

ASSOCIATION OF REGISTERED NURSES OF BRITISH COLUMBIA

**Annual General Meeting
Thursday, May 28, 2015
7:30 p.m.**

Vancouver Convention Centre, East Exhibit Hall A, Vancouver BC

MINUTES

Present: **Board of Directors**
Julie Fraser, President
Pam Burton, Director at Large
Marcia Carr, Director at Large
Paddy, Rodney, Director at Large
Linda Axen, Regional Director – Northern; Chair of the Nominations Committee and Chair of the Elections Committee
Wendy Bowles, Regional Director – Fraser Valley
Maylene Fong, Regional Director – Vancouver Coastal
Melissa Nuttall, Regional Director – Vancouver Island

Regrets: Tania Dick, Director at Large
Tanya Sanders, Regional Director – Interior

Also Present: Susan Campbell, Corporate Consulting, Recording Secretary
Matthew Edelson, Executive Assistant
Aimee Schalles, Lawyer, Miller Thomson LLP
John Noonan, Registered Parliamentarian
Joy Peacock, Executive Director
Mahmoud Virani, CA, Mahmoud Virani Inc.

Call to Order: 7:30 p.m.

Various dignitaries were recognized.

1. Motion from the floor regarding participation in discussion and open forum:

1.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society approve observers and on-line guests participating in the discussion and open forum.

CARRIED

2. APPOINTMENTS

The Chair informed that the following persons are appointed without objection:

Credential Chair, Melissa Nuttall, Board Director

Nominations Committee Chair, Linda Axen, Board Director

Chief Scrutineer, Sherri Kensall, Active Member

Additional Scrutineers, Cathy Farrow and Sandra Tetrault, Active Members

Assistants to the Chair, Elaine Jones and Melissa Leveque, Active Members

Webcast Facilitator, Pam Samuelson, Active Member

3. Notice of the Annual General Meeting

The Chair reported that Bylaw 3.4 require that the membership be given not less than 14-days written notice of a general meeting. Accordingly the Assembly was advised that the Notice of Annual General Meeting was sent out on May 7, 2015 and posted on the website.

4. Confirmation of Quorum

The Chair reported that Bylaw 4.4 sets the quorum at 10-members. Accordingly, the Credentials Chair confirmed that the credentials of 191-voting members of the Association of Registered Nurses of British Columbia have been certified and issued voting cards to all those active voting members. Accordingly, the quorum is confirmed, present and the meeting is duly constituted.

5. Approval of Standing Rules

The rules of the meeting were presented and reviewed by the Registered Parliamentarian.

5.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society adopts the standing rules for the meeting as presented.

CARRIED

2/3rds vote in favour

6. Approval of the Agenda

The agenda for the meeting was presented and accordingly:

6.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society approves the agenda for the Annual General Meeting of May 28, 2015 as presented.

CARRIED

7. Approval of Minutes from the June 5, 2014 Annual General Meeting

The minutes of the June 5, 2014 Annual General Meeting were available.

7.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society approves the minutes from the Annual General Meeting held June 5, 2014 as presented.

CARRIED

8. Approval of Minutes from the February 26, 2015 Extraordinary General Meeting

The minutes of the February 26, 2015 Extraordinary General Meeting were available.

8.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society approves the minutes from the Extraordinary General Meeting held February 26, 2014 as presented.

NOT VOTED

Several amendments were proposed and the Chair requested that the amendments be submitted in writing and advised that, in the interests of time, the amendments would be considered later in the meeting.

***7:52 p.m.**

At this point the Chair passed the gavel to Parliamentarian Noonan.

9. Director's Report

The report was delivered by President Julie Fraser.

10. Report of the Executive Director

The report was delivered by Executive Director Joy Peacock.

11. Open Forum

At this point the AGM conducted an open forum wherein members, observers and on-line participants were invited to ask questions or provide comments.

***8:20 p.m.**

The Chair was resumed by Chair Julie Fraser.

12. Presentation of the Financial Statements

Maylene Fong, Treasurer advised the Assembly that the unaudited financial statements were prepared by Mahmoud Virani Inc., a chartered accounting firm, and were approved by the Board of Directors at their meeting of May 11, 2015. Copies of the unaudited financial statements were available to all members.

Mahmoud Virani, Chartered Accountant, reviewed the unaudited financial statements and responded to questions from the Assembly.

13. Appointment of Auditor for Fiscal Year 2016

The Chair informed that pursuant to Bylaw 11.3 it is necessary for the members to appoint the auditors for ensuing year; accordingly:

13.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society appoint Smythe Ratcliffe, Chartered Accountants, as Auditor for the Association of Registered Nurses of British Columbia for the fiscal year ending March 31, 2016;

AND THAT the Board of Directors is authorized to fix the remuneration for these services.

CARRIED

Point of Order

The Assembly was advised that the Open Forum would take place following the announcement of the new Board members.

14. It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society extends the business meeting by 15-minutes to now conclude at 9:15 p.m.

CARRIED

15. New Business

15.1 Announcement of Election Results and Recognition of 2015-2016 Board of Directors

Kyle Gruen, Target Pro-Web Event Services, explained the voting security and the process for the recent election of board members.

The Chair announced the 2015-2016 Board of Directors:

Tania Dick, President Elect
Laurie Dokis, Regional Director – First Nations
Johanne Fort, Regional District – Vancouver Coastal
Sally Thorne, Director at Large
Lori Campbell, Director at Large
Maylene Fong, Director at Large

The newly elected directors will join:

Zak Matieschyn, President
Linda Axen, Regional Director – Northern
Wendy Bowles, Regional Director – Fraser Valley
Marcia Carr, Director at Large
Melissa Nuttall, Regional Director – Vancouver Island
Tanya Sanders, Regional Director – Interior

Finally, the work of the 2014-2015 outgoing Board of Directors was acknowledged.

15.3 It was MOVED and SECONDED

THAT the time to close the meeting be amended to 9:30 p.m.

CARRIED

15.4 THE MAIN MOTION AS AMENDED WAS CALLED:

THAT the Association of Registered Nurses of British Columbia Society approves extending the meeting to 9:30 p.m.

CARRIED

***9:00 p.m.**

The Chair was passed to Zak Matieschyn, President-Elect for the purpose of conducting the Open Forum.

16. Open Forum:

At this point the AGM conducted an open forum wherein members, observers and on-line participants were invited to ask questions or provide comments.

16.1 It was MOVED and SECONDED

THAT the Association of Registered Nurses of British Columbia Society request the Board of Directors consider a way to make detailed documents such as previous minutes, financial details, etc. be posted on the website.

CARRIED

The Open Forum continued.

16.2 It was MOVED and SECONDED

THAT the Board consider extending the AGM to a one day event.

NOT VOTED

Debate on the motion ensued.

The Assembly Called for the Question:

16.3 It was MOVED and SECONDED

THAT debate be closed and the question called.

CARRIED

Accordingly, the question on the main motion was called:

16.4 It was MOVED and SECONDED

THAT the Board consider extending the AGM to a one day event.

DEFEATED

***9:20 p.m.**

Chair Julie Fraser resumed the Chair.

17. Approval of Minutes from the February 26, 2015 Extraordinary General Meeting

The record notes that the motion (moved and seconded) was considered earlier in the meeting but not voted upon. Accordingly, written amendments to the minutes were requested and those written documents (proposed amendments) were now delivered to the Chair.

The Chair reviewed the proposed amendments and announced they were NOT IN ORDER. The question on the motion was not called therefore the motion remained NOT VOTED.

*9:24 p.m.

Parliamentarian John Noonan assumed the Chair and explained that the practice was that minutes contain what was done; not what was said, and that they do not include debate in the minutes.

The decision of the Chair was appealed from the floor and accordingly:

17.1 It was MOVED and SECONDED

THAT the decision of the Chair be sustained.

CARRIED

Point of Order

A question was raised as to whether a quorum was present. The AGM was advised that a quorum was 10-members present and that at this point there was approximately 131-voting members in attendance.

Orders of the Day

17.2 It was MOVED and SECONDED

THAT the meeting be extended by 15-minutes.

DEFEATED

*9:30 p.m.

The Chair was assumed by the newly elected President.

18. **Transition to New President**


The newly elected President, Zak Matieschyn, assumed the Chair and thanked the previous chair for her past work.

19. **Closure**

There being no further business to come before this assembly and without objection the 2015 Annual General Meeting is declared closed at 9:34 p.m.



Zak Matieschyn, President



Date



Susan Campbell, Recording Secretary



Date