

# British Columbia Football Officials Association

General Meeting: July 22, 2018

## Proposed Resolutions - Explanation for Members

Note: These resolutions require the approval of 75% of the members who vote in order to be adopted.

The Constitution must set out the name and purposes of the society (and nothing else unless a member-funded society). The provision regarding the distribution of property on dissolution of the Association is proposed to be moved to the Bylaws.

## Proposed Bylaws

General Comments:

- The proposed bylaws generally follow the model bylaws as applicable.
- The proposed bylaws generally do not repeat rules established by the *Societies Act* (so some matters may no longer appear restated in the bylaws – for example,
  - at least 14 days notice of a general meeting, and
  - the calling of general meetings and the requisition of a meeting by members.
- The standard for a special resolution will be 2/3 of the votes cast by voting members, as per the *Societies Act*. The existing bylaws include a 75% threshold for some matters.
- The proposed bylaws include a table of contents and, more section numbers and headings for ease of reference.

Part 2 – Members

- The associate membership class is not continued.
- Changing from a probationary period of 1 season because it does not reflect a minimum number of games and does not distinguish between spring and fall football seasons.
- For a probationary member to become a regular member, at least 10 games is used to correspond to what would be the average for a moderately active new official, considering regional opportunities.

Part 3 – General Meetings of Members

- There are changes to the financial reporting requirements at an AGM. Changes to the timing of the AGM allow for completion of financial matters for the year. Corresponding changes to the term of the Treasurer (and other directors) to allow completion of fiscal matters for the year. The 2018 AGM will still be held in December 2018.

Parts 4 to 7 (and 14) – re Directors

- Authorizes an individual to hold more than one Board position on a temporary basis. For example, if a vacancy is filled by an existing director, the former functions may continue to be performed in addition to new responsibilities.
- Provides for 3 year staggered terms for the president, vice-presidents, secretary and treasurer in order to provide for more effective operations and improve continuity during a transition. In particular, avoids having a change in the president and treasurer at the same time (unless there are unforeseen circumstances).

- As part of the transition to 3 year staggered terms, extends the term of the president, secretary, vice-president American football and member services directors by a few months rather than shortening the terms by 9 months. This relates to the change in the timing of the annual general meeting.
- Simplifies the statement of duties of the directors and past president.
- Provides for an honorarium for directors approved by ordinary resolution.
- Provides for a member becoming, or being appointed as, past president.

#### Part 8

- Some matters covered previously in the bylaws can be addressed by the board establishing a committee as necessary or otherwise through the general management of the affairs of the Association. The Business Affairs Committee, Allocation Committee and Education and Evaluation Committees and allocators are not included expressly in the proposed bylaws.

#### Part 9 – Finances

- Included in this Part is a provision similar to the existing provision in the Constitution (but can not remain in the Constitution) regarding the distribution of property on dissolution of the Association.

#### Part 10 – Records

- Further to the provisions in the *Societies Act*, addresses matters relating to the inspection of records of the Association and the distribution of records (e.g. a notice) to members by email.

#### Parts 11 to 13 – Code of Ethics, Discipline, Appeals and Grievances

- Changes are made to the Code and discipline and grievance procedures to align with the *Societies Act* and to clarify wording and update as considered necessary (including removing restrictions on officiating under other organizations).