



SPECIAL RESOLUTIONS

TO AMEND THE RJMHA BY-LAWS

RJMHA Annual General Meeting
Virtual Zoom Meeting

June 1st, 2023



RICHMOND JETS MINOR HOCKEY ASSOCIATION

P.O. BOX 94488, RICHMOND, BRITISH COLUMBIA V6Y 2V6

SPECIAL RESOLUTION TO AMEND THE RJMHA BYLAWS – 2023

The following special resolution to amend the RJMHA Bylaws were submitted May 2, 2023, in accordance with **Parts 21.2 and 21.3** of the RJMHA By-Laws. Amendments to the Bylaws require at least two-thirds (2/3) of the votes cast in respect of the resolution, by those members entitled to vote in accordance to Bylaws Part 1. INTERPRETATION, 1.1 Definitions.

#1. Bylaws of the Richmond Jets Minor Hockey Association

Submitted by: RJMHA Board of Directors

The Directors of the Richmond Jets Minor Hockey Association hereby notify the membership of the Society that the Board of Directors intend to submit a Special Resolution to a vote of the membership **pursuant to amend the Bylaws dated June 1st, 2021 03:53 PM Pacific Time**. The following Bylaws will be amended:

BYLAWS

Part 8 – DIRECTORS

- 8.3 Composition of Board
- 8.9 Appointment to fill Vacancy

Special Resolution:

Be it enacted and is hereby enacted as a special resolution of the Richmond Jets Minor Hockey Association that the **Bylaws Part 8.3 and 8.9 be amended**.

Currently as:

8.3 Composition of Board

The Board will be composed of a minimum of seven (7) and a maximum of eleven (11) Directors, Persons as set by Board Resolution.

Be amended to:

8.3 Composition of Board

The Board will be composed of a minimum of seven (7) and a maximum of eleven (11) Directors. **If there are vacancies (less than 11 directors) after the Annual General Meeting or to fill a vacancy if a director ceases to hold office of his or her term, then the Board can appoint up to two (2) Persons that are non-members as Directors in accordance with Bylaw 8.9.**



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Currently as:

8.9 Appointment to fill Vacancy

If a Director ceases to hold office before the expiry of his or her term, the Board, by Board Resolution, may appoint a Person qualified in accordance with Bylaw 8.2 to fill the resulting vacancy.

The position occupied by an appointed replacement Director will become available for election at the next annual general meeting and each such appointed replacement Director will continue in office until the conclusion of the next annual general meeting unless he or she otherwise ceases to be a Director in accordance with these Bylaws. The appointed replacement Director may run for the vacant position. The Board will be composed of a minimum of seven (7) and a maximum of eleven (11) Directors, Persons as set by Board Resolution.

Be amended to:

8.9 Appointment to fill Vacancy

If a Director ceases to hold office before the expiry of his or her term, the Board, by Board Resolution, may appoint a Person qualified in accordance with Bylaw 8.2 to fill the resulting vacancy.

The position occupied by an appointed replacement Director will become available for election at the next annual general meeting and each such appointed replacement Director will continue in office until the conclusion of the next annual general meeting unless he or she otherwise ceases to be a Director in accordance with these Bylaws. The appointed replacement Director may run for the vacant position. The Board will be composed of a minimum of seven (7) and a maximum of eleven (11) Directors, Persons as set by Board Resolution.

The Board may, from time to time by Board Resolution, appoint as a Director up to two (2) qualified Persons to bring the total number of directors to a maximum of 11, who have expertise, skills or knowledge that is beneficial to the Board or to the Association (as determined by the Board) and such Directors need not be Members. Directors appointed by the Board will take on the duties of a Director in accordance to Part 10 - POWERS AND RESPONSIBILITIES OF THE BOARD, and will be entitled to vote in accordance to Part 12.3 - Entitlement to Vote

Discussion:

The purpose of this amendment is for the RJMHA Board to have a maximum of eleven (11) directors as per the Bylaws, as decided by Board resolution.



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Advantages:

To create greater flexibility for the Board to add Directors if there is a vacancy due to lack of members running for a board position at the Annual General meeting or to fill a vacancy if a Director ceases to hold office before expiry of his or her term, where any members in good standing do not want to fill the vacancy in accordance to Part 8.2 – Qualifications of Directors, after the position is advertised.

Disadvantages:

The current board feels there are no significant disadvantages to this proposal.

Statement from the Board of Directors:

The Board of Directors supports the proposed Special Resolution to update the Bylaws to improve the operational efficiency and administration of the Richmond Jets Minor Hockey Association.