

Final Minutes

Association of the Chemical Profession of British Columbia

9th ANNUAL GENERAL MEETING

Friday, October 21, 2016

5:00 pm – 7:00 pm

Attendees: Aujla, Rajinder Kaur; Aujla, Rajinder Singh; Brewis, Molly; Briggs, Alexander; Camacho, Elizabeth; Crawford, Jason; De Jong, Caitlyn; Downie, James; Dy, Eben; Fyles, Thomas; Harvey, Kimberly; Hasanen, Troy; Huang, David (Degui); Keeney, David; King, Blair; Leach, Gary; Matthews, Nicholas; Mirzaei, Javad (Jason); Mol, Simone; Mueller, Patrick; Preik, Megan; Novak, Patrick; Quinn, Cristina; Saxton, Julie; Taylor, Kevin; Wagenaar, Audrey; West, Paul; Wester, Dennis; Whitworth, Garrett

By remote link: Berg, David; Cameron, Dale; Chramosta, Jim; Cundliffe, Viva; Hoekstra, Scott; Mack, Brent; Pickard, Andrew

By proxy: Mayes, Mary

INTRODUCTION	Chair of the Board of Directors takes the chair.
Paul West says:	I WOULD LIKE TO WELCOME YOU TO THE NINTH ANNUAL GENERAL MEETING OF THE ASSOCIATION OF THE CHEMICAL PROFESSION OF BRITISH COLUMBIA. MY NAME IS PAUL WEST, I AM THE CHAIR OF THE ACPBC BOARD AND I WILL CHAIR THE MEETING. ITEMS OF BUSINESS INCLUDE: 1. ANNOUNCEMENT OF THE ELECTION OF DIRECTORS AND OFFICERS 2. APPROVAL OF THE FINANCIAL STATEMENTS 3 .REPORT OF THE AUDITING COMMITTEE 4. ANNUAL REPORT OF THE DIRECTORS ONLY MEMBERS ARE ENTITLED TO TAKE PART IN AND VOTE. I WELCOME INVITED GUESTS

<p>APPOINTMENT OF SECRETARY</p> <p>Paul West says:</p>	<p>THE MEETING WILL NOW COME TO ORDER. I WOULD LIKE TO ASK DENNIS WESTER OUR SECRETARY TO ACT AS SECRETARY OF THIS MEETING. (~35 attendees)</p>
<p>EMAILED NOTICE</p> <p>Paul West says:</p>	<p>A MEETING NOTICE WAS E-MAILED TO MEMBERS ON JULY 28, 2016. I WOULD ASK THAT THE SECRETARY REVIEW AND TABLE THIS NOTICE(See attachment #1)</p>
<p>READING OF THE NOTICE</p> <p>Dennis wester, Secretary, introduces the notice:</p> <p>:</p>	<p>The notice stated: The AGM is open to all ACPBC members and will include the business of electing the Board and Officers, presentation of the financial statements and audit report, and an update from the Association President. Annual General Meeting Friday, October 21, 2016 Room Open at 16:30 Call to Order 17:00 Meeting Scheduled: 17:00-19:00 Simon Fraser University Harbour Centre 515 West Hastings Street, Vancouver BC Room 7000 (Earl and Jennie Lohn Policy Room)</p>
<p>Paul West says</p> <p>QUORUM (Quorum is 25+% or 10 members whichever is the lesser)</p>	<p>AS A QUORUM IS PRESENT, I WILL PROCEED WITH THE BUSINESS OF THE MEETING. I PROPOSE TO CONDUCT THE VOTE ON EACH MATTER BY A SHOW OF HANDS, AND PROXY CARDS AS REQUIRED. THOSE PARTICIPATING ELECTRONICALLY WILL ALSO BE POLLED.</p>
<p>Paul West says MEETING REGULARLY CALLED AND DULY CONSTITUTED</p> <p>:</p>	<p>I NOW DECLARE THE MEETING IS REGULARLY CALLED AND PROPERLY CONSTITUTED FOR THE TRANSACTION OF BUSINESS</p>

<p>MINUTES OF THE LAST MEETING Paul West says:</p> <p>Dennis Wester says</p> <p>Paul West says:</p>	<p>I WOULD ASK THE SECRETARY TO TABLE THE MINUTES OF THE AGM HELD OCTOBER 23, 2015.</p> <p>ARE THERE ANY ERRORS OR OMISSIONS?</p> <p>I MOVE THE ADOPTION OF THE MINUTES</p> <p>IS THERE A SECONDER? Tom Fyles. ANY DISCUSSION? IN FAVOUR? Motion passed.</p>
<p>ANNOUNCEMENT OF ELECTION OF DIRECTORS Paul West says:</p> <p>Dennis Wester says:</p>	<p>THE BY-LAWS AS AMENDED IN 2015, PROVIDE FOR UP TO 11 DIRECTORS WHO ARE PROFESSIONAL MEMBERS, AND AN APPOINTED DIRECTOR WHO IS A STUDENT MEMBER</p> <p>I WILL NOW CALL ON THE SECRETARY TO REPORT ON THE ELECTION OF DIRECTORS</p> <p>AT THE AGM IN 2013 DENNIS WESTER, CAROLINE PRESTON AND SANDY BRIGGS WERE ELECTED TO THREE YEAR TERMS ENDING AT THE CLOSE OF THE ANNUAL GENERAL MEETING IN 2016</p> <p>IN 2014 FRED CHEN PATRICK NOVACK AND PAUL WEST WERE ELECTED TO THREE YEAR TERMS THAT EXPIRE AT THE END OF THE ANNUAL GENERAL MEETING IN 2017</p> <p>IN 2015 JASON CRAWFORD, GRANT BRUCE AND BARRY LOESCHER WERE ELECTED TO THREE YEAR TERMS THAT EXPIRE AT THE END OF THE ANNUAL GENERAL MEETING IN 2018</p> <p>IN 2015 JULIE SAXTON WAS ELECTED PRESIDENT ELECT, AND AS A DIRECTOR TO THE CLOSE OF THE AGM IN 2018 TO FULFIL HER DUTIES AS PRESIDENT AND PAST PRESIDENT IN THE THREE-YEAR SEQUENCE.</p> <p>A CALL FOR NOMINATIONS WAS DULY MADE, AND A REPORT SUBMITTED BY THE NOMINATING COMMITTEE WITH FOUR NAMED NOMINEES FOR DIRECTOR WAS CIRCULATED TO THE MEMBERSHIP AND TABLED AT THIS MEETING. THE NOMINEES</p>

<p>Paul West says:</p> <p>Dennis say:</p>	<p>ARE DENNIS WESTER, SANDY BRIGGS AUDREY WAGNER AND BLAIR KING. THE NOMINATION OF BLAIR KING RECOGNIZES HIS FURTHER NOMINATION AS PRESIDENT ELECT AND ALLOWS HIM TO COMPLETE HIS DUTIES. NO FURTHER NOMINATIONS WERE RECEIVED FOR THESE POSITIONS. I THEREFORE DECLARE THAT DIRECTORS ELECTED TO HOLD OFFICE UNTIL THE CLOSE OF THE 2019 ANNUAL GENERAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY ELECTED OR APPOINTED ARE DENNIS WESTER, SANDY BRIGGS, AUDREY WAGNER AND BLAIR KING</p> <hr/> <p>IT IS MY PLEASURE TO ANNOUNCE THAT BLAIR KING HAS BEEN ELECTED BY ACCLAMATION TO HOLD THE OFFICE OF PRESIDENT ELECT IN 2016-17, PRESIDENT IN 2017-18 AND PAST PRESIDENT IN 2018-2019, AND TO SERVE AS A DIRECTOR IN EACH OF THOSE YEARS</p> <p>UNDER THE REVISED BYLAWS, THE STUDENT MEMBER OF THE BOARD OF DIRECTORS IS APPOINTED BY THE BOARD. I AM PLEASED TO ANNOUNCE THAT OUR CURRENT STUDENT DIRECTOR CAITLYN DEJONG HAS AGREED TO SERVE UNTIL AT LEAST THE END OF DECEMBER.</p> <p>THE REGISTRAR TOM FYLES AND ASSOCIATE REGISTRAR KEVIN TAYLOR ARE OFFICERS OF THE ACPBC APPOINTED BY THE BOARD.</p>
<p>ANNOUNCEMENT OF THE ELECTION OF THE OFFICERS</p> <p>Paul West says:</p> <p>Dennis Wester says:</p>	<p>WE WILL NOW PROCEED WITH THE ANNOUNCEMENT OF THE ELECTION OF THE OFFICERS. I WILL CALL ON THE SECRETARY TO ANNOUNCE THE OFFICERS FOR THE COMING YEAR</p> <p>THE PRESIDENT OF THE SOCIETY PAUL WEST WAS ELECTED FOR A TWO YEAR TERM IN 2014, EXPIRING AT THIS MEETING AND MOVES TO THE PAST PRESIDENT POSITION BY ACCLAMATION. AS PROVIDED BY THE BYLAWS, WE WELCOME PRESIDENT ELECT JULIE SAXTON AS THE PRESIDENT OF THE ACPBC FOR THE COMING YEAR</p>

	<p>AS MENTIONED ABOVE BLAIR KING IS ELECTED TO THE POSITION OF PRESIDENT ELECT. HE ASSUMES THE POSITION OF PRESIDENT IN 2018.</p> <p>I NOW ANNOUNCE THE RESULTS OF THE ELECTION OF THE REMAINING OFFICERS:</p> <p>OFFICER POSITIONS TO BE FILLED AT THIS MEETING ARE:</p> <ul style="list-style-type: none"> • THE SECRETARY AND THE TREASURER BOTH FOR TERMS OF ONE YEAR. <p>IN THE CALL FOR NOMINATIONS TO THESE OFFICER POSITIONS, IN EACH CASE ONLY ONE NOMINATION WAS RECEIVED FOR EACH POSITION, THOSE PROPOSED IN THE REPORT OF THE NOMINATING COMMITTEE.</p> <p>THEREFORE IT IS MY PLEASURE TO ANNOUNCE THAT THE FOLLOWING HAVE BEEN ELECTED BY ACCLAMATION: DENNIS WESTER SECRETARY; AND SANDY BRIGGS, TREASURER. TO HOLD OFFICE UNTIL THE CLOSE OF THE 2017 ANNUAL GENERAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY ELECTED OR APPOINTED.</p> <p>The work of the nominating committee (Blair King, Tom Fyles, etc.) since July has had a successful outcome. Congratulations to Blair and Tom for their fine work.</p>
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<p>APPROVAL OF THE FINANCIAL STATEMENTS AND BUDGET PROJECTION</p> <p>Paul West says:</p> <p>Sandy Briggs, as Treasurer says:</p> <p>Troy Hasinen says:</p> <p>Paul West says:</p> <p>Paul West says:</p>	<p>WE WILL NOW PROCEED WITH THE APPROVAL OF THE FINANCIAL STATEMENT FOR THE SOCIETY DATED OCTOBER 21, 2016. I BELIEVE SANDY BRIGGS, TREASURER OF THE ACPBC, HAS A MOTION IN CONNECTION WITH THIS MATTER.</p> <p>I MOVE THAT THE FINANCIAL STATEMENT, AS DISTRIBUTED, BE ACCEPTED.</p> <p>I SECOND THE MOTION.</p> <p>ARE THERE ANY QUESTIONS OR COMMENTS?</p> <p>THE BUDGET PROJECTION FOR THE COMING YEAR HAS BEEN DISTRIBUTED AND IS OPEN TO DISCUSSION AT THIS TIME.</p>
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	<p>Two documents were relevant to the discussion. The first was a financial statement (legal). Credits are separate. All payments were checks. Balance: \$58,660.63. On back side, there is info from Mel Murray. Mel keeps track of membership payments, Sandy receives bank statements.</p> <p>The second was the Financial Projection or Budget for next fiscal year. It contained normal expenses for outreach, students, ethics workshop, etc. There was an estimate for the possible involvement of a lawyer. It was roughly a break-even budget.</p> <p>The legal estimates were based on the traditional number of \$5k but are lower this year since we have never used it.</p> <p>YOU HAVE HEARD THE MOTION. ALL IN FAVOUR? OPPOSED, IF ANY? (CARRIED). Motion passed.</p>
<p>Motion to change the financial year of the ACPBC Tom Fyles says:</p> <p>Paul West says</p> <p>Moved by: Sandy Briggs</p> <p>Second: Blair King</p>	<p>FOR THE INFORMATION OF MEMBERS, CHANGES IN THE SOCIETY ACT OF BC 2016 ARE COMING INTO FORCE AT THE END OF NOVEMBER AND THE REGISTRAR AND ASSOCIATE REGISTRAR ARE WORKING TO ENSURE ACPBC IS IN FULL COMPLIANCE.</p> <p>ONE REQUIREMENT IS TO MOVE THE FISCAL YEAR TO THE END OF JUNE FROM THE CURRENT END OF DECEMBER TO FACILITATE AUDITING REQUIREMENTS</p> <p>Kevin Taylor and Tom are working to align ACPBC with the Act. But, need to shift fiscal year end from Dec. 31 to June 30.</p> <p>THE ENABLING MOTION IS Moved that:</p> <ul style="list-style-type: none"> - the Association of The Chemical Profession of BC set the fiscal year end as June 30 annually effective June 30, 2017; <p>And further moved that</p> <ul style="list-style-type: none"> - the fiscal “year” for financial reporting to members at the 2017 Annual General Meeting be for the period January 1, 2016 to June 30, 2017. <p>WILL SOMEONE MOVE THE MOTION? IS THERE A SECONDER? ANY DISCUSSION: The Society Act comes into effect at the end of Nov. ACPBC is way ahead of other societies. Thanks to Tom Fyles</p>

	<p>and Kevin Taylor.</p> <p>ALL IN FAVOUR? Motion carried.</p> <p>Volunteers keep the organization going.</p>
<p>Announcement of the Nominating Committee, Recognition of the Discipline Committee, and the Membership Committee Tom Fyles</p>	<p>I WILL NOW ASK TOM FYLES THE REGISTRAR TO ANNOUNCE THE NAMES OF THE NOMINATING COMMITTEE APPOINTED FOR 2018.</p> <p>ACCORDING TO OUR PROCEDURES THE REMAINING COMMITTEES IN THE BYLAWS ARE APPOINTED BY THE NEW BOARD AFTER THIS AGM.</p> <p>I WILL ALSO CALL ON TOM FYLES TO RECOGNIZE THE CURRENT MEMBERS OF THESE COMMITTEES WITH OUR THANKS (REPORT ATTACHED).</p> <p><u>NOMINATING COMMITTEE</u> BLAIR KING (CHAIR) (2017) TOM FYLES (2016) CHRIS GILL (2016) DANIEL GORSIC (2016)</p> <p><u>DISCIPLINE COMMITTEE</u> GRANT BRUCE (CHAIR) (2017) RAJ AUJLA (2015) BRIAN COLLISTER (2016) CHRIS GILL (2016)</p> <p><u>MEMBERSHIP AND REGISTRATION COMMITTEE</u> TODD WHITCOMBE (CHAIR) (2016) DAVE HOPE (2015) SUSSANAH KENEDY (2017) SIMONE MOL (2015) CHRIS ORVIG (2016)</p> <p>[TOM FYLES TABLES THE REPORT]</p> <p>[see handout]</p> <p>Motion to ratify the nominating committee for next year:</p> <p>Gary Leach moved Troy Hasinen seconded.</p>

	<p><i>Terms of service (Patrick): Is there a restriction on who can be elected?</i></p> <p><i>Paul: There was a call for nominations. The nominating committee works completely independently. There are terms of reference to the Nom. Comm. to ensure its fidelity. Review procedures and terms of reference for committees happened during this year. All committees now have procedures and terms of reference.</i></p> <p><i>Motion passed.</i></p>
<p>Report of the auditing Committee Appointment of the Auditing Committee</p> <p>Paul West says</p> <p>Moved by: Sandy Briggs</p> <p>Seconded: Grant Bruce</p> <p>Moved by: James Downie</p> <p>Second: Dennis Wester</p>	<p>WE WILL NOW PROCEED TO THE AUDITING COMMITTEE REPORT FOR THE 2015 FINANCIAL YEAR. THE REPORT HAS BEEN TABLED AS REQUIRED BY THE BY LAWS ARE THERE ANY QUESTIONS OR COMMENTS ON THE REPORT? <i>Sandy has input from Deanna but not Dave Hope.</i></p> <p>WILL SOMEONE MOVE THAT THE AUDITING REPORT BE ACCEPTED? Subject to the inclusion of signature by Dave Hope IS THERE A SECOND? ALL THOSE IN Favour? Motion carried.</p> <p>THE NOMINATING COMMITTEE REPORTS THAT DEANNA COTTRELL AND DAVE HOPE HAVE AGREED TO SERVE ON THE AUDITING COMMITTEE FOR 2016-17</p> <p>ARE THERE ANY FURTHER NOMINATIONS? HEARING NONE, WOULD SOMEONE PROPOSE THE FOLLOWING MOTION?</p> <p>MOTION: THAT THE MEMBRSHIP APPOINT THE AUDITING COMMITTEE OF TWO MEMBERS IN GOOD STANDING: DEANNA COTTRELL AND DAVE HOPE, TO AUDIT THE FINANCIAL STATEMENTS OF THE ASSOCIATION FOR 2016 AND UP TO JUNE 30, 2017, TO ACCOMMODATE THE CHANGED FINANCIAL YEAR. A REPORT IS TO BE MADE TO THE ANNUAL MEETING OF THE MEMBERS IN 2017.</p> <p>IS THERE A SECONDER? ANY DISCUSSION?</p> <p>ALL THOSE IN FAVOUR? OPPOSED?</p> <p>Motion CARRIED.</p>

<p>Recognition of Retiring members</p> <p>Paul West says</p>	<p>IN EACH YEAR WE HAVE DIRECTORS WHO EITHER REACH THEIR ELIGIBILITY LIMIT OF SIX YEARS OR CHOOSE TO RETIRE AFTER A THREE-YEAR TERM.</p> <p>EACH RETIREMENT MEANS THAT PEOPLE WHO HAVE GIVEN DISTINGUISHED SERVICE LEAVE THE BOARD, AND THE ACPBC WISHES TO ANNUALLY RECOGNIZE THEIR SERVICE WITH A COMMEMORATIVE CERTIFICATE.</p> <p>I WOULD LIKE TO CALL ON CAROLINE PRESTON TO COME FORWARD TO RECEIVE A CERTIFICATE OF APPRECIATION. CAROLINE HAS SERVED THREE YEARS AS A DIRECTOR OF ACPBC. A CERTIFICATE WILL BE GIVEN TO HER LATER BECAUSE SHE IS NOT PRESENT.</p>
<p>Annual report of the Directors</p> <p>Paul West says:</p>	<p>THE ANNUAL REPORT OF THE SOCIETY IS BEING DISTRIBUTED TO THE MEMBERS AND IS TABLED AT THIS MEETING. A DISCUSSION SESSION IS SCHEDULED AFTER THIS MEETING. SUMMARY OF ACTIVITIES OF THE LAST YEAR. IT WILL BE DISTRIBUTED LATER TO THE MEMBERSHIP.</p>
<p>OTHER BUSINESS</p> <p>Paul West says:</p>	<p>IS THERE ANY OTHER BUSINESS?</p>
<p>TERMINATION OF THE MEETING</p> <p>Paul West says:</p> <p>Blair King says:</p> <p>Tom Fyles says:</p> <p>Paul West says:</p> <p>Paul West says:</p>	<p>IF THERE IS NO FURTHER BUSINESS TO BE BROUGHT BEFORE THE MEETING, I SHALL ASK FOR A MOTION TO TERMINATE THE MEETING.</p> <p>I MOVE THAT THE MEETING TERMINATE.</p> <p>I SECOND THE MOTION.</p> <p>YOU HAVE HEARD THE MOTION. ALL IN FAVOUR? CONTRARY, IF ANY? MOTION CARRIED.</p> <p>I NOW DECLARE THE MEETING TERMINATED</p>

Discussion following AGM