

## **Minutes - Fred Victor Annual General Meeting**

June 17, 2020 - 4:00-4:25 p.m.

By Video Conferencing

**Present:** Janet Mason, Sandy Bennett, Karine MacIndoe, Deane Collinson, John Dynes, Paulett Ramsey, Jawad Kassab, Neill Carson, Dave Estabrooks, Nancy Easton, John Hinds, Christina Topp, Michele Erskine, Andrew Gray, Marco Ding

**Guests:** Anne Bell, Chris Anastasopoulos

**Staff:** Keith Hambly, Michael Marco, Judy White, Alana Jones, Diane Burgin, Marie MacCormack, Mandy Ashton

**Regrets:** Muwanguzi Ssebagala

### **1. Call to Order**

Janet called the meeting to order at 4:16pm.

### **2. Declaration of Conflict of Interest**

There were no conflicts of interest to declare.

### **3. Approval of Minutes**

Motion to approve the minutes from the June 19, 2019 Annual General Meeting and the September 19, 2019

Member Meeting:

Karine MacIndoe

Seconded by:

Sandy Bennett

Motion carried

12 in favour

2 abstentions (Andrew Gray and Christina Topp)

### **4. Approval of the Financial Statements**

The Board has approved the 2020 Audited Financial Statements. The statements were prepared by KPMG and have been reviewed by Finance Committee and the Board.

Motion that having been reviewed and approved by the Fred Victor Board, the Fred Victor Centre Financial Statements for the year ended March 31, 2020 be accepted:

Dave Estabrooks

Seconded by:

Jawad Kassab

All in favour

### **5. Appointment of the Auditors**

Motion that having been approved and appointed by the Fred Victor Board, KPMG LLP be accepted as auditors for Fred Victor Centre Financial Statements for the 2020 – 2021 fiscal year ending March 31, 2021 and that the Fred Victor CEO and Treasurer be authorized to implement the foregoing:

Dave Estabrooks

Seconded by:

Christina Topp

All in favour

### **6. Approval of the Acts of Directors**

Motion to approve the acts of directors for April 1, 2019 to March 31, 2020:

Paulett Ramsey

Seconded by:

Deane Collinson

All in favour

**7. Approval of Bylaws**

Motion to confirm the amendments to By-law No. 2009-1 of the Corporation as approved by the Board of Directors and as presented to the Members:

Jawad Kassab

Seconded by:

John Hinds

All in favour

Motion to approve, by special resolution, a reduction in the number of directors comprising the Board of Directors of the Corporation from 18 to 15:

Jawad Kassab

Seconded by:

Deane Collinson

All in favour

**8. Confirmation of Number of Directors**

On advice of legal counsel, the number of Board directors will be confirmed at each AGM.

Motion to confirm the number of Board directors for the Fred Victor Centre corporate year 2020-21 at fifteen (15):

Jawad Kassab

Seconded by:

Karine MacIndoe

All in favour

**9. Election of Directors**

Nancy Easton and Andrew Gray were appointed to the Board when Fred Victor merged with CRC in January and need to be nominated to the Board by the membership. As well, Chris Anastasopoulos and Anne Bell have both been members of Fred Victor Board committees and are being nominated to the Board.

Motion to put forward Nancy Easton, Andrew Gray, Chris Anastasopoulos and Anne Bell for nomination to the Board and to reappoint Dave Estabrooks to a second three-year term on the Board.

Jawad Kassab

Seconded by:

Sandy Bennett

Motion carried.

13 in favour

1 abstention (Dave Estabrooks)

**10. Board Member Recognition**

Thank you was expressed to three directors who are ending their terms on the Board. Janet Mason, Paulett Ramsey and John Dynes have contributed significantly to the organization over the past 6-7 years. They have been involved in substantial growth and fantastic opportunities for the organization. They will be truly missed on the Board.

**11. Adjournment**

Motion to adjourn the 2020 Fred Victor Annual General Meeting:

Jawad Kassab

Seconded by:

Karine MacIndoe

All in favour

The AGM adjourned at 4:33pm.

Board Secretary: \_\_\_\_\_

Date: \_\_\_\_\_

Board Chair: \_\_\_\_\_

Date: \_\_\_\_\_