



RICHMOND JETS MINOR HOCKEY ASSOCIATION

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

Richmond Jets Minor Hockey Association (the "Association")

NOTICE OF THE 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 Annual General Meeting of the Association will be held on **Thursday, June 1st, 2023 at 7:00pm** via Zoom video conference for the following purposes:

- (1) To review the March 31, 2023 fiscal year-end financial statements of the Association;
- (2) To approve the minutes of the 2022 Annual General Meeting;
- (3) To initiate election of Directors each for two-year terms.
- (4) Special Resolution to amend the current Bylaws.

As per the new Bylaws approved at the 2021 AGM, the Board of Directors consists of 7-11 directors including the President. The President and two (2) directors will be returning for their second term – **Eric Bernal (President), Henry Han, Paul McGinley**. The remaining vacancies result from the current directors – **Trent Gustafson, Madeleine Lau, Mark Rustia, Michael Starchuk, Amber Kovich, Corey Kemp** completing their two-year terms, and one director stepping down after one year – **Don Soo**.

The following [candidates](#) are seeking re-election and election as Directors:

- **Trent Gustafson** – Re-Election
 - **Madeleine Lau** – Re-Election
 - **Mark Rustia** – Re-Election
 - **Michael Starchuk** – Re-Election
 - **Steven Yip** – Election
 - **Charmaine Schmaltz** – Election
 - **San Cheung** – Election
 - **Hanif Hamir** – Election
 - **Kate Chan** – Election
 - **Edmund Soong** – Election
 - **Gonzalo Del Castillo** - Election
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In order to assist in the preparation of ballots, if you intend to seek election as a Director, we ask that you complete the [nomination form](#) on our website in advance of the meeting. Deadline for inclusion of the candidates' bio on our website will be **12:00 noon, Thursday, May 25th, 2023.**

Please be aware of the eligibility requirements for election of Directors. 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 send to each member at their email address on file with the Association. The meeting will be presented in virtual 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 the Executive Director wayne.carleton@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 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 after the AGM 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 **18th day May, 2023.**

BY ORDER OF THE BOARD OF DIRECTORS

INFORMATION REGARDING THE ELIGIBILITY FOR ELECTION OF DIRECTORS

Section 8.2 of the RJMHA Bylaws June 2021 describes the Qualifications for Directors.

8.2 Qualifications of Directors

Pursuant to the Act, a Person may not be nominated, elected or appointed to serve (or continue to serve) as a Director if he or she:

- (a) is less than eighteen (18) years of age;
- (b) has been found by any court, in Canada or elsewhere, to be incapable of managing his or her own affairs;
- (c) is an undischarged bankrupt; or
- (d) has been convicted of a prescribed offence within the prescribed period, for which no pardon has been granted, in accordance with the Act.

In addition to the foregoing and subject to Section 8.7, a Person may not be nominated, elected or appointed to serve (or continue to serve) as a Director if:

- (e) he or she is not a Member in good standing;
 - (f) he or she, or their Spouse, currently serves as a director or officer of another minor hockey association, team, club or union affiliated with BCAHA or PCAHA; or
 - (g) he or she cannot produce, on request a clean criminal record check which indicates that:
 - (1) the Person has no convictions for which a pardon has not been granted; and
 - (2) the Person has no criminal convictions for sexually based offences or offences involving children.
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Section 8.3 of the RJMHA Bylaws June 2021 describes the Composition of Board.

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.

Section 8.6 of the RJMHA Bylaws June 2021 describes Term of Directors

8.6 Term of Directors

The term of office of Directors elected in accordance with Part 9 of these Bylaws will normally be two (2) years. However, the Board may by Board Resolution determine that some or all vacant Directors' positions will have a term of less than two (2) years, the length of such term to be determined by the Directors in their discretion.

For purposes of calculating the duration of an elected Director's term of office, the term will be deemed to commence at the close of the annual general meeting at which such Director was elected. If, however, the Director was elected at an extraordinary general meeting his or her term of office will be deemed to have commenced at the close of the annual general meeting next following such extraordinary general meeting.

Section 9 of the RJMHA Bylaws June 2021 describes Nomination and Election of Directors

9. NOMINATION AND ELECTION OF DIRECTORS

9.1 Nomination of Directors

Nominations for election as a Director must be made in accordance with these Bylaws, and such policies and procedures as are established by the Board from time to time. All nominations are subject to the following rules:

- (a) a nomination must be made in writing, in a form established by the Association;
 - (b) a nominee must be a Member in good standing to be nominated and must remain in good standing in order to stand for election;
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- (c) a Member may nominate him or herself, and the nomination must be signed by the Member nominated and one (1) other Member in good standing;
- (d) a Member may not nominate more nominees than the number of Director positions available for election;
- (e) nominations must be submitted in advance of an election, in accordance with such deadlines as may be established by the Board; and
- (f) nominations will not be permitted from the floor at a General Meeting.

9.2 Elections Generally

Directors, other than those appointed in accordance with Bylaw 1.1, will be elected by acclamation or by vote of the Members, in accordance with the applicable provisions of these Bylaws and such election policies and procedures as are established by the Board from time to time.

9.3 Election at Annual General Meeting

The election of Directors will normally take place at, or prior to, the annual general meeting and Directors so elected will take office commencing at the close of such meeting.

Section 10.2 of the RJMHA Bylaws June 2021 describes Duties of Directors.

10.2 Duties of Directors

Pursuant to the Act, every Director will:

- (a) act honestly and in good faith with a view to the best interests of the Association;
 - (b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances;
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- (c) act in accordance with the Act and the regulations thereunder;
and
- (d) subject to Bylaws 10.2(a) to 10.2(c), act in accordance with these Bylaws.

INFORMATION REGARDING VOTING ELIGIBILITY

Voting eligibility is set out in Section 7 of the Association's Bylaws.

7. VOTING BY MEMBERS

7.1 Ordinary Resolution Sufficient

Unless the Act, these Bylaws or adopted rules of order provide otherwise, every issue for determination by a vote of the Members will be decided by an Ordinary Resolution.

7.2 Entitlement to Vote

Each Member in good standing is entitled to one (1) vote on matters for determination by the Members. No other Person is entitled to vote on a matter for determination by the Members, whether at a General Meeting or otherwise.

7.3 Voting Other than at General Meeting

The Board may, in its sole discretion, conduct a vote of the Members other than at a General Meeting, whether by mail-in ballot or Electronic Means, provided in each case that the Association provides each Member in good standing with notice of:

- (a) the text of the resolutions to be voted on;
- (b) the open and closing dates for casting a vote; and
- (c) instructions on how a Member may cast a vote.

7.4 Voting Methods

Voting by Members may occur by any one or more of the following methods, in the discretion of the Board:

- (a) by show of hands or voting cards;
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- (b) by written ballot; or
- (c) by vote conducted by Electronic Means.

Where a vote is to be conducted by show of hands or voting cards, and prior to the question being put to a vote, a number of Members equal to not less than ten percent (10%) of the votes present may request a secret ballot, and where so requested the vote in question will then be conducted by written ballot or other means whereby the tallied votes can be presented anonymously in such a way that it is impossible for the assembly to discern how a given Member voted.

7.5 Voting by Chairperson

If the Person presiding as chairperson of a General Meeting is a Member, then he or she may, in his or her sole discretion, cast a vote on any motion or resolution under consideration at the same time as voting occurs by all Members. A Person presiding as chairperson who is not a Member has no vote.

The Person presiding as chairperson of a General Meeting does not have a second or a casting vote in the event of a tie and a motion or resolution that is tied is defeated.

7.6 Voting by Proxy

Voting by proxy is not permitted.
