

MASTERS SWIMMING CANADA

Annual General Meeting

PEPS, LAVAL UNIVERSITY, QUEBEC CITY, QUEBEC.

Saturday, 2008 May 18

In attendance or by proxy: See list in Appendix A.

The meeting was called to order by the Chair, Nigel Kemp at 1625h

1. Approval of Agenda:
 - a. Motion (Nancy Black AquaDucks; Kathy Henry, Foothills) that the agenda be adopted.
 - b. Discussion: Tony Zezza—Request to add discussion item to agenda, since the agenda cannot be modified due to proxy voting. There was agreement that this should happen.
 - c. Motion: **Carried**.
2. Minutes from 2007 AGM were read in English and French.
 - a. Motion (Sandilands LETH; Zezza, NAVY): that the minutes be approved as read. **Carried** (including proxy votes).
3. Auditors' Report.
 - a. The President stated that the 2007 audit report is on the MSC website.
 - b. Motion (Morrow, CMSC, Patten NBMasters): That the audit report be accepted. **Carried** (including proxy votes).
 - c. Appointment of auditors for 2008 audit. Motion (Tony Zezza, Charlie Lane): That the firm of Thornton and Vantassel act as 2008 auditors. **Carried** (including proxy votes).
4. By-law changes:
 - a. That the change to by-law 3.06 concerning quorum (details in Appendix) be approved. (Sandilands, Gauvin). **Carried unanimously** (including proxy votes).
 - b. That the change to by-law 11.01 concerning voting electronically (details in Appendix) be approved. (Sandilands/Gauvin). **Carried unanimously** (including proxy votes).
5. Election. Ballots were collected for later counting.
6. Motion to adjourn. (Sandilands). **Carried**.

Appendices:

Appendix A: 2008 MSC AGM attendees – Club Representatives

| Name | Club | Location |
|-------------------------|-------|--------------|
| Lindsay Patten | MNBO | Moncton |
| Mark Gallop | MACC | |
| Tony Zezza | NAVY | |
| Jake Nesovie | TYMS | |
| Gilles Boudin | EBSC | |
| Sylvie Potvin | CNSJ | |
| Alexandra Devine | SWYM | Ottawa |
| Jennifer Power-Hawrylak | SMO | PEI |
| Roger Massy | Elite | Longueuil |
| Katherine Henry | FOOT | Calgary |
| Quincy Chaing | RMM | Calgary |
| Michel Deschenes | CMNQ | Quebec |
| Marc Ennis | CMNQ | Quebec |
| Nadine Rolland | LLOU | Montreal |
| Mike Heath-Eves | TECH | Ottawa |
| Doug Vanderby | NTMSC | Toronto |
| Nancy Black | AURO | Aurora |
| Chrystian Gauvin | STE | Ste.Eustache |
| Charlie Lane | ETOB | Toronto |
| Marianne Alvarez | EBSC | Vancouver |
| Gilles Levesque | BRO | Brossard |
| Carolyn Prebble | BRCK | Welland |
| Janita Prebble | UNB | Fredericton |
| Kenneth Fong | RMMSC | Calgary |
| Aron Marsaw | TECH | Ottawa |
| Christian Berger | BRO | |
| Mark Sandilands | LMSC | Lethbridge |
| Chris Smith | TYMS | Toronto |
| Nigel Kemp | | Halifax |

Appendix B: By-law changes:

Additions **underlined, bold and italics.** Deletions ~~Strikethrough~~

Section 3.06 Quorum

At all Members' meetings, a quorum shall consist of ~~the majority of~~ **20** eligible voting Class II Members who are present and if not present filed with the Secretary of the Corporation a voting proxy. If ~~a majority of~~ **20** voting Class II Members are not present or have lodged a voting proxy the meeting shall be adjourned for one (1) month with Notice to all voting Class II Members that a second meeting is scheduled and then these voting Class II Members present and those represented by proxy shall be the Quorum.

Section 11.01 Creation, Amendments and Repeal of By-Laws

The Directors may from time to time make By-Laws not contrary to the Letters Patent of the Corporation or may formulate, amend, vary or repeal the same. Such repeals, amendments or variations must be confirmed or approved by a vote of sixty-six and two thirds (66 2/3%) percent of the Class II Members of the Corporation **voting in person or by written proxy, or electronically following procedures approved by Corporations Canada,** at a Class II Members' meeting **duly called for the purpose of considering the said by-law, provided that the repeal or amendment of such by-laws shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.**