

Caledonia Nordic Ski Club
Agenda
Extraordinary General Meeting of Members
Wednesday June 28, 2023
7:00pm

Opening (Welcome) – Meeting Chair

Call / Motion to bring the meeting to Order – Meeting Chair

Explain the Background, Reasons, Rationale and Goal for this special meeting – Meeting chair and board members present

Formally Present the Extraordinary Meeting Motion to amend the CNSC Bylaws as provided to members during the prescribed period – Meeting Chair

“Motion to call for voting by all eligible CNSC members present to vote to either approve or reject the revisions to the societies (CNSC) Bylaws as provided to members through email on June 10, 2023 and posted on the CNSC website at that time and presented at this meeting”

Open Q and A – All members present

Call for Final Discussion before voting – All members present

Voting (by secret ballot) – to be organized by our General Manager and one volunteer member as selected at the meeting

Results of voting – Reported by our General Manager and volunteer member

Conclusion and/or next steps – Led by meeting chair and board members

Call / Motion to call the meeting closed – Meeting Chair

Agenda Proposed by

John Huybers



CNSC Past President



Background History / Key points

The BC Societies Act major update - 2016

CNSC Bylaws last updated October 5, 2017

AGM Timing

CNSC continues to grow and its financial reporting has increased in complexity. Year after year accounting firms have reported that it is challenging to deliver the financial year statements by the date of the Annual General Meeting which through our established bylaws must occur within 3 months from our annual July 31st year end. The current accounting industry norm was reported to be 6 months for organizations the size and scope of CNSC. In 2022 the final statements were not provided to the board until 24 hours before the AGM.

A motion was raised at the October 2022 AGM to amend the CNSC bylaws to allow any additional 30 days between financial year end and the AGM. Therefore, future AGMs would take place on the ~ 3 week of November vs. third week of October. While the motion seemed gain general support but the motion could not be considered due to required procedurally aspects.

Virtual Meeting

CNSC has over the years tried a host of methods to increase membership participation at AGM. The COVID-19 which caused the CNSC to revise its 2021 AGM format to allow of virtual participation of members. Virtual voting was preformed and the board believed that it met the intent of the societies act and the challenges and people and organizations around the world were facing. That AGM had one of the largest participate rates in history. As a result, and with continuing COVID concerns the 2022 AGM was presented in with a in person and virtual option. Once again participate was increased over historical averages and the voting system was not formally presented not members rejected the format the board accepted that once again the intent of the Societies Act had been met.

Borrowing Powers

An additional aspect of the growth of CNSC is the prohibition of borrowing powers. This prevent the CNSC to formally utilize and purchase / credit cards for day-to-day transactions which take place by the general manager and key staff. It also formally prevents CNSC from entering monthly billing service agreement to routine supplies from local supplies who bill CNSC at the end of each month (fuel, mechanical items, janitorial supplies, etc.). Cheques must be used for all formal transactions. Cheques are not an efficient for many transaction \types nor cost efficient method due to creation and processing costs (staff time and accounting costs). Our transaction costs have been conservatively estimated at over \$25.00 per cheque.



Timelines

December 5/22: Board decision to take steps to revise date of the AGM to allow time to prepare year end financials.

January 9 /23: Bylaws not on agenda

February 6/23: Motion to delay Bylaw revision date to consider other potential amendments. Action item: board members to review Bylaws and suggest further amendments (AGM Timing, Virtual participation, etc.)

March 6/23: Bylaws not on agenda

April 3/23: Proposed Bylaw amendments from lawyer (HSJ Lawyers) circulated & discussed by board. Further changes brought forth.

May 1/23: Proposed Bylaw changes compiled by lawyer were approved by the board for taking forward to an Extraordinary General Meeting. Advised by the lawyer and acknowledged that the 2023 Societies Amendment Act is rolling out changes incrementally and that further amendments and another Extraordinary General Meeting may be necessary at some point.

CNSC board is aware there will be further amendments necessary given that on May 4th 2023 the 2016 Societies Act was updated to reflect addition requirements. At this time there is no specific date that society Bylaws need to be amended to reflect these most recent updates.

