

Annual General Meeting Second Notice

The 24th Annual General Meeting (AGM) of the British Columbia Public School Employers' Association (BCPSEA) is scheduled for January 25-26, 2018 at the Coast Coal Harbour Hotel, 1180 West Hastings Street, Vancouver, BC.

Please Note: This AGM will address governance issues, including debate of proposed resolutions, as well as discussions in preparation for 2019 collective bargaining.

Proposed Resolutions

The deadline for submission of proposed resolutions from boards of education for consideration by the members at AGM 24 was December 6, 2017.

1. Special Resolution S-1 (weighted voting)

Attached is a proposed special resolution and supporting documentation to amend the BCPSEA Bylaws. **The special resolution is presented as a package of amendments — in their entirety — to the Bylaws and addresses two specific issues:**

- **Governance changes requested by the Minister of Finance** arising from the Public Sector Employers' Council Governance Consultation Process initiated by the Minister of Finance on September 5, 2017. The PSEC Secretariat engaged in targeted consultations with relevant stakeholder groups in each sector represented by the four major employers' associations to review potential governance structure changes. The consultation with respect to BCPSEA was facilitated through the BC School Trustees Association (BCSTA).

Through a letter to BCPSEA from the Minister dated December 18, 2017, pursuant to section 8.1 of the *Public Sector Employers Act*, the Minister has made a formal request that the BCPSEA members implement the governance changes. The amendments to the Bylaws — in their entirety — as set out in the **content highlighted in yellow** were drafted to give effect to the Minister's request and facilitate the election of trustee Directors to the BCPSEA Board of Directors at AGM 24.

The Minister's letter and the PSEC Secretariat Report on Employers' Association Governance Consultations, setting out the context for the requested amendments, are attached for your information. Should proposed resolution S-1 be carried by the members, the AGM program will include nominations from the floor for election of trustee Directors to the Board; further, this will allow government to proceed to rescind the appointment of the Public Administrator.

Please note that PSEC Secretariat staff will be in attendance at the AGM to answer member questions with respect to the governance changes requested by the Minister.

- **Amendments required** to bring the BCPSEA Bylaws into compliance with the new *Societies Act*. The necessary amendments were identified by BCPSEA legal counsel. The attached

version of the Bylaws sets out these required changes — as well as housekeeping changes — in the content highlighted in gray. **Please note** that legal counsel will be in attendance at the AGM to answer member questions with respect to the changes required by the legislation.

The “track changes” feature has also been utilized to note where deletions, additions, and housekeeping changes are required.

2. Ordinary Resolution O-1 (one member, one vote)

Attached is a proposed ordinary resolution for consideration by the members at the AGM.

Designated Trustee Representative

Each board of education is represented at the AGM by a Trustee Representative who must not be in a conflict of interest situation in accordance with the BCPSEA bylaws. The Trustee Representative carries the vote of their Board at the AGM. When registering online, we ask that the user identify these representatives by selecting Trustee Representative from the “Registrant Type.” The registration fee is automatically waived for the “Designated Voting Trustee Representative.”

Program and Registration

Our two day program will address BCPSEA governance issues as well as discussions in preparation for 2019 collective bargaining. The program will follow in the coming weeks. Although specific timing for each day has not yet been finalized, it is anticipated that January 25 will open with registration at 9:00 am and sessions running between 10:00 am and 5:00 pm; January 26 will open with breakfast between approximately 7:15 am – 8:30 am, and sessions running between 8:30 am and adjournment at 3:00 pm.

Registration is now open. The registration fee is \$250 plus GST (this fee applies to attendees other than the “Designated Voting Trustee Representative” as referenced above). To register for the AGM, please visit our [online registration site](#).

Proposed Budget and Financial Statements

Please find attached the Letter to Trustee Representatives with the BCPSEA 2018-2019 proposed budget, the audited financial statements for the fiscal year ending March 31, 2017, and the Guided Tour to the financial statements.

Disposition of AGM 23 (January 2017) Resolutions

Resolutions from the 23rd Annual General Meeting of the BC Public School Employers’ Association, including the letters written by the Public Administrator as directed by the members and the responses received can be found on our [website](#).

Questions

If you have any questions about the AGM logistics, please contact Donna Verones at 604 730 4501 or donna@bcpsea.bc.ca.

Attachments: Proposed Special Resolution including Proposed Bylaw Amendments
Proposed Ordinary Resolution
Letter from Minister of Finance dated December 18, 2017
PSEC Secretariat Report on Employers’ Association Governance Consultations
Letter to Trustee Representatives re Proposed 2018-2019 Budget
BCPSEA 2018-2019 Proposed Budget
Guided Tour to the Financial Statements
Audited Financial Statements