



Special Resolution to Amend Bylaws Annual General Meeting October 17, 2024

Whereas, the Cariboo Chilcotin Coast Tourism Association has reviewed its bylaws; and

Whereas, the Cariboo Chilcotin Coast Tourism Association wishes to amend its bylaws to correct language and increase accessibility for members; then

Be it Resolved that the following amendments to the current bylaws be approved by the membership at the October 17, 2024 annual general meeting:

“To change” Bylaw (1.1 (f)):

Previous Bylaw (1.1 (f))
PART 1 - INTERPRETATION

“Registered address” of a stakeholder means his/her address as recorded in the **roster of stakeholders.**

Proposed new Bylaw (2.4)
PART 1 - INTERPRETATION

“Registered address” of a stakeholder means his/her address as recorded in the **Association files.**

“To change” Bylaw (2.2):

Previous Bylaw (2.2)
PART 2 – STAKEHOLDERS

There shall be two classes of stakeholders, namely voting and non-voting.

Proposed new Bylaw (2.2)
PART 2 – STAKEHOLDERS

There shall be two classes of stakeholders, namely voting and non-voting. **Any stakeholder of either class may make written submissions for consideration at the next director’s meeting.**

“To change” Bylaw (2.2(a)):

Previous Bylaw (2.2(a))
PART 2 – STAKEHOLDERS

Voting: All stakeholders of the association that are in good standing and that have contributed financially or CCCTA approved in-kind, to the Association and/or the Association’s owned entities through participation in any **marketing** project of the



Association will be considered a Voting Stakeholder for a period of 13 months from the time of the most current financial participation and will be entitled to vote at any annual, regular or extra-ordinary meeting of the association.

Proposed new Bylaw (2.2(a))
PART 2 – STAKEHOLDERS

Voting: All stakeholders of the association that are in good standing and that have contributed financially or CCCTA approved in-kind, to the Association and/or the Association’s owned entities through participation in any project of the Association will be considered Voting Stakeholders for a period of 13 months from the time of the most current financial participation and will be entitled to vote at any annual, regular or extra-ordinary meeting of the association.

“To change” Bylaw (2.2(b)):

Previous Bylaw (2.2(b))
PART 2 – STAKEHOLDERS

Non-Voting: All stakeholders of the Association that have not financially contributed to the Association through participation in at least one project of the Association and/or the Association’s owned entities during the preceding 13 month period will not be entitled to vote at any annual, regular or extra-ordinary meeting of the association.

Proposed new Bylaw (2.2(b))
PART 2 – STAKEHOLDERS

Non-Voting: Stakeholders of the Association that have not financially contributed to the Association through participation in at least one project of the Association and/or the Association’s owned entities during the preceding 13-month period will not be entitled to vote at any annual, regular or extraordinary meeting of the association.

“To change” Bylaw (2.3):

Previous Bylaw (2.3)
PART 2 – STAKEHOLDERS

Disqualification of a Voting Stakeholder

Any voting stakeholder acting against the purposes of the Association as outlined in the Association Constitution and Bylaws will be advised in writing of the discrepancy.

- a) The voting stakeholder business, association or government body will be given 20 business days from the receipt of the notice to remedy all areas of the discrepancy and provide a submission to the CEO.
- b) After review of the voting stakeholder’s submission the CEO at his/her discretion may disqualify that voting stakeholder from receiving any further benefits of the Association.



Proposed new Bylaw (2.3)
PART 2 – STAKEHOLDERS

Disqualification of a Stakeholder

Any stakeholder acting against the purposes of the Association as outlined in the Association Constitution, Bylaws and Code of Conduct will be advised in writing of the discrepancy by the CEO.

- c) The stakeholder, individual, business, association or government body, will be given 20 business days from the receipt of the notice to remedy all areas of the discrepancy and provide a written submission to the CEO.
- d) After review by the board of directors of the stakeholder's submission to the CEO, they may at their discretion, disqualify that stakeholder from receiving any further benefits of the Association.

“To change” Bylaw (2.4):

Previous Bylaw (2.4)
PART 2 – STAKEHOLDERS

Stakeholders Voting Eligibility

All stakeholders that are in good standing and that have contributed financially or CCCTA approved in-kind, to the Association and/or the Association's owned entities within the previous 13 months by way of participation in projects of the Association are eligible to vote at any annual, regular or extra-ordinary meeting of the Association.

Proposed new Bylaw (2.4)
PART 2 – STAKEHOLDERS

Propose to be deleted – as is duplicated in 2.2(a).

“To change” Bylaw (3.2):

Previous Bylaw (3.2)
PART 3 – MEETINGS OF THE STAKEHOLDERS

The annual general meeting of the stakeholders of the Association shall be held at any place within the Cariboo Chilcotin Coast region of British Columbia, on such day in each year and at such time as the board may by resolution determine. At annual general meetings there shall be presented a report to the stakeholders of the affairs of the Association, the auditor's report, any financial statements as shall be required by the Act, and other such information or reports relating to the Association's affairs as the board may determine.



Proposed Bylaw (3.2)
PART 3 – MEETINGS OF THE STAKEHOLDERS

The annual general meeting of the stakeholders of the Association shall be held at any place within the Cariboo Chilcotin Coast region of British Columbia **or be held virtually,** on such day in each year and at such time as the board may determine. At annual general meetings there shall be presented a report to the stakeholders of the affairs of the Association, the auditor's report, any financial statements as shall be required by the Act, and other such information or reports relating to the Association's affairs as the board may determine.

“To add” Bylaw (3.5(c)):

Proposed Bylaw (3.5(c))
PART 3 – MEETINGS OF THE STAKEHOLDERS

The quorum of an extraordinary general meeting shall be ten (10%) percent of the voting stakeholders.

“To change” Bylaw (4.2(c)):

Previous Bylaw (4.2(c))
PART 4 – PROCEEDINGS AT GENERAL MEETINGS

A quorum of a general meeting **or an extra-ordinary** general meeting shall be five (5%) percent of the voting stakeholders

Proposed new Bylaw (4.2(c))
PART 4 – PROCEEDINGS AT GENERAL MEETINGS

A quorum of a general meeting shall be five (5%) percent of the voting stakeholders

“To change” Bylaw (6.2(a)):

Previous Bylaw (6.2(a))
PART 6 – ADMINISTRATION (DIRECTORS)

The Association shall be administered by a board to be known as, “the Board of Directors” consisting of not more than nine (9) elected directors, which shall include the Chair, Vice-Chair, and Secretary/Treasurer;

Proposed new Bylaw (6.2(a))
PART 6 – ADMINISTRATION (DIRECTORS)

The Association shall be administered by a board to be known as, “the Board of Directors” consisting **of not less than four (4)** and not more than nine (9) elected directors, which shall include the Chair, Vice-Chair, and Secretary/Treasurer;



“To change” Bylaw (6.8):

Previous Bylaw (6.8)
PART 6 – ADMINISTRATION (DIRECTORS)

The Board of Directors shall meet at least four (4) times per year on a day to be specified in the Board’s annual calendar. Conference calls qualify as board meetings but at least two shall be in person.

Proposed new Bylaw (6.8)
PART 6 – ADMINISTRATION (DIRECTORS)

The Board of Directors shall meet at least four (4) times per year on a day to be specified in the Board’s annual calendar. Conference calls **and virtual video meetings** qualify as board meetings but at least two shall be in person.

“To change” Bylaw (6.10):

Previous Bylaw (6.10)
PART 6 – ADMINISTRATION (DIRECTORS)

A quorum for a Directors’ meeting shall consist of four (4) directors.

Proposed new Bylaw (6.10)
PART 6 – ADMINISTRATION (DIRECTORS)

A quorum for a Directors’ meeting shall consist of four (4) directors when the board consists of more than six (6) directors and quorum shall consist of three (3) directors when the board consists of six (6) or fewer directors.

“To change” Bylaw (7.3):

Previous Bylaw (7.3)
PART 7 - OFFICERS

The Secretary/Treasurer shall ensure that minutes of all meetings of the Board, including conference calls are kept. In the absence of the Secretary/Treasurer from any meeting, the Chairperson shall be responsible **to make** provisions for taking such minutes.

Proposed new Bylaw (7.3)
PART 7 - OFFICERS

The Secretary/Treasurer shall ensure that **the** minutes of all meetings of the Board, including conference calls, are kept. In the absence of the Secretary/Treasurer from any meeting, the Chairperson shall be responsible **for making** provisions for taking such minutes.

“To change” Bylaw (14.1):



Previous Bylaw (14.1)
PART 14 – ACCOUNTS/AUDIT

The accounts of the Association shall, within a reasonable time after the end of the fiscal year, be examined and their correctness ascertained and certified by one or more recognized accountants to be selected and appointed annually by the Board and a report shall be available to all voting stakeholders at the Annual General Meeting.

Proposed new Bylaw (14.1)
PART 14 – ACCOUNTS/AUDIT

The Directors shall cause the books of accounts of the Association to be audited at least every year, and a report shall be available to all voting stakeholders no later than two (2) days prior to the Annual General Meeting.

“To delete” Bylaw (14.2):

Previous Bylaw (14.2)
PART 14 – ACCOUNTS/AUDIT

The Directors shall cause the books of accounts of the Association to be audited at least every year.