

**Canadian Parks and Wilderness Society - British Columbia
Annual General Meeting
November 17, 2022
5:30pm
Location: ZOOM online meeting**

Chair: Catarina Moreno, Board President

Minute Taker: David Barbosa, Board Secretary

Minutes

1. Call the Meeting to Order and Establishment of Quorum (Catarina Moreno)

Meeting called to order at 5:31 pm by Meeting Chair.

Voting members present at AGM: 16

Proxy: 0

Guests: 2

Total number of members in good standing: 97

A quorum of members was present throughout the meeting.

2. Land Acknowledgement (Catarina Moreno)

3. Approval of the Agenda (Catarina Moreno)

No requests for additions. Chair asked for approval of the agenda.

Motion to approve the agenda as circulated.

Moved: David

Seconded: Jeff

Carried

4. Approval of the Minutes of the 2021 AGM (Catarina Moreno)

Chair asked for approval of the minutes from the previous 2021 AGM.

Motion to approve the minutes from the previous AGM, October 20, 2021, as circulated.

*Moved: Jeff
Seconded: Pradnya
Carried*

5. Receiving and considering the 2021-2022 Fiscal Year Audited Financial Statements and Q1 2023 Interim (unaudited) Financial Statements (Kayan Yu)

Kayan Yu (Treasurer) presented the audited financial statements.

Audited financial statements for the year ended March 31, 2022 officially received. No motion needed.

6. Appointment of the Auditor for the 2022-2023 audit (Catarina Moreno)

Chair nominated the company Smythe LLP to be the auditor again for the year 2022-2023.

Motion to approve the appointment of Smythe LLP as the auditor for the year 2022-2023.

*Moved: Sarah
Seconded: Kathy
Carried*

7. Adopting the proposed new Bylaws for CPAWS BC by way of Special Resolution (David Barbosa)

David Barbosa (Secretary) provided background on changes to the BC Societies Act and summarized the main changes made to the proposed new bylaws for CPAWS BC. Discussions ensued. Secretary presented the motions as circulated to the members.

Special resolutions:

Motion 1. The current Bylaws of the Society be deleted in their entirety and that the form of Bylaws attached hereto as Schedule A be adopted as the Bylaws of the Society in substitution for, and to the exclusion of, the existing Bylaws of the Society.

*Moved: Jeff
Seconded: Muhammed*

Carried

Motion 2. The directors of the Society be authorized and directed to sign all documents and take all actions that are necessary or desirable in carrying out the replacement of the Bylaws.

Moved: Kayan

Seconded: Pradnya

Carried

8. Executive Director and President's Report (Catarina Moreno)

Catarina reported on the work of the previous year on behalf of the Directors.

No motion needed

9. Confirm list of directors for 2022-2023, and departing directors (Catarina Moreno)

Catarina led the discussion on returning directors and departing/retiring directors, and discussed there are no new board members being presented for election at this year's AGM since the maximum number of directors under the new bylaws has been reached.

No motion needed.

Returning Directors

1. Carla Giles
2. Catarina Moreno
3. Cecilia Pang
4. David Barbosa
5. Jeff Rambharack
6. Kathy Scalzo
7. Kayan Yu
8. Madhu Bachwani
9. Muhammed Alolade Oyinlola
10. Pradnya Sawant
11. Shehin Rahemtulla

Departing Directors:

1. Andrea Inness
2. Andrew Stegemann

The Chair acknowledged and thanked both Andrea and Andrew for their years of service to CPAWS BC and the Board.

10. New Business (Catarina Moreno)

No new business was added to the agenda.

11. Motion to Adjourn (Catarina Moreno)

Given that there was no new business, the Chair asked for a motion to close the meeting.

Motion to adjourn the Annual General Meeting.

Moved: Jeff

Seconded: Kathy

Carried

Adjourned – The Chair adjourned the meeting at 6:01 pm.