



## **28 September 2013 RMC Foundation Annual General Meeting Minutes**

### **1. Call to Order / Establish Quorum**

The meeting was officially called to order by 9889 Bob Benn RMC Club President and 9660 Cameron H. Diggon, RMC Foundation President. 9889 Bob Benn and 9660 Cameron Diggon confirmed that a quorum existed for the conduct of business for both the RMC Club and the RMC Foundation.

### **2. Adoption of Joint Agenda**

Approval of the Joint RMC Club and RMC Foundation Agenda was established.

Motion: To approve the Joint RMC Club and RMC Foundation Agenda.

Moved by: 9143 Bruce McAlpine

Seconded by: 6440 Tony Goode

### **3. President's Opening Remarks**

9660 Cameron Diggon opened with the comment that a quorum of 2/3 of the votes is required for an item on the RMC Foundation Agenda. He confirmed that as of today we have a proxy of 28 for this meeting. He stated further that will be stepping off as the President of the Foundation today.

### **4. Adoption of Minutes of the Annual General Meeting of September 29, 2012**

9660 Cameron Diggon stated that the minutes of the Annual General Meeting held on 29 September 2012 are available on the website and that it be adopted as written and distributed.

Motion: To approve the minutes of the Annual General Meeting held on 29 Sep 2012 be adopted and approved.

Moved by: 6604 Jim Carruthers

Seconded by: 5675 Dennis Apedaile

All in Favour

Passed

**There was no Business Arising from Minutes**

### **5. 2012 Audited Financial Statements**

12141 Bryn Weadon presented the 2012 Audited Financial Statement and commented that overall it was a good year in investments. Our assets grew by 1.8 Million, mainly from non-endowed restricted accounts. He stated that the operating funds grew as well. He noted that the main factor of the growth was in investment income. He went on to summarize the elements of investment returns.

12141 Bryn Weadon confirmed the question from the floor that the surplus of the excess disbursement quota is carried forward.

Motion: To accept and approve the Audited Financial Statement for 2012, as prepared by Wilkinson & Company LLP be accepted as presented.

Moved by: 12141 Bryn Weadon

Seconded by: 6541 Fraser Holman

All in Favour

Carried

**6. Appointment of Auditor for 2013 Accounts**

12141 Bryn Weadon noted that the audit fees for 2013 brought forward by Wilkinson & Company LLP - Chartered Accountants were not of significant changes to the fees and therefore should remain as Auditor for another three year term and be appointed Auditor for the year 2014.

Motion: To move that Wilkinson & Company LLP – Chartered Accountants be appointed as the Auditor for the year 2014.

Moved by: 12141 Bryn Weadon

Seconded by: 6604 Jim Carruthers

All in Favour

Carried

**7. Election of Officers and Directors for 2013-2014**

9660 Cameron Diggon read the election of Officers and Directors of the RMC Foundation of Canada as proposed by the Nominating Committee to be elected for the year 2013-2014 as follows:

President: 6604 Jim Carruthers

Past President: 9660 Cameron Diggon

Past President of the Club: 9889 Bob Benn

Director: 11386 Tony MacDougall

Director: 6475 Michael Houghton

Director: 11623 John Carswell

Director: 6523 Terry Colfer

Director: H24263 John Cowan

Director: 6541 Fraser Holman

Director: 15155 Bruce Millar

Director: 6776 Tim Sparling

Director: 12141 Bryn Weadon

Director: 15946 Jill Carleton

Director: 16286 Carolyn Hug

Member remaining: M0472 Barbara Maisonneuve

Honorary Council: 10080 Robert T. Booth Q.C., Bennett Jones LLP

Motion: To approve the election of Officers and Directors of the RMC Foundation of Canada as proposed.

Moved by: 9660 Cameron Diggon

Seconded by: 11386 Tony MacDougall

All in Favour

Carried

**8. New Business**

9660 Cameron Diggon stated that a 2/3 of the vote approval is required for the implementation of Application for Continuance under the Canada Not-for-Profit Corporations Act and that the quota has been reached.

Motion: To approve the implementation of Application for Continuance under the Canada Not-for-profit Corporation Act as presented.

Moved by: 9660 Cameron Diggon

Seconded by: H24263 John Cowan

All in Favour

Carried

## **JOINT CLUB/FOUNDATION BUSINESS**

A vote of thanks was expressed by the new President of the RMC Club, 12059 Jacques Gagne to the outgoing President of the RMC Foundation, 9660 Cameron Diggon.

**9. Vote of Thanks for Retiring Officers and Members**

A vote of Thanks for Retiring Officers and Members was read by the RMC Club President 12059 Jacques Gagne.

**10. Vote of Thanks to Commandant, Principal and College Staff**

A vote of Thanks to the Commandant, Principal and College Staff was read by RMC Club President 12059 Jacques Gagne. 9660 Cameron Diggon mentioned that he would like include the Commandant of RMC Saint-Jean.

**11. Motion of Sympathy for Deceased Members**

A motion of Silence of Sympathy for Deceased Members was offered by 5611 Gerry Stowe.

**12. Next Annual General Meeting**

With the permission of the Commandant, and as recommended by the General Counsel the next Annual General Meeting of the RMC Club and the RMC Foundation will be held at the Royal Military College Kingston on Reunion Weekend on Saturday 27 September, 2014.

**13. Adjournment**

Moved that the 2013 Annual General meeting be adjourned.

Moved by: 12059 Jacques Gagne

Seconded by: 9889 Bob Benn

All in Favour

Carried