

# Special Resolution #1

## SPECIAL RESOLUTION OF MEMBERS

### OF THE

### BRITISH COLUMBIA CATTLEMEN'S ASSOCIATION ("Society")

WHEREAS the directors of the Society wish to make the following amendments to the bylaws to reduce the ex-officio period for the formation of a new zone, to change the membership dues deadline, to add an ex-officio position to the board for a youth representative and to clarify partial terms for directors;

THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION OF THE SOCIETY that the following changes be made to the Bylaws of the Society:

1. Section 2.4 of the Bylaws of the Society be deleted and replaced with the following:

2.4 The amount of the annual membership dues, if any, for each type of member, must be determined by the Board and may be amended from time to time by a Special Resolution of the Board. Membership dues are due and payable by January 31st of each year for the fiscal year starting on that day. The Board may, by Special Resolution of the Board, establish a special levy on Regular Members and Direct Members, to meet extraordinary expenses of the Association.

2. Section 4.4 of the Bylaws of the Society be deleted and replaced with the following:

4.4 Each director must be a resident of the Zone which that director will represent, and be a Voting Member in good standing of the Association or a representative duly authorized by a corporation or partnership which is a Voting Membership in good standing, and must have signed and delivered to the Association, along with the nomination of that person as a director, a consent to act as director in the form prescribed by the Board. No director shall serve more than four consecutive two year terms as a director, starting from May 24, 2014 (unless the director's term as President or Vice-President extends past the eight year limit in which case that director may continue to act as director and President or Vice-President until the end of the President's or Vice-President's term). At the end of the fourth two year term the director must cease to be an elected director for at least one year before being eligible for re-election. Partial terms served do not count toward the 8-year limit. No director shall be an employee or contractor with the Association.

3. Section 4.15 of the Bylaws of the Society be deleted and replaced with the following:

4.15 An association representing members who otherwise qualify for membership in the Association but who do not have an established regional organization, may apply for membership in the Association and formation of a new zone, by:

- (a) participating ex-officio in Association general meetings and committee meetings for a period of two years;
- (b) evidencing a membership of 50 persons who qualify for membership in the Association;
- (c) obtaining the recommendation of the directors to the Association membership to establish a new zone, with parameters established by the directors including the number of directors to represent that zone, and schedule for director election for that zone; and
- (d) obtaining approval from the membership for the proposed new zone by way of an ordinary resolution at a general meeting of the Association.

4. The following section be added to the Bylaws of the Society as section 4.16:

4.16 In establishing an exofficio youth representative, the Board may elect or appoint a youth representative to the Board who meets the following criteria:

- (a) is between the ages of 19 and 30 at the time of election/appointment;
- (b) is a resident of the zone that they represent;
- (c) is a voting member in good standing of the Association;
- (d) obtains a signed endorsement by a recognized BCCA regional association and delivers it to the BCCA by January 31st; and
- (e) is not an employee or contractor of the Association.

Terms served as a youth representative do not count toward the 8-year limit for director.

5. This resolution will be effective on acceptance by the Registrar of Companies.

By A 2/3 vote of eligible members in good standing, present at the general meeting of the Society on the 27th day of May, 2023, the above special resolution be passed in accordance with the bylaws of the Society.