

## AGM Minutes – October 21, 2022

<b>Date: October 21, 2022</b>	<b>Annual General Meeting</b>
<b>Time: 6:00pm ADT</b>	<b>Location: Halifax NS; Westin Nova Scotian Hotel</b>
<b>Present:</b>	<p><b>Board of Directors:</b> Zac Baum, Rob Hemming, Valerie Lavigne, Kate MacLennan, Hugh McGugan, John O'Dwyer, Barbara Pike</p> <p><b>Staff:</b> Don Adams, Sarah Case, Gen Manning, Nick Allinson, Kim Garrett, Owen Bird, Patrick Godbout, Jamie Gordon</p> <p><b>PSA Presidents &amp; Executive Directors &amp; Cadet Representative:</b> Jenn Ross, Kevin Black, Stacey Gibb, Laurie Kalkinen, Angela Cromarty, Joe Gerlinksy, Sheila Belido, Peter Bradley, Glenn Lethbridge, Yves Leger, Natalie Matthon, Frank Denis, Ellen MacPhail</p> <p><b>Attendees / Members:</b> 39 attendees. 22 voting members were represented at the meeting - see <b>Annex A.</b></p>
<b>Meeting Recording:</b>	<b><a href="#">Click here to view the virtual AGM</a></b>

	<b>Agenda Item</b>	<b>Discussion / Motions</b>	<b>Actions</b>
1.0	<b>Call to Order</b>	<p>Hugh McGugan, Chair, called the 2022 Annual General Meeting of Sail Canada to order and welcomed attendees to the Sail Canada hybrid AGM.</p> <p>It was noted that after the formal AGM, virtual attendees are invited to stay online a World Sailing Update.</p>	
2.0	<b>Adoption of Agenda</b>	<p>The agenda of the meeting will deal with the business matters of the AGM, and include information detailing what has taken place since the last AGM and what is to come in the next year, as part of the Operational report.</p> <p>It was established that proper notice was given, a quorum was present and the meeting was duly constituted.</p>	
2.1	Declaration of Conflicts of Interest	No conflicts of interest were declared.	
3.0	<b>To receive and if thought fit, to adopt the minutes of the <u>Annual General Meeting of members held on October 22, 2021</u></b>	<b>Motion AGM 10/21/22 #1: To dispense with the reading of minutes from 2020 AGM meeting and to approve the minutes from that meeting as presented with the notice of meeting.</b>	<b>Kate MacLennan / Peter Bradley Carried</b>
4.0	<b>To receive the <u>Report of Nominating Committee and to elect members to the Board of Directors</u></b>	<p>Kate MacLennan, on behalf of the Chair of the Nominating Committee, Todd Irving, presented the report of the Nominating Committee. There were two candidates for two Director at large positions.</p> <p>It was noted that bios from the candidates were available for viewing in advance of the meeting:</p>	

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		<p><u>Candidates for Director at Large:</u></p> <ul style="list-style-type: none"> <li>• John O’Dwyer – ON</li> <li>• Barbara Pike – NS</li> </ul> <p>Kate MacLennan announced to the members that as two nominations for the two Director at Large positions were received, John O’Dwyer and Barbara Pike were each acclaimed as Directors at Large for a three year term.</p>	
5.0	<u>To receive the Annual Report</u>	<p>It was noted that the annual report was posted on <a href="http://www.sailing.ca">www.sailing.ca</a>.</p> <p>D Adams presented on activities that have taken place since the last AGM and highlighted plans for the upcoming year. The Annual report presentation included the following highlights;</p> <ul style="list-style-type: none"> <li>• Inclusivity, Diversity and Equity presentation – presented by Andrea Carey of Inclusion Inc.</li> <li>• Long Term Development in Sailing presentation – presented by Erik van der Pol</li> <li>• Safe Sport presentation – presented by Lisa Roddie</li> </ul>	
6.0	<u>To receive the reports from the Provincial Sailing Associations and Cadets</u>	<p>It was noted that the provincial sailing association and cadet reports were posted on <a href="http://sailing.ca">sailing.ca</a>.</p> <p>Representatives from BC, AB, SK, MB, ON, QC, NS, PEI and Cadets spoke briefly to their respective reports.</p>	
7.0	<u>To receive the Report of the Audit Committee, to consider the audited financial statements for the year ended April 30, 2022; and to appoint the Association’s auditors for the year ending April 30, 2023</u>	<p>John O’Dwyer, Treasurer and Finance Committee Chair, presented an overview of the Financial Statements for the year ended April 30, 2022.</p> <p>Barbara Pike, Chair of the Audit Committee, presented the report of the Audit Committee, a summary of the audit oversight process for the fiscal year and recommendation of the Board to re-appoint the independent auditor.</p> <p><b>Motion 10/21/22 AGM #2: It was moved that the firm of Secker, Ross and Perry of Kingston, Ontario be appointed as the auditor for the year ended April 30, 2023.</b></p>	Ron Schute / Ellen MacPhail Carried
8.0	Adjournment	<b>Motion AGM 10/21/22 #3: There being no further business, it was moved that the meeting be adjourned.</b>	Yves Leger / Zac Baum

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### Annex A

	<b>Voting Members Attending the 2022 AGM</b>	<b>Prov</b>	<b># of Votes</b>	<b>Name of Proxy Holder / Representative</b>
1	Sail Alberta	AB	1	Stacey Gibb
2	Calgary Yacht Club	AB	1	Stacey Gibb
3	Wabamun SC	AB	1	Kate MacLennan
4	BC Sailing	BC	1	Jenn Ross
5	Vancouver Rowing Club	BC	1	Jenn Ross
6	Sail Manitoba	MB	1	Sheila Belido
7	Lahave River Yacht Club	NS	1	Tanya Siepiela
8	Royal Nova Scotia YS	NS	7	Barbara Pike
9	Sail NS	NS	1	Frank Denis
10	Advantage Boating	ON	1	Ron Schute
11	Ashbridges Bay YC	ON	4	Wendy Loat
12	Kingston Yacht Club	ON	1	Hugh McGugan
13	Nepean Sailing Club	ON	4	Hugh McGugan
14	Mimico Cruising Club	ON	1	John O'Dwyer
15	Ontario Sailing	ON	1	Peter Bradley
16	Royal Canadian Sea Cadets	ON	1	Cory Titsing
17	Royal Canadian YC	ON	9	Zac Baum
18	Trident Yacht Club	ON	1	Peter Bradley
19	Sail PEI	PE	1	Ellen MacPhail
20	Royal St. Lawrence Yacht Club	QC	2	Valerie Lavigne
21	Voile Quebec	QC	1	Natalie Matthon
22	Sask Sailing	SK	1	Joe Gerlinksy