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DATE: April 14, 2013
TO: Annual Members of Ottawa Lions Track and Field Club
FROM: Board of Directors
SUBJECT: Notice of Special General Meeting

Dear Member,

The Board of Directors of the Ottawa Lions Track and Field Club invites all annual members to participate in a Special General Meeting to take place Tuesday, April 30th at The Dome @ Louis-Riel at 5:00pm.

The purpose of the Special General Meeting is to vote on three proposed amendments to the Ottawa Lions By-Laws. To aid in your decision making process, the Board has included the prior wording of the By-Laws in questions as well as the reason for the proposed change.

Proposed amendments to the Ottawa Lions By-Laws

- 1) In Section 1.3, replace the term “Regional Municipality of Ottawa-Carleton” with “City of Ottawa” so as to read:

Section 1.3 Head Office - The office of the Club shall be in the **City of Ottawa**, in the Province of Ontario.

- The Board proposes the change to reflect the current naming conventions for the area in which the club operates

- 2) In Section 1.9, insert “, or for remuneration for the delivery of services to the Club, in cases where the board of directors determines that such remuneration is in the best financial interest of the Club” so as to read:

Section 1.9 Earnings No officer, director or member of the Club shall receive any part of the earnings of the Club or any monetary profit from the operations thereof, except for expenses incurred in effecting one or more of the purposes as the board of directors may determine, **or for remuneration for the delivery of services to the Club, in cases where the board of directors determines that such remuneration is in the best financial interest of the Club**. Notwithstanding the provisions of this Section 1.9, the Club shall be entitled to compensate all the members of the Club who coach, for their out-of-pocket expenses not specifically claimable, by way of honoraria.

- The Board proposes the change to provide the Board with more flexibility in decision making.

- 3) In Section 6.5, replace “Notice of Special General Meeting shall state the purpose of the meeting” with “Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member to form a reasoned judgement on the decision to be taken” so as to read:

Section 6.5 Notice of the Annual, or Special General Meetings shall be sent by the secretary not less than fourteen (14) days before the date for such meeting to each member at his/her last known address by whatever technology permits at the secretary’s discretion. **Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member to form a reasoned judgement on the decision to be taken.**

- The Board proposes the change to comply with Corporations Canada standards.