

VIA EMAIL – c/o [info@langleycity.ca](mailto:info@langleycity.ca)

March 25, 2022

Mayor Val van den Broek and Council  
City of Langley  
20399 Douglas Crescent  
Langley, BC V3A 4B3

Dear Mayor Van Den Broek and Council,

**RE: E-Comm Board of Directors Designate — 2022-2023 Term**

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The Annual General Meeting (the “Meeting”) of the Shareholders (Members) of E-Comm *Emergency Communications for British Columbia Inc.* (“E-Comm”) will be held on Thursday, June 23, 2022 and, at that time, the Board of Directors (the “Board”) will be elected by the Members for the 2022-2023 term.

Nominee for the coming term to be selected

The Members’ Agreement among E-Comm’s shareholders sets out how the Board of Directors is to be elected. For your reference, we attach a copy of section 4.2 of the Members’ Agreement, headed “Designation and Election of Directors” which contains the applicable provisions.

Your organization falls into the group of which described at subsection 4.2.1.5. Pursuant to Section 4.2.1.5 of the E-Comm Members’ Agreement, your Designated Group of Members is entitled to nominate two mutually agreed upon individuals for election to the Board of Directors of E-Comm. At present, your grouping is comprised of these municipalities:

|                        | Class A  | Class B |
|------------------------|----------|---------|
| <b>City of Langley</b> | <b>1</b> | -       |
| Township of Langley    | 1        | 2       |
| City of Surrey         | 2        | 1       |
| City of White Rock     | 2        | -       |

The current representatives for your Designated Grouping are Ed Wolfe, City of White Rock and Terry Waterhouse, City of Surrey.

Because your municipality is among a Designated Group of Members who must mutually agree upon your nominees, **we respectfully request that you confer with the other members of your grouping to confirm your selections for the coming term and provide the names of such individuals not later than May 13, 2022.** This will help to ensure a smooth nomination process.

Who is eligible?

The Board of E-Comm is committed to good governance and seeks directors who possess the experience, skills, and attributes to effectively serve the interests of all shareholders and our other stakeholders. An effective director will have competencies in many, or most, of the following areas: knowledge of the fields of emergency communications, police, fire, ambulance or public-safety, knowledge of the role of a board, analytical skills including financial acumen, leadership skills, good communication skills, sound judgment, high



integrity and the ability to influence others. Further, the Board of Directors believes that its composition should reflect the rich diversity of the communities that E-Comm serves.

#### Commitment

The E-Comm Board of Directors meets five times per year and provides oversight of the business and affairs of E-Comm. Meetings are held during regular working hours, typically commencing in the morning and running until mid or early afternoon at E-Comm's Vancouver centre. Two additional Board sessions are also held annually for strategic planning and board education. There are three standing committees of the board (Finance, Governance and Public Affairs, and Human Resources and Compensation), each meeting five times per year. Participation on committees is voluntary, but recommended.

Although shareholders are required to elect directors every year, we hope that nominees are willing to serve for not less than two years, in part because a learning curve, before a director might feel fully engaged and contributing, is acknowledged. We encourage directors to serve additional terms. There are no term limits in place, although we strive to balance the value of experienced Directors with that of newcomers.

#### Next steps

**We kindly request that the City of Langley, following discussion within your Designated Grouping, advise E-Comm (to the attention of the writer) with written confirmation by Friday, May 13, 2022, of the name and contact information of your nominee to the E-Comm Board for the 2022-2023 term.** The question and answer document enclosed in this package includes a sample motion confirming your nomination, if required.

Kindly note that an orientation session for new E-Comm Board Directors will be held on Wednesday, July 6, 2022 between 9am – 3pm; we ask that you please communicate this date with your nominee as soon as possible so that they may hold the time in their calendar. This session is only required should your Designated Grouping choose to nominate individuals other than the current directors Terry Waterhouse and Ed Wolfe.

Please note that nominating a director is a separate process from designating a representative to vote your share at the Annual General Meeting (AGM) in June. As such, I will be contacting you again in mid-May with the Notice of AGM and will request that you designate one individual to attend the Annual General Meeting of the Shareholders for the purposes of voting the City of Langley share. If you prefer, you can designate your nominee to vote your share.

Yours truly,



Krystal Boros  
Acting Corporate Secretary

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cc Terry Waterhouse, City of Surrey  
Chief Ed Wolfe, City of White Rock  
Kelly Kenney, City of Langley, Corporate Officer