



Prince George Office



1004 Landooz Road
Prince George, BC
V2K 5S3



Tel: 250-962-1603
Fax: 250-962-9552
Toll Free: 1-877-621-1603

Vancouver Office



Suite 1090-1200 W. 73rd Ave
Vancouver, BC
V6P 6G5



Tel: 778-945-9911
Fax: 778-945-9916
Toll Free: 1-833-381-7622

BC ASSEMBLY OF FIRST NATIONS 21st Annual General Meeting

October 8, 9 & 10, 2024

In-Person and Online via Zoom

SECOND NOTICE

To:	All BC Chiefs and Delegates	Date:	September 10, 2024
From:	BCAFN Office	Pages:	4
RE:	NOTICE OF BCAFN 21st ANNUAL GENERAL MEETING & ELECTIONS		

The BC Assembly of First Nations (BCAFN) will be hosting the 20th Annual General Meeting in-person and online via Zoom on October 8, 9 & 10, 2024.

Date/Time:	Tuesday, Oct. 8	9:00 AM – 4:30 PM
	Wednesday, Oct. 9	9:00 AM – 4:30 PM
	Thursday, Oct. 10	9:00 AM – 3:00 PM
Location:	Musqueam Community Centre	6735 Salish Dr., Vancouver, BC
	ONLINE via Zoom.	Registration Link

At this Annual General Meeting, the BCAFN will be holding **ELECTIONS** for:

1. BCAFN Women's Representative – 3 year term

Election information is available from BCAFN Electoral Officer Ron Laufer ronlauferelections@gmail.com and available on our website www.bcafn.ca

NOTICE ATTACHMENTS

Registration:

To register, please follow this link <https://events.bcafn.ca/agm-2024/>

Once you have registered, the Zoom meeting link will be emailed to you. For verification and authentication purposes, you will need to provide a scan, photo or photocopy of your Status Card or equivalent. Your Status number or equivalent will be utilized by the Electoral Officer as part of the process to access the voting platform.

Proxy Letter:

We have attached our proxy template should you not be able to attend this meeting. Given the technicalities involved with appointing a proxy to vote in a hybrid meeting, all proxy forms are encouraged to be submitted by **Friday, October 4, 2024** to Joanna Prince via email at joanna.prince@bcfn.ca.

For proxy voting in the election, the hard deadline to submit a complete proxy form to the Electoral Officer is the opening of the election polls on October 9, 2024. Proxy forms received by the Electoral Officer after that deadline will be unable to vote in the election.

Per BCFN Bylaw 4.25:

A proxy appointment is valid and a vote cast under authority of such appointment will be a valid vote if the vote is validly cast and if the appointment is:

- a) made in writing and signed by an authorized representative of the member;*
- b) received by
 - i. the Electoral Officer, in respect of a vote cast in an election, ... [or]*
 - iii. a BCFN employee responsible for meeting registration, for any poll conducted by show of hands,**
- c) received on or before the following cut-off times, depending on the type of poll and meeting format:
 - i. fifteen (15) minutes before the taking of any poll conducted by show of hands, ... [or]*
 - iii. the opening of any secret ballot poll that is conducted at a hybrid meeting.**



Travel and Accommodation Notice:

Travel and accommodation expenses will be provided for member delegates (BC Chiefs) or duly appointed proxies for this meeting. Please contact Joanna Prince at 778-945-9911 for additional information or if you have any questions.

We have a hotel room block available if you would like to book your room for this event:

River Rock Hotel

To book a room we have a room block at the River Rock Casino resort for October 7-10, 2024 at the rate of \$239.00. Deadline for the block is September 16, 2024. All information is below: Call the reservations department Toll Free: 1 866-748-3718, Local 604-247-8900 or Email: rrcreervations@gcgaming.com and mention you are under the BC Assembly of First Nations CALL IN Group.

Alternatively, they can book through the link: <https://reservations.travelclick.com/115909?groupID=4437169>

Notice of Resolutions:

Resolution submissions are requested in advance. Advance Resolution deadline is **Friday, October 4, 2024**. Please fill out the Resolution Form and submit to Maureen Buchan via email: maureen.buchan@bcafn.ca

For more information on the **BCAFN 21st Annual General Meeting**, please visit our website at www.bcafn.ca or contact Joanna Prince at joanna.prince@bcafn.ca

For more information on the election, please contact BCAFN Electoral Officer Ron Laufer at ronlauferelections@gmail.com or by phone at (604) 715-4777.

Notice of Special Business:

Please note that the Chiefs-in-Assembly will be considering a special resolution regarding amendments to the BCAFN Bylaws and Governance Manual. Per Bylaw 4.6, a Draft Resolution regarding the proposed amendments is enclosed with this notice and will be included in the Chiefs Resolution package.



BC ASSEMBLY OF FIRST NATIONS

1004 Landooz Road
Prince George, BC V2K 5S3
Website: www.bcafn.ca

BCAFN ANNUAL GENERAL MEETING
October 8, 9 & 10, 2024
Hybrid - In person & online via Zoom

Draft Resolution XX/2024

SUBJECT: **Allowing BCAFN to host fully online assemblies**

Moved by:

Seconded by:

Decision:

WHEREAS:

- A. The BCAFN Bylaws and Governance Manual currently provide for Annual General Meetings (AGMs) and Special Chiefs Assembly (SCAs) to be held in person or in a hybrid format that combines in-person and online participation.
- B. The BCAFN Board wishes to allow the option to convene an AGM or SCA in the future as a fully online meeting, without having an in-person venue, which can reduce costs and streamline scheduling and logistics.
- C. Amendments to the Bylaws and the Governance Manual are required to authorize the Board to convene an AGM or SCA as a fully online meeting. The Board has directed amendments to be drafted, and extracts of the Bylaws and Governance Manual showing draft amendments as tracked changes are attached to this resolution as Schedules "A" and "B" (the "**Draft Amended Bylaws**" and "**Draft Amended Governance Manual**").

THEREFORE BE IT RESOLVED THAT:

- 1. As a special resolution, the BCAFN Chiefs-in-Assembly approve those amendments to the Bylaws shown in the Draft Amended Bylaws attached as Schedule "A";
- 2. As ordinary resolutions, the BCAFN Chiefs-in-Assembly

- (i) approve those amendments to the Governance Manual shown in the Draft Amended Governance Manual attached as Schedule "B"; and
- (ii) direct BCAFN staff to make filings and take any such other steps necessary to give effect to these resolutions, and to circulate updated versions of the Bylaws and the Governance Manual to all members following this Annual General Meeting.

Schedule "A" Draft Amended Bylaws

Extracts of proposed amendments to the Bylaws to allow BCAFN to host fully electronic assemblies

1.1 In these Bylaws, unless the context otherwise requires:

• • •

"fully online meeting" means a meeting in which member delegates and proxies are entitled to participate solely by telephone, video conferencing or other communications medium, as set out in the notice for meeting, if all member delegates and proxies attending the meeting are able to participate in it, whether by telephone, video conferencing or by other communications medium.

• • •

"hybrid meeting" means a meeting in which member delegates and proxies are entitled to participate in person or by telephone, video conferencing or other communications medium, as set out in the notice for the meeting, if all member delegates and proxies attending the meeting are able to participate in it, whether by telephone, video conferencing or by other communications medium or in person.

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4.2A The Board may determine that an Annual General Meeting or a Special Chief Assembly will be convened as a hybrid meeting or a fully online meeting.

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4.6 Notice of a member meeting will specify:

- (a) ~~the place,~~ day or days and hour of the meeting, the place, if the meeting is not a fully online meeting, and, if the meeting will be convened as a hybrid meeting or a fully online meeting, instructions for attending and participating in the meeting by telephone, video conferencing or other communications medium, including, if applicable, instructions for voting at the meeting;
- ~~(a)(b)~~ any ordinary resolution or special resolution to be proposed at the meeting; and
- ~~(b)(c)~~ in case of special business, the nature of that business in sufficient detail to allow each member the opportunity to formulate an informed view and instruct a proxy, if any.

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4.14A For certainty, the Board may determine that an Adjourned Meeting be convened as a hybrid meeting or fully online meeting, whether or not the originally scheduled meeting was to have been a hybrid meeting or fully online meeting, provided that notice of the Adjourned Meeting includes instructions on how to participate in the Adjourned Meeting by telephone, video conferencing or other communications medium.

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4.15 A meeting may be adjourned from time to time and from place to place with notice to members, together with instructions on how to participate by telephone, video conferencing or other communications medium if the meeting is a hybrid meeting or fully online meeting, but business will not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

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4.23A If a meeting is convened as a hybrid meeting or fully online meeting, unless otherwise specified, reference in these Bylaws to

(a) a vote or poll by “show of hands” means:

(i) ~~a vote at the~~ a hybrid meeting, a vote taken by show of hands of those present in person at the meeting together with an appropriate indication of voting intention by those attending the meeting by telephone, video conferencing or other communications medium, as the case may be; or

(ii) at a fully online meeting, an appropriate indication of voting intention by those attending the meeting by telephone, video conferencing or other communications medium, as the case may be; and

(b) an election or other vote by “secret ballot poll” means a vote conducted by electronic voting in accordance with the Governance Manual.

• • •

4.25 A proxy appointment is valid and a vote cast under authority of such appointment will be a valid vote if the vote is validly cast and if the appointment is:

(a) made in writing and signed by an authorized representative of the member;

(b) received by

(i) the Electoral Officer, in respect of a vote cast in an election,

(ii) the meeting chair, in respect of any other type of secret ballot poll, or

(iii) a BCAFN employee responsible for meeting registration, for any poll conducted by show of hands; and,

(c) received on or before the following cut-off times, depending on the type of poll and meeting format:

(i) fifteen (15) minutes before the taking of any poll conducted by show of hands,

(ii) fifteen (15) minutes before the close of any secret ballot poll conducted at a meeting that is not a hybrid meeting or fully online meeting, or

(iii) the opening of any secret ballot poll that is conducted at a hybrid meeting or fully online meeting.

Schedule “B” Draft Amended Governance Manual

Extracts of proposed amendments to the Governance Manual to allow BCAFN to host fully electronic assemblies

Electronic Voting

- 10.16 At an Annual General Meeting or Special Chiefs Assembly that is convened as a hybrid meeting or fully online meeting, an election or other vote held by secret ballot poll will be conducted by electronic voting and the provisions of Schedule “C” apply in place of sections 10.19 to 10.24 [*Voting*], 10.25 to 10.30 [*Counting votes*], 10.34 to 10.36 [*Scrutineers*], and 10.39 [*Electing the Regional Chief: Fifty Percent*] of this Governance Manual.
- 10.17 For greater certainty, if an Annual General Meeting or Special Chiefs Assembly is convened as a hybrid meeting or fully online meeting,
- (a) all voting, even by those member delegates and proxy holders who are present at the meeting in person, at a hybrid meeting, will be conducted electronically in accordance with Schedule “C”; and
 - (b) if there is a conflict between the provisions in Schedule “C” and this Article 10 in respect of any secret ballot poll at a hybrid meeting or fully online meeting, Schedule “C” prevails to the extent of the conflict.

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SCHEDULE “C”: ELECTRONIC VOTING FRAMEWORK

Application

- I. This Schedule applies to any election or other vote conducted by secret ballot poll at an Annual General Meeting or Special Chiefs Assembly if the meeting is convened as a hybrid meeting or fully online meeting.
- II. [*intentionally deleted*]

Electronic voting

- III. Voting in elections and other voting conducted by secret ballot poll may be conducted using an internet-based system that facilitates confidential voting (an “**Electronic Voting System**”).
- IV. For elections and other voting conducted by secret ballot poll that take place using an Electronic Voting System:
 - (a) in respect of each poll, a member may exercise its one vote by having its member delegate or duly appointed proxy cast a vote using the Electronic Voting System;

- (b) to be eligible to vote,
 - i. a member delegate must be on the voters list and be present at the meeting, and
 - ii. a proxy must be duly appointed and be present at the meeting;
- (c) a member will be deemed to be “present” at the meeting for the purposes of this Schedule if the member delegate or duly appointed proxy attends the meeting in person, by telephone, video conferencing or by other communications medium in accordance with instructions in the meeting notice;
- (d) member delegates on the voters list and duly appointed proxies who are present at the meeting will be provided access to the Electronic Voting System; and
- (e) casting a vote in a poll using the Electronic Voting System will be deemed to be a “secret ballot” for the purposes of the Bylaws and Governance Manual.