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| Description: Macintosh HD:Users:meganbegley:Desktop:Nordiq Canada Logo files:JPEG:Stacked (Main logo):Nordiq Canada_stacked logo.jpg | **NOTICE OF ANNUAL GENERAL MEETING**  **3:00-4:00 pm ET on June 17, 2023**  **Hotel on Pownal, 146 Pownal Street, Charlottetown PE**  **Zoom link for those who can’t attend in person:**  <https://zoom.us/j/8831663314?pwd=MHdLYXB2NXp4UW9jSXR5TWJGUXF3UT09>  (Meeting ID: 883 166 3314; Passcode: 834034) |

Notice is hereby given of the Annual General Meeting of Nordiq Canada (incorporated as Cross-Country Ski de fond Canada) on June 17 at 3:00 pm ET:

1. Welcome and Call to Order
2. Establishment of Quorum
3. Approval of the Agenda
4. Declaration of Conflicts of Interest
5. Adoption of Minutes: [2022 AGM](https://nordiqcanada.ca/wp-content/uploads/Minutes-of-2022-AGM.pdf) and [2023 Special Meeting of Members](https://nordiqcanada.ca/wp-content/uploads/Minutes-of-Special-Meeting.pdf)
6. Board, Committee and Staff Reports (staff reports presented Friday)
7. Report of Auditors (2022-2023)
8. Appointment of Auditors (2023-2024)
9. Proposed Bylaw Amendments (none to be ratified; possible SafeSport proposal from members below)
10. Election of New Director (available positions: two female and two male independent directors; [nominations received](https://nordiqcanada.ca/wp-content/uploads/AGM_Board-Nominees-1.pdf))
11. Location of 2024 AGM: No proposals received, thus Canmore AB recommended
12. Adjournment

**Division Voting Delegate Form for 2023 AGM**

**If the Division Chair will not be voting, you must submit this form to** [**mbegley@nordiqcanada.ca**](mailto:mbegley@nordiqcanada.ca) **no later than seven days before the AGM.**

This is to confirm that, in place of the Division Chairperson,

(name of representative) is authorized to represent the

(name of Division) at Nordiq Canada’s Annual General Meeting to be held at the time and location shown above.

Signed by: (Division Chairperson or President)

Date and location:

**Possible Proposal by Members for By-law Amendment an SafeSport**

Because the following bylaw changes represent a ‘fundamental change,’ clauses 95, 96 and 98 of the by-laws indicate the Nordiq Canada Board should not pass a resolution to be ratified at the AGM; instead, the Board has recommended these changes to voting members. At the AGM, the members will decide whether to propose and adopt the changes through a special resolution. A special resolution requires a majority of more than two-thirds of the votes cast to pass.

10. Division Member – An organization, association or corporation recognized by the Corporation as the sole governing body for cross country skiing in a Province or Territory, which is registered as a Member of the Corporation, has agreed to abide by the Corporation’s By-laws, policies, procedures, rules and regulations and has adopted the Corporation’s safe sport policies, as amended from time to time, unless the Corporation agrees that the Division Member is precluded from doing so as a result of provincial or territorial legislation, provincial or territorial funding requirements, and/or other applicable regulations.

12. Admission of Members – Any candidate will be admitted as a Member if:

1. The candidate member makes an application for membership in a manner prescribed by the Corporation;
2. The candidate member was at any time previously a Member and the candidate member was a Member in good standing at the time of ceasing to be a Member;
3. The candidate member has paid dues or fees as prescribed by the Board;
4. The candidate member has met the definition of Member set out in Articles 10 and 11, as applicable; and
5. The candidate member has been approved as a Member by the Board or by any committee or individual delegated this authority by the Board.
6. The candidate member agrees to abide by the Corporation’s By-laws, policies, procedures, rules and regulations and to adopt the Corporation’s safe sport policies, as amended from time to time, unless the Corporation agrees that the Division Member is precluded from doing so as a result of provincial or territorial legislation, provincial or territorial funding requirements, and/or other applicable regulations.

21. Definition – A Member of the Corporation will be in good standing provided that the Member:

1. Has not ceased to be a Member;
2. Has not been suspended or expelled from membership, or had other restrictions or sanctions imposed;
3. Has completed and remitted all documents as required by the Corporation;
4. Has complied with the By-laws, policies, procedures, rules and regulations of the Corporation, and has adopted the Corporation’s safe sport policies, as amended from time to time, unless the Corporation agrees that the Division Member is precluded from doing so as a result of provincial or territorial legislation, provincial or territorial funding requirements, and/or other applicable regulations;
5. Is not subject to a disciplinary investigation or action by the Corporation, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Board; and
6. Has paid all required membership dues or debts to the Corporation, if any.