Annual General Meeting Notice

TO MEMBERS:
Notice is hereby given that the Annual General Meeting of the Insurance Brokers Association of British Columbia will be held online via virtual meeting platform GoToWebinar. (Please register online ASAP at http://events.eply.com/IBABC2021AGMPreReg. The meeting link and instructions will be forwarded direct to registered members):

Wednesday, June 9, 2021
1:30 PM to 3:00 PM

The agenda for the Annual General Meeting is included herein. AGM Registration and Appointment of Proxy forms are enclosed. The Annual Report of the Association and audited financial statements will be provided separately by digital link to all member brokerages and will also be available to registered members by contacting hbrar@ibabc.org.

All members planning to attend the 2021 virtual AGM are requested to pre-register to obtain access. Pre-register at http://events.eply.com/IBABC2021AGMPreReg or use the attached form. In addition, should personal attendance not be possible, please submit to the writer a properly completed proxy form prior to 4:30 PM, Friday, June 4, 2021, in keeping with the 72-hour provision in the Bylaws.

In addition, only Members in good standing are entitled to attend, vote, or to have a proxy voted on their behalf at the AGM. Please note the following sections of the IBABC Bylaws.

2.7 Good Standing – A member ceases to be a member in good standing of the Association:
   (a) 60 days following the Payment Date relating to any Fees, if the member has not either:
       (i) paid any such Fees in full, or
       (ii) made arrangements for the payment of any such Fees which are satisfactory to the Association in its sole discretion; or

3.6 Attendance at General Meeting – The only persons entitled to attend a general meeting are members in good standing, registered proxy holders, the auditors of the Association and those persons invited by the President.

Respectfully,

C.J. (Chuck) Byrne,
Executive Director, COO
AGM 2021 - Bylaw Excerpts
June 9, 2021

Proxy, Nomination & Voting
(Please refer to IBABC Bylaws for full text)

3.6 Attendance at General Meeting – The only persons entitled to attend a general meeting are members in good standing, registered proxy holders, the auditors of the Association and those persons invited by the President.

4.9 Proxies

(a) A Brokerage Member in good standing will be entitled to appoint a Corporate Proxy Holder to attend, act and vote for the Brokerage Member, and at the Brokerage Member’s option, to attend, act and vote for all or part of the ancillary Delegate Members of that Brokerage Member, at a general meeting of the Association and any adjournment of that meeting.

(b) A permanent proxy, or a proxy entitling a person to vote at other than one general meeting and any adjournment of that meeting, is void.

(c) A form of proxy will be in writing under the hand of the appointor or of the attorney of the appointor duly authorized in writing.

(d) Proxies may be held only by an appointed Corporate Proxy Holder representing a Brokerage Member in good standing.

(e) A Brokerage Member and its associated Delegate Members may appoint the same person to act as Corporate Proxy Holder on their behalf for any meeting of the Association (or any adjournment of that meeting).

(f) A member’s Corporate Proxy Holder may only hold proxies from other Members that, when combined with the votes held by that Brokerage Member and Affiliates or its Corporate Proxy Holder, do not exceed a maximum of 10% of the total votes available to the Association membership for any meeting of the Association (or any adjournment of that meeting).

(g) A form of proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy thereof, will be deposited at the address of the Association or at such other place as is specified for that purpose in the notice convening the general meeting not less than 72 hours (excluding Saturdays, Sundays and holidays) before the time for holding the general meeting in respect of which the proxy holder is appointed.

(h) Unless the Society Act or any other statute or law applicable to the Association requires any other form of proxy, a proxy will be in the form following, but may also be in any other form that the Directors approve:

INSURANCE BROKERS ASSOCIATION OF BRITISH COLUMBIA

The undersigned, a duly authorized representative of a Brokerage Member of the above-named Association, hereby appoints as my representative, agent, attorney and proxy holder to act for and on my behalf in my name in respect of all matters requiring the approval of members of the Association at a general meeting of the Association to be held on the ___ day of __________, ______ and any adjournment of such meeting, and I hereby ratify and confirm all that the representative may lawfully do by virtue of this proxy. This authority and appointment is valid until cancelled by written notice.

Signed this ___ day of __________, ____. Signature

5.11 Notice of Candidates – On or before 45 days prior to the annual general meeting date each year, the Executive Director will distribute to all members in good standing who are entitled to vote:

(a) the names of the candidates selected by the Nominating Committee for the positions of President, Vice-President and Treasurer; and

(b) a call for nominations for the positions of President, Vice-President and Treasurer.

5.12 Eligibility for Nomination – No one is eligible to be nominated to the office of President, Vice-President or Treasurer unless the person has first completed a minimum of one year’s service as Director on the date of the next annual general meeting.

5.13 Nominations from Members – Any two members in good standing and entitled to vote may nominate a person for each of the positions of President, Vice-President and Treasurer.

5.14 Delivery of Nominations – Nominations by members for President, Vice-President and Treasurer must be filed with the Executive Director before 4:30 p.m., 30 days prior to the annual general meeting each year. All nominations must have the signed consent of the nominee to allow the nominee’s name to stand.

5.15 Inclusion in Notice – A list setting out the names of all of the nominees for the positions of President, Vice-President, and Treasurer will be included as part of the notice of annual general meeting sent to all members.

5.16 Annual Elections – At each annual general meeting, elections for President, Vice-President and Treasurer will be held.

5.17 Voting in Elections – All members in good standing and entitled to vote may vote in the elections for President, Vice-President and Treasurer.


Agenda

Insurance Brokers Association of British Columbia
2021 Annual General Meeting will be held online via virtual meeting platform GoToWebinar. (Please register online ASAP at http://events.eply.com/IBABC2021AGMPreReg. The meeting link and instructions will be forwarded direct to registered members)

Wednesday, June 9, 2021, 1:30pm to 3:00pm

1. Recording of Attendance
2. Announcements
3. Call the Meeting to Order and Acceptance of Agenda
4. Minutes of the Annual General Meeting held on June 16, 2020
5. Review of Financial Statements and Auditor’s Report
6. Appointment of Auditors
7. Report of the President
8. Report of the Executive Director
9. Review of the 2020/21 Provincial BIP Initiatives
10. Resolutions:
   10.1 RATIFICATION OF OFFICERS’ AND DIRECTORS’ ACTIONS Be it resolved that all acts, contracts, proceedings, appointments, elections, actions and any appointments enacted, made, done or taken by the Directors and Officers of the Insurance Brokers Association of B.C. be approved, ratified and confirmed by this membership.
11. Report of the Nominating Committee
12. Declaration of Representative Directors
13. Election of Officers and Members of the Board of Directors
14. President’s Address
15. Other Business
16. Adjournment

The Annual General Meeting attendance is restricted to IBABC members in good standing and their delegate members. At the invitation of the President, special guests & personnel from members’ offices in addition to the voting representatives, may also attend, but have no vote.
Pre-registration Form
Insurance Brokers Association of British Columbia
2021 Annual General Meeting– GoToWebinar (log-in and other instructions will be sent to registered members)
Wednesday, June 9, 2021, 1:30 pm to 3:00 pm

ATTENTION: MEMBER BROKERAGE OWNERS &/OR DELEGATE MEMBERS
(Your reply is requested; save time by completing this form online NOW)
Please pre-register online at http://events.eply.com/IBABC2021AGMPreReg or fax or email this sheet to 604.683.8497 or cbyrne@ibabc.org.

Yes,
I/we will be attending the IBABC Annual General Meeting to be held online - June 9, 2021.

YES ☐ Please fill out Sections A and B and C
NO ☐ Please fill out Sections D & E (if applicable)

☐ I am/we are a voting member, delegate member, or associate member in good standing.

— Section A —

IBABC Member Brokerage Name: ____________________________________________________________

Corporate Proxy (or Associate Member Key Contact) full name ____________________________________________________________

and email: ____________________________________________________________

— Section B —

Name Email
Delegate Voting Member full name and email: ____________________________________________
Delegate Voting Member: full name and email ____________________________________________
Delegate Voting Member: full name and email ____________________________________________
Delegate Voting Member: full name and email ____________________________________________

— Section C —

Requested Attendance for Non-voting Broker, Shareholder or Employee

Name Email
Guest Observer Name & Position: ____________________________________________
Guest Observer Name & Position: ____________________________________________
Guest Observer Name & Position: ____________________________________________

— Section D —

No,
I/we are a voting member in good standing but will not attend the AGM, but wish to appoint a proxy holder to vote on my/our behalf. I/we will therefore properly complete and return the enclosed appointment form to IBABC by 4:30 PM PDT, Friday, June 4, 2021, as per the 72-hour requirements of Section 4.9 of the IBABC Bylaws. Please fill Section E below (Appointment of Voting Representatives Proxy):

Name ____________________________________________

Address ____________________________________________

Telephone: __________________ Fax: __________________

IBABC Use Only
YES ☐ NO ☐
YES ☐ NO ☐
YES ☐ NO ☐
—Section E—

Appointment of Voting Representatives (Proxy)

Insurance Brokers Association of British Columbia
2021 Annual General Meeting—Online
Wednesday, June 9, 2021, 1:30 pm to 3:00 pm

Should you, as a voting member or voting delegate member in good standing, wish to have a registered proxy holder to attend, act and vote for you at the Annual General Meeting, a proxy as provided below must be properly completed and returned to IBABC. The IBABC Bylaws require the proxy form to arrive at the IBABC offices no less than 72 hours prior to the start of the Annual General Meeting. Please complete and RETURN this form by courier, mail or personal delivery to IBABC by no later than 4:30 PM PDT, Friday, June 4, 2021. Only properly completed proxies received by this time will be considered for validation.

Insurance Brokers Association of British Columbia
Proxy Form

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

Name: ___________________________ Email: ___________________________

as my representative, agent, attorney and proxy holder to act for and on my behalf in my name in respect of all matters requiring the approval of members of the Association at the Annual General Meeting of the Association to be held on June 4, 2021, and any adjournment of such meeting, and I hereby ratify and confirm and agree to ratify and confirm all that the representative may lawfully do by virtue of this proxy. This authority and appointment is valid until cancelled by written notice.

Signed this _____ day of ________________, 2021.

________________________________________
Signature of Member of Delegate

________________________________________
Name of Member or Delegate

________________________________________
Name of Brokerage

________________________________________
Received at IBABC at (time), on the day of ________________, 2021

________________________________________
By