

2014 ANNUAL GENERAL MEETING MINUTES

Saturday November 8, 2014 3:30 pm
Novotel Mississauga, Mississauga, ON

1. Call to Order - 3:50 pm

Welcomed everyone to the 2014 Annual General Meeting of Triathlon Ontario.

1.2 Review of Voting Procedure Review

Document Package

Document package contained:

- Agenda
- Minutes from the 2013 Annual General Meeting
- Report of the President, Executive Director and Treasurer
- Audited Financial Statement dated March 31, 2014
- Recommended Fees for 2014
- A list of Nominees for the Board of Directors

Introduced and thanked 2013-2014 Board of Directors

Current Board of Directors present;

Vice-President, Colin Docherty
Treasurer, Jackie Smalec
Secretary, Chris Staples
Director, Jen Amaral

Directors not present; outgoing Directors Jim Brockbank and Gary Hutchinson, as well as current Director Chris Caswell

Introduced and Thanked Staff

1.3 Confirmation of Quorum

'Article 8.09 of By-law 1 states the following: *a quorum for the transaction of business at any meeting of the members shall be 20, in each case who may be present or represented by proxy.*

Today we have 21 2014 ACTIVE Members in Good Standing in attendance and we have 23 proxies.

Therefore, YES, we have a quorum present today.

2. Appointments

2.1 Recording Secretary

For the record, Phil Dale will act as the Recording Secretary for the 2014 Annual General Meeting.

3. Approval of Agenda

May I have a motion to waive reading and approve the Agenda? Phil Dale

Someone to second the motion? Jen Amaral

Are there any additions, deletions, correction to the Agenda? Any questions?

All in favour of the motion; please raise your hands.

All opposed; please raise your hands.

Thank you. The motion is CARRIED.

4. Approval of the Minutes of the 2013 Annual General Meeting.

May I have a motion to waive reading and approve the Minutes as presented of the 2013 Annual General Meeting of the Members of Triathlon Ontario? Jen Amaral

May I have someone second the motion? Barrie Shepley

All in favour of the motion; please raise your hands.

All opposed; please raise your hands

Thank you. The motion is CARRIED.

5. Report of the President

The President's Report is included in the Document Package.

President's Remarks

May I have a motion to receive the report of the President as presented? Mike Breech

Someone to second the motion? Phil Dale

Any discussion?

If there is no discussion,

All in favour of the motion; please raise your hands.

All opposed; please raise your hands

Thank you. The motion is CARRIED.

6. Treasurer's Report (Jackie Smalec)

May I have a motion to approve the Audited Financial Statement for the period April 1, 2013 to March 31, 2014, as presented? Jen Amaral

Someone to second the motion? Barrie Shepley

Any discussion?

If there is no discussion:

All in favour of the motion; please raise your hands.

All opposed; please raise your hands.

Thank you. The motion is CARRIED.

7. Approval of Fees for 2015 (Mike Greenberg)

See attachment in the package

You will notice that the board has recommended no increase to fees the 2015 season.

May I have a motion to set the fees for 2015 as recommended? Barrie Shepley

Someone to second the motion? Jonathan Hutchinson

Any discussion?

All in favour; please raise your hand.

All opposed; please raise your hands

Thank you. The motion is CARRIED.

8. Appointment of the Auditor (Resolution #1)

May I have a motion to appoint the firm of Norton McMullen and Company or any such other company as determined by the Executive Committee to perform an audit for the year ending March 31, 2015 at a remuneration to be to be fixed by the Executive Committee and that the Executive Committee be authorized to fix said remuneration? Phil Dale

Someone to second the motion? Jen Amaral

Any discussion; questions

If there is no discussion:

All in favour of the motion; please raise your hands.

All opposed; please raise your hands

Thank you. The motion is CARRIED.

9. Election of Directors

9.1 Report of Nominating Committee

X - The Nominations Committee consisted of Colin Docherty, Chris Staples and Phil Dale

Prior to the call for Nominations, the Executive Committee identified the desired skill sets for new board members. Specifically we were tasked with seeking members with financial or legal or sales and marketing experience, previous board experience, and relevant triathlon experience

Four nominations have been received and the Nominations Committee is satisfied that all four meet the desired skill sets.

9.2 Nominees Address Membership

9.3 Election of Directors

In accordance with section 3.09 of By-Law #1 "where the number of candidates nominated is equal to the number of directors offices to be filled, the Secretary of the meeting shall cast a single ballot electing the number of candidates for the directors' offices to be filled.

10. New Business

None added.

11. Adjournment

If there is no further business, may I have a motion to adjourn the 2014 Annual General Meeting? Barrie Shepley

Someone to second the motion? Jen Amaral

Any discussion

Any objections

Then if there is no further business and no objections, I declare that the meeting is adjourned at 4:17 pm.