

**CERTIFIED COPY OF SPECIAL RESOLUTION OF
THE MEMBERS OF
KOOTENAY EAST YOUTH SOCCER ASSOCIATION**

(the “Society”)

WHEREAS:

- A. Due to expansion of the Society’s duties and the growth of the Society, the members wish to increase the number of board members.
- B. The bylaws of the Society, filed November 28, 2018 (the “Bylaws”) have some referencing errors which need to be corrected.

BE IT RESOLVED BY SPECIAL RESOLUTION THAT:

- 1. The Society’s Bylaws be altered by:

- (a) deleting Section 5-1 in its entirety and substituting the following as Section 5-1:

“5-1. The Board shall consist of no less than eight (8) and no more than twelve (12) voting members who shall conduct the business of the KEYSA. The Board will be made up of the following positions

- (i) 8-12 elected Directors;

- (ii) Preferably one member from each KEYSA Club Association, as defined in Part 10, who has been elected by their respective club association to represent them on the KEYSA board and who is not fulfilling an Executive Position with their club association board;

- (iii) The term of office for the Board member shall commence on the first day of the month following the KEYSA Annual General Meeting and shall continue until the next Annual General Meeting.”

- (b) deleting Section 9-3(1)(b) in its entirety and substituting the following as Section 9-3(1)(b):

“(b) the auditor, if Part 8 applies.”

- (c) deleting Section 12-1 in its entirety and substituting the following as Section 12-1:

“12-1 Amendments to the constitution may be effected at the KEYSA Annual General Meeting or at a KEYSA Special General Meeting, convened under Part 3, upon an affirmation vote of a special resolution to change the Constitution and Bylaws.”

(d) deleting Section 17-1 in its entirety and substituting the following as Section 17-1:

“17-1 A player, team, or Club Association penalized under Part 16 of these Bylaws shall have the right of appeal. A request for a hearing shall be in writing and directed to the director responsible for Discipline. The hearing will take the form of a personal appearance at the next scheduled Board meeting.”

2. Subject to receiving a certified copy of this special resolution, Rella Paolini and Rogers, as agents for the Society, are authorized and directed to electronically file a bylaw alteration application amending the Society’s Bylaws in accordance with this special resolution with the Registrar.
3. Any one director or officer of the Society is authorized and directed, on behalf of the Society, to take all necessary steps and proceedings and to execute, deliver, and file any and all declarations, agreements, documents, and other instruments and do all such other acts and things (whether under corporate seal of the Society or otherwise) necessary or desirable to give effect to this special resolution.”

The undersigned, _____, Director of the Society, hereby certifies that the foregoing is a true copy of a Members resolution of the Society, which was passed by the Members of the Society at a properly constituted annual general meeting of the Society on October 25, 2019, which resolution is, as of the date of this certificate, in full force and effect.

Dated _____, 2019.

Name: _____, Director
Kootenay East Youth Soccer Association