



NOTICE OF ANNUAL GENERAL ASSEMBLY

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members of
TAHLTAN CENTRAL GOVERNMENT (the "TCG")

WILL BE HELD ON:

JUNE 29th, JUNE 30th, and JULY 1st, 2019 BETWEEN 9:00 AM AND 5:00 PM (PDT)

AT:

DEASE LAKE RECREATION CENTRE (ARENA), DEASE LAKE, BC

Notice is hereby given to all members that the ANNUAL GENERAL ASSEMBLY of the TCG will be held on the dates and times and at the location specified above for the following purposes:

1. To receive the financial statements of the TCG for the year ended 2018.
2. To provide members a copy of the minutes of the 2018 Annual General Assembly.
3. To provide members with a report of the TCG Executive Committee and Board of Directors.
4. To receive the TCG annual budget for fiscal year 2019.
5. To vote on certain special resolutions (the "Special Resolutions") involving amendments to the Bylaws of the TCG, the text of which is set out in the pages which follow.
6. To elect the directors of the TCG in accordance with Bylaws of the TCG, including the Executive Committee and the Family Representatives.
7. To transact such other business as may be properly brought before the meeting.

If there is no quorum present at this meeting (quorum being 25 full adult members duly registered as attending the Annual General Assembly) the meeting shall be adjourned for the same day in the next month at the same time and place. Individuals who are eligible and wish to become members of the TCG are encouraged to enroll prior to the Annual General Assembly by contacting Shannon Frank, the Director of Information, at "InformationDirector@tahltan.org" or by telephone at 250.643.2037. A copy of this notice will be sent to all members via electronic mail (if applicable), posted in the post offices in the towns of Telegraph Creek, Iskut and Dease Lake, BC, and posted on the Tahltan Central Government website, at www.tahltan.org.

TAHLTAN CENTRAL GOVERNMENT

Per: _____

A handwritten signature in blue ink, appearing to be "S. Frank", is written over a horizontal line.



NOTICE OF SPECIAL RESOLUTIONS

NOTICE IS HEREBY GIVEN THAT THE FOLLOWING SPECIAL RESOLUTIONS WILL BE PROPOSED AT THE 2019 ANNUAL GENERAL ASSEMBLY OF THE TAHLTAN CENTRAL GOVERNMENT

VOTING ON THE SPECIAL RESOLUTIONS WILL BE HELD ON:

JULY 1st, 2019 BETWEEN 11 A.M. AND 12 P.M. (PDT)

AT:

DEASE LAKE RECREATION CENTRE (ARENA), DEASE LAKE, BC

Please be advised that members of the Tahltan Central Government (“**Central Government**”) will be asked to vote on proposed amendments to the Bylaws of the Central Government at the times and location set out above. Members must be present in person to vote on these special resolutions.

The attached special resolutions to amend the Bylaws of the Central Government will be presented to the members for discussion and approval. Reference in this Notice and in the special resolutions set out below to the “Bylaws” mean the Bylaws of the Central Government.

The attached special resolutions includes a summary description shaded in grey. This description provides additional information and context for the proposed special resolution, however the text of the special resolutions will be restricted to the language set out beneath the summary description, along with any variations thereto as may be described in the applicable description or as set out in another special resolution.

2019 TCG AGA Bylaw Amendments

The following Special Resolutions are expected to be presented on July 1st, 2019 between 11 a.m. and 12 p.m. at the Tahltan Central Government Annual General Assembly held at the Dease Lake Recreation Centre, Dease Lake, B.C.

Special Resolution Threshold

Under the new B.C. Societies Act, the threshold for approving Special Resolutions (i.e. amending the bylaws, removing a director, etc.) can be reduced from 3/4 of the members voting on the resolution to 2/3.

If this Special Resolution is approved, the threshold for approving any future Special Resolutions, including changes to the TCG Bylaws will be subject to a 2/3 voting threshold, rather than a 3/4 voting threshold.

RESOLVED as a SPECIAL RESOLUTION that Bylaw IX be amended by deleting the words “passed by a majority of not less than three-fourths (3/4) of such members entitled to vote as are present in person and are registered at an Annual General Assembly”.

Restatement of Amendments

RESOLVED as a SPECIAL RESOLUTION that the Directors are hereby authorized to incorporate the amendment to the Bylaws approved by special resolutions at the 2019 Annual General Assembly, together with any consequential formatting and non-substantive edits, corrections or numbering and cross-referencing amendments as may be approved by the Board of Directors, into one fully restated version of the Bylaws, to be attached to this resolution.
