

#4 Notices to Members

Our Rules require all formal notices to be sent to members by conventional mail. With the evolution of technology many individuals rely upon and have a preference for electronic communications. Using electronic means would also potentially reduce costs – printing, postage, etc.. The proposal is to allow the directors to provide notices to members electronically if the member elects to accept this method.

SPECIAL RESOLUTION #4

WHEREAS the Rules do not permit notices to be sent electronically and now electronic media have become common;

IT IS RESOLVED THAT the credit union Rules are amended by adding the following:

Rule 13. Electronic Communication

Subject to the Credit Union Incorporation Act, the Financial Institutions Act and the Electronic Transactions Act, at the Board's discretion, any information or notices that are required to be provided or mailed to members may be either mailed or provided by electronic means and members may vote by electronic means, the Board of Directors may prescribe such technological and other requirements for the use of such electronic means as the Board of Directors in their discretion considers desirable in the circumstances.

ROGER INMAN MEMORIAL AWARD

FOR COMMUNITY ECONOMIC DEVELOPMENT

Call for Nominations

The Roger Inman Memorial Award is given annually to a CCEC Member (project, group, person or business) in recognition of a project that has made a significant contribution to the economic development of the community. The award includes \$1,000 cash and recognition.



Sanctuary Health: Winner of the 2018 Roger Inman Memorial Award

"Thank you to CCEC for recognising Sanctuary Health for the Roger Inman Memorial Award. The award will directly support important, yet often ignored, members of our community struggling in solidarity against an unjust system."



Go Paperless

View e-statements anytime through MemberDirect. You'll get your information faster and more securely than by postal mail.

Send us an email or let us know when you are in the branch to stop receiving paper statements!

CCEC

Credit Union



Notice of Annual General Meeting (AGM) Wednesday, February 6, 2019

Location: Cafe Deux Soleils, 2096 Commercial Drive., Vancouver, BC

Time: 6:00pm Registration; 7:00pm Business Meeting



- Have you thought of running for the Board or Credit Committee?
- Do you want to give back to the community?

Nominations are being accepted for: 4 positions on the Board; and 3 positions on the Credit Committee.

Want to learn more? Call us!

You are invited to our AGM!



We will report out on the last fiscal year and answer your questions. The meeting agenda will include **four special resolutions (information below)**, reports and elections.

All key information is included in this notice; supplementary information is available on our website.

Corporate entities (co-ops, societies and companies) must formally appoint their delegate (see form).

Finger food and refreshments are provided too.

CCEC is a member-owned, community development organization that is powered by people, like you; in service of people like you.

Who is Eligible to Vote? Members in good standing as of Dec. 8, 2018. Junior members are not eligible to vote.

NOTICE OF SPECIAL RESOLUTIONS TO AMEND THE RULES OF CCEC CREDIT UNION

Members are advised that the following special resolutions are to be considered at the Annual General Meeting February 6, 2019.

Preamble

The CCEC Credit Union Rules have not been changed since 2002. In the past year, the directors have identified some issues and reviewed specific provisions in the CCEC Credit Union Rules. As a consequence of the review the following four changes are proposed.

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The Rules are the foundational corporate document for a credit union, similar to 'bylaws' and 'articles' under other corporate legislation. Under the Credit Union Incorporation Act (CUIA) every credit union must have a set of Rules to set out particulars related to co-operative ownership and governance. The Rules may only be amended by special resolution of the membership (2/3 majority and notice at least 18 days before a meeting). A copy of the Rules is available on the CCEC website.

#1 No Employees on Board or Credit Committee

In practice CCEC has followed the basic consumer ownership tradition of credit unions. This tradition makes a clear distinction between member-owners and employees, and employees do not sit on the board. However, our Rules do not speak to this issue. We propose to add this to the Rules.

SPECIAL RESOLUTION #1

WHEREAS the co-operative model of member-ownership gives consumers the right of ownership and the right to be a director or member of the credit committee;

AND WHEREAS employees have interests which may, from time to time, conflict with the interest of the general membership;

AND WHEREAS it is prudent and common among credit unions to preclude employees from being directors or credit committee members;

IT IS RESOLVED THAT Rule 9.3 be amended by adding the following section after section 'b)' as an added criteria for ineligibility:

c) is an employee of the Credit Union, a subsidiary of the Credit Union or an affiliated corporation of the Credit Union.

#2 Disclosure of Potential Conflicts Prior to Elections

Those elected as directors and credit committee members must act in good faith and in the best interests of the credit union membership. However, some conflicts of interest are inevitable. Rather than absolutely prohibiting past employees, relatives of employees or others with potential conflicts from standing for office, the Board proposes that these be disclosed so that the membership can then have the information and be enabled to make the decision regarding a person's ability to serve effectively.

SPECIAL RESOLUTION #2

WHEREAS the membership has a right to know of any potential conflicts of interest which may compromise a potential director or credit committee member in the exercise of their duties, and in particular their duty to act in the best interest of the credit union;

IT IS RESOLVED THAT Rule 9.6 be renumbered '9.6 a)' and the following be inserted after

b) The Nominating Committee shall inquire into any potential conflicts of interest arising from a candidate's prior employment with the credit union, or the candidate's immediate family members' employment with the credit union, and report on these to the membership prior to the election.

c) The Nominating Committee shall inquire into a candidate's business with the credit union, outstanding legal actions involving the credit union, and other potential conflicts of interest and report on these to the membership prior to the election.

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#3 Removal for Misconduct

The current Rules do not give the Board authority to act if certain events arise. The CUIA and the Rules say that a director may be removed from office by special resolution of the membership. At other credit unions the directors have been given the power to act in certain circumstances, and the board proposes amending the CCEC Rules to give similar limited powers to the board.

SPECIAL RESOLUTION #3

WHEREAS the directors do not have the explicit authority under the credit union Rules to remove a director or credit committee member from office for misconduct;

AND WHEREAS this limitation makes it difficult to enforce confidentiality and ethical conduct guidelines;

AND WHEREAS it is prudent and common among credit unions to provide for such events, even if uncommon;

IT IS RESOLVED THAT Rule 5.12 be amended by deleting the word "or" at the end of section 'b)', replacing the period at the end of section 'c)' with "; or", and then adding the following after section 'c)':

d) the director is ordered to vacate by a resolution of the directors passed by not less than two thirds (2/3) of the directors, if that director:

i) has failed without being excused to attend three consecutive meetings of the board or any three consecutive meetings of a committee of the board; or

ii) is required by the Rules to vacate the office of director, but has not tendered her resignation as a director; or

iii) has breached the code of ethical conduct adopted by the board; or

iv) has breached the confidentiality of any proceedings, deliberations, or information of the directors, as determined by the other directors in accordance with the policies and procedures established by the Conduct Review Committee.

At least seven (7) days prior to the directors meeting at which the removal of a director is to be considered, the secretary will provide such director with notice of the meeting and the grounds for considering the director's removal. The director may appear and make submissions at the meeting prior to the directors voting on the resolution for the director's removal.

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Delegate Authorization Form

	CCEC CREDIT UNION ANNUAL GENERAL MEETING DELEGATE AUTHORIZATION FORM FOR INCORPORATED GROUPS ONLY (CO-OPS & NON-PROFIT SOCIETIES) REGISTRATION STARTING AT 6:00PM & MEETING AT 7:00PM
AGM 2018	
We hereby appoint the following as our delegate to the CCEC Annual General Meeting to be held on Wednesday, February 6, 2019 at Cafe Deux Soleils, 2096 Commercial Drive, Vancouver.	
PLEASE NOTE THAT A DELEGATE CANNOT BE A CCEC MEMBER AND MEMBER GROUPS MUST BE INCORPORATED.	
PLEASE FAX THIS FORM TO 604.254.6558 OR BRING TO THE AGM	
DATE: _____	NAME OF GROUP: _____
ACCOUNT #: _____	DELEGATE NAME: _____
1. _____ (AUTHORIZED SIGNING OFFICER)	2. _____ (AUTHORIZED SIGNING OFFICER)

All incorporated member groups are entitled to be represented by an authorized delegate at the AGM of CCEC Credit Union. Please fax or drop off the form at CCEC.

Be sure the form is signed!

The form is available in the branch, on our website or by contacting Joanne at 604.254.4100 or jmackinnon@ccec.bc.ca. Please note that the delegate cannot be a CCEC member.



Our auditors, MNP LLP, are conducting their annual audit examination of our accounts for our fiscal year-end. If you disagree with the information presented on your statement, please write directly to MNP LLP providing full details of the discrepancies at: MNP LLP, 300 - 32988 South Fraser Way, Abbotsford, BC V2S 2A8