

Association of the Chemical Profession of British Columbia

Minutes

7th ANNUAL GENERAL MEETING

Thursday, August 28, 2014

5:00 pm – 7:00 pm

Attendees: Berg, David; Bickley, Douglas; Brewis, Molly; Briggs, Alexander; Bruce, Grant; Chen, Frederick; Ciofani, Travis; Cundliffe, Viva; Fyles, Thomas; Glijer, Barbara; Gorsic, Daniel; Hasanen, Troy; Ho, Norman; Hoekstra, Scott; Keeney, David; Krogh, Erik; Leach, Gary; Mol, Simone; Mueller, Patrick; Mussato, Brent; Norman, Matthew; Novak, Patrick; Orvig, Chris; Ott, Cindy; Pickard, Andrew; Preik, Megan; Preston, Caroline; Saxton, Julie; Varisco, Stephen; West, Paul; Zheng, Zheng

By proxy: Brewer, Sharon; Gill, Christopher

By remote link: Bohne, Cornelia; Chramosta, Jim; King, Blair; Steinke, Daniel

<p>INTRODUCTION</p> <p>Paul West said:</p>	<p>Chair of the Board of Directors takes the chair.</p> <p>I WOULD LIKE TO WELCOME YOU TO THE SEVENTH 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.</p> <p>ITEMS OF BUSINESS INCLUDE:</p> <ol style="list-style-type: none">1. ANNOUNCEMENT OF THE ELECTION OF DIRECTORS AND OFFICERS2. APPROVAL OF THE FINANCIAL STATEMENTS3. REPORT OF THE AUDITING COMMITTEE4. ANNUAL REPORT OF THE DIRECTORS <p>ONLY MEMBERS ARE ENTITLED TO TAKE PART IN AND VOTE. I WELCOME INVITED GUESTS.</p>
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<p>APPOINTMENT OF SECRETARY</p> <p>Paul West said:</p>	<p>THE MEETING WILL NOW COME TO ORDER. I WOULD LIKE TO ASK ERIK KROGH, OUR SECRETARY TO ACT AS SECRETARY OF THIS MEETING.</p>
<p>EMAILED NOTICE</p> <p>Paul West said:</p>	<p>A MEETING NOTICE WAS EMAILED TO MEMBERS ON JULY 30, 2014. I WOULD ASK THAT THE SECRETARY READ AND TABLE THIS NOTICE (See attachment #1)</p>
<p>READING OF THE NOTICE</p> <p>Erik Krogh (Secretary) read the notice:</p>	<p>On behalf of the Board of Directors of the ACPBC, I am pleased to invite you to the Annual General Meeting of the Association of the Chemical Profession of British Columbia.</p> <p>The AGM will be held on Thursday, August 28, 2014 at 5:00 PM at Simon Fraser University Harbour Center</p> <p>515 West Hastings Street</p> <p>Vancouver BC V6B 3K3</p> <p>Room 7000</p>
<p>QUORUM (Quorum is 25+% or 10 members whichever is the lesser)</p> <p>Paul West said</p>	<p>AS A QUORUM IS PRESENT, I WILL PROCEED WITH THE BUSINESS OF THE MEETING.</p> <p>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>MEETING REGULARLY CALLED AND DULY CONSTITUTED</p> <p>Paul West said:</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</p> <p>Paul West said:</p> <p>Erik Krogh said:</p> <p>Paul West said:</p> <p>Doug Bickley said:</p> <p>Paul West said:</p>	<p>I WOULD ASK THE SECRETARY TO TABLE THE MINUTES OF THE AGM HELD AUGUST 29, 2013.</p> <p>ARE THERE ANY ERRORS OR OMISSIONS?</p> <p>MOTION: I MOVE THE ADOPTION OF THE MINUTES</p> <p>IS THERE A SECONDER?</p> <p>I SECOND THE MOTION</p> <p>ANY DISCUSSION? IN FAVOUR?</p> <p>CARRIED (none opposed)</p>

**ANNOUNCEMENT
OF ELECTION OF
DIRECTORS**

Paul West said:

THE BY-LAWS PROVIDE FOR NINE DIRECTORS WHO ARE PROFESSIONAL MEMBERS , AND A DIRECTOR WHO IS AN ASSOCIATE MEMBER AND A DIRECTOR WHO IS A STUDENT MEMBER TO A TOTAL OF ELEVEN

I WILL NOW CALL ON THE SECRETARY TO REPORT ON THE ELECTION OF DIRECTORS

Erik Krogh said:

AT THE AGM IN 2012 JULIE SAXTON TARA SIEMANS KENNEDY AND BARRY LOESCHER WERE ELECTED TO THREE YEAR TERMS ENDING IN 2015

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

IN 2011 TODD WHITCOMBE, ERIK KROGH, AND DOUG BICKLEY WERE ELECTED TO THREE YEAR TERMS THAT EXPIRE AT THE END OF THIS MEETING.

A CALL FOR NOMINATIONS WAS DULY MADE, AND A REPORT SUBMITTED BY THE NOMINATING COMMITTEE WITH TWO NAMED NOMINEES WAS CIRCULATED TO THE MEMBERSHIP AND TABLED AT THIS MEETING. ONE FURTHER NOMINATION WAS RECEIVED. THE NOMINEES ARE PATICK NOVACK, FRED CHEN AND PAUL WEST. I THEREFORE DECLARE THAT DIRECTORS ELECTED TO HOLD OFFICE UNTIL THE CLOSE OF THE 2017 ANNUAL GENERAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY ELECTED OR APPOINTED ARE.

PATRICK NOVAK, FRED CHEN AND PAUL WEST. _____

NO NOMINATIONS HAVE BEEN RECEIVED FOR THE STUDENT MEMBER OF THE BOARD OF DIIRECTORS SO AS PROVIDED BY THE BYLAWS, THE STUDENT MEMBER WILL BE APPOINTED BY THE BOARD.

AS THERE WERE NO NOMINATIONS FOR ASSOCIATE MEMBER THIS POSITION WILL ALSO REMAIN VACANT UNTIL APPOINTED BY THE BOARD OF DIRECTORS.

**ANNOUNCEMENT
OF THE ELECTION
OF THE OFFICERS**

Paul West said:

WE WILL NOW PROCEED WITH THE ANNOUNCEMENT OF THE ELECTION OF THE OFFICERS. THE PRESIDENT OF THE SOCIETY PAUL WEST WAS ELECTED FOR A TWO YEAR TERM IN 2012, EXPIRING AT THIS MEETING.

Erik Krogh said:

I WILL NOW CALL ON THE SECRETARY TO ANNOUNCE THE RESULTS OF THE ELECTION OF OFFICERS:

OFFICER POSITIONS TO BE FILLED AT THIS MEETING ARE:

- THE PRESIDENT AND CHAIR OF THE BOARD OF DIRECTORS FOR A PERIOD OF TWO YEARS
- THE VICE PRESIDENT & VICE CHAIR OF THE BOARD, THE SECRETARY AND THE TREASURER ALL FOR TERMS OF ONE YEAR.

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.

THEREFORE IT IS MY PLEASURE TO ANNOUNCE THAT THE FOLLOWING HAVE BEEN ELECTED BY ACCLAMATION: PAUL WEST PRESIDENT AND CHAIR OF THE BOARD OF DIRECTORS TO HOLD OFFICE UNTIL THE CLOSE OF THE 2016 ANNUAL GENERAL MEETING OR UNTIL THEIR SUCCESSOR IS DULY ELECTED OR APPOINTED.

BARRY LOESCHAR, VICE PRESIDENT AND VICE CHAIR OF THE BOARD; JULIE SAXTON SECRETARY; AND SANDY BRIGGS, TREASURER TO HOLD OFFICE UNTIL THE CLOSE OF THE 2015 ANNUAL GENERAL MEETING OR UNTIL THEIR SUCCESSOR IS DULY ELECTED OR APPOINTED.

APPROVAL OF THE FINANCIAL STATEMENTS

Paul West said:

WE WILL NOW PROCEED WITH THE APPROVAL OF THE FINANCIAL STATEMENT FOR THE SOCIETY DATED AUGUST 28 2014. I BELIEVE SANDY BRIGGS, TREASURER OF THE ACPBC HAS A MOTION IN CONNECTION WITH THIS MATTER.

Sandy Briggs
(Treasurer) said:

I MOVE THAT THE FINANCIAL STATEMENT, AS DISTRIBUTED, BE ACCEPTED.

Viva Cundliffe said:

I SECOND THE MOTION.

Paul West said:

ARE THERE ANY QUESTIONS OR COMMENTS?

YOU HAVE HEARD THE MOTION. ALL IN FAVOUR?
OPPOSED, IF ANY?

CARRIED (none opposed).

Announcement of the Nominating Committee, the Discipline Committee, and the Membership Committee

Paul West said:

I WILL NOW ASK TOM FYLES THE REGISTRAR TO ANNOUNCE THE NAMES OF THE NOMINATING COMMITTEE, THE DISCIPLINE COMMITTEE AND THE MEMBERSHIP AND REGISTRATION COMMITTEE FOR 2013-2014 (REPORT ATTACHED).

Tom Fyles said:

NOMINATING COMMITTEE
BLAIR KING (CHAIR) (2017)
TOM FYLES (2016)
CHRIS GILL (2016)
DANIEL GORSIC (2016)

DISCIPLINE COMMITTEE
GRANT BRUCE (CHAIR) (2017)
RAJ AUJLA (2015)
BRIAN COLLISTER (2016)
CHRIS GILL (2016)

MEMBERSHIP AND REGISTRATION COMMITTEE
TODD WHITCOMBE (CHAIR) (2016)
DAVE HOPE (2015)
SUSSANAH KENEDY (2017)
SIMONE MOL (2015)
CHRIS ORVIG (2016)

[TOM FYLES TABLES THE REPORT]

Paul West said:

The Association thanks Andy Pickard and Patrick Novak for years of service on the Membership and Registration committee.

Report of the auditing Committee Appointment of the Auditing Committee

Paul West said:

WE WILL NOW PROCEED TO THE AUDITING COMMITTEE REPORT FOR THE 2013 FINANCIAL YEAR. THE REPORT HAS BEEN TABLED AS REQUIRED BY THE BY LAWS. ARE THERE ANY QUESTIONS OR COMMENTS ON THE REPORT? Paul West requested a motion from the floor to approve the auditing report, citing good practice of the association to formally do so.

Sandy Briggs said:

MOTION: TO ACCEPT THE AUDITING COMMITTEE REPORT.

Scott Hoekstra said:

I SECOND THAT MOTION.

CARRIED (none opposed)

Paul West said:

DEANNA COTTRELL AND DAVE HOPE HAVE AGREED TO SERVE ON THE AUDITING COMMITTEE FOR 2014-2015 I PROPOSE THE FOLLOWING EXECUTIVE MOTION.

MOTION: THAT THE BOARD APPOINT THE AUDITING COMMITTEE OF TWO MEMBERS IN GOOD STANDING: DEANNA COTTRELL AND DAVE HOPE TO AUDIT THE FINANCIAL STATEMENTS OF THE ASSOCIATION FOR THE 2014 YEAR AND REPORT TO THE ANNUAL MEETING OF THE MEMBERS IN 2015.

IS THERE ANY DISCUSSION?

ALL THOSE IN FAVOUR? OPPOSED?

CARRIED (none opposed)

<p>Recognition of Retiring members</p> <p>Paul West said:</p>	<p>IN EACH YEAR AS THE ROTATION OF DIRECTORS HAS REACHED FULL IMPLEMENTATION, WE HAVE DIRECTORS WHO WILL HAVE REACHED SIX YEARS OF SERVICE OR WOULD EXCEED SIX YEARS IF ELECTED TO A FURTHER THREE YEAR TERM. THEY ARE ELIGIBLE FOR RE-ELECTION AFTER ONE YEAR.</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 ERIK KROGH, TODD WHITCOMBE AND DOUG BICKLEY TO COME FORWARD TO RECEIVE CERTIFICATES OF APPRECIATION.</p> <p>Certificates were presented to Doug Bickley and Erik Krogh and to Todd Whitcombe, who could not travel from Prince George (in ab sentia). Paul West pointed out the impressive contributions of all three retiring Directors who plan to continue their active involvement in ACPBC activities.</p>
<p>Annual report of the Directors</p> <p>Paul West said:</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 ON PROGRESS OF THE ACPBC TOWARD FULL PROFESSIONAL RECOGNITION.</p>
<p>OTHER BUSINESS</p> <p>Paul West said:</p>	<p>IS THERE ANY OTHER BUSINESS?</p>

TERMINATION OF THE MEETING

Paul West said:

IF THERE IS NO FURTHER BUSINESS TO BE BROUGHT BEFORE THE MEETING, I SHALL ASK FOR A MOTION TO TERMINATE THE MEETING.

Andy Pickard said:

I MOVE THAT THE MEETING TERMINATE.

Tom Fyles said:

I SECOND THE MOTION.

Paul West said:

YOU HAVE HEARD THE MOTION. ALL IN FAVOUR? CONTRARY, IF ANY?

CARRIED (none opposed)

I NOW DECLARE THE MEETING TERMINATED