



## MEETING OF BOARD OF DIRECTORS

Saturday, May 30, 2015 at 1400 hours

Palace Royal Hotel, Québec City, Québec

### MINUTES

#### Attendance:

**Present:** Dave Leblanc, Al Rivard, Cal Small, Bill Maxwell, Peter Sorensen, Murray Milne, Jack Briscoe, Ron Lewis (ACA), Mark Gaillard (Executive Officer), Rick Morris (Governor), Line Carbonneau (Quebec Division), Robert Lanthier (Quebec Division), Guy Vincent (Quebec Division), Benoit Garceau (Executive Assistant)

#### 1. CALL TO ORDER – 1400 hours

#### 2. PRESIDENT'S OPENING REMARKS

Dave Leblanc noted he had already spoken to and congratulated the two new Directors (Bill Greenslade and Bob McKee) who will be sworn in shortly.

#### 3. APPROVAL OF MINUTES OF LAST MEETING

Small **moved** the minutes of the last meeting as presented be adopted.  
**Seconded** by Sorensen. **CARRIED**

#### 4. VIRTUAL VOTES SINCE PREVIOUS MEETING

4.1 May 1, 2015 – Vice-President **moved** that Jean Roux be awarded an honorarium in the amount of \$1000 for translation services for the Good of the Association.  
**Seconded** by Jack Briscoe. **CARRIED**

4.2 May 20, 2015 – Vice President **moved** that the draft Board Travel Expenses Policy be approved (Policy is attached).  
**Seconded** by Secretary. **CARRIED**

#### 5. APPROVAL OF AGENDA

Sorensen **moved** the agenda as presented be adopted  
**Seconded** by Maxwell. **CARRIED**

## 6. INTRODUCTION OF NEW DIRECTORS

Rivard presented the nominating message from Quebec Division President and CV of Céline Gingras who is interested in working with the Board of Directors with a view of becoming a Director. Her application will be considered by AOC with a recommendation to the Board. **ONGOING**

## 7. APPOINTMENT OF OFFICERS

### 7.1 President

Sorensen **moved** that Dave Leblanc be appointed President  
**Seconded** by Maxwell. **CARRIED**

### 7.2 Vice-President

Sorensen **moved** that Al Rivard be appointed Vice-President  
**Seconded** by Maxwell. **CARRIED**

### 7.3 Secretary

Sorensen **moved** that Bill Maxwell be appointed Secretary  
**Seconded** by Briscoe. **CARRIED**

### 7.4 Treasurer

Milne **moved** that John Francis be appointed Treasurer  
**Seconded** by Small. **CARRIED**

## 8. COMPOSITION OF COMMITTEES OF THE BOARD OF DIRECTORS – **Deferred**

8.1 Operations

8.2 Communications

8.3 Advocacy

8.4 Membership

8.5 Finance and Audit

## 9. OLD BUSINESS - **Nil**

## 10. NEW BUSINESS

### 10.1 Outcome of National Council Meeting, May 29, 2015

This meeting went well and is considered a success. It will provide good impetus for the fall Strategic Workshop

### 10.2 Outcome of Annual General Meeting May 30, 2015

Carbonneau and Lanthier made some initial comments on the entire AGM2015. She remarked it was like planning a major event requiring all to work as a team. A key development was the engagement of leadership in the Quebec City area. The organization of the joint Ball/Gala was very difficult “almost ugly.” Two lessons were regarding registration (“let the room reservations go if they are not booked by members in time”) and workload (“pick a location for an AGM where there are enough volunteers”).

### 10.3 Absentee and E-voting

Sorensen noted that this was a success and the 51.1% turnout was a good result for the first time. The resolutions were not controversial so it was a good testing ground for e-voting. It was disappointing that there was no election for Directors but this will come next year. The true test will be if resolutions in the future are more controversial and if elections for Director are contested by more candidates.

### 10.4 Preparation for Strategic Workshop for Fall 2015

Preferred dates for this are October 27-29, alternate November 3-5.

### 10.5 AGMs 2017-2018-2019 – Hosting of AGMs without Conventions

Rivard remarked that Divisions which dropped out of hosting may reconsider hosting a “mini-AGM” on one day instead. He thought having a mini-AGM in Charlottetown in conjunction with meetings with VAC HQ was an idea worth pursuing.

### 10.6 AGM 2016 – Preparations – No points

### 10.7 Compliance with Canada Not-For-Profit Corporations Act

#### 10.7.1 Financial Statements

Sorensen noted that not filing the Public Accountant’s Report is the most pressing issue under the legislation for the Association. Briscoe remarked that it is necessary in his view to take action against the 6 or 7 Divisions who the Treasurer had reported were not cooperating with the Auditor. After discussion the consensus was reached to permit the Finance and Audit Committee to resolve forthwith the non-responsiveness with those Divisions to ensure the necessary and timely cooperation is forthcoming. The Treasurer’s Report to the AGM went a long way in convincing the Presidents of the legal requirements that must be fulfilled. **ONGOING**

#### 10.7.2 Report of Changes of Directors

Executive Officer reported that he would submit the names of the 2 new Directors to Corporations Canada well within the 15 day deadline.  
**CONCLUDED HERE**

#### 10.7.3 Membership List

No change. Diary date still December 31, 2015 to complete. Webmaster is working on a security function to ensure privacy. Membership list does

not have to be filed with Corporations Canada. The legislation requires only that it be maintained at the registered office.

Work will also begin on the Website with a vision that will make it an effective communications tool for and with the membership. Vice President Rivard expressed the vision that communications will be possible to the individual member and that it reflects the inclusiveness of the Association, e.g., integrates all the Divisions' website, etc.

#### 10.7.4 Annual Report

Reporting period is June 27 to August 27, 2015.

#### 10.7.5 Changes to By-laws

Resolution #3 repealed the current By-laws and substituted a new set of By-laws. These must be reported to Corporations Canada within 12 months. There are a number of corrections (not amendments) that need to be done in both language versions. Once the corrections are finished, the final By-laws approved on May 30, 2015 will be uploaded to the website.

**ONGOING**

### 11. ANY OTHER BUSINESS

Morris brought up the CIMHVR convention taking place in Quebec City November 23-25, 2015. He mentioned that the RCMP should send sufficient number of representatives to this in order to attend the various workshops. The RCMPVA should also stay engaged with this.

### 12. FOR THE GOOD OF THE ASSOCIATION – **No points**

### 13. NEXT MEETINGS IN 2015-2016 – **To be determined**

### 14. ADJOURNMENT – **1600 hours**

Approved 2015-06-08 0800