



Notice of 2018

Annual General Meeting

**Shaughnessy Golf and Country
Club**

**4300 SW Marine Dr.
Vancouver, BC
V6N 4A6**

Saturday September 29, 2018

10:00am - 1:00pm



2018 Annual General Meeting

Table of Contents

1. Notice of Annual General Meeting
2. AGM Proposed Agenda
3. Nomination Report
4. Auditor's Report on 2017/18 Financial Statements
5. 2019 Proposed Membership Fees
6. Societies Act & Bylaw Amendments
7. Proxy Form



NOTICE OF ANNUAL GENERAL MEETING

Attention: President/General Manager

In accordance with the by-laws of Tennis – British Columbia, please accept this document as a formal notice to the membership that the next Annual General Meeting (AGM) of the society shall take place as follows:

Date: Saturday, September 29, 2018

Time: 10:00 am to 1 noon followed by a light lunch

Location: Shaughnessy Golf and Country Club
4300 SW Marine Dr.
Vancouver, BC
V6N 4A6

A finalized agenda for the order of business to be conducted at the Annual General Meeting will be made available in mid-September and posted at www.tennisbc.org Tennis BC's website. The audited financial statements for the fiscal year ending March 31, 2018 will be presented at the meeting in addition to a number of member-related reports. Following the meeting we will hold our annual member awards celebration.

There will be a special resolution vote for full and facility voting members at the meeting to approve updated bylaws as per the BC Government Societies Act requirements.

Please take the time to review the enclosed information carefully and plan on attending or have your organization represented by one of your executives. We value your membership with our organization and appreciate your comments and ideas. If you have any presentation ideas or topics, please contact us so that they can be added to the agenda topics to be discussed at the end of the business meeting.

Please RSVP to Mrs. Jeannie Rohr at jrohr@tennisbc.org or call 604-737-3086 ext. 3 by September 11th, 2018.

Yours truly,

Rick Hastings
President, Tennis BC

July 31, 2018



2018 ANNUAL GENERAL MEETING

Proposed Agenda

September 29, 2018 - 10:00am to 1:00pm, lunch to follow

Shaughnessy Golf and Country Club, Vancouver, BC

10:00am **Member Registration**

10:30am **Annual General Meeting**

1. Welcome and Introductions
2. Speaker – Ms. Karen Shaver, Director Safe Sport, Tennis Canada
3. President’s Remarks
4. Formalities
 - a. Registration and Proxies
 - b. Notice of Meeting
 - c. Scrutineer’s Report
 - d. Minutes of Last Meeting
5. Reports
 - a. President’s Report
 - b. Chief Executive Officer’s Report
 - c. Membership Report
 - d. Societies Act and Bylaw amendments
 - e. Treasurer’s Report and Appointment of Auditors
 - f. 2019 Membership Proposed Fees
 - g. Nominating Committee Report
6. Election of Directors
7. New/Other Business
8. Member Awards and Lunch served – 1:00pm to 2:00pm

July 31, 2018



To: Tennis - British Columbia Voting Members

From: Tennis - British Columbia Nominating Committee

Date: June 11, 2018

Subject: Nominations for the Tennis BC Board of Directors at the September 29, 2018 Annual General Meeting

The following will describe the Board's responsibilities, director's term, nomination process and the Biographies of the three Nominees the committee is recommending to the membership. Tennis BC is fortunate to be rich with talented, committed and passionate people to develop and govern the sport. The nominations committee worked hard to engage our members in the nomination process and we were rewarded with three expressions of interest from very qualified individuals. We thank all of those who expressed interest in the board.

BOARD

The affairs of the Society shall be managed by a Board of Directors, which shall be composed of the nine Directors elected at the annual general meeting and, ex officio, the immediate Past President, if not currently a director.

At the first meeting of the Board following the enactment of these By-Laws, the Members of the Board shall choose from amongst themselves five Officers and four Directors-At-Large. At each subsequent meeting of the Board immediately following the annual general meeting, the Members of the Board shall choose from amongst themselves as many Officers and Directors-at-Large as is necessary to maintain the numbers at the five and four, respectively.

TERM

At the general meeting approving the enactment of this By-Law, three Directors shall be elected for a term of one year; three Directors shall be elected for a term of two years; and three Directors shall be elected for a term of three years. At each subsequent annual general meeting, three Directors shall be elected for a term of three years.

NOMINATIONS

There shall be a nominating committee consisting of those Directors whose term does not expire at the

July 31, 2018



upcoming annual general meeting and the immediate Past President who shall be Chair. The nominating committee shall, 60 days prior to the annual general meeting, nominate persons to stand for election to the Board at the next annual general meeting.

By notice to the Society given 45 days prior to the annual general meeting, any Voting Member may nominate candidates for the positions of Director.

A list of the nominations together with a statement of the present occupation and employment of each nominee and the offices or positions held by that nominee in tennis organizations during the preceding five years, shall accompany the notice calling the annual general meeting.

The three-year terms are as a result of the normal rotation of terms for Directors as set out in Tennis BC's by-laws.

CANDIDATES

Tennis BC is fortunate to have had three expressions of interest from highly qualified people. Each person had a personal discussion with the nominations committee representatives, and each person expressed interest in working with Tennis BC in a range of roles. The nominees were unanimously chosen as having the skills, background and knowledge that will complement the existing directors and continue the growth of Tennis BC. These individuals will enable the Tennis BC Board to make key strategic decisions on your behalf and inspire tennis in our communities.

NOMINEES

We wish to confirm the following nominees for election to the Board of Tennis BC at the upcoming Annual General Meeting September 29, 2018 each for a three-year term.

Mr. Mark Braidwood

Mark is a principal of SHK Law Corporation, a leading boutique construction, insurance and commercial law firm in Vancouver.

July 31, 2018



Mark has extensive experience litigating and resolving a wide variety of complex legal disputes, many of which include large construction projects, such as the construction of the new BC Place Stadium roof. Mark is effective at building consensus to achieve strategic objectives and is keen to use those skills and his enthusiasm for tennis to promote the sport throughout British Columbia.

Mark grew up playing tennis at Hollyburn Country Club and over the last 15 years has enjoyed a renewed enthusiasm for the sport, playing in social leagues, a number of social tournaments and attending tennis fundraisers.

Mark has served on the Tennis BC Board of Directors since 2015 and has held the positions of Secretary and Vice President. Mark has also participated in various sub-committees, including the Governance Committee, where he and other present and past Board Members prepared the Governance Manual for Tennis BC.

Mr. Marvin Storrow

Marvin Storrow is a Partner Emeritus with Blake, Cassels & Graydon LLP involved in arbitration, mediation, civil and criminal law. Mr. Storrow has been involved with a wide variety of litigious matters and alternative dispute resolution matters over the past several years. He has been a member of the bar since 1962, a chartered arbitrator and a graduate of UBC Law School.

Marvin has been a Director of a number of organizations, including the BC Epilepsy Society, Greenpeace Canada, the West Coast Environmental Law Association, Cambie Surgery Centre, the Justice Institute of British Columbia Foundation, the BC International Commercial Arbitration Centre, the Arbutus Club, the Vancouver 2010 Bid Corporation, and was a 2010 Olympic Ambassador.

With respect to sports generally, Mr. Storrow has been a Board member of the BC Sports Hall of Fame and Museum for the past 15 years and has chaired approximately 12 of the Board's annual Gala Award Dinners. In addition, he has had the opportunity to observe tennis at very high levels in that he has been to each of the four majors on a number of occasions, and as well has been a regular attendee at the professional tournament in Indian Wells, California for several years.

Marvin developed a passion for sports from a very young age and was the first stick boy for the very first Vancouver Canucks hockey team; he has played soccer, fast pitch softball, and tennis competitively and was a ranked slalom and downhill skier as a junior. With respect to tennis he has competed in "low

July 31, 2018



level” tournaments within the province over the past many, years, and to this day continues to play approximately 4 times a week.

Mr. Kavie Toor

Kavie Toor is the Senior Director of Facilities, Recreation and Sport Partnerships at UBC Athletics and Recreation. He is responsible for providing strategic leadership to the recreation and facilities portfolios including capital planning, student and community programming, business operations, facility operations and large event management.

Kavie has over 15 years of leadership roles in progressive leadership positions in sport and business. He has played a lead role in developing over 15 capital projects valued at \$250M including the UBC Tennis Centre, UBC Aquatic Centre and the Doug Mitchell Thunderbird Sports Centre. He is also UBC’s major event lead including over 200 major events ranging from concerts to national championships to the Olympics and over 4 Davis Cup Tennis events. In addition he has been responsible for significant project fundraising efforts including over \$150 raised from business partners, alumni, donors and government partners. He is a passionate and avid Tennis fan and former junior player who still plays on a regular basis.

Kavie is a UBC grad with a Masters in Human Kinetics, Bachelor of Education and a Bachelor of Arts degrees. He has held numerous board, volunteer or project lead roles including: Sport Hosting Vancouver, Athletics for Kids, UBC Alumni Association and many others.

Respectfully submitted by the Nomination Committee:

Roger Skillings (Chair), Rick Hastings, Karen Clarke, Denise Wong, Graeme White, Justin Kates and Winston Pain

204-210 West Broadway, Vancouver, BC V5Y 3W2 Phone: (604) 737-3086 Fax: (604) 737-3124 E-Mail: tbc@tennisbc.org Website: www.tennisbc.org

July 31, 2018



INDEPENDENT AUDITOR'S REPORT

To the Members of
Tennis BC

Report on the Financial Statements

We have audited the accompanying financial statements of Tennis BC which comprise the statement of financial position as at March 31, 2018 and the statements of changes in net assets, operations and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Society's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Society's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audit is sufficient and appropriate to provide a basis for our unqualified audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Tennis BC as at March 31, 2018, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Report on Other Legal and Regulatory Requirements

As required by the British Columbia Societies Act, we report that the accounting principles used in these financial statements have been applied on a basis consistent with that of the preceding year.

Tompkins Wozny LLP

Vancouver, Canada
July 18, 2018

Chartered Professional Accountants



July 31, 2018



Proposed 2019 Membership Fee Structure

We are pleased to report that the proposed 2019 membership fee structure does not include any increase in fees for the year. Tennis BC's balance sheet is strong, and the board recommends no fee increase for the upcoming year. We value your participation in inspiring and increasing the opportunities to participate in tennis throughout British Columbia. Thank you for your continued support of Tennis BC.

Societies Act Changes and Proposed Bylaw Changes

The Board and Management of Tennis BC have completed a two-year review process of our membership structure, bylaws and constitution as a part of the required government regulations and board governance updates. Tennis BC lawyers, Watson Goepel LLP, have reviewed and recommended the proposed bylaw changes to be completed as required by November 28, 2018. These new bylaws will be on the agenda at the Annual General Meeting and will require a special resolution vote from eligible member clubs. As part of a communication process, Tennis BC will reach out to various member club representatives and/or any member club that wishes to discuss the proposed changes prior to the AGM are encouraged to contact Tennis BC President Rick Hastings at president@tennisbc.org preferably no later than Sept 1st, 2018.



PROXY FORM

The undersigned, representing a Full/Facility Club Member of Tennis British Columbia, hereby assign our vote to Rick Hastings, President of Tennis BC or to _____, a member of an organization which maintains Full/Facility membership with Tennis British Columbia, as Proxy Holder to vote on our behalf on all matters pertaining to the Annual General Meeting of Tennis BC to be held on the 29th day of September, 2018 at 10:00 am at the Shaughnessy Golf and Country Club, located at 4300 SW Marine Dr., Vancouver, BC V6N 4A6 (see regulations below).

Signed this _____ day of _____, 2018

Club Name: _____

Name of President Signing for Club

Signature of President Signing for Club

Proxy Regulations:

1. Only those members who have paid 2018 **Full/Facility** membership fees in full shall be entitled to vote at the Annual General Meeting.
2. A member must be in good standing at the time of the Annual General Meeting to be eligible to vote.
3. A member who is entitled to vote at an Annual General Meeting has the right to vote in person or by proxy in accordance with By Law III.B.5.
4. It is the responsibility of the Member wishing to assign their proxy (the "Appointer") to find a member of an organization which maintains Full/Facility membership with Tennis British Columbia, to vote on their behalf at the meeting (the "Proxy Holder").
5. Proxies will only be accepted if the Proxy form is completed in full, with the date, name of the Proxy Holder and the name, position and signature of the Appointer.
6. Members are encouraged to pre-register proxies by submitting the completed proxy to Tennis British Columbia Reception at #204-210 West Broadway, Vancouver BC V5Y 3W2 by hand delivery, mail, fax at 604-737-3124 or email (pdf document) to jrohr@tennisbc.org any day in advance of the Annual General Meeting up to **Tuesday September 25, 2018 at 3:00pm**.
7. All proxies must be registered prior to the commencement of the Annual General Meeting, 10:30am September 29, 2018 to be exercised.

July 31, 2018