

VIA EMAIL – c/o clerksoffice@whiterockcity.ca

March 29, 2023

Mayor Megan Knight and Council
City of White Rock
15322 Buena Vista Avenue
White Rock, BC V4B 1Y6

Dear Mayor Knight and Council,

RE: E-Comm Board of Directors Designate — 2023-2024 Term

The Annual General Meeting (the “Meeting”) of the shareholders (the “Members”) of E-Comm *Emergency Communications for British Columbia Inc.* (“E-Comm”) will be held on Thursday, June 22, 2023 and, at that time, the Board of Directors (the “Board”) will be elected by the Members for the 2023-2024 term.

Selection of Nominee for 2023-2024 Term

The Members’ Agreement sets out how the Board of Directors will be elected. For your reference, we attach a copy of section 4.2 of the Members’ Agreement, headed “Designation and Election of Directors” as Schedule “A” of this letter.

Your organization falls into the Designated Grouping that is described in subsection 4.2.1.5. Under Section 4.2.1.5, 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
City of Langley	1	-
Township of Langley	1	2
City of Surrey	2	1
City of White Rock	2	-

Nominee Request

Terry Waterhouse, City of Surrey and Fire Chief Ed Wolfe, City of White Rock represent your municipality on the E-Comm Board of Directors.

Since 2020, the E-Comm Board of Directors has seen 12 of the 18 nominated Directors turnover, affecting the Board’s ability to govern the organization effectively. Given the significant transformation underway at E-Comm and the considerable learning curve that new Directors experience before feeling fully engaged and able to contribute, the re-nomination of Terry Waterhouse and Ed Wolfe will provide the organization with consistency as we continue to move E-Comm forward.

Because your Designated Grouping must mutually agree upon your nominee, **we respectfully request that the City of White Rock confer with the other members of your grouping to confirm the re-nomination of Terry Waterhouse and Ed Wolfe for the coming term.**

Alternate Nominees

In the event that the Designated Grouping does not re-nominate the current Directors, it is requested that the nominees possess the experience, skills, and attributes to effectively serve the best interests of all Members and our other stakeholders. These nominees do not need to be elected officials and can be city staff or another



individual connected to your municipality. E-Comm is specifically looking to fill the gaps identified in the Board of Directors 2022 Skills Matrix, which highlighted the need for Directors with the following expertise:

- Financial Literacy and Audit
- Information Technology
- Risk and Compliance
- Stakeholder Relations

We understand that per the Designated Grouping's nomination schedule, the Township of Langley is slated to serve on the E-Comm Board in the 2023-2027 term. E-Comm Management has identified a selection of potential alternate nominees from the municipalities in your Designated Grouping and included them here for your consideration:

- Barb Martens, Councillor
- Sandra Ruff, Director of Finance
- Steve Scheepmaker, Director of Corporate Administration

Next steps

Following discussion within your Designated Grouping, we kindly request that you reply to us with written confirmation by Monday, May 8, 2023, of your nominee's name and contact information to the E-Comm Board for the 2023-2024 term.

FAQ

We have included an FAQ document which provides additional information regarding the nomination of Directors to the E-Comm Board as Schedule "B".

AGM Voting Representative

Please note that nominating a director is a separate process from designating a representative to vote your share(s) at the Annual General Meeting (the "AGM") in June. As such, we will contact you again in mid-May with the Notice of AGM and request that you designate one individual to attend the Annual General Meeting of the Shareholders to vote the City of White Rock share(s). If you prefer, you can designate your nominee to vote your share(s), which is quite common amongst Shareholders.

If you have any questions, do not hesitate to get in touch with me using the contact information below.

Sincerely,



Sarah Sidhu
Corporate Secretary

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cc Terry Waterhouse, City of Surrey
Chief Ed Wolfe, City of White Rock
Tracey Arthur, City of White Rock, Director, Corporate Administration