

RICHMOND JETS MINOR HOCKEY ASSOCIATION
(the "Association")

NOTICE OF THE 2020 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2020 Annual General Meeting of the Association will be held on Friday, June 19, 2020 via Zoom video conference for the following purposes:

- (1) To review the March 31, 2020 fiscal year-end financial statements of the Association;
- (2) To approve the minutes of the 2019 Annual General Meeting;
- (3) To approve the minutes of the 2019 Special General Meeting;
- (4) To initiate the election of a President for the ensuing year; and
- (5) To initiate election of either 2 or 3 Directors each for two year terms.

The Board of Directors consists of 15 directors (including the President). The President is elected for a one-year term and all other Directors are elected for two-year terms. The office of President will be vacant by virtue of the expiry of the one-year term. The remaining vacancies result from the mid-term resignations of Jennifer Barha and Bapinder Dosanjh. One of the vacant Director positions was temporarily filled by the appointment of Bruce Ratzlaff and the other remains open.

The following candidates are seeking election as President:

President: Eric Bernal
Pam Allen

The following candidates are seeking election as Directors:

Directors: Bruce Ratzlaff
Jim Sutherland
Don Soo

Please note that if Eric Bernal or Pam Allen are successfully elected as President there will remain three vacancies on the Board. If a Member who is not currently on the Board is elected as President, only two vacancies will remain.

In order to assist in the preparation of ballots, if you intend to seek election either as a Director or as President, we ask that you forward your name to Tina O'Connor at registrar@richmondjetsmha.com along with a brief bio for inclusion on our website and election ballot. Nominations will also be accepted during the meeting. Deadline for inclusion of the candidates' bio on our website will be 12:00 noon, Thursday, June 11, 2020.

Please be aware of the eligibility requirements for election of Directors and President. The relevant provisions of the *Societies Act* and the Association's Bylaws are reproduced below.

Only Members in good standing with the Association and invited guests will be entitled to attend the meeting.

This will be a virtual meeting with invitations sent to each member at their email address on file with the Association. The meeting will be presented in webinar format with attendees able to listen to the presentation and ask questions via the Zoom chat function. The financial statements will be available to Members on the Association's website in advance of the meeting. Members may submit questions in advance of the meeting via email delivered to elections@richmondjetsmha.com. The question and answer portion of the meeting will be limited to 30 minutes during which time the Directors will endeavor to answer as many questions as possible.

Voting on procedural matters including approval of the agenda, approval of rules and adjournment will be conducted through the Zoom voting function. Once the nominations for President and Directors have been settled and all other business concluded, the meeting will be adjourned and Elections for the vacant board positions will be conducted electronically via the third party on-line voting tool known as electionbuddy. Details of the voting process will be communicated to all Members via email and be posted on the Association's website. The results will be communicated in the same method.

Voting in the Election will be by Members only and a verification process will be in place. Indirect, proxy or delegate participation will not be permitted. Information regarding voting eligibility and procedure is reproduced below. Please remember that parents of players who are 19 years of age or older are no longer Members of the Association and are not entitled to attend the Annual General Meeting or vote.

DATED at Richmond, British Columbia on this 29th day May, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

INFORMATION REGARDING THE ELIGIBILITY FOR ELECTION OF DIRECTORS AND PRESIDENT

SECTION 44 OF THE *SOCIETIES ACT* DESCRIBES THE QUALIFICATIONS FOR DIRECTORS.

Persons qualified to be directors

- 44 (1) A person is qualified to be a director of a society only if the person is an individual who is at least 18 years of age.
- (2) Despite subsection (1), an individual who is 16 or 17 years of age is qualified to be a director of a society if provided for in the regulations.
- (3) Despite subsections (1) and (2), an individual is not qualified to be a director of a society if the individual is
- (a) found by any court, in Canada or elsewhere, to be incapable of managing the individual's own affairs,
 - (b) an undischarged bankrupt, or
 - (c) convicted in or out of British Columbia of an offence in connection with the promotion, formation or management of a corporation or unincorporated entity, or of an offence involving fraud, unless
 - (i) the court orders otherwise,
 - (ii) 5 years have elapsed since the last to occur of
 - (A) the expiration of the period set for suspension of the passing of sentence without a sentence having been passed,
 - (B) the imposition of a fine,
 - (C) the conclusion of the term of any imprisonment, and
 - (D) the conclusion of the term of any probation imposed, or
 - (iii) a pardon was granted or issued, or a record suspension was ordered, under the *Criminal Records Act* (Canada) and the pardon or record suspension, as the case may be, has not been revoked or ceased to have effect.

Additional qualifications of directors

45 Without limiting section 44, the bylaws of a society may set out requirements that an individual must meet in order to be qualified to be a director.

SECTION 6.2 OF THE ASSOCIATIONS BYLAWS DESCRIBE CONDITIONS FOR APPOINTMENT AS DIRECTOR

6.2 *Conditions to Appointment as Director.* No person may be elected, appointed or hold office as a Director:

- (a) unless he or she is a Member of the Society,
- (b) if he or she is an executive member of another Minor Hockey Association, Team, Club, or Union affiliated with BCAHA or PCAHA;
or
- (c) if his or her spouse is an executive member of any Minor Hockey Association, Team, Club, or Union affiliated with BCAHA or PCAHA.

SECTION 6.3 OF THE BYLAWS DESCRIBES CONDITIONS APPOINTMENT AS PRESIDENT

6.3 *Conditions to Appointment as President.* To be eligible as a candidate for election to the position of President of the Association, the nominated person must have served as an Executive with the Association or a Former Association for at least one year.

For the purposes of our Bylaws, “Executive” means a director of the Association or an Officer of the Association who has been appointed or elected to an Executive Position and any person designated as the Executive Director. And “Executive Position” means those positions outlined in Part 8 of the Bylaws.

In order to run for President, an individual must also meet all requirement to be a Director including being a Member in good standing.

INFORMATION REGARDING VOTING ELIGIBILITY

VOTING ELIGIBILITY IS SET OUT IN PART 2 OF THE ASSOCIATION'S BYLAWS

2.2 There shall be two classes of Members, namely ordinary Members and life Members.

(a) *Ordinary Members*

The following persons shall be ordinary Members of the Society:

(i) all parents or guardians of players registered with the Association and for whom all prescribed fees have been paid,

or

(ii) all players who are the age of majority and who are registered with the Association and for whom all prescribed fees have been paid.

Upon acceptance of a player's registration and receipt of all applicable fees, such parent or guardian shall become a Member, or such player who is of the age of majority shall become a Member to the exclusion of his or her parents or guardians; and

(iii) every head coach or assistant coach of any team in the Association whether or not such coach is the parent and/or legal guardian of a registered player; and

(iv) any person who has contributed or undertaken to contribute to the Association his or her services by voluntarily performing such duties, and is recognized by resolution of the Board as a Member.

Subject to Part 3, ordinary Members shall be entitled to notice of and one vote per Member at all General Meetings of the Association, and shall be entitled to be nominated for, be appointed to, and to be elected as a Director and to hold an executive position within the Association.

(b) *Life Members*

Those persons who were life members of either Former Association as of the date of formation of the Association, will continue to be life members of the Association.

Life membership may be bestowed by the Board of Directors on any current or past Member of the Society who has rendered distinctive service to the Society for a period of at least ten years. Nominations for Life Membership must be made by a Director, and such nomination must be approved by the Board of Directors.

Life Members shall be entitled to notice of and one vote per Member at all General Meetings, and shall be entitled to be nominated for, be appointed to, and to be elected as a Director and to hold an executive position within the Association.

INFORMATION REGARDING VOTING PROCEDURES

VOTING PROCEDURES ARE SET OUT IN PART 3.5 OF THE ASSOCIATION'S BYLAWS

3.5 *Voting.* Each Member shall be entitled to receive notice of and to attend all Meetings of the Society. A maximum of two ordinary Members shall be entitled to vote at a General Meeting with respect to any one registered player. For a Member who has more than one player registered with the Association, such Member shall still be limited to one vote.

At all General Meetings every question shall be decided by either an Ordinary Resolution or Special Resolution by the Members having voting rights present in person unless otherwise required by these Bylaws or by law. Every question shall be decided in the first instance by a show of hands unless a poll is demanded by any Member. Upon a show of hands, every Member having voting rights shall have one vote and unless a poll is demanded, a declaration by the Chair that a resolution has been carried or not carried and an entry to that effect in the minutes of the General Meeting shall be sufficient evidence of the facts without proof of the number or proportion of the votes accorded in favor of or against such resolution.

The demand for a poll may be withdrawn, but if a poll is demanded and not withdrawn, the question shall be decided by the requisite majority of votes given by the Members having voting rights present in person and such poll shall be taken in such manner as the Chair shall direct and the result of such poll shall be considered the decision of the Members at the General Meeting upon the matter in question.

The Chair shall not have a vote, whether upon a show of hands or on a poll, except in case of an equality of votes, whereupon he shall be required to make a casting vote.