

**Minutes** — prepared by Cari Moore, Administration Assistant and Alison Kaye, Board Secretary

1. **Call to Order**

1.1. Call to Order

Board President Charlie Fortin Called the Meeting to Order at 7:04pm.

1.2 Welcome by Charlie Fortin

1.3 Introduction of Shawna Maurice - Executive director

a. Acknowledgment of Traditional Sto:lo Territory

b. E.D. explained the processing of points of order, questions, comments, and motions during AGM.

2. **Presentation: Executive Director's Annual Report** – power-point presentation

3. **Confirmation of Quorum**

- 16 voting members present

- 8 additional people were present (staff and one non-voting member)

4. **Adoption of agenda**

Motion: THAT the agenda be adopted as circulated.

Moved by: Fred Feistmann

Seconded by: John Stam

**Carried**

5. **Approval of the Minutes - from April 27th, 2019 AGM**

Motion: THAT the Minutes of the April 27<sup>th</sup>, 2019 Annual General Meeting be approved as circulated.

Moved by: Alison Kaye

Seconded by: Vivian Walker

**Carried**

**Question/Comment from the Floor**

- that the minutes did not reflect issues raised at the 2019 AGM

- issues: transparency of the Board to the membership in terms of who they are, when they met, and what is discussed

Participants in the Discussion: Jamie Benton, Charlie Fortin, Vivian Walker, Sharon Syrette

Motion: THAT the Board will meet with Jamie Benton to go over the results of his concerns from last year's meeting and those results will be sent out to the rest of the membership.

Moved by: Vivian Walker

Seconded by: Sharon Syrette

**Carried**

Action Item

That the Board investigate how to deal with conflicts that come up at the AGM and have those processes explained at the next AGM.

6. **Auditor's Report (2019)** – Jesse Smith, C.A.; C.P.A

6.1 Auditor explained that an actual audit is not required by the Societies Act unless a funder requests that it be done. This report is a financial review and is less costly than an audit. Auditor then presented a summary of the financial statements as distributed in the AGM package to members.

Motion: TO accept the financial review as presented.

Moved by: John Stam

Seconded by: Jamie Benton

**Carried**

6.2 Appointment of Auditor

Motion: THAT Joe Martin be appointed for the 2020 Financial Review.

Moved by: Vivian Walker

Seconded by: Cheryl Feistmann

**Carried**

7. **Election of Directors**

7.1 Executive Director read the list of Trustees willing to stand for re-election:

Merlin Bunt

Dave Clarke

Fred Feistmann

Charlie Fortin

Esther Harder

Vivian Walker

Pat Clark

Alison Kaye

7.2 Call for further nominations

No further nominations

Motion: TO accept the Directors as proposed.

Moved by: Cheryl Feistmann

Seconded by: Vicki Grieve

**Carried**

## 8. New Business

### 8.1 Proposed Bylaw Amendments

Bylaw Committee Chair Pat Clark introduced her committee. She indicated that the proposed motions activating the changes to the Bylaws and Constitution would enable the changes to be registered and filed with the Province of British Columbia Registrar of Companies.

Motion: BE it resolved as a Special Resolution that the Bylaws of the Society be rescinded in their entirety and the Bylaws attached hereto as Schedule "A" be adopted as the Bylaws of the Society.

Moved by: Pat Clark

Seconded by: Andrea Lister

#### Questions/Comments from the Floor

Bylaw 3.5 – Q. How does a member know who other members are in the Society in order to submit a Member's Proposal with the required 5% of the voting members' signatures?

A. A member can ask for a list of members. There will be a section of the new website dedicated to information sharing in this regard.

Bylaw 2.7 c(ii) – Q. What would constitute grounds for a member being expelled?

Bylaw 1.1 – Comment: A Special Resolution will be needed to alter the Bylaws in the future.

Bylaw 9.2 – Comment: A member has a concern that there are no borrowing limits in 9.2

A. It was proposed that borrowing limits be included in Board Policy.

Bylaws 4.7 and 4.8 – Comment: The 3 year term limits the turnover of the Board and at this time the Board is on the same rotation schedule.

Bylaw 4.3 – Comment: Board diversity should be addressed in Bylaw 4.3 so that the Board better reflects our community particularly with reference to our Indigenous Peoples.

-Pat Clark proposed that a separate motion be developed after her motion to address the concerns of the members.

-a member thanks the committee for their work on the changes to the Bylaws and acknowledged how much work has gone into creating the new document.

**Carried**

Abstained: Sharon Syrette

Motion: IN keeping with the B.C. Societies Act section 10 (2), "A Society must not have a Constitution that contains provisions in addition to the name and purpose of the Society," be it resolved as a Special Resolution that the Constitution of the Society be altered by moving Provision 3 Dissolution to the Bylaws designating it as 11.1 Dissolution.

Moved by: Pat Clark  
Seconded by: Alison Kaye

**Carried**  
Abstained: John Stam

## 8.2 Additional Motions

Motion: THAT the Board investigate the lending amount in 9.2 and have it indicated somewhere in the Bylaws, THAT the Board develop a policy on expulsion and discipline of members regarding 2.7 c(i), THAT the Board examine the diversity of the Board and begin to align it with the aims of the Constitution and have it reflect the society of Chilliwack as a whole.

Moved by: Sharon Syrette  
Seconded by: Jamie Benton

**Carried**  
Opposed: Esther Harder

## 9. Adjournment

Motion: THAT the meeting be adjourned.

Moved by: Jamie Benton  
Seconded by: Pat Clark

Time: 9:57 pm

**Carried**