

TOURISM ASSOCIATION OF VANCOUVER ISLAND

NOTICE OF SPECIAL GENERAL MEETING OF MEMBERS

TO THE VOTING STAKEHOLDERS:

NOTICE IS HEREBY GIVEN that the Special General Meeting of the Tourism Association of Vancouver Island (hereinafter called the "**Society**") will be held:

DATE: Thursday, October 6, 2016

TIME: 11:50 AM (Pacific Time)

PLACE: George Fraser Community Room, Ucluelet Community Centre,
Ucluelet, BC

For the following purposes:

1. To receive the reports of the Board of Directors of the Society;
2. To receive and approve the financial statements of the Society for the fiscal year ending March 31, 2016;
3. To appoint Auditors for the Society for the ensuing year;
4. To consider, and if thought fit, to approve a special resolution to replace the current Bylaws of the Society in its entirety with the proposed bylaws as set out in Appendix "A" of Schedule "A" of this Notice; and
5. To transact such further or other business as may properly come before the meeting and any adjournment or adjournments thereof.

DATED at Nanaimo, British Columbia this 14th day of September, 2016.

BY ORDER OF THE BOARD OF DIRECTORS

Per:



Ian MacPhee, Chair

SCHEDULE "A"

If a new set of Bylaws is adopted at the AGM, it will not come into force immediately, but will be held and come into force on the Society's transition to the new legislation, at a point after November 28, 2016 and prior to the 2017 AGM. The Society will post on its website when the new bylaws become effective. Until that time, the current bylaws remain in effect.

"WHEREAS:

- A. the Board of the Society has met to review the Bylaws of the Society;
- B. the current Bylaws of the Society do not reflect upcoming revisions to the *BC Societies Act* to take effect on November 28, 2016; and
- C. the Governance Committee has sought legal counsel to comply with the coming *BC Societies Act*.

RESOLVED, AS A SPECIAL RESOLUTION, THAT:

- 1. The Society's Bylaws be deleted in its entirety and replaced with the Bylaws attached as Appendix "A".
- 2. The amendment to the Bylaws of the Society is hereby approved and adopted and will take effect upon filing the Society's Transition Application in the prescribed form with the registrar of the Societies Branch, BC Registry Services.
- 3. Any one director or officer of the Society is hereby authorized and directed to do, sign and execute all things, deeds and documents necessary or desirable for the due carrying out of the foregoing resolutions.
- 4. Any director or officer of the Society, or the Society's agent, is authorized for and on behalf and in the name of the Society to execute and deliver any prescribed form and any supporting documentation required for the purpose of giving effect to these resolutions.

Appendix "A"

See attached "2016 Proposed Bylaws"