

BOARD OF DIRECTORS' MEETING
DEANLEA BEACH ASSOCIATION
Wednesday November 30, 2016
9:00pm-10:00pm
Conference call
1.888.780.5872
3265856#

Attendees:

Bill Palmer
Linda Phillips
Lorrie Locke
Petra Wolfbeiss
Phillip Spademan
John Gordon

Absent:

Daniele Chiarlitti
Wendy Madill
Claudio Renini
Joan Condie

1. Call to order

The meeting was called to order at 9:30pm

2. Motion to adopt agenda

Moved: John Gordon
Seconded: Bill Palmer

The motion to adopt the agenda was amended with the addition of the following three sections, 2.01, 9.0 (g) and 9.03 (a), for discussion.

Moved: Bill Palmer
Seconded: Linda Phillips
Carried

3. Motion to adopt minutes of November 2, 2016

Moved: John Gordon
Seconded: Bill Palmer
Carried

4. Review and discussion of draft DBA Bylaws:
i. Section 7.0

Section 7.0 will reflect general provisions on conflict of interest in relation to conflict of interest and director disclosure in contractual matters and concerns as reflecting common law.

The amendments will be included in the draft bylaws for consideration at the 2017 AGM.

The information provided regarding the suggested:

ii. Sections 8.0
o Subsection a)

The Director's voted on the proposal to amend the voting rights within the draft Bylaw based on the principle of equity and one vote per cottage.

Vote:

Yes: 5

No: 0

Abstained: 2

The change to "one vote per cottage" will be included in the draft bylaws.

It was recommended that once the Bylaw is shared with the membership that sections specific to membership, including section 8.0 a), be highlighted to the attention of members.

iii. 9.0 (g)

Allowance of additions to the AGM meeting agenda from the floor to be omitted.

"The annual meeting shall be held on a day and at a place within Ontario fixed by the Board. Any Member, upon request, shall be provided, not less than 21 days before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the By-laws or articles".

Vote to remove the statement following section 9.0 (g).

Vote:

Remove: 5

Maintain: 2

The vote to remove the statement passed.

iv. 9.03 (a)

Proxy voting: this is a new addition to the voting process at the AGM.

Discussion on how to manage and accept proxy votes.
Consideration that when notice of the AGM is issued that a letter acknowledging the individual voting on one's behalf be identified.

v. 2.01

Discussion on the minimum and maximum number of Director's was reviewed.

Concern with the high minimum was expressed. It was recommended that the minimum be amended to seven (7) and a maximum of twelve (12).

5. Next steps

Changes as discussed to be included in draft bylaws and circulated for review.

6. Adjournment

Moved: John Gordon

Seconded Claudio Renini

Next Meeting Date: April 22, 2017
Lorrie Locke's Cottage