CANADIAN ASSOCIATION OF SNOWBOARD INSTRUCTORS
NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

NOTICE IS HEREBY GIVEN that the Annual General Meeting (AGM) of the members of the Canadian Association of Snowboard Instructors ("CASI") will be held via **ZOOM video conference** on **November 25th, 2026 at 16:00 hours Pacific Standard Time)** for the following purposes:

1. To receive the financial statements of CASI for the fiscal year ended May 31, 2026, together with the report of the Directors and the Auditor thereon.
2. To appoint the Auditor for the ensuing year and authorize the Directors to fix the remuneration of the Auditor.
3. To announce the results of the annual elections to fill vacant positions on the CASI Board of Directors.
4. **Special Resolution – Membership Conditions & Voting Eligibility:** To consider and, if deemed advisable, approve a Special Resolution amending Article 4 of the General Bylaws to define membership qualifications and require Member in Good Standing status (payment of dues) for voting eligibility at member meetings.
5. **Ordinary Resolution – Director Qualifications & Candidate Endorsements:** To consider and, if deemed advisable, approve an Ordinary Resolution amending Article 6 of the General Bylaws to introduce a functional bilingualism requirement for the Quebec Director and authorize Board endorsement of qualified candidates.
6. **Ordinary Resolution – General Governance & Operational Modernization:** To consider and, if deemed advisable, approve an Ordinary Resolution confirming amendments to Articles 5, 6, 7, and 9 of the General Bylaws (including formal authorization of virtual AGMs, tie-vote rules, conflict-free Nominating Committee rules, regional voting restrictions, and officer term flexibility).
7. To transact such further business as may properly be brought before the meeting or any adjournment thereof.

The full text of the proposed bylaw resolutions and a detailed comparison matrix outlining all material changes are attached to this.

Access to Full Bylaw Texts & Member Review Materials:

In accordance with the Canada Not-for-Profit Corporations Act, full copies of the current bylaws and proposed amended bylaws are available for inspection by members prior to the AGM:

- **Schedule A (attached):** Member Cover Memo, Summary of Key Changes by Resolution, and Complete Text of Proposed Resolutions 1, 2, and 3.
- **Comparison Matrix:** Detailed Side-by-Side Bylaw Comparison Matrix & Rationale available at this LINK.
- **Complete Current Bylaws:** Current CASI-ACMS General Bylaws – available at this LINK.
- **Complete Proposed Bylaws:** CASI-ACMS General Bylaws (2026 Proposed) – available at LINK.

Members may also request digital copies of any of the above documents by emailing jeff@casi-acms.com.

Dated November 4th, 2026.

By order of the Board of Directors



Melissa Penney, President

All members must register BEFORE Nov 25th, 2026 for the meeting at:
https://us02web.zoom.us/meeting/register/R51-945ATUCkLgqiD5Z0gA

All active voting members in good standing are entitled to one vote. Members who are unable to attend the meeting virtually may complete and return a PDF of the form of proxy below no later than one (1) hour prior to the meeting (email to headoffice@casi-acms.com). No member shall be allowed to vote more than 10 proxy votes, except the chairman of the meeting, who shall vote all proxies appointing them in the manner specified in such proxies.

PROXY FOR ANNUAL GENERAL MEETING OF THE MEMBERS

The undersigned voting member in good standing of the Canadian Association of Snowboard Instructors / Association Canadienne des Moniteurs de Snowboard hereby appoints:

Proxyholder Name: _____

or failing them: _____

or failing them, the Chair of the meeting, as the proxyholder of the undersigned, with full power of substitution, to attend, act, and vote for and on behalf of the undersigned at the Annual General Meeting of Members to be held on November 25th, 2026, and at any adjournment thereof.

Voting Directions: The undersigned hereby directs the proxyholder to vote on the following matters as specified below. *(Note: If no direction is indicated, the proxyholder may vote at their discretion)*:

Meeting Agenda Item / Motion	FOR	AGAINST	ABSTAIN
Item 2: Re-appointment of the Auditor and authorizing Directors to fix remuneration [cite: 47]	[ ]	[ ]	[ ]
Item 4 (Special Resolution): Approval of amendments to Article 4 (Member Qualifications & Good Standing voting rules) [cite: 25-26, 44]	[ ]	[ ]	[ ]
Item 5 (Ordinary Resolution): Approval of amendments to Article 6 (Bilingual	[ ]	[ ]	[ ]

Meeting Agenda Item / Motion	FOR	AGAINST	ABSTAIN
requirement for Quebec Director & Board candidate endorsements) [cite: 31, 33, 44]			
Item 6 (Ordinary Resolution): Ratification of general governance & administrative modernizations across Articles 5, 6, 7 & 9 [cite: 27, 29, 32-33, 36, 38, 44]	[ ]	[ ]	[ ]

Date: _____, 2026 **Member Name (Print):**

Member Signature: _____

_____ **CASI Membership #:** _____

SCHEDULE A	
TO:	All Voting Members of the Canadian Association of Snowboard Instructors / Association Canadienne des Moniteurs de Snowboard (CASI-ACMS)
FROM:	The Board of Directors, CASI-ACMS
DATE:	Nov 4, 2026
SUBJECT:	Notice of Proposed Bylaw Amendments & AGM Voting Package

Notice of Proposed Bylaw Amendments (CASI-ACMS)

Dear CASI-ACMS Members,

In accordance with the *Canada Not-for-Profit Corporations Act* (CNCA) and CASI-ACMS Bylaw 14.02, notice is hereby given that members will be asked to consider and vote upon amendments to the Corporation's General Bylaws at the upcoming Annual General Meeting (AGM).

The proposed revisions represent the culmination of a comprehensive governance review conducted by the Board of Directors. The amendments are designed to modernize our corporate operations, safeguard good governance practices, enhance the integrity of Director elections, clarify membership voting requirements, and ensure strong representation at the national governance table.

Voting Structure at the AGM

To ensure procedural fairness, transparency, and compliance with statutory thresholds under the CNCA, the proposed amendments are divided into three distinct resolutions:

- **Resolution 1 (Special Resolution — 2/3 Majority):** Amendments to Article 4 respecting Member Qualifications and Good Standing requirements for voting eligibility.
- **Resolution 2 (Ordinary Resolution — 50% + 1 Majority):** Specific Board Policy Amendments respecting the Bilingual Requirement for the Quebec

Director (Bylaw 6.04) and Board Endorsement of Nominees (Bylaws 6.10d & 6.10e).

- **Resolution 3 (Ordinary Resolution — 50% + 1 Majority):** General Governance, Operational, and Administrative Amendments (Articles 5, 6, 7, and 9).

Separating these items allows members to consider substantive changes independently while ensuring that broad administrative modernizations proceed smoothly.

Summary of Key Changes by Resolution

Resolution	Bylaw References	Key Subject Matter	Required Majority
Resolution 1	Bylaws 4.01, 4.02	**Member Qualifications & Good Standing:** Explicitly requires voting members to be in Good Standing (all dues paid prior to the meeting) to cast a vote; members in dues arrears lose voting eligibility prior to formal membership suspension.	Special Resolution (2/3 of votes cast)
Resolution 2	Bylaws 6.04, 6.10(d)&(e)	**Director Qualifications & Board Endorsements:** Introduces a requirement that the Quebec Director be functionally bilingual; permits the Board to review nominees and officially endorse candidates matching targeted skill matrices.	Ordinary Resolution (Simple majority / 50% + 1)
Resolution 3	Articles 5, 6, 7, 9	**General Governance Updates:** Formalizes virtual AGMs (5.01); clarifies tied vote rules (5.10); restructures Nominating Committee to exclude running candidates (6.10a); limits regional Director voting to residents of that region (6.10f); allows Board extension of officer 4-year limits (9.02).	Ordinary Resolution (Simple majority / 50% + 1)

Members are encouraged to review the complete text of the formal resolutions below, as well as the accompanying bylaw comparison matrix, prior to casting their vote by proxy, or via electronic ballot.

Formal AGM Resolutions

RESOLUTION 1: AMENDMENTS TO MEMBERSHIP CONDITIONS AND VOTING RIGHTS (SPECIAL RESOLUTION)

(Pursuant to Section 197(1) of the Canada Not-for-Profit Corporations Act and Bylaw 14.02)

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. Article 4 of the General Bylaws of the Canadian Association of Snowboard Instructors / Association Canadienne des Moniteurs de Snowboard (the "Corporation") is hereby amended by repealing Bylaw 4.01 and replacing it with the following:
   "4.01 Subject to the Articles, there shall be one class of voting members in the Corporation. Membership is open to individuals who: (a) Are interested in furthering the Corporation's purposes; (b) Have successfully completed the certification requirements (or equivalent requirements established by the Board); (c) Have submitted an application for membership in the form prescribed by the Board; and (d) Have paid the required annual membership dues."
2. Article 4 of the General Bylaws is further amended by enacting a new Bylaw 4.02 as follows, with subsequent bylaws renumbered accordingly: *"4.02 A Voting Member is entitled to receive notice of, attend, and vote at all meetings of members, provided they are a Member in Good Standing. A member is in Good Standing if they have paid all outstanding membership dues and assessments prior to the date of the meeting. Members who are in arrears of dues, while retaining their underlying membership status until formal suspension or termination, shall not be entitled to vote at any meeting of members."*
3. The Directors and Officers of the Corporation are authorized and directed to execute all documents, submit filings to Corporations Canada, and perform all acts necessary to give full effect to this resolution.

RESOLUTION 2: DIRECTOR QUALIFICATIONS AND CANDIDATE ENDORSEMENT (ORDINARY RESOLUTION)

(Pursuant to the General Bylaws and Section 152 of the Canada Not-for-Profit Corporations Act)

BE IT RESOLVED AS AN ORDINARY RESOLUTION THAT:

1. The General Bylaws of the Corporation are hereby amended by adding Bylaw 6.04 under Article 6 (Directors):

"6.04 To reflect communication requirements at the national governance level, the Director from Quebec is required to be functionally bilingual in English and French and must self-declare their language proficiency prior to standing for election."

2. The General Bylaws of the Corporation are further amended by enacting Bylaws 6.10(d) and 6.10(e) under Article 6 (Directors):
"(d) The Board may, upon review of the nominee list, endorse by motion one or more candidates for election.
(e) The proposed names of members who have been nominated must be published electronically on the Corporation's website or any other wide-web or on-line communication issued by the Corporation, with any Board-endorsed candidates noted appropriately."
3. The Directors and Officers of the Corporation are authorized to take all such actions as may be necessary to implement these provisions.

RESOLUTION 3: GENERAL GOVERNANCE, ADMINISTRATIVE, AND OPERATIONAL AMENDMENTS (ORDINARY RESOLUTION)

(Pursuant to Bylaw 14.02 of the General Bylaws of the Corporation)

BE IT RESOLVED AS AN ORDINARY RESOLUTION THAT:

1. All additional amendments to the General Bylaws as approved by the Board of Directors and set out in the proposed 2026 General Bylaws draft presented to this meeting—including specifically:
    - **Bylaw 5.01:** Authorization for Annual Meetings to be conducted by electronic means;
    - **Bylaw 5.10:** Express stipulation that in the case of a tie vote, the motion is lost;
    - **Bylaws 6.02, 6.03 & 6.07:** Updated residency language ("primarily reside"), 'at large' Director appointment alignment, and clarifying 9-year consecutive term caps;
    - **Bylaws 6.06(a) & 6.10(b):** Authority for Board/Nominating Committee to publish candidate skill matrices;
    - **Bylaw 6.10(a):** Reconstitution of the Nominating Committee to ensure no candidates running for election sit on the committee;
    - **Bylaw 6.10(f):** Restricting voting for regional Director positions strictly to members residing in the respective region;
    - **Bylaw 7.05:** Streamlining general consent for Director electronic meetings; and

- **Bylaw 9.02:** Authorizing Board discretion to extend officer terms beyond 4 consecutive years for operational continuity;

be and are hereby ratified, approved, and confirmed without variation.

2. The Board of Directors is authorized to correct typographical errors, update cross-references, and conform article numbering in the finalized General Bylaws.