

**PCBF Annual General Meeting
April 25, 2007
LaSalle Secondary School
7:00 p.m.**

Board members present: J. Uliana, Chair
J, Szumlanski, Vice-Chair
A. Levac, Secretary
F. Ivimey, Treasurer
L. Foster, Councillor, Pittsburgh District
J. MacLeod-Kane, Councillor, Countryside District
B. McConnell
M. Connor
B. MacAdoo
J. Wilson

Also in attendance: Eric Bennett, solicitor for the Board; Vicky Leakey, KPMG; Lisa Anderson, Administrative Assistant. Prior to the meeting, attendees were entertained by members of the LaSalle Coffee House Council.

Call to Order

The meeting was called to order by Chair J. Uliana who declared that there was a quorum (25+ members) in attendance.

Adoption of Agenda

Motion by Ray Paquin, seconded by Richard Moller, that the agenda be adopted. Carried

Welcome & Introductions

Chair J. Uliana welcomed all in attendance, and introduced the Board solicitor, auditors, and scrutineers for the evening (G. Bullock, Deputy Fire Chief, City of Kingston; Colin Cherry, former Board member; and Emily Taylor, principal of LaSalle Secondary School).

Minutes of 2006 AGM

Secretary Anne Levac read the minutes of the 2006 AGM.

Motion by Peter Walker, seconded by George Sutherland, that the minutes be approved as read. Carried

Chairman's Report

J. Uliana reported on the highlights of the year, including some of the projects supported by the Fund, and the criteria for scholarships. He stressed that a focus of the Board during 2006 was on strengthening and clarifying the administrative structure of the Board. He encouraged members to check out the PCBF website, and thanked Board members Bryon McConnell and Jeff Szumlanski for their work in this regard.

The Chair also explained the by-law change which was being proposed by the Board which would ensure that all Board meetings are open to the public except under very special circumstances.

Special tribute was paid to former Board member Rae Stoness who passed away during the previous year. Rae's input had been greatly valued by all Board members.

Treasurer's Report

(attached to minutes)

Fred Ivimey outlined the main points of the report, and took questions from the membership. There was discussion about some of the projects which were supported for funding, including St. Mark's Church (roof), and commitments to Market Square and the Grand Theatre. J. Szumlanski explained that support was given to St. Mark's Church because of its historical importance to the community. J. Drynan expressed his desire to put forward a motion requiring that support of the membership be required prior to a decision by the Board to spend money on any project outside of the former Township of Pittsburgh. The Chair explained that notice of motion must be given prior to the next annual general meeting and the motion could be considered at that time.

A question was asked about why funding was given to the library instead of the money coming out of city funds. L. Foster explained that the Fund paid for the library in the first place and the grant was for the purpose of installing windows to replace screens that had been vandalized. Board members felt that this was a worthwhile project to support.

Motion by Peter Walker, seconded by Tom Elmer, that the Treasurer's Report be approved. Carried

Tom Elmer asked for an explanation as to how decisions were made regarding the investment of the PCBF funds. F. Ivimey explained that previous Boards had made decisions about the various investments but that the Board is now in the process of updating their investment process in keeping with proper investment procedures.

A question was asked as to whether or not more money could be made available for scholarships. J. Uliana responded that there was no set amount for scholarships but that the decision was up to the Board. The number of scholarships had been increased during the double cohort year. A decision as to the number to be given out was made on a year-to-year basis.

There was discussion about the sheep dog trials which some members felt should be supported because of the amount of money brought into the Township, and also about funding outside the former Township boundaries and the importance of improving access into the city – i.e. third crossing.

Auditor's Report

Vicky Leakey of KPMG noted that there were no issues of concern to be brought to the attention of the Board or membership. All books and records were in order.

Motion by George Sutherland, seconded by Hazel Lloyd, that the auditor's report be approved and that KPMG be appointed as auditors for 2007. Carried

Report re meeting attendance and proxies

The secretary reported that there were 79 members in attendance, and 146 proxies, for a total of 225 votes.

Discussion followed regarding the use of proxies. Some members felt that only those in attendance should be allowed to vote, or that there should be a limit on the number of proxies that any one person could obtain. Eric Bennett, the PCBF solicitor, explained that there was no legal basis for preventing someone from collecting a large number of proxies. We are required by law to give all members the opportunity to vote, whether in person or by proxy. Mr. Bennett agreed to review the legislation and report back to the Board on the matter of proxies.

Board Election

The Board is comprised of 11 members, 9 elected by the membership, plus the two City of Kingston councillors representing Pittsburgh and Countryside Districts. Except in extenuating circumstances, three Board members are elected each year for three year terms. Nine candidates let their names stand for election to serve three-year terms on the Board:

Morley Connor, Peter Dunnett, Tom Elmer, Stephen France, Darlene Greenlees, Gregory Hoxford, Richard Moller, John Scott and George Sutherland. J. Uliana commented how encouraging it was to see so many people interested in serving on the Board.

Candidates were given an opportunity to address the membership. (S. France was absent, P. Dunnett spoke on his behalf). The voting procedure was explained and the meeting adjourned so that voting could take place.

By-law Amendment

The Benefit Fund Board had put forward a proposed by-law amendment which would ensure that Board meetings were open. The by-law will be an addition to section 11 of the PCBF bylaws and will require that all meetings of the Board of Directors shall be open to all members of the Corporation, except in very limited circumstances (e.g. when the Board is dealing with personal matters about an identifiable individual, advice that is subject to solicitor-client privilege, etc.)

Motion by Ray Paquin, seconded by Bill MacAdoo, that the by-law amendment be approved. Carried

Introduction of New Board Members

The ballots having been counted, it was announced that the Board members elected for a three-year term were: George Sutherland, Morley Connor and John Scott.

Motion by B. Reitsell, seconded by J. Shirley, that the ballots be destroyed. Carried

Adjournment

Motion by L. Foster, seconded by B. MacAdoo, that the 2007 AGM be adjourned.

Carried

John Uliana, Chair

Anne Levac, Secretary