

2019 NAC BALLOT AND PROXY FORM
The Naval Association of Canada
Annual General Meeting Teleconference 19 June 2019

BALLOT FORM - 2019 NAC AGM

I, insert name, vote to approve the following motions :

Motions a, b , and c below (Y/N)

or,

a. Board of Directors Term Extension – See page four (Y/N)

b. 2018 Financial Statement (Y/N)

c. the Financial Reviewer: that the accounting firm Allen&Krauel Inc. of Victoria BC be appointed and approved as reviewers for 2018.(Y/N)

Your signature block (name, address, phone number)

Instructions for completion of the Ballot: (note you may send your ballot and proxy in one email if you want to copy and paste the required information directly into your email to the NAC Executive Director)

You may vote for each Item above individually or for All

To submit your ballot (vote) you have the option to:

a. Download and mail your ballot to the NAC Executive Director;
Executive Director – NAC; 1138 Sauterne Park; Orleans ON K1C 2N8; or

b. Attach this ballot to an email and sent it to the NAC Executive Director by email (executivedirector-nac@outlook.com); or

c. Copy and paste your ballot form directly into your email and email it to the NAC Executive Director (executivedirector-nac@outlook.com). You only need to cut and paste the ballot, not the instruction: or, (and simplest)

d. Send an email to the NAC Executive Director (executivedirector-nac@outlook.com)with the following information (include your signature block at the end of the email).

I vote Y/N for items a thru c; or

I vote: a (Y/N); b. (Y/N); c. (Y/N)

**Your ballot must be received by the NAC Executive Director by No Later Than 2000 (Ottawa time) Tuesday
18 June 2019. ***NOTE - YOU CAN USE ONE EMAIL TO VOTE AND SUBMIT YOUR PROXY'S NAME.*****

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Proxy Appointment:

I, insert your name and address,

being a member of the Naval Association of Canada (NAC)

Hereby appoint; person's name or Bill Conconi (NAC President), or David Soule (the NAC Executive Director)

To be my proxy and to attend and vote on my behalf for any items that arise during the 19 June 2019 NAC Annual General Meeting that require a vote.

Signed on (insert day) **of** (insert month) **of 2019**

(If mailing this form, ensure this form is signed as per below):

Your signature:

Your contact phone number and/or E-mail :

(See instructions for appointing a proxyholder, on page three (3))

*****NOTE - YOU CAN USE ONE EMAIL TO VOTE AND SUBMIT YOUR PROXY'S NAME.*****

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Instructions for completion of the Proxy Form: (note you may send your ballot and proxy form in one email if you wish either by copy and paste of the required information directly into your email to the NAC Executive Director or in an email indicating your vote and proxy. There is not need to attach any forms to an email)

1. Insert your name and the name of the individual you appoint to be your proxyholder, where indicated. If you do not know a member who will be attending, you may appoint the National President (Bill Conconi) or the Executive Director (David Soule) as your proxy.
2. Sign and date your form. Ensure to include your phone number and/or email address
3. Return your form as follows:
 - a. **mail to NAC Executive Director, 1138 Sauterne Park, Orleans, ON K1C 2N8 to arrive not later than 2000 (Ottawa time) Tuesday 18 June 2019; or**
 - b. **email the completed form (or copy and paste the form contents directly to your email) or simply enter your proxy's name in an email to me, info your proxy, and email the Executive Director at executivedirector-nac@outlook.com not later than 2000 (Ottawa time) Tuesday 18 June 2018.** The emailed version does not have to be signed but must be from your email account held by the Executive Director.
4. **Only Proxy Forms that are submitted to the Executive Director not later than 2000 (Ottawa time) Tuesday 18 June will be considered valid and allow your vote to be counted at the AGM.** You may give a copy of your completed form to your Proxyholder. **The Executive Director will reply by email to you indicating your proxy form has been received.**
5. *****NOTE - YOU CAN USE ONE EMAIL TO VOTE AND SUBMIT YOUR PROXY'S NAME.*****

This form can be downloaded in Word format for easy completion from the NAC website:
<https://www.navalassoc.ca/occasions/nac-2019-agm-wednesday-19-june-2019/>

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MOTION TO EXTEND BOARD MEMBER TERMS - At the 19 June 2019 the following motion will be presented. The rationale for the motion can be found below:

“It is moved that:

- a. The NAC National Board member terms expiring at the 19 June 2019 AGM be extended to the 2020 AGM and that the Board remain at 9 members (unless a current Board member resigns or stands down at the Jun 2019 AGM), and that;
- b. The NAC National Board members with terms expiring in 2020 be extended to the 2021 AGM.”

Background/Rationale:

1. All current NAC National Board members were elected at an October timeframe AGM (2016/2017). Since then the annual general meeting has been scheduled to occur no later than end-June or within 6 months of the end of the annual NAC fiscal year in order to meet the Not-for-Profit Corporation requirements. This would mean that 2019 and 2020 BOD members would actually serve 2-1/2 year terms. The more usual practice is that the 3-year term is defined in accordance with AGM timings, not in terms of a 12-month period of time, that is 3 AGMs, not actual time served.
2. Mike Hoare, the NAC National nominating committee chair has discussed this with the NAC executive director in light of the foregoing. As a result it is proposed that those BOD members with terms expiring at the June 2019 AGM (really Oct 2019) be extended to the 2020 AGM and that the Board remain at 10 members (unless a current Board member resigns or stands down at the Jun 2019 AGM) ,as was approved at the 2018 AGM.
3. The same would apply for those with terms expiring in 2020 (really Oct 2020) with their terms expiring at the 2021 AGM. This would avoid all 9 Board positions coming up for election in 2020. The rationale for this proposal is:
 - a. this would allow for continuity;
 - b. all current BOD members would be given an opportunity to serve a full three-year term (plus a bit);
 - c. given the level of NAC National activity underway, much of which is at critical development stages (naval affairs for one) and some new initiatives potentially coming forward very soon in terms of sponsorship and membership recruiting (already an ongoing activity), all of which require continuity and some degree of knowledge on how the activity has been developed/designed/implemented to succeed;
 - d. the current BOD is in most cases, very much a working board with many members actively engaged with the above-mentioned activities. All-to-say, the additional time would allow for potential recruitment of capable members to assume "working" or very pro-active roles in activities like naval affairs, NAC News, membership recruitment, fundraising, etc...; and,
 - e. while the executive director is not aware of any recruitment underway for new board members, nor has he been approached by any branch or individual with a Board nomination proposal, in his opinion, the proposal above should receive support from the NAC-wide membership.

The following Directors will continue to serve NAC (the new term end dates are in parenthesis): Bill Conconi (2020), David Coulson (2020), Jeff Gilmour (2020), Brian Cook (2020), Mike Hoare (2021), Barry Walker (2021), Rod Hughes (2021), Ian Parker (2021), and Mark Phillips (2021). William (Bill) C. Thomas (2019) has indicated that he will be standing down as of the 19 June 2019 AGM and does not wish to extend his term. Therefore, as approved at the 2018 AGM, the NAC National Board of Directors will be made up of 9 vice 10 members.