



ANNUAL GENERAL MEETING MINUTES
Sunday, November 16, 2014 at 9:30 am EDT
Westin Bristol Place, Mississauga, ON

1. Call to Order

The Chair (Dave Wilkin) called the meeting to order at 9:40 am EDT. On behalf of the MSC Board and Staff, Dave welcomed those joining the meeting; roundtable introductions were made.

2. Establishment of Quorum

A quorum was established by ballots received in advance (22) and delegates in attendance.

3. Appointment of Scrutineers

Bette El-Hawary and Sally O'Brien were appointed as scrutineers.

4. Approval of the Agenda

No items of new business were received in advance, per the MSC Bylaws. The Special Meeting Minutes will be approved under item 6.

Motion AGM 14-11-16:01 (Smith/Groff) to approve the Agenda. **Carried.**
22 advance votes received in favor.

5. Declaration of any Conflicts of Interest

No conflicts of interest were declared.

6. Adoption of Minutes of the previous Annual Meeting & Special Meeting Minutes

Motion AGM 14-11-16:02 (Patton/Smith) to approve the Minutes of the 2013 AGM. **Carried.**
7 advance votes received in favor, 15 advance votes abstained.

Motion AGM 14-11-16:03 (Patten/Smith) to approve the Minutes of the 2014 Special Members Meetings. **Carried.**
6 advance votes received in favor, 1 advance vote opposed, 15 advance votes abstained.

7. Board, Committee and Staff Reports

Reports for all active committees were included in the AGM book in advance; Dave highlighted key areas from the written reports and acknowledged some gaps in the governance report included, which was his oversight. The main accomplishments for the year have been addressed.

8. Report of Auditors

Keith Kendal, Treasurer, MSC presented the auditor's report.

Q: reserve balance under the NFP is relatively large for MSC; MSC needs a defensible position on why the reserve is as large as it is.

A: having sufficient funds at the start of each year is ok as long as funds are spent on the business related to the non-profit organization and is comparative to the annual budget to ensure there is enough funds for the cash flow.

Q: opportunity for MSC to charge member Clubs a fee.

A: MSC will review this; they are looking at the service model.

Motion AGM 14-11-16:04 (Rogers/Ducharme) to approve the Auditors Report. **Carried.**

21 advance votes received in favor, 1 advance vote abstained.

9. Appointment of Auditors

Recommendation by Keith Kendal for MSC to look at other auditors; given the relocation of the Head Office.

Motion AGM 14-11-16:05 (Smith/Vanden Ham) to appoint Grant Thornton as the MSC Auditors. **Carried.**

22 advance votes received in favor.

10. New Business

No items of new business were received in advance; Dave accepted questions from the floor:

- Request for MSC to bring back membership cards:
 - A template letter is available through Provinces
 - MSC will make these available
- There is continuity with MSC's Disciplinary Committee with all of the staff and Board changes taking places.

11. Election of New Directors

Each candidate running for a Director had an opportunity to speak:

Carol Fitzwilliam, Ed Evely, Alisa Boulanger, Dave Freeman and Michael Patrick gave a verbal introduction.

Voting delegates received ballots; the following four directors were elected to the MSC Board in no particular order:

- Alisa Boulanger
- Ed Evely
- Carol Fitzwilliam
- Dave Freeman

Noted by MSABC that the voting process for online voting is not clear; they have not participated in the online voting for the last few general/special meetings. MSC will be addressing this issue – communications were discussed at great length during the face-to-face meetings.

Motion AGM 14-11-16:06 (Vanden Ham/Groff) to destroy the ballots (online ballots will be destroyed by deleting the table). **Carried.**

12. Adjournment

Motion AGM 14-11-16:07 (Patten) **carried** adjournment at 11:10 am EDT