

**Minutes of the 31st Annual General Meeting
Thursday, 10 December 2009**

These Minutes confirm electronic (email) communications on or before Thursday, 10 December 2009 — the scheduled date for the meeting. The meeting welcomed director Jennifer Moylan P.Eng (OSPE appointment), director Michael Monette P.Eng (OSPE appointment and current Secretary), and director Anthony Bonney P.Eng (appointed by members-at-large and current President/Treasurer); all of whom have been participating electronically.

MEMBER REPRESENTATION: The members' representatives and the voting rights for this meeting are as follows:

- Michael Monette P.Eng. representing the 10,000+ professional members of the Ontario Society of Professional Engineers (OSPE) - **99 votes**
- Anthony Bonney P.Eng., representing the CSPE members in the 4 geographic divisions of CSPE- **4 votes**

QUORUM AND CALL TO ORDER: Representatives of more than 55 percent of the voting rights being present, a quorum was confirmed and declared. Anthony Bonney (President) called the meeting to order.

Items of business and reporting were as follows:

1. **Approval of Agenda:** The agenda was approved with no change.
2. **Consent to Hold Meeting Electronically:** Participation by electronic means (email) allows the known participants to be fully informed on the decisions to be taken at this annual meeting while containing costs. Recognizing this, the Members' Representatives CONSENTED to hold this meeting electronically. The final version of these minutes, following comments and amendments transacted electronically, will be printed on paper and circulated to the President and Secretary for signature, as confirmation for the records.
3. **Minutes of Previous Meeting:** Minutes of the 30th AGM held on 30 December 2008 were previously circulated for review. There being no matters arising and no amendments, it was RESOLVED THAT these Minutes are accepted and approved.
4. **Financial Statements for period 01Jan to 31Dec 2008:** The Fiscal Year 2008 financial statements, approved by the directors in May 2009, were sent out with the Agenda for this meeting, as file: CSPE Financial Statements 2008.doc.

The net worth of the Society at 01Jan2008 was \$49,834.45, declining to \$48,432.23 at 31Dec2008; and represented mostly by the monies (\$46,274) set aside and accumulated for the CSPE TRUST. The major disbursements for the year, representing most of the decline in net worth, were the CSPE TRUST awards and the website expenses, and the decline was offset considerably by interest income.

There were no outstanding issues with the financial statements, and it was RESOLVED THAT they are accepted and ratified.

5. **Consent to file Corporate Returns with Government:** As a Federal non-profit corporation, CSPE must file an annual return with Canada Revenue Agency, based on approved financial statements. The Annual report on 2008 results was filed with Canada Revenue Agency in May 2009. It was RESOLVED THAT the Treasurer (Anthony Bonney) is authorized to file the annual returns as soon as possible after 2009 year-end, based on financial statements approved by the Board.

CSPE must also make an annual report to Industry Canada in April, to continue its federal incorporation. The 31Mar2009 report was filed in April 2009, and CSPE continues to be

incorporated federally. It was therefore RESOLVED THAT Anthony Bonney is authorized to work with OSPE staff to ensure that this report is filed for 2010.

6. **Consent to Non-Audited Accounts for 2009:** CSPE does not need audited accounts since the business activity is low (under \$30,000 revenues). It was RESOLVED THAT there shall be non-audited accounts for 2009 and that, as agreed with OSPE, OSPE staff shall be asked by the Treasurer (Anthony Bonney) to prepare the CSPE 2009 financial statements as soon as possible in 2010.
7. **President's Report:** CSPE continues in a holding pattern until OSPE or others come forward to make use of its Federal charter. During 2009, everything continued to go well.
8. **President's Report on the CSPE TRUST:** The CSPE TRUST made its awards at OSPE's AGM in May 2009. There was a \$1,000 donation presented to the President of the Engineering Student Societies' Council of Ontario (ESSCO) for its Travel Bursary Fund, to subsidize the attendance of EngSoc representatives at ESSCO and OSPE-related meetings. From the small schools (below 500 enrolment), Guelph made above-average efforts to recruit student members to OSPE, so therefore one OSPE student member at Guelph received a \$200 bursary. Among the medium schools (enrolment 500 to 1500), Western Ontario achieved above-average results and one OSPE student member received a \$200 bursary. Among the larger schools (above 1500 enrollment), McMaster, Ryerson and Toronto were recognized for above-average results, with McMaster having the highest number of OSPE paid student memberships and Toronto showing good improvement in paid members, two OSPE student members at each of McMaster and Toronto and one at Ryerson received \$200 bursaries. There was an additional \$200 bursary recognition to Cat Czmyyi, VP External at ESSCO, for exceptional contributions to supporting OSPE events. The total CSPE TRUST awards for 2009 amounted to \$2,600.
9. **Treasurer's Update:** We continue to maintain a website, but expenses are minimal. Telephone calls and mail are routed to OSPE. OSPE is expected to renew its corporate membership for 2010, which will mostly offset the CSPE admin expenses for 2010.
10. **Suspension of By-Law Article 8.3.3:** Article 8.3.3 requires that directors serve no more than five consecutive years. It was resolved at the 28th AGM that Article 8.3.3 shall be suspended until CSPE returns to full activity; directors can serve unlimited terms in this interim, and this decision remains in effect for this AGM.
11. **Election, Appointment and Installation of Directors and Officers:** CSPE has three directors, which is the minimum permitted by the by-laws, the directors during 2009 being Anthony Bonney (elected by members-at-large), Michael Monette and Jennifer Moylan (elected by OSPE). Accordingly, IT WAS AFFIRMED UNANIMOUSLY THAT Michael Monette, Jennifer Moylan and Anthony Bonney shall be the CSPE directors into 2010 until the 32nd AGM in November 2010 or until replaced by the OSPE Board. Anthony Bonney has given notice to the OSPE Board that he requests a replacement as soon as possible.

The directors reported to the meeting that the officers of the corporation for 2010 shall be Anthony Bonney (President and Treasurer) and Michael Monette (Vice-President and Secretary). It was RESOLVED THAT these decisions of the directors are hereby affirmed.
12. **Any Other Business relevant to an AGM and Adjournment:** There was none and the meeting was adjourned by consent.

Anthony Bonney, P.Eng.
President

Michael Monette, P.Eng.
Secretary