



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 doMotion 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 Seconder by: Keith Whorley

Bryan affirmed that Secretary Nan Einarson will stand again for her position.
Motion to close the nominations, by: Dave King Seconder 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 Seconder by: David Brown



MINUTES

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

- 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

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"

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"

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

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Seconded by: Sherry Jones Carried

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

Motion by: Mary Lobban, that the reports of the Board of Directors, as presented at the monthly general meetings, be accepted. Seconded: 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 a _____ voting 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: _____, _____.
year

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 # _____

Signature: _____

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