



Board

Meeting Minutes: Wednesday, April 11, 2018

Special meeting
Date/time: Wednesday, April 11, 2018 Started: 7:00 PM Ended: 9:10 PM
Location: OCC
Purpose/notes: Annual General Meeting
Chaired by: Mr Dave Driedger
Minuted rec. by: Ms Marielle Tounsi
Status: Minutes drafted

Attendance

Present: Mr David Angus, Mr Dave Driedger, MR Chris Holt, Mr Kevin Keates, Mr Harry Kope, Mr Andrew Lauzon, Mr Laurie Morgan, Mr. John James O'Brien, Ms Marielle Tounsi

Meeting documents

None

Agenda

1. Call to Order, Welcome and Acknowledgement from President David Driedger

1.1. Approval of Agenda

Moved by Robin Drader and seconded by Rob Tornack

Resolution #:

Moved:

Seconded:

Status: Carried

Vote:

2. Approval of 2017 AGM Minutes

3. Treasurer's Report

3.1. Financial Review

Motion: To Accept the Treasurer's Report.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

3.2. Accept Treasurer's Report



Resolution #:

Moved:

Seconded:

Status: Carried

Vote:

3.3. Appoint McVoy Rule and Company as Auditors for 2018 Fiscal Year

Motion: To Appoint McVoy Rule and Company as Auditors for 2018 Fiscal Year

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

4. President's Report

4.1. Motion to Accept President's Report

Motion: Accept the President's Report

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

5. Executive Director's Report

5.1. Motion to Accept Executive Director's Report

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

6. Election of Directors

6.1. Re-elect Laurie Morgan for 2 year term

Motion: Re-elect Laurie Morgan for 2 year term

Resolution #:

Moved:

Seconded:



Status: Moved

Vote:

6.2. Re-elect Andrew Lauzon for 2 year term

Motion: Re-elect Andrew Lauzon for 2 year term

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

6.3. Elect Kevin Keates to a 2 year term

Motion: Elect Kevin Keates to a 2 year term

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

7. Nominations from the Floor

8. BC Societies Act Bylaw Amendments

8.1. To approve all Bylaw changes as recommended by the OCA Board to comply with the New BC Societies Act

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9. Or individual motion voting

9.1. Change OCA Bylaw Sections 1.2 and 1.3 to New Bylaw 1.2 and replace all further references to 'vo

Change OCA Bylaw Sections 1.2 and 1.3 to New OCA Bylaw 1.2 and replace all further references to 'voting member' and 'associate member' with 'member'.

Part 1 - Membership

Current

1.2. Those persons who have reached the age of majority and live or work or own real property within the area of operation of the society (as defined in article 3.1 of the Constitution, hereinafter called the "Oaklands area"), or are interested in the operation of the Society are eligible for membership in the Society.



1.3. There shall be two classes of membership in the Society, namely, voting members and associate members:

(a) Voting members must

(i) either work or reside within the Oaklands area, or

(ii) own real property within the Oaklands area or

(iii) be accepted as a voting member by a 3/4 vote of the members present at a general meeting in recognition of their contributions to the Society or the Oaklands area.

Each voting member shall be entitled to one vote at all meetings of the Society.

(b) Associate members are those persons who do not meet the requirements for voting membership, shall be entitled to participate at meetings, but shall not be entitled to vote.

(c) For the purposes of this section, the term “work” shall include both gainful employment and volunteer work.

New

1.2. Those persons who have reached the age of majority and live or work or own real property within the area of operation of the society (as defined in article 3.1 of the Constitution, hereinafter called the “Oaklands area”), or are interested in participating with the Society are eligible for membership in the Society.

1. Members must

(i) either work or reside within the Oaklands area, or

(ii) own real property within the Oaklands area, or

(iii) be accepted as a voting member by a two-thirds (2/3) vote of the members present at a general meeting in recognition of their contributions to the Society or the Oaklands area.

Each member shall be entitled to one vote at all meetings of the Society.

For the purposes of this section, the term “work” shall include both gainful employment and volunteer work.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.2. Membership Change OCA Bylaw Sections 1.4 to New OCA Bylaw 1.3



Current

1.4. A person who is eligible for membership in the Society shall become a member:

(a) by applying to the Membership Director and being recognized as a voting member or associate member, and

(b) by paying such fees as shall be payable by members in such amounts and in such manner and at such times as may be provided from time to time by the Board of Directors of the Society.

New

1.3. A person who is eligible for membership in the Society shall become a member:

(a) by applying for membership and providing such information as may be required to establish membership status, and

(b) by paying such fees as shall be payable by members in such amounts and in such manner and at such times as may be provided from time to time by the Board of Directors of the Society.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.3. Change OCA Bylaw Sections 2.1 to New OCA Bylaw 2.1

Withdrawal or Expulsion of Members

Current

2.1. A person shall cease to be a member of the society:

a) by delivering his/her resignation in writing to the secretary of the society or by mailing it to the address of the society;

b) on his/her death or in the case of a corporation on dissolution;

e) on being expelled; or

d) on being a member not in good standing for twelve (12) consecutive months.

e) in the case of a voting member, under 1.3(a)(i) and 1.3(a)(ii) upon ceasing to reside or work or own property in the Oaklands area.

New

2.1. A person shall cease to be a member of the society:



(a) by delivering his/her resignation in writing to the secretary of the society or by mailing it to the address of the society;

(b) on his/her death or in the case of a corporation on dissolution;

(c) on being expelled;

(d) on being a member not in good standing for twelve (12) consecutive months; or

(e) in the case of a member, under 1.3(a) upon ceasing to reside or work or own property in the Oaklands area.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.4. Meetings of Members Change OCA Bylaw Sections 3.1 to New OCA Bylaw 3.1

Meetings of Members

Current

3.1. The Annual General Meeting shall be held within sixty (60) days of the calendar year end. There shall be a minimum of one membership meeting per year in addition to the Annual General Meeting. Other meetings of the members, whether general or special, may be convened by order of the Board of Directors, at such a place and time as may be determined by the Board of Directors. A Special General Meeting may also be called upon written request by any seven (7) voting members or ten (10%) percent of the voting members, whichever is less, submitted to the Board of Director's.

New

3.1. The Annual General Meeting shall be held within four months of the calendar year end. There shall be a minimum of one membership meeting per year in addition to the Annual General Meeting. Other meetings of the members, whether general or special, may be convened by order of the Board of Directors, at such a place and time as may be determined by the Board of Directors. A Special General Meeting may also be called upon written request by any seven (7) members or ten (10%) percent of the members, whichever is less, submitted to the Board of Directors.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.5. Change OCA Bylaw Sections 3.3 to New OCA Bylaw 3.3

Current



3.3. Notice of a general meeting of the members shall be given as follows:

(a) by mailing written notice by regular prepaid mail to the last known address of each member of the Society, as recorded in the books of the Society, who has attended at least one general meeting within the 12 month period immediately prior to the meeting for which notice is being given, no later than fourteen (14) days prior to the meeting. Notice shall be deemed given as of midnight of the date the letter is deposited into a public letter box, and,

(b) by posting a notice of the meeting on the Society's external and internal notice boards, and

(c) by announcing the meeting in a newspaper with local distribution. Such announcement need not be in the form of a formal legal notice, but may appear in a column listing local events.

New

3.3. Notice of a general meeting of the members shall be given as follows:

(a) notice of the date, time and location of the meeting has been sent, to every member of the Society who has provided an email address to the society, by email to that email address, and

(b) notice of the date, time and location of the meeting

(i) is published, at least once in each of the three weeks immediately before the meeting, in one or more newspapers identified in the bylaws, or

(ii) is posted, throughout the period commencing at least 21 days before the meeting and ending when the meeting is held, on a website that is maintained by or on behalf of the Society and is accessible to all of the members of the Society.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.6. Change OCA Bylaw Sections 3.4 to New OCA Bylaw 3.4

Current

3.4. (1) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(3) A quorum is 10 voting members present or a greater number that the members may determine as a general meeting.

New



3.4. Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.

(a) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(b) For the purposes of a general meeting, a quorum is 10 members present, or a greater number as determined by the members.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.7. Board of Directors Change OCA Bylaw Sections 4.1 to New OCA Bylaw 4.1

Board of Directors

Current

4.1. The affairs of the Society shall be managed by a Board of Directors of nine (9) people. The first Directors of the Society shall be appointed in writing by the subscribers hereto, designated therein as to their length of term. Each Director shall be elected to hold office until the first or second annual general meeting as designated beforehand, after he/she shall have been appointed aforesaid, elected, or until a successor shall have been duly elected and qualified. Five (5) of the Board members shall be retired on even year annual general meetings and four (4) shall be retired on odd year annual general meetings but shall be eligible for re-election if otherwise qualified.

New

4.1. The affairs of the Society shall be managed by a Board of Directors of nine (9) people. Each Director shall be elected to hold office for a term of two (2) years, or until a successor shall have been duly elected and qualified. Five (5) of the Board members shall be retired on even year Annual General Meetings and four (4) shall be retired on odd year Annual General Meetings but shall be eligible for re-election if otherwise qualified.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.8. Change OCA Bylaw Sections 4.7 to New OCA Bylaw 4.7

Current

4.7. A Director who has been appointed by the Board of Directors shall hold office only until the next AGM when he may be confirmed in office for a further period of one year or be eligible for re-election.



New

4.7. A Director who has been appointed by the Board of Directors shall hold office only until the next Annual General Meeting, when he/she may be confirmed in office for a further period of one year or be eligible for election.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.9. Change OCA Bylaw Sections 4.8 to New OCA Bylaw 4.8

Current

4.8 All directors meetings are open to the voting members of the Society. A majority of directors shall form a quorum for the transaction of the business. No formal notice of any of (he meetings shall be necessary if all the Directors are present, or if those absent have signified their consent to the meeting being held in their absence. Director's meetings may be formally called by the President or Vice-President, or by the Secretary acting on the direction of two (2) Directors.

New

4.8 A majority of Directors shall form a quorum for the transaction of the business, but where there are unfilled vacancies in the Board of Directors, a majority of the remaining members of the Board of Directors, not including any members of the Board of Directors on an authorized extended absence, shall form a quorum for the transaction of the business. No formal notice of any of the meetings shall be necessary if all the Directors are present, or if those absent have signified their consent to the meeting being held in their absence. Director's meetings may be formally called by the President or Vice President, or by the Secretary acting on the direction of two (2) Directors.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.10. Officers and Committees Change OCA Bylaw Sections 5.1 to New OCA Bylaw 5.1

Officers and Committees

Current

5.1 From their number, the Board of Directors shall elect annually an executive consisting of:

(a) President, who shall serve as Chairperson and shall preside at all meetings of the Association and the Board of Directors. The President shall have the powers and duties generally pertaining to that office. The President shall be a member ex-officio of all committees except the Nominating Committee.

(b) Vice-President, who shall serve as the Vice-Chairperson and shall, in the absence or disability of the President, possess all the powers and perform all of the duties of President.



(e) Secretary, who shall cause to be kept minutes of all meetings of the members and meetings of the Directors. The Secretary shall have custody of those minutes and a copy will be on file at all times at the Association address.

(d) Membership Director, who shall receive applications for membership and present those applications to the Association for admission as Voting or Associate members.

(e) Treasurer, who shall have custody and control of all securities and funds and see that full and accurate records are kept thereof. The Treasurer shall make an annual written report showing the financial condition of the Association and the results of the yearly operation of the Association;

with the four (4) remaining Directors serving as a Nominating Committee. The Director's shall carry out the business of the Society between the meetings of the Board in accordance with the policies and directives established by the Board.

New

5.1 From their number, the Board of Directors shall elect annually an executive consisting of:

(a) President, who shall serve as Chairperson and shall preside at all meetings of the Association and the Board of Directors. The President shall have the powers and duties generally pertaining to that office. The President shall be a member ex-officio of all committees except the Nominating Committee.

(b) Vice President, who shall serve as the Vice-Chairperson and shall, in the absence or disability of the President, possess all the powers and perform all of the duties of President.

(c) Secretary, who shall cause to be kept minutes of all meetings of the members and meetings of the Directors. The Secretary shall have custody of those minutes and a copy will be on file at all times at the Association address.

(d) Treasurer, who shall have custody and control of all securities and funds and see that full and accurate records are kept thereof. The Treasurer shall make an annual written report showing the financial condition of the Society and the results of the yearly operation of the Society.

Directors serving on the executive shall be limited to four (4) years consecutively serving in the same position and must then wait one (1) year before taking up the position again, unless there is unanimous support of the board. The Directors shall carry out the business of the Society between the meetings of the Board in accordance with the policies and directives established by the Board.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.11. Borrowing Powers Change OCA Bylaw Sections 6.1 to New OCA Bylaw 6.1



- Borrowing Powers

Current

6.1 No money shall be borrowed by this Society without the sanction of a majority vote of a general meeting of the Society. A Debenture shall not be issued without authorization of a Special Resolution.

New

6.1 No money shall be borrowed by this Society without a special resolution requiring a two-thirds (2/3) vote of the members present at a general meeting.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.12. Audits Change OCA Bylaw Sections 7.2 to New OCA Bylaw 7.2

Audits

Current

7.2 The members of this Society, on written request, shall have the right of access, within reasonable time limits, to all records, documents, books, accounts, and files of this Society and shall be entitled to require from the Directors such information and explanation as may be necessary for the purpose of the duties of the auditors.

New

7.2 Subject to the provisions of relevant legislation and regulation, the members of this Society, on written request, shall have the right of access, within reasonable time limits, to all records, documents, books, accounts, and files of this Society and shall be entitled to require from the Directors such information and explanation as may be necessary for the purpose of the duties of the auditors.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

9.13. Amendments Change OCA Bylaw Section 9.1

Amendments

Current

9.1 The Constitution and Bylaws of the Society shall not be repealed or altered or added to except by a special resolution, published in the notice of meeting, with a three-quarter (3/4) majority vote passed at a general meeting.



New

9.1 The Constitution and Bylaws of the Society shall not be repealed or altered or added to except by a special resolution, published in the notice of meeting, with a two-thirds (2/3) majority vote passed at a general meeting.

Resolution #:

Moved:

Seconded:

Status: Moved

Vote:

10. Adjournment
