

ANNUAL GENERAL MEETING

Held at the Lonestar Bar & Grille, 920 Dixon Rd (Upstairs), Etobicoke, Ontario

MINUTES

BARC-OC

BRITISH AUTOMOBILE RACING CLUB - ONTARIO CENTRE

Monday, November 5, 2012

- 1. There being quorum present, President Mike McDiarmid called the AGM to order at 9:20 pm. (27 in attendance, 23 proxies, 50 in total).
- 2. The President asked for a motion to approve the Minutes of the Special and Annual Meetings held on November 1, 2011 and Part 2 of the Annual General Meeting, held on February 7, 2012. Motion by: Vic Henderson, Seconded by: David Brown Carried
- 3. The Treasurer, Keith Whorley, presented the audited financial statements for the fiscal year 2011:
 - He described the process of going through the audit process, which was extremely time consuming for the Board, and especially for the Treasurer.
 - He went through the Financial Report page by page, 2011 vs 2010
 - The auditor fees were \$5,350 for 2011, and will be \$4,500 for 2012 they give us a 65% discount on their regular rates
 - Keith is putting in greater internal controls, involving the Board of Directors
 - He also wants to explore other options of external financial review he's talking with other Clubs to see what they do

Motion by: Bill Lobban - to accept the audited Financial Statement as presented Seconder: Sherry Jones

Motion by: Greg Clement - to accept Grant Thornton as auditor for the 2012 Financial Statements Seconder: Mike McDiarmid

4. Mike asked Bryan Rashleigh to Chair the Election:

Bryan called for nominations for President. Pat McDiarmid volunteered to run for the position.

Motion by: Bryan Rashleigh - to close the nominations Seconded by: Keith Whorley

Bryan affirmed that Secretary Nan Einarson will stand again for her position.

Motion to close the nominations, by: Dave King Seconded by: Phil Delahaye

Bryan affirmed that Directors Sherry Jones and Wayne Wanamaker will stand again for their positions.

Motion to close the nominations, by: Mary Lobban Seconded by: David Brown



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Bryan called for a nomination to fill the vacancy left by Pat McDiarmid's move to the Presidency.

Motion that Pavlina Krumpochova be nominated as a Director of the Board, to take over the role of Membership Chair, and that all Director vacancies be filled by the nominees, by Andrea Pegg Seconded by: Darlene Henderson

5. Greg Clement wanted to make some changes to the By-Laws. Since the By-Law changes had been included with the Minutes of the 2011 AGM, and had already been approved by the members present at the beginning of the meeting, Paul Einarson made a motion to open the Minutes of the February 7/12 AGM, for further discussion. Seconded by: Mary Lobban.

Greg Clement suggested removing the Proxy Form from the By-Laws. After discussion, it was agreed that certain changes would be made to the Form, and that it would remain in the By-Laws. Motion by: Greg Clement

The proposed changes are:

- 1. Removing the date from the Proxy Form and replacing it with the words (current year), and the words "of the Assigned Date" will follow the words Annual General Meeting
- 2. No changes recommended
- 3. Replace the date with the words "current year"

Date: Remove the year

Following the words "British Automobile Racing Club – Ontario Centre, remove the date and add the words "the assigned date".

The Title shall be changed to read "Example of Proxy Form"

Seconded by: Mary Lobban Carried

Motion by: Paul Einarson, that Nan will amend the Proxy Form in the By-Laws, to show the recommended changes, and that the Table of Contents will be amended, in Article 5.5, on page 3, to read "Example Proxy Form"

Seconded by: Sherry Jones

Carried

Motion by: David King – that the Minutes of the February 7/12 AGM be closed

Motion by: Mary Lobban, that the reports of the Board of Directors, as presented at the
monthly general meetings, be accepted. Seconder: Paul Einarson

Carried

Motion by: Mary Lobban, that the actions of the Board of Directors for the year 2011 be
accepted. Seconded by: Tom Hyland

Carried



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Motion to Adjourn by: Wayne Wanamaker Seconded by: Tom Hyland

EXAMPLE PROXY FORM

1/	The proxy may be presented by avoting BARC - OC member of your choice Current year
	at the Annual General Meeting, on the assigned date Meeting Date
2/	The proxy should indicate the person you would like to authorize to vote on your behalf.
3/	In the event that your proxy does not have a named current year voting BARC - OC member, the President of BARC - OC will act on your behalf.
DATE:	
I hereby authorize to act as my proxy at the Annual General Meeting of the British Automobile Racing Club - Ontario Centre on the assigned date. This proxy supersedes all others made by me and is valid only for this A. G. M.	
Name:	Membership #
Signatı	ure:

This page revised and approved by membership at Annual General Meeting, November 5, 2012