

## Announcement 2020-06



### **Subject: CARS By-Law change to allow Virtual AGM**

**Issue Date: July 23, 2020**

#### **Rationale:**

The federal government has issued guidance for not-for-profit corporations holding Annual General Meetings during the COVID-19 outbreak, see link.

<https://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/cs08611.html>

The guidelines allow us to choose one of three approaches:

1. Hold a virtual meeting;
2. Sign a resolution in lieu of a meeting;
3. Delay calling the meeting.

These guidelines discuss situations like ours where Virtual/Electronic AGM's are not permitted in the by-laws. The Federal government will allow the board of directors to change the by-laws to allow virtual meetings, with the change effective until the next meeting of the members (when the change can be confirmed or rejected).

#### **Decision:**

At the July 22<sup>nd</sup> CARS board meeting the board of directors discussed the options and put forth a motion to change the CARS By-Laws clause 4.07.4.4 as follows;

*4.07.4.4 Attendance by a Member at a meeting by electronic means, in part or entirely, is ~~not~~ permitted*

Beyond the obvious health concerns of holding a face to face meeting for the CARS AGM in January 2021, other considerations included the financial impact on CARS, our member clubs and the CRC events that would be reduced significantly by approving a virtual AGM. A vote was held and the board voted unanimously to adopt the motion. The 2020 AGM will be held virtually.

#### **Follow-up:**

Some of items we will work on to make sure that a Virtual 2020 AGM runs smoothly are as follows:

1. The CARS office will follow the same meeting prep and communication process;
2. CARS will arrange for the video conference;

3. We will review and determine how we can establish voting protocols;
4. Other CARS board meetings that typically take place on the AGM weekend will simply be conducted as normal business in a lead-up conference call;
5. Opportunities for the organizers and competitors to meet with the board can still occur using multiple video conferences.