com

ANNUAL GENERAL MEETING REGISTRATION

Voting (Full) Members

Member Organization: _____

Name of President / Chair* or Designate** : _____

Signature: _____

Associate or Affiliate Members

Member Organization: _____

Delegate Name: _____

Additional Non-Voting Delegates

Name, Title: _____

Name, Title: _____

Name, Title: _____

Please complete and return to Sport BC no later than Friday, May 13, 2016 to:

Christine Wong, Executive Assistant: christine@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.