



25 February 2020

ATTENTION: PSO / NIG PRESIDENTS OF TAEKWONDO CANADA

Calling of Special General Meeting

Good evening PSO/NIG Presidents;

In accordance with article 3.2(a) of the Taekwondo Canada Bylaws, I am calling a Special General Meeting for Sunday March 29, 2020 at 6pm EST. As discussed with some members, there are some issues which we should discuss regarding membership. The BoD will be explaining and providing information at the SGM as well as the attached amendments to the bylaws.

It is always my goal as President to be open and transparent and get valuable information and feedback to and from our members. I had previously sent an email on December 3rd, 2019, looking for feedback in regard to the strategic direction of TC. Unfortunately, only one response was received. I am again asking that you as a major stakeholder in TC, please take a look and take the time to send me your thoughts so that I can relay them to the board.

I look forward to seeing you all on our new platform for meetings, Zoom, and encourage you all to login via computer so that we may have a face to face meeting over the internet. Please see the meeting details below as well as the proposed motions and meeting agenda.

Yours in Taekwondo,

Phil Power
TC BoD President



Time: Mar 29, 2020 06:00 PM Eastern Time (US and Canada)

Join Zoom Meeting

<https://zoom.us/j/720521908>

Meeting ID: 720 521 908

One tap mobile

+16475580588,,720521908# Canada

In accordance with article 3.9 - Persons Entitled to Attend – The only persons entitled to attend a meeting of the Members are the Members, delegates representing Members, the Directors, the auditors of the Corporation, and others who are entitled or required under any provision of the Act to be present at the meeting. Any other person may be admitted only if invited by the Chair or with the majority consent of the Members present.

We remind everyone of the registration requirements under article 3.16 and 3.17,

3.16 - Provincial Section Member Delegates – Provincial Section Members will appoint in writing (inclusive of electronic notice) to the Corporation, five (5) days (inclusive of the day of the meeting and its start time) prior to the meeting of Members, the name of the Delegate(s) to represent the Member and proof of the Delegate’s qualifications to act as a Delegate. Delegates must be:

- a) At least eighteen years of age;
- b) A registered member in good standing of the Member;
- c) Be acting as the Member’s representative; and
- d) Approved by the Member’s Board of Director by Ordinary Resolution.

3.17 - National Interest Group Members Delegate – The National Interest Group Members will appoint in writing (inclusive of electronic notice) to the Corporation, five (5) days (inclusive of the day of the meeting and its start time) prior to the meeting of Members, the name of the Delegate to represent the National Interest Group Members and proof of the Delegate’s qualifications to act as a Delegate. Delegates must be:

- a) At least eighteen years of age;
- b) A registered member in good standing of a National Interest Group Member;
- c) Be acting as the National Interest Group Members’ representative; and
- d) Approved by the National Interest Group Members representatives by Ordinary Resolution. Each National Interest Group Member will designate a representative to attend a meeting of the National Interest Group Members, prior to a meeting of Members of the Corporation, to vote on behalf of their National Interest Group to elect the Delegate as described herein. Notice of such meeting will be upon seven (7) days’ notice by the call of the Corporation or at least a majority of the National Interest Group Members. Each National Interest Group Member will be entitled to one (1) vote to elect the Delegate described herein.

4.25 - Voting – Each Director is entitled to one vote. Voting will be by a show of hands, written, or orally unless a majority of Directors present request a secret ballot. Resolutions will be passed by Ordinary Resolution.



PROPOSED BYLAW CHANGES

ARTICLE VI: COMMITTEES

MOTION 1 – To replace article 6.2 with the following proposed wording:

PROPOSED

6.2 Delete in its entirety - ~~Standing Committees~~ – The Corporation will have the following Standing Committees and the Members will prescribe the duties and terms of reference for Standing Committees:

- a) ~~Human Resources Committee~~
- b) ~~Governance and Nominations Committee~~

CURRENT

6.2 Standing Committees – The Corporation will have the following Standing Committees and the Members will prescribe the duties and terms of reference for Standing Committees:

- c) Human Resources Committee
- d) Governance and Nominations Committee

RATIONALE – For the past year TC has been unable to appoint members to both the Human Resource, Governance and Nominations Committees. This can only be voted on by the members. Both of these committees are critical and need to be appointed should the need arise. This was the main reason for not having a vice president this year as there was no Governance and Nominations committees and no applicants from the members, so that a vote for the committee could be held despite several calls. Having the board appoint a committee will negate the need for an Annual or Special General meeting greatly increasing the turnaround time and potentially decreasing costs to members and the association.

MOTION 2 - To replace article 6.3 with the following proposed wording should Motion 1 be adopted;

PROPOSED

6.3 Standing Committees - Vacancy – When a vacancy occurs on any Standing Committee, the Board may appoint a qualified individual to fill the vacancy for the remainder of the Standing Committee’s term. ~~until the next Member’s Meeting at which point the Members will fill any vacancy’s relating to Standing Committees.~~

CURRENT

6.3 Standing Committees - Vacancy – When a vacancy occurs on any Standing Committee, the Board may appoint a qualified individual to fill the vacancy for the remainder of the Standing Committee’s term until the next Member’s Meeting at which point the Members will fill any vacancy’s relating to Standing Committees.

RATIONALE – Required if Motion 1 is adopted, article 6.3 would need to be amended.



MOTION 3 - To replace article 6.1 with the following proposed wording should Motion 1 and 2 be adopted;

PROPOSED

6.1 Appointment of Committees – The Board may appoint such Committees as it deems necessary for managing the affairs of the Corporation and may appoint members of Committees ~~or provide for the election of members of Committees~~, may prescribe the duties and terms of reference of Committees, and may delegate to any Committee any of its powers, duties, and functions except where prohibited by the Act or these By-laws.

CURRENT

6.1 Appointment of Committees – The Board may appoint such Committees as it deems necessary for managing the affairs of the Corporation and may appoint members of Committees or provide for the election of members of Committees, may prescribe the duties and terms of reference of Committees, and may delegate to any Committee any of its powers, duties, and functions except where prohibited by the Act or these By-laws.

RATIONALE – Required if Motion 1 and 2 is adopted, article 6.1 would need to be amended.