

**Record of Decisions from
 Guild Annual General Meeting
 Held at 1330 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. 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
	Mr. K Lee - Regrets

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 welcoming new members in attendance. Communications strategy has drastically improved with the implication of the Regimental Family Advisory Committee (RFAC), however the guild should continue to seek avenues of approach to support The Regiment.	President
2	Review ROD from 18 Jan 2021 AGM. Motion to accept ROD from last AGM passed unanimously.	Mr. T. Skelding Mr. E. Kerckhoff

<p>3</p>	<p>FY 21 Year End Financial Report</p> <p>This report was presented to the board by the CFO, in conjunction with the President. Of note, Accountant highlighted the fact that our financial statements were in good order and the Guild is operating in accordance with the Canadian accounting standards.</p> <p>A motion was raised to accept the report. Motion passed unanimously.</p>	<p>Mr. S. Larouche Mr. D. Levesque</p>
<p>4</p>	<p>CFO's Annual Finance Review.</p> <p>The CFO provided a brief outline of the year's finances – it has been one of our best years yet and spending is down.</p> <p>Motion to accept CFO Annual Finance Review voted for unanimously.</p>	<p>Mr D. Batten Mr. S. Boire</p>
<p>5</p>	<p>Review President's Annual Report.</p> <p>The President summarized that the Guild is currently in good financial standing and that donations have increased.</p> <p>Guild Property – The President explained that our accounts are doing very well, but that we need to investigate the way forward with our guild property and bring it into our accounts.</p> <p>President's Annual Report motioned and accepted unanimously.</p>	<p>Mr. M. Frank Mr. M. Edwards</p>
<p>6</p>	<p>Governance.</p> <p><u>Notice Required for By-Law Amendments.</u> The By-Law requires that members be provided 21 days of notice of proposed By-law amendment. Members attending the AGM are deemed, by their presence, to have been provided the required notice. Mr. Marc Aube and Mr. Kevin Lee were the only member not in attendance, and he waived in writing the requirement for him to receive 21 days' notice.</p> <p><u>Election of Directors</u></p> <p>A resolution was moved by the Governance Director Bill Fulton, seconded by the Secretary-Treasurer Steve Boire, and approved unanimously by the members that the</p>	<p>Mr. B. Fulton Mr. S. Boire</p>

following individuals be elected as directors for a term of three (3) years to fill positions resulting from incumbent resignations and vacant director positions under Bylaw Section 31:

Lieutenant Colonel Nicholas Forsyth, replacing Mr. Enno Kerckhoff
Mr. Paul Riganelli, replacing Mr. David Burnie
Mr. James Follwell, incoming director

Handovers to be conducted as required and as convenient to incoming directors.

Amendments to Guild By-Law

Two proposed amendments to the Guild By-Law were approved unanimously by the members 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.

	<p>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 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>	
8	<p>Adjournment.</p> <p>The President called to close the meeting.</p>	<p>Mr. J. Ferron Mr. S. Larouche</p>

Mr. S. Boire
Secretary-Treasurer
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Mr. D. Milner
President
Approved Yes No