

**Record of Decisions from
 Guild Quarterly General Meeting
 Held at 1430 hours on 8 February 2022
 By Video Teleconference hosted on MS Teams**

Persons In Attendance:

President	Mr. D. Milner
First Vice President	Mr. D. Levesque
Second Vice President	Mr. E. Kerckhoff
Secretary/Treasurer	Mr. S. Boire
Clerk	Mr. M. Edwards
Chief Financial Officer	Mr. P. Riganelli

Directors:	Mr. S. Larouche
	Mr. D. Batten
	Mr. K Lee - Regrets
	Mr. J. Nickerson
	Mr. T. Skelding
	Mr. Bill Fulton
	Mr. Jim Ferron
	Mr. Mark Aube - Regrets
	Mr. M. Frank
	Mr. S. Curley
	Mr. D. Tremblay
	Mr. J. Follwell

Observers:	Mr. J. Ring
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Scribes:	Mr. B.S. Preston
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Ser	Discussion/ Decision	Action by
1	Opening Remarks. The President called the meeting to order. He detailed the Regimental Family Affairs Committee (RFAC) and its aim to steer the Guild in the right direction with input from individuals at The Regiment.	Nil
2	Review 05 Nov 21 ROD. Motion to accept the ROD of 5 November 21 was raised. Passed unanimously.	Mr. D. Levesque Mr. J. Follwell

<p>3</p>	<p>CFO's Quarterly Update.</p> <p>CFO stated that donations increased \$27 000 in Q1 with the Leeuwarden Trip being the largest fundraiser.</p> <p>CFO stated that investments had increased by \$24 000 in Q1.</p> <p>Further discussion was had on the Leeuwarden Trip being cancelled due to COVID-19 restrictions. Partial reimbursement to the Guild will be actioned by the Treasurer. Airfare vouchers have been issued to the selected soldiers. President will look at near-future possibilities to visit Leeuwarden with soldiers.</p> <p>Motion to accept the CFO's Quarterly Update raised and was approved unanimously.</p>	<p>Mr. S. Larouche Mr. S. Boire</p>
<p>4</p>	<p>Donor Update.</p> <p>Mr. Denis Levesque explained that the Guild presence was much more prominent in years past and that the Guild Directors must find ways to increase Guild visibility within The Regiment. The President added that Guild presence is slowly increasing, especially considering the pandemic and associated restrictions around gathering the entire Regiment in one place to pass information. Once the website is up and running, the Guild presence will have another means of marketing.</p> <p>Mr. J. Ring added that the RFAC has recently been implemented to fill that gap as well.</p> <p>Mr. M. Edwards brought up the point that the Guild should be utilizing Canada Helps much more.</p>	<p>Nil</p>
<p>5</p>	<p>Guild Property Update.</p> <p>Guild property will remain in location and a greater effort will be put into consolidating/accounting for the property. This will be executed once COVID-19 restriction have been lifted.</p>	<p>Mr. D. Milner</p>
<p>6</p>	<p><u>Notice By-Law Amendments.</u> The By-Law requires that directors be provided 21 days of notice of proposed By-law amendments. Directors attending the BOD are deemed, by their presence, to have been provided the required notice.</p>	<p>Mr. D. Levesque Mr. S. Boire</p>

Mr. Marc Aube and Mr Kevin Lee were the only director not in attendance, and he waived in writing the requirement for 21 days' notice.

Amendments to Guild By-Law

Two proposed amendments to the Guild By-Law were approved unanimously by the Directors for submission to the Charities Division of CRA for consideration, as follows:

Paragraph 45.4 Chief Financial Officer. The Chief Financial Officer (CFO) shall be a Director. As the top financial position in the Corporation the CFO shall provide leadership, operational oversight, and system coordination of the Corporation's financial services and act as the general business advisor to the Board. This duty is achieved by overseeing the financial functions of planning, budgeting, risk management, and record-keeping; ensuring financial reporting and compliance with Canada Revenue Agency (CRA), Corporations Canada and the applicable Ontario Legislation and regulations for charities; and ensuring financial books and records are maintained in a secure digital format that is accessible to the Board, auditors, and the CRA.

Paragraph 54, Approval of Amendments. As shown immediately below, the following statement was added to paragraph 54 of the By-Law to reflect the need for CRA approval for changes to the By-Law, as follows:

Although it is permissible to immediately implement By-Law amendments that have been approved by the Members and Directors, as the Corporation is a registered charity with CRA, final approval of any By-Law changes by CRA is required.

Note: The insertion of the duties and responsibilities of the CFO into sub-paragraph 45.4 will require the following editorial changes to the By-Law:

Sub-paragraph 45.5 shall now be dedicated

	<p>exclusively to the duties and responsibilities of the Secretary-Treasurer, with the text unchanged from what was previously described in the By-Law paragraph 45.4; and</p> <p>Existing sub-paragraphs 45.5 and 45.6 shall be re-numbered 45.6 and 45.7 respectively, the text of each remaining unchanged.</p> <p>Appointment of Officers (By-Law Section 32)</p> <p>In accordance with By-Law Section 32, it was moved by First Vice President, Mr. Denis Levesque, seconded by the Secretary-Treasurer, Mr. Steve Boire, and approved unanimously by the Members that Mr. Paul Riganelli be appointed for a term of three years as an Officer of the Guild and Chief Financial Officer.</p>	
7	<p>Committee Update.</p> <p>Mr. J. Ferron suggested that a larger financial reserve should be accrued to allow the executive increased flexibility to better support RFAC.</p> <p><u>Investments</u></p> <p>Mr. Jeff Hall updated and provided overview of the Guild's investment portfolio. Guild investments have increased – however Mr. Hall detailed that the beginning of the year our investments may see a dip, but a strong second half of the fiscal year is forecasted.</p> <p><u>Quality of Life</u></p> <p>Mr S. Larouche outlined a plan to increase donations from Y-007. He further stated RFAC has been well received.</p> <p><u>History and Heritage</u></p> <p>Mr. T. Skelding informed the Board that the on-line interactive map on The Regiment's participation in the Netherlands and Germany will be ready for 15 April 22 in time for Leeuwarden Day.</p>	<p>Mr. D. Levesque Mr. E. Kerckhoff</p>

	<p><u>Marketing</u></p> <p>President stated that we will require a marketer for the Guild.</p> <p>The website continues to be developed with Mr. J. Follwell and Kevin Langille, The Regimental Photographer. Initial launch is planned for two weeks after this meeting (22 Feb 22). Mr. J. Follwell explained that the website is not perfect yet, however the Guild will be establishing the beta version in order to allow feedback and iteratively improve the design.</p> <p>Mr Follwell further stated that the Guild Pins could be used as a marketing tool with the potential of having them tied to donation. For further discussion at next Executive meeting.</p> <p>Mr Follwell concluded with information pertaining to the updated Guild brochure. Brochure will be made available on the website for easy access. This availability to print and distribute at Regimental events will increase Guild awareness.</p>	
<p>8</p>	<p>New Business.</p> <p>Mr. D. Levesque presented the concept of development for the proposed Wall of Recognition.</p> <p>Initially, Mr Levesque outlined pricing and designs for the RCD Guild Wall of Recognition – all within budget at \$5041.32, with an additional \$1000 requested to cover unforeseen costs.</p> <p>Mr. D. Levesque further led a discussion on the phased approach and potential courses of action that could be implemented.</p> <p>Finally, a motion was raised to approve the Wall of Recognition concept which include donor levels, wood type, increase of funds (by \$1000), and to begin developing communications and marketing strategy of the wall of recognition.</p>	<p>Mr. D. Levesque Mr. D. Milner</p>

