

**Notice of Special General Meeting**  
**The P.S.A Society of Professional Administrators of B.C.**  
**and Seasonal Luncheon**

**NOTICE IS HEREBY GIVEN THAT** a Special General Meeting of The P.S.A. Society of Professional Administrators of B.C. (being the British Columbia Branch of the Chartered Governance Institute of Canada) will be held on December 14, 2019 at 11:30 a.m. at the Arbutus Club, 2001 Nanton Ave., Vancouver, B.C. V6J 4A1 to vote on the following special resolutions:

**Special Resolution SGM-19-S-1**

**Be It Resolved**, as a special resolution of The P.S.A. Society of Professional Administrators of B.C. (the "Society") that the Constitution of the Society be amended by deleting the following:

"The name of the Society is THE P.S.A. SOCIETY OF PROFESSIONAL ADMINISTRATORS OF B.C.

The purposes of the Society are:

The purpose of the Society is to conduct the affairs of the Institute of Chartered Secretaries and Administrators in British Columbia and

a) to promote and advance in British Columbia the interests of Chartered Secretaries and Administrators of companies and other public bodies;"

substituting therefore the following:

"The name of the Society is THE CHARTERED GOVERNANCE INSTITUTE OF BRITISH COLUMBIA.

The purposes of the Society are to conduct the affairs of The Chartered Governance Institute in British Columbia and

a) to promote and advance in British Columbia effective and efficient governance, including the interests of Chartered Governance Professionals and Chartered Secretaries of companies and other public bodies;"

**Special Resolution SGM-19-S-2**

**Be It Resolved**, as a special resolution of The P.S.A. Society of Professional Administrators of B.C. (the "Society") that the by-laws of the Society be amended in By-law 1.01:

(a) by deleting ""Corporation" means The Institute of Chartered Secretaries and Administrators in Canada – L'Institut des Secretaries et Administrateurs Agrees au Canada", substituting therefore ""Corporation" means The Chartered Governance Institute of Canada - L'Institut de Gouvernance Agréé du Canada";

(b) by deleting ""Institute" means The Institute of Chartered Secretaries and Administrators;"", substituting therefore ""Institute" means The Chartered Governance Institute;"", and

(c) by deleting ""Society" means The P.S.A. Society of Professional Administrators of B.C.;"", substituting therefore ""Society" means The Chartered Governance Institute of British Columbia;"".

November 19, 2019

## EXPLANATORY NOTES

### **Special Resolution SGM-19-S-1**

The purpose of the proposed special resolution is (a) to revise the name of the Society to align it with the revised names of The Institute (The Chartered Governance Institute, formerly The Institute of Chartered Secretaries and Administrators) and the Corporation (The Chartered Governance Institute of Canada, formerly the Institute of Chartered Secretaries and Administrators in Canada) and (b) to better align the purposes of the Society with those of the Institute.

### **Special Resolution SGM-19-S-2**

The purpose of the proposed special resolution is to amend the definitions of The Institute, The Institute of Chartered Secretaries and Administrators in Canada and the Society, as set out in By-law 1.01.

The full text of the Society's current Constitution and By-laws are posted to the B.C. Branch's section of the website of The Chartered Governance Institute of Canada:  
<https://www.charteredgovernanceinstitute.ca>

The Special General Meeting will be called to order at 11:30 a.m. Registration will open at 11:15 a.m.

**Please confirm your attendance at the Special General Meeting prior to December 10, 2019, using the attached registration form.**

Please note that there is no charge to attend the Special General Meeting.

The Society's seasonal luncheon will be served immediately following the Special General Meeting. With the luncheon being held in conjunction with the Special General Meeting, **members and students are invited to attend the luncheon, free of charge.** There is a fee for guests of members and students, as outlined in the form below



**The P.S.A. Society of Professional Administrators of B.C**  
**Special General Meeting and Seasonal Luncheon**  
**Registration Form**

Member/Student Name: \_\_\_\_\_

Member/Student Phone Number: \_\_\_\_\_

Member/Student e-mail Address: \_\_\_\_\_

Guest Name(s) (if applicable): \_\_\_\_\_

Please check all that apply:

I will attend the Special General Meeting.

I will attend the luncheon following the SGM (@ 12:00 o'clock noon)

I wish to reserve the following tickets for guest(s) accompanying me at the luncheon:

First guest @ \$45.00

Second guest @ \$65.00

Please e-mail confirmation of your attendance at the SGM (along with mailing your cheque payable to ICSA B.C. Branch, if you will be accompanied at the luncheon and will not be paying at the door), **before December 10, 2019** to:

Rick Lightheart, FCIS

Plaza Pointe PH #3

98 Tenth Street

New Westminster, B.C. V3M 6L8

Email: [rlightheart@shaw.ca](mailto:rlightheart@shaw.ca)