



AGENDA

A. CALL TO ORDER

B. APPROVAL OF AGENDA

1. **Motion:** That the Board approve the September 7, 2021 Special Board Meeting Agenda as circulated.

C. APPROVAL OF MINUTES

None

D. DELEGATIONS

None

E. EXTERNAL REPORTS & PRESENTATIONS

None

F. REPORTS

1. 2020 + 2021 Annual General Meetings – Notice and Proxy Form

Recommendations:

- a. THAT the Board confirm the following items for the 2020 + 2021 Annual General Meetings:
 - i. THAT the UNA hold the 2020 and 2021 Annual General Meetings back-to-back on September 29, 2021 commencing at 7:00 pm online via Zoom.
 - ii. THAT the voting format for both regular voting and proxy voting take place via show of hands through Zoom.
 - iii. THAT all UNA Directors be available to receive proxies for voting.
- b. THAT the Board approve the attached 2020 Notice of AGM and Proxy Form.
- c. THAT the Board approve the attached 2021 Notice of AGM and Proxy Form.

G. UNFINISHED BUSINESS

None



UNIVERSITY
NEIGHBOURHOODS
ASSOCIATION

**UNA BOARD OF DIRECTORS
Special Meeting**

Date: September 7, 2021

Time: 9:00 a.m. (via Videoconference)

H. NEW BUSINESS

None

I. ADJOURNMENT



Report Date: September 3, 2021
Meeting Date: September 7, 2021
From: Sundance Topham, Chief Administrative Officer
Subject: 2020 + 2021 Annual General Meetings – Notice and Proxy Form

Background

The UNA Board and staff have been preparing for in-person Annual General Meetings (AGMs) to be held on September 30, 2021.

As the number of COVID cases continues to rise, and further restrictions have been implemented, it would be prudent to consider changing the format of the AGMs to an electronic meeting format.

Also, subsequent to setting the date for holding the AGMs, a new National Day of Truth and Reconciliation was announced, and this day of commemoration is set for September 30, 2021. This day will be observed federally, provincially and by the UNA.

Because of these two considerations it is recommended that the UNA host the 2020 and 2021 AGMs online via Zoom on September 29, 2021.

Decision Requested

1. THAT the Board confirm the following items for the 2020 + 2021 Annual General Meetings:
 - a. THAT the UNA hold the 2020 and 2021 Annual General Meetings back-to-back on September 29, 2021 commencing at 7:00 pm online via Zoom.
 - b. THAT the voting format for both regular voting and proxy voting take place via show of hands through Zoom.
 - c. THAT all UNA Directors be available to receive proxies for voting.
2. THAT the Board approve the attached 2020 Notice of AGM and Proxy Form.
3. THAT the Board approve the attached 2021 Notice of AGM and Proxy Form.

Discussion

The 2020 and 2021 UNA AGMs are scheduled to take place in-person on September 30, 2021. For the reasons noted above it is recommended that the UNA change the date and meeting format and host the 2020 and 2021 AGMs online via Zoom on September 29, 2021.



The switch of the meeting format and date requires the Board to confirm new Notices of AGM and proxy forms.

The attached Notice of AGM and Proxy Forms mirror the format reviewed by the Board for a proposed electronic AGM in 2020 – including voting instructions and instructions on how to submit proxy forms. If the UNA receives proxy forms the “voting weight” of the Director or UNA Member assigned the proxy will be highlighted in their personal meeting id for the Zoom meeting.

The ability of the UNA to hold the AGMs electronically is a result of changes that the Province made to the Societies Act in May 2021 to enable electronic meetings. Highlights of these changes are as per below:

Societies can hold corporate meetings by telephone “or other communications medium” if:

- The notice of the meeting sets out the communications medium to be used and instructions for attending, participating and voting at the meeting;
- All persons attending the meeting are able to participate;
- The society permits and facilitates participation in the meeting;
- The bylaws don’t prohibit holding electronic meetings.

The provisions are framed to allow electronic meetings, except to the extent that a Society’s bylaws provide otherwise. Our solicitor has reviewed our bylaws and confirmed that there is no language in the bylaws that would prohibit the holding of electronic meetings.

In terms of next steps, if the Board approves the format and date change, staff will email out the Notice of AGM and Proxy Forms to UNA members. It is anticipated that the Board and staff will perform a test run prior to the AGM – at a date and time to be confirmed. Communications staff will also work with the Board Chair and the Chair of the Finance and Audit Committee, as well as the Chief Administrative Officer to prepare the AGM presentations.

Financial Implications

There is currently \$30,000 budgeted for an AGM and election. These two processes are now separate, and costs may change this year due to changes – but staff are hopeful that the budgeted amount will be sufficient.



Operational Implications

Running two AGMs will require involvement from all levels of the organization, but especially Administration, Communications and Operations.

Strategic Objective

Moving forward the Annual General Meetings ties in directly with the UNA Strategic Priority of UNA Governance.

Attachments

1. Schedule A – 2020 Notice of AGM and Proxy Form
2. Schedule B – 2021 Notice of AGM and Proxy Form

Concurrence

1. Glenda Ollero, Manager of Communications

Respectfully submitted,

A handwritten signature in blue ink, appearing to read 'Sundance Topham', is written over a horizontal line.

Sundance Topham
Chief Administrative Officer

NOTICE OF ANNUAL GENERAL MEETING 2020

NOTE: This document contains important information. Please have it translated if you do not read or understand English.

REMARQUE: ce document renferme des renseignements importants. Veuillez le faire traduire si vous ne lisez ou ne comprenez pas l'anglais.

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메모: 이 문서에는 중요한 내용이 들어 있습니다. 영어를 잘 모르시면 영어를 아는 분에게 번역을 부탁드립니다.

تذکر: این سند حاوی اطلاعات مهمی است. اگر زبان انگلیسی نمی‌دانید و متوجه نمی‌شوید, خواهشمند است بخواهید آن را برای‌تان ترجمه کنند

3. Presentation of UNA Financial Statements for the Fiscal Year Ending March 31, 2020
 - a. Question and Answer Period

C. Other Business

D. Question and Answer Period

E. Motion to Adjourn

HOW TO JOIN THE MEETING

UNA Members will receive a link to join the virtual AGM through their email addresses on file with the UNA. We encourage members to sign in to their UNA Accounts to ensure that their email addresses are correct.

- To manage your UNA Membership, log in to your UNA Account at myuna.ca/login.
- If you need assistance with your login information, please email support@myuna.ca.

WAYS TO VOTE

UNA Members may vote on the motions either **online** (by virtual raising of hands during the Zoom meeting) or **by proxy** (each appointed proxy holder will have a weighted vote that will be announced at the beginning of the AGM).

ONLINE

1. During the virtual AGM, the mover of the motion will read the motion and the Chair will announce the start of voting.
2. For a more efficient counting of votes, only members who would like to vote **against the motion** or **abstain** will be asked to vote.
3. Members who wish to vote **against the motion** or **abstain** will click on the 'raise hand' button on their Zoom console when prompted by the Chair.
4. Once the Chair has finished counting the raised hands, the votes will be tallied, checked against the total number of eligible votes for the meeting and then the results will be announced.

Please be advised that the **2020 Annual General Meeting (AGM)** of the University Neighbourhoods Association (UNA) will be held on **Wednesday, September 29, 2021 at 7 p.m.**

The UNA Board of Directors has determined that the AGM will be convened through video conference (Zoom), and members may vote on the motions either **online** (by virtual raising of hands during the Zoom meeting) or **by proxy** (appointed proxy holders will have a weighted vote).

NOTE: The **2020 AGM** was delayed due to governance changes approved at the Special General Meeting (SGM) held on September 30, 2020. The **2021 AGM** will be held immediately after. The notice and agenda for the **2021 AGM** can be found on the UNA website at myuna.ca/agm.

AGENDA

Richard Watson, Chair

The following business will be conducted at the 2020 Annual General Meeting:

A. Introduction

1. Review of Meeting Procedure
2. Motion to Adopt the Agenda

B. Minutes and Presentations

1. Motion to Accept the November 6, 2019 Annual General Meeting Minutes
2. Motion to Accept the September 23, 2020 Special General Meeting Townhall Minutes

BY PROXY

Completing Your AGM Proxy Form

In order to cast your vote by proxy at the AGM, please print and sign the proxy form on page 3. The proxy form entitles the nominated proxy holder to cast your vote.

To help facilitate the voting process, we recommend that you name one of the following directors as your proxy holder and another as your alternate proxy holder:

PROXY HOLDER	EMAIL
Zheng (Jane) Kang <i>Elected Resident Director</i>	jane.kang@myuna.ca
Bill Holmes <i>Appointed Resident Director</i>	bill.holmes@myuna.ca
Murray McCutcheon <i>Elected Resident Director</i>	murray.mccutcheon@myuna.ca
Terry Mullen <i>Elected Resident Director</i>	terry.mullen@myuna.ca
Richard Watson <i>Elected Resident Director</i>	richard.watson@myuna.ca

Submitting Your Proxy Form to a UNA Director Listed Above

After completing your proxy form, it must be deposited with the UNA prior to the meeting by the following methods:

In Person Through a UNA Director

1. Please coordinate with your chosen UNA Director proxy holder to facilitate pick-up or drop-off of your completed proxy form.
2. The UNA Director will be responsible for submitting it to the UNA by 4:30 p.m., September 29, 2021.

By Drop Box

1. Deposit your completed proxy form by 4:30 p.m., September 29, 2021 in one of the drop boxes at the following locations:
 - **Wesbrook Community Centre** at 3335 Webber Ln.
 - **Old Barn Community Centre**, 6308 Thunderbird Blvd.
 - **UNA Main Office** at 202-5923 Berton Ave.
2. Please check our website at myuna.ca/facilities for the hours of operation of each location.

By Email

1. Scan your completed proxy form and email it to a UNA Director proxy holder.

2. The UNA Director will be responsible for submitting it to the UNA by 4:30 p.m., September 29, 2021.

By Fax

1. Fax your completed proxy form to:

Fax Number: **604-827-5375**
Attention: **Sundance Topham, CAO**
2. Deadline for fax submission is 4:30 p.m., September 29, 2021.

By Mail

1. Enclose your completed proxy form in an envelope and mail to:

UNA Main Office
202-5923 Berton Avenue
Vancouver, BC V6S 0B3
2. Please allow time for mailing. The mailed-in proxy form must be received by the UNA before 4:30 p.m., September 29, 2021.

Submitting Your Proxy Form to a Non-UNA Director

1. Your chosen proxy holder must be a UNA Member.
2. Please coordinate with your chosen proxy holder to facilitate pick-up or drop-off of your completed proxy form.
3. The proxy holder will be responsible for submitting the completed proxy form to the UNA by 4:30 p.m., September 29, 2021.
4. Proxy holders must contact the UNA ahead of time to ensure that their votes are weighted properly. Please visit myuna.ca/agm for more information.

FAQs

Can I attend the AGM in person?

There is no in-person meeting. Members are attend through video conference (Zoom) and asked to vote online or by proxy only.

Where can I find a copy of the UNA's audited financial statements for fiscal year ending March 31, 2020?

Please visit myuna.ca/agm to download a copy of the audited financial statements.

UNA

AGM 2020: PROXY FORM

UNIVERSITY NEIGHBOURHOODS ASSOCIATION ANNUAL GENERAL MEETING (AGM) PROXY FORM

The undersigned, being a member of the above Association, hereby appoints,

or failing this person,

as proxy holder for the undersigned to attend, act and vote on behalf of the undersigned at the **2020 Annual General Meeting** of the Association to be held on September 29, 2021 and at any adjournment thereof.

Signed this _____ day of _____, 2021.

(Printed Name of UNA Member)

(Signature of UNA Member)

NOTE: To be a proxy holder for another member, you must be a UNA Member.

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Please be advised that the **2021 Annual General Meeting (AGM)** of the University Neighbourhoods Association (UNA) will be held on **Wednesday, September 29, 2021, immediately after the 2020 Annual General Meeting.**

The notice and agenda for the **2020 AGM** can be found on the UNA website at myuna.ca/agm.

The UNA Board of Directors has determined that the 2021 AGM will be convened through video conference (Zoom), and members may vote on the motions either **online** (by virtual raising of hands during the Zoom meeting) or **by proxy** (appointed proxy holders will have a weighted vote).

AGENDA

Richard Watson, Chair

The following business will be conducted at the 2021 Annual General Meeting:

A. Introduction

1. Review of Meeting Procedure
2. Motion to Adopt the Agenda

B. Reports

1. Chair's Report
 - a. Question and Answer Period
2. Finance and Audit Committee Report
 - a. Question and Answer Period
3. Presentation of UNA Financial Statements for the Fiscal Year Ending March 31, 2021
 - a. Question and Answer Period

- b. Motion to Appoint an Auditor to Hold Office Until the Next AGM
 4. UBC Presentation on Neighbours' Fund
 - a. Question and Answer Period
 5. Chief Administrative Officer's Report
 - a. Question and Answer Period
- C. Other Business**
- D. Question and Answer Period**
- E. Motion to Adjourn**

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or failing this person,

as proxy holder for the undersigned to attend, act and vote on behalf of the undersigned at the **2021 Annual General Meeting** of the Association to be held on September 29, 2021 and at any adjournment thereof.

Signed this _____ day of _____, 2021.

(Printed Name of UNA Member)

(Signature of UNA Member)

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