



**CANADIAN POWER AND SAIL SQUADRONS  
ESCADRILLES CANADIENNES DE PLAISANCE  
2020 ANNUAL GENERAL MEETING**

**Minutes of the Annual General Meeting of Members  
held Virtually October 24<sup>th</sup>, 2020**

**20.AGM.01 CALL TO ORDER**

Chair of the meeting, Chief Commander Peter Bolton, SN called the Annual General Meeting to order at 0911 PDT/1211 EDT and asked National Secretary, Lynda Bennett-Retei, S to act as Secretary of the meeting. The Chair requested permission to change the order of business of the meeting and advised that the meeting is being recorded. Voting will be done electronically. Voting opened at 0800 PDT/1100 EDT and will close at 1201 PDT/1501 EDT. Since the motion regarding the dues increase is a Special Resolution, it cannot be amended; the vote must be YES or NO.

The Canadian and United States of America National Anthems were played.

**20.AGM.02 APPOINTMENT OF THE SCRUTINEERS**

The Chair asked that Nancy Richards, S and Robert Anderson, AP, active members of CPS-ECP, act as Scrutineers for the meeting.

The Chair requested all present to observe a moment of silence in respect of the passing of any Members during the past year.

**20.AGM.03 NOTICE OF MEETING**

The Secretary stated that the Notice calling this Annual General Meeting has been duly given in accordance with the Corporation's By- Laws and tabled a copy of the Notice of Meeting together with the Proof of Mailing. Copies of these documents will be attached as Schedules "A" and Schedule "B" to the Minutes of the meeting.

**20.AGM.04 DECLARATION OF QUORUM**

The Chair declared that he has been advised by the Scrutineers, that while the final report was not yet available, a quorum for the meeting was present; and he declared the meeting duly constituted for the transaction of the business for which it has been called.

## **20.AGM.05 SQUADRON ROLL CALL**

At the request of the Chair, the National Secretary and National Executive Officer, Yves Dauphinais, P read out the Squadron Roll Call.

## **20.AGM.06 APPROVAL OF THE MINUTES OF THE 2019 AGM**

### **MOTION: BE IT RESOLVED THAT:**

the reading of the minutes of the Annual General Meeting of Members held on October 19, 2019, be dispensed with, and that the minutes be approved as posted on the CPS-ECP website and that the Chief Commander and Secretary sign them.

**Moved by:** Nicole Ladner, SN

**Seconded by:** Lise Blais-Huot, SN

**CARRIED**

## **20.AGM.07 REPORTS**

Members of the National Executive Committee and the National Executive Director were asked to present their reports. These reports have been filed with the Secretary and will be posted on the CPS-ECP website in the Members' section.

**Chief Commander Peter Bolton, SN** – The new IT system is live and problems are being addressed as they arise or are pointed out by Members. Microsoft 365 suite of business applications is being implemented to include all levels, including Squadrons, which will provide better and more accurate communication and information on a day-to-day basis. Merit Mark entry will be made available as soon as possible. Twenty-five Life Memberships were awarded this year. We must take seriously the government guidelines with respect to Covid-19 which means no face-to-face classes or meetings. National staff were working from home or part-time from the National Office. Our mainstay courses B1, B2, B4 and ROC(M) are available online and Squadrons are encouraged to offer these. We need to adapt to the situation in order to have a future. Bert terHart, of Gabriola Squadron, completed an amazing 265-day solo trip around the world in his sailboat and he will be speaking of this later today. The National Executive Committee is made up of hard-working volunteers and though the future is not clear, together with all Members, we must use material that is available to us. We are starting the process to find a new Business Model for our organization.

**National Executive Officer Yves Dauphinais, P** – Yves outlined his specific duties including the hiring of a new Executive Director and an Audio-Video Specialist for the National Office. The current financial situation indicates a short-term cash flow problem. Bi-weekly meetings are held with the IT vendor to work on problems in the new IT system. Mimma Spagnolo, National Executive Director, sends updates every two weeks to Officers on the IT and National Office situations. She held many town hall meetings with Districts and some suggestions will be implemented through the District Commander meetings. Financial reporting has been a main issue with the IT system and a Financial Analyst has been hired to help our Financial Officer and to also create a new Financial Dashboard. Currently, accounting functions are mainly done manually. Two others have been added to the National Office team to support the IT system. Microsoft 365 implementation continues and should move more quickly. The National Conference team, with the help of National Office staff, worked hard to make this first virtual AGM a success. The possibility to merge the Volunteer and Boundaries Committees is being discussed.

**National Administrative Officer Don Macintosh, P** – This past year has been full of disruptive challenges. Paul Rellinger, Susan Mellow, P, Bob Parke, AP and others are implementing improvement strategies. We are promoting engagement and there is collaboration with all levels balancing resources available. The new Marketing and Communication Calendar will be a great tool for all. Volunteers are needed in many areas.

**National Educational Officer Lise Blais-Huot, SN** – Most objectives in the Strategic Plan have been achieved including developing seminars and shorter courses. Officers need to learn skills to work in Teams. Course prices have been harmonized. The website is the main means of communication to Members (Section 5) and Educational Department reports are in Section 2. The Education and Marketing webinar series was successful. The Toolkit Tour was interrupted by Covid-19. The new seminar on marine engines is coming, as is the new B1; and, ROC(M) has been updated. Departmental meetings are held quarterly.

**National Treasurer Luc Lussier, P** – Significant challenges were created when the computer system changed over and work needed to be reorganized. We will end up with a loss of over \$475,000. Revenues are down 17% and will continue to decline due to the pandemic. Some costs have increased at the National Office such as the IT system and its maintenance. We had a 41% decrease in Membership dues and online courses are performing as planned. We tapped into our investments in the amount of \$250,000 and have negotiated an LOC. Costs are being monitored. Temporary help needed to be hired for the National Office however travel and meeting costs are down and we participated in the Canada Wage Subsidy program. The financial statements were difficult to produce given all the changes and current conditions. These are posted on the website.

**National Law Officer Nicole Ladner, SN** – Many issues needed to be dealt with including responses to the pandemic. Meetings have been successfully held virtually. There are legal ramifications in face-to-face events which is the reason CPS-ECP does not allow for any classroom classes or face to face meetings by Squadrons and Districts. This is being reviewed regularly. Strategic advice is provided too National.

**National Secretary Lynda Bennett-Retei, S** – The Environmental Committee has done tremendous work this year. The Chair of the Flags and Awards Committee resigned which caused fewer awards being awarded this year. The structure of the Awards Committee will be reviewed as will be the application forms.

**Past Chief Commander Chuck Beal, AP** – As Chair of Nominating Committee, many applications were reviewed and recommendations were made. Every committee member gets to vote for the Directors according to the Not-For-Profit Act. An additional task was to select and recommend to the Board, members for Standing Committees.

**National Executive Director Mimma Spagnolo** – Agreements with suppliers were reviewed and some suppliers were changed. Financial reports were shared with Squadrons and Districts monthly. Government of Canada Covid-19 subsidies were received. A general contractor will recommend upgrades that need to be made to the National Office Building and the costs

involved. Staff work in the office on a rotational basis and temporary help has been hired to help with the processing of applications received by mail. Town Halls with Districts were well received. The telephone situation will improve.

**20.AGM.08 RECEIPT OF THE REPORTS**

**MOTION: BE IT RESOLVED THAT:**

the reports of the National Executive Committee filed with the Secretary and presented at this meeting be received.

**Moved by:** Nicole Ladner, SN

**Seconded by:** P/C/C Chuck Beall, AP

**CARRIED**

**20.AGM.09 REPORT OF THE SCRUTINEERS**

The Scrutineers' report was received. The total number of attendees is 159. A quorum for our Annual General Meeting, as per By-law 4.05, is 50, therefore a quorum is present here today. A copy of the Scrutineers' Report will be filed with the Secretary and will be attached as Schedule "C" to the Minutes of the meeting.

**Retiring Committee Chairs:**

P/C/C Robert Pepin, AP, Cartier District

Boundaries Committee

P/C/C Joe Gatfield, JN, Western Ontario District

Planning Committee

**P/C/Cs in attendance today:**

P/C/C Doreen Hinksman, AP	1997-1999
P/C/C Anthony Gardiner, SN	2002-2004
P/C/C Serge St-Martin, JN	2005-2007
P/C/C Harry Cole, SN	2007-2009
P/C/C Malcolm Blann, AP	2009-2011
P/C/C Richard Bee, AP	2011-2013
P/C/C Joe Gatfield, JN	2013-2015
P/C/C Robert Pepin, AP	2015-2017
P/C/C Chuck Beall, AP	2017-2019

**20.AGM.10 INTRODUCTION OF THE CHIEF COMMANDER, USPS, AND DISTINGUISHED GUESTS**

Mary Paige Abbott, SN Chief Commander USPS, noted these are interesting times in which adjustments and adaptations need to be made. Communications is important or the personal touch is lost. Membership is job number one and we need to show that we care about each member through constant contact. April-May showed a huge downturn in membership renewals and new members joining. Online offerings have increased as has marketing of these. The on-the-water training learning centres are reopening following state and local guidelines. Squadrons look for ways to stay active and relevant through marketing and community work. The financial hit of this pandemic was hard – Squadrons are helping with cash flow and Life Members donated \$25,000US.

**Other National Executive USPS members in attendance:**

Craig Fraser, SN National Executive Officer

Bill McManimen, SN National Education Officer  
V/C Ralph A. Bernard, AP National Administrative Officer  
P/C/C Frank Dvorak, Liaison Officer

Verne Gifford, Chief Boating Safety Division, United States Coast Guard, noted that boating is an ideal activity during this time of the pandemic and boating sales prove it as they are up by 10%. Unfortunately, with less education and safety, deaths have risen and alcohol is a major contributing factor of accidents.

Tom Hayward, Chief financial Officer/Chief Operating Officer, National Association of State Boating Law Administrators (NASBLA)

Peg Phillips, Executive Director, National Safe Boating Council

Joseph Gatfield, Chair, Canadian Safe Boating Council

Michelle Quenneville, Cowan Insurance Group

Sara Anghel, VP of Government Relations & Public Affairs (Canada), National Marine Manufacturers Association (NMMA) Canada

Greg Marlo, Business Manager, Yacht Solutions

Allen Milne, President, Alex Milne Associates Ltd.

#### **20.AGM.11 VOLUNTEER OF THE YEAR AWARD**

Chief Commander Peter Bolton, SN was pleased to recognize the winner of the Howard G. Peck Award to be Robert J. Anderson, AP of Frenchman's Bay Squadron, York East District.

#### **20.AGM.12 OFFICERS OF THE YEAR AWARDS**

Chief Commander Peter Bolton, SN, recognized the Officers of the Year for:

**Atlantic:** Adriana McCrae, AP, Halifax Squadron  
**Ontario:** Guy A. Ladouceur, Ottawa Squadron  
**Western:** Elizabeth Zygmunt, Vancouver Squadron

#### **20.AGM.13 G. WILLIAM BOWMAN INSTRUCTOR OF THE YEAR AWARD**

The winner, James Cross, Port Credit Squadron, York West District was recognized, at an earlier meeting, by Lise Blais-Huot, SN.

#### **20.AGM.14 CHIEF COMMANDER'S CITATIONS AND COMMENDATIONS**

##### **Chief Commander's Citation:**

- Robert Parke, AP, Chair of Membership, London Squadron, Western Ontario District
- David A. Beiman, AP, ANEO, Goderich Squadron, Western Ontario District
- Bert terHart, SN, Gabriola Squadron, Vancouver Island North District

**Chief Commander's Commendation:**

- David Corke, AP, London Squadron, Niagara District
- Guy A. Ladouceur, Ottawa Squadron, Rideau District
- SV Seaburban Support Team, Gabriola Island Squadron, Vancouver Island North District
- Donna Lankin, SN, Grand River Squadron, Niagara District

**20.AGM.15 MEMBERSHIP AWARDS**

These winners were previously recognized, at an earlier meeting, by Robert Parke, AP Chair of Membership.

**Membership District Bell Award:**

**Atlantic District** - Sarah-Jane Raine, S District Membership Officer, Gary C. Steeves, District Commander

**Membership Squadron Star Award:**

Escadrille le Marinier – Michel Carrier, Squadron Commander

**20.AGM.16 JOSEPH GATFIELD LEADERSHIP AWARD**

Chief Commander Peter Bolton, SN was pleased to announce the winner to be Nancy Richards, S Director, Chair of Information Technology Infrastructure Committee and Chair Rules Committee.

**20.AGM.17 MARY PRITCHARD AWARD**

The winner, Barry Smith, AP Prince George Squadron was previously recognized, at an earlier meeting, by P/C/C Doreen Hinskman, AP.

**20.AGM.18 LIFE MEMBER AWARDS**

Chief Commander Peter Bolton, SN was pleased to announce the Life Members for this year:

Robert Douglas, Burnaby Squadron, Pacific Mainland District  
Sandra Clow, Valley Squadron, Pacific Mainland District  
Grace Burrell, Port Moody Squadron, Pacific Mainland District.  
Rhonda Clark, Port Moody Squadron, Pacific Mainland District  
Anne Bosshart, Ripple Rock Squadron, Vancouver Island North District  
G rard Bourdages, Jacques-Cartier Squadron, Estuaire St-Laurent District  
Marc Lestage, Quebec Squadron, Estuaire St-Laurent District  
Rene Verville, Le Marnier Squadron, Cartier District  
Yves Lavall re, Trois-Rivi res Squadron, Cartier District  
Graham Allen, Fredericton Squadron, Atlantic District  
Harry Turner, Shediac Squadron, Atlantic District  
Ian R. Fung, Etobicoke Squadron, York West District  
Randall Boccia, Toronto Squadron, York West District  
Stanley I. Mark, Don Valley Squadron, York East District  
Donald Macintosh, Frenchman's Bay Squadron, York East District  
Colleen J. Bennett, Sault Ste. Marie Squadron, Voyageur District  
Louis Culumovic, Port Dalhousie Squadron, Niagara District  
Ernest Whalley, Guelph Squadron, Niagara District

Vicki Grimshaw, Hamilton Squadron, Niagara District  
Calvin Traver, Hamilton Squadron, Niagara District  
Mel Little, Peterborough Squadron, Quinte District  
Robert Dandurand, Ottawa Squadron, Rideau District  
Douglas Stewart, Okanagan Squadron, Western Canada Inland District  
Anne S. Taylor, North Bay Squadron, Voyageur District

#### **20.AGM.19 ANNIVERSARY PLAQUES**

**70<sup>th</sup> Year:** Port Credit Squadron, York West District  
**60<sup>th</sup> Year:** Wallaceburg Squadron, Western Ontario District  
Langley Squadron, Pacific Mainland District  
Owen Sound Squadron, Georgian Trent District  
Ashbridge's Bay Squadron, York East District  
Grand River Squadron, Niagara District  
Kennebecasis Squadron, Atlantic District  
Cape Lazo Squadron, Vancouver Island North District  
St-Andre Squadron, Cartier District

**40<sup>th</sup> Year:** Jacques Cartier Squadron, Estuaire St-Laurent District  
Pender Island Squadron, Pacific Mainland District

**30<sup>th</sup> Year:** Avalon Squadron, Atlantic District  
Saskatchewan Squadron, Western Canada Inland District

**25<sup>th</sup> Year:** Des Trois Lacs Squadron, Cartier District

#### **20.AGM.20 TABLING OF FINANCIAL STATEMENTS**

The Chair asked the Secretary to table the Balance Sheet of the Corporation as of June 30<sup>th</sup>, 2020, the Statement of Operations for the 12 months ending June 30<sup>th</sup>, 2020 and the Auditor's report; and, to attach these to the Minutes as Schedules "D", "E" and "F".  
The Secretary reported that no Notices of Motion were received.

#### **20.AGM.21 RATIFICATION OF ACTS**

##### **MOTION: BE IT RESOLVED THAT:**

the Members approve all actions taken, all decision made, and all recommendations made by the Executive Committee and the Board of Directors, or any person authorized to sign on behalf of CPS-ECP, since the last Annual General Meeting held in Victoria, BC on October 19, 2019.

**Moved by:** Nicole Ladner, SN

**Seconded by:** P/C/C Chuck Beall, AP

**CARRIED**

The National Executive Director, Mimma Spagnolo, confirmed that all Filings and Statutory Remittances are up to date and that no enquiries by any Government Agencies are outstanding with regards to the same.

## **20.AGM.22 APPOINTMENT OF THE AUDITOR**

The Chair advised that Bruce Reilly, Chartered Accountant, is not a member of CPS-ECP and accordingly is eligible for appointment at this meeting as Auditor for Canadian Power and Sail Squadrons. A Notice of Meeting was duly sent to that firm at the same time as it was sent to members of CPS-ECP.

### **MOTION: BE IT RESOLVED THAT:**

Bruce Reilly be appointed as Auditor of Canadian Power and Sail Squadrons and to hold office until the next Annual General Meeting. Remuneration is to be approved by the Board of Directors, which is authorized to fix such remuneration.

**Moved by:** Nicole Ladner, SN

**Seconded by:** P/C/C Chuck Beall, AP

**CARRIED**

## **20.AGM.23 ELECTION OF DIRECTORS FOR THE BOARD**

The Chair noted that it was now in order to proceed with the election of the Board of Directors of the Corporation.

P/C/C Chuck Beall, AP, Chair of the Nominating Committee, reported directors elected to fill unexpired terms of Directors who resigned as follows:

- Marguerite Vogel, P was elected to fill Brad Vermeersch's term
- Lise Blais-Huot, SN was elected to fill Marilyn McBeath's term
- Byron Buie was elected to fill Cathie Johnstone's term
- Paul Bourbeau, SN was elected to fill Jim Lee's term
- Scott Homan, S was elected to fill Ian Munro's term

P/C/C Chuck Beall, AP, Chair of the Nominating Committee, reported the following positions assigned as follows:

- Nicole Ladner, SN was elected to the Executive Committee as the National Law Officer as Brad Vermeersch had resigned
- Lise Blais-Huot, SN was elected to the Executive Committee as the National Educational Officer as Jean-Robert Lavergne, AP had resigned from this position

P/C/C Chuck Beall, AP, Chair of the Nominating Committee, reported the following recommendations for Directors to begin terms in the 2020-2021 year:

- Marguerite Vogel, P
- Lise Blais-Huot, SN
- Richard Larivière, SN
- Don Macintosh, P
- Brian Reis, JN

The names as stated are acclaimed to the Board and will serve until the next Annual Meeting at the end of their stated terms, all in accordance with the provisions of the Corporation's By-Laws.



The new Board will elect the National Executive Committee at its first Board of Directors Meeting to be held later Sunday, October 17<sup>th</sup>, 2021.

P/C/C Chuck Beall, AP pledged in all of the Board of Directors of the Corporation.

**20.AGM.24 SPECIAL RESOLUTION SR-1**

**MOTION: BE IT RESOLVED THAT:**

The CPS-ECP Members in good standing approve the following amount and implementation schedule for an increase to the National Dues to be paid by Members that have been determined and set by the Board of Directors:

- Effective January 1, 2021 – Increase of \$18 from current \$37 to \$55.

This increase in the National Dues is separate from any changes to the dues/fees amounts that the Board may approve for Squadrons and Districts, in accordance with CPS-ECP Regulations 15.2 and 15.3, during the period covered by this implementation schedule. Currently this Squadron/District amount is \$15. This does not impact the specific PMD benefit of \$10. The total dues/fees per member is \$70 commencing January 1, 2021. For PMD, the total is \$80.

**Moved by:** Nicole Ladner, SN

**Seconded by:** P/C/C Chuck Beall, AP

**DEFEATED**

Discussion: It was acknowledged that communication of this motion was poorly handled thereby not giving enough time for Members to absorb the information. Revenue is down mainly due to the reduced courses during the pandemic and the decrease in membership renewals. A new Business Model is being worked out and expenses continue to be cut. Expenses at the National Office can be cut by only so much as essential services must continue to be provided to our Members.

**20.AGM.25 OTHER BUSINESS**

No other formal business was tabled.

**20.AGM.26 CLOSING REMARKS**

Chief Commander Peter Bolton, SN congratulated and thanked the members of CPS-ECP and National Office staff who made this virtual AGM the success it has been.

**20.AGM.27 TERMINATION OF MEETING**

There being no further business to come before the meeting, the Chair asked for a motion to terminate the meeting.

**MOTION: BE IT RESOLVED THAT:**

there being no further business to come before the meeting, this meeting be terminated.

**Moved by:** Nicole Ladner, SN

**CARRIED**

The Chair declared the meeting terminated at 12:17 PDT/15:17 EDT.

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Chief Commander  
Peter Bolton, SN

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National Secretary  
Lynda Bennett-Retei, S