

**Vancouver Linux Users Group Society
(VanLUG)**

2026 Annual General Meeting

Saturday, December 12, 2026

2:00pm

**Burnaby Public Library
Tommy Douglas Branch
7311 Kingsway, Burnaby BC**

Note: There is no provision for electronic attendance or voting at the 2026 Annual General meeting. There is no provision for proxy voting at the Annual General Meeting.

Vancouver Linux Users Group Society
AGENDA AGM 2026
Saturday, December 12, 2026
Burnaby Library, Tommy Douglas Branch
7311 Kingsway, 2:00PM

1. Introduction to the AGM

Welcoming the members to the AGM, what it is for, and who gets to vote.

2. Call to Order and Establishment of Quorum.

VanLUG bylaws state that a quorum for an AGM “shall consist of at least six members, three of whom shall be on the current Board of Directors and two of whom are shall also be executive members.”

3. Presentation, amendments (if any) and acceptance of this 2026 AGM Agenda

Chair Motion: To accept the agenda for the VanLUG 2025 AGM as presented.

Seconded:

Discussion:

Vote:

For:

Against:

Abstentions:

4. Presentation and Acceptance of the Minutes of the VanLUG 2025 AGM:

Chair Motion: To accept the minutes of the VanLUG 2024 AGM as presented.

Seconded:

Discussion:

Vote:

For:

Against:

Abstentions:

5. Year end Reports:

a. President's Report:

b. Financial Report:

c. Technical Summary:

Chair Motion: To accept all year end reports.

Seconded:

Discussion:

Vote:

For:

Against:

Abstentions:

6. Plan for 2027

7. New VanLUG Bylaws

Special Resolution:

Be it resolved that the bylaws attached to this notice as [Schedule A], in the form presented to the membership on Saturday, December 12, 2026, replace the bylaws adopted by Special Resolution at the Society's Annual General Meeting on November 29, 2024, effective on filing the alteration application with the Registrar of Companies.

Note: Passing the resolution requires a 2/3rds majority of votes cast.

Moved:

Seconded:

Presentation of the new bylaws and discussion.

Vote:

For:

Against:

Abstentions:

8. The Dave Michelson Award.

To recognize an outstanding effort in the promotion of Free/Libre Open-Source Software in the Vancouver/Lower Mainland area of British Columbia.

9. Election of the Board of Directors for 2027

Call for nominations from the floor:

Given no nominations from the floor the recommended slate of members for the board are:

President: Nestor Balce

Treasurer: Brant Forseng

Vice President: New Board Nominations

Secretary: New Board Nominations

Members at Large:

Additional Nominations from the floor for Members at Large:

Chair Motion: That the above recommended/updated slate be elected as the Vancouver Linux Users Group Society Board of Directors.

Seconded:

Discussion:

Vote:

For:

Against:

10. New Business: Any member may ask a question or propose a motion from the floor.

11. Date, time, and Location of the first VanLUG Meetings of the new year.

Date: January, exact date TBD

Time: TBD

Location: TBD

12. Motion to Adjourn:

Schedule A

Proposed By Laws

The following bylaws are consistent with the Society's registered Constitution (filed May 31, 2017, 01:14 PM Pacific Time), certified copy on file.

1. Definitions

- a) “Act” – the Societies Act of British Columbia
- b) “VanLUG” – the Vancouver Linux Users Group Society, sometimes referred to in the bylaws as “the society”
- c) “Director” – a member of the VanLUG Board of Directors, sometimes referred to in the bylaws as a “board member”
- d) AGM – Annual General Meeting
- e) SGM – Special General Meeting – a meeting of VanLUG members called specifically to debate and vote on one or more special resolutions or for any other general meeting business permitted by the Act

2. Society Name

- a) The name of the society is the Vancouver Linux Users Group Society.
- b) The society may also be referred to by its acronym – VanLUG.

3. Society Membership

- a) Membership is open to an individual who is at least 18 years of age when the individual's application is accepted under these bylaws.
- b) In order to identify a member, as well as conform to the requirements of the Act, VanLUG will collect and retain a member name or alias and a member's email address.
- c) An individual may hold only one VanLUG membership at a time, regardless of the number of names, aliases, email addresses or other identifiers used by that individual.
- d) A person must have been a member for thirty (30) days or more in order to be eligible to vote an AGM or SGM.
- e) Membership is not transferable.
- f) The Board of Directors may remove a member from the society by the following process:
 - a. A vote in favour by two-thirds of the Board of Directors
 - b. The member to be removed is given at least two weeks notice of the vote, in writing (including by email), along with a statement of the reasons for removal.
 - c. The member to be removed must be provided an opportunity to make a written or oral representation to the board prior to the vote and then, if applicable, leave the board meeting prior to the vote taking place
- g) A member may be expelled from the society through a special resolution at either an AGM or an SGM.
- h) Detailed member application and verification procedures are set out in a supporting board policy resolution.

4. Society Directors

- a) The society will have a minimum of three (3) and a maximum of fifteen (15) directors
- b) Elections to the VanLUG Board of Directors shall be by slate at the AGM or an SGM.
- c) Members may, from the floor at an AGM or SGM, add their names to the slate as candidates for any Director position.
- d) The slate may be amended at the meeting before the vote is held.
- e) If the number of candidates for the board is equal to or less than the number of board positions, the candidates are elected by acclamation.
- f) A candidate for election as a director must have been a member continuously for at least 30 days before the election or appointment.
- g) Board members must be reasonably able to attend the majority board meetings, whether in person or through communications medium permitted by the Act.
- h) Should a director resign or be otherwise unable to fulfill their responsibilities as a board member, the board may appoint a society member to the VanLUG Board of Directors as a replacement, to serve until the following AGM.
- i) The following positions are Executive Directors:
 - a. President
 - b. Vice President
 - c. Treasurer
 - d. Secretary
 - e. Membership Secretary
- j) The board may, by a board policy resolution, designate additional Director positions with specific duties as the board considers useful to the Society; the positions of President, Vice-President, Treasurer, Secretary, and Membership Secretary are set out in this section and may not be eliminated except by amendment to these bylaws.
- k) Selection criteria, specific duties, and responsibilities of each Executive Director position are described in a supporting board policy resolution.
- l) A single board member may hold a maximum of two (2) Executive Director positions.
- m) The positions of President and Vice President may not be held by the same board member.
- n) The Board of Directors may remove a member from the board by the following process:
 - a. A vote in favour by two-thirds of the Board of Directors
 - b. The director to be removed is given at least two weeks notice of the vote, in writing (including by email), along with a statement of the reasons for removal.
 - c. The director to be removed must be provided an opportunity to make a written or oral representation to the board prior to the vote and then, if applicable, leave the board meeting prior to the vote taking place
- o) A board member may also be removed through a special resolution at an SGM; such board member has the right to make an oral or written representation at the SGM prior to the vote for their removal.

5. Quorum

- a) Quorum at VanLUG Board Meetings shall consist of three elected board members, two of whom shall also be executive directors.
- b) Quorum at VanLUG AGMs and SGMs shall consist of at least six members, three of whom shall be on the current Board of Directors and two of whom shall also be executive directors.

6. Notice of Meetings

- a) A notice of meeting may be given to a member by electronic mail to the member at the member's registered e-mail address or by any other communications medium permitted under the Act.
- b) The notice of meeting must include the date, time, and location of the meeting and include the full text of any special resolutions to be presented at the meeting along with a meeting agenda.
- c) Notice of an AGM or an SGM must be given to each member no fewer than fourteen (14) days and no more than sixty (60) days before the date of the meeting.

7. Meeting Voting Procedures

- a) Voting at an AGM or an SGM must be in person or through a communications medium permitted under the Act; voting by email, mail, or any other method outside of the meeting is not permitted unless these bylaws expressly authorize that method and set out the required rules.
- b) Voting by proxy is not permitted.
- c) At any AGM or SGM, before any ballot or voting credential is issued and before any vote is counted, the Chair or the Chair's designate must verify each voting member against the current member register.

8. Remuneration to Directors or Members

- a) A director or member may be remunerated by VanLUG for work done on its behalf. Such payments must be authorized by a motion at a VanLUG Board Meeting.
- b) A director or member may be reimbursed by VanLUG for expenses incurred on its behalf. Such payments must be authorized by a motion at a VanLUG Board Meeting.

9. Conduct of Business

- a) The board of directors shall pursue its business in a timely and effective manner via email, telephone, and monthly board meetings; board meetings may be held in-person or through electronic means.

10.Miscellaneous

- a) These bylaws may be supplemented from time to time by policy resolutions approved by the board of directors; such policy resolutions are not considered amendments to the bylaws.
- b) These bylaws may be amended only by Special Resolution at an AGM or SGM; the amendment(s) take effect when the alteration application is filed with the Registrar under Section 17 of the Act.