



Canadian Fossil Discovery Centre

"The Canadian Fossil Discovery Centre is dedicated to excellence in fossil preservation, research and learning experiences."

Notice of Meeting

To: CFDC Board of Directors
From: Chris Leach, Chair
Subject: Board of Directors Meeting
Date: Thursday, April 11, 2019 – 7:10 pm
Place: CFDC Board Room
Present: Chris Leach (Chair), Peter Cantelon (ED), Art Petkau, Mike Waddell, Mike Duncan, Pat Dance, Gerry Peter (Secretary), Dustin Boehr, Karl Redding
Regrets: Joel Enns
Absent: Mike Duncan

MINUTES

1. Conflicts of Interest - none
2. Consent Agenda
 - a. Approve minutes of March 14, 2019 Board Meeting
MOTION: Gerry Peter (move); Mike Waddell (Second)
THAT the consent agenda items be adopted.
CARRIED
3. Approval of Regular Agenda (Dave Lumgair)
MOTION: Art Petkau (Move); Gerry Peters (Second)
THAT the regular agenda be approved.
CARRIED
4. Business arising from the minutes - none
5. Action item list – verbal report
6. Reports
 - a. Executive Director (March 2019; distributed)
 - i. Announcements
 - ii. Correspondence
 - b. Treasurer/Finance Committee

- i. Bookkeeper Report (March 2019; distributed)
 - ii. Comparative Balance Sheet (March 2019; distributed)
 - iii. Comparative Income Statement (March 2019; distributed)
- MOTION: Pat Dance (Move); Mike Waddell (Second) to receive the financial reports as presented.

c. President's Report - none

d. Committee Reports:

- i. Betsy Nicholls Committee - none
- ii. Endowment Fund Committee – verbal report
- iii. Facilities Committee:
 - Update and Strategy to go forward
 - BW Proposal/Plan
 - Architects Update – funded by Tourism Manitoba
- iv. Finance Committee
- v. Governance Committee (Strategic Plan 2018-2020)
- vi. Membership Committee – none

vii. Nominating Committee – Motion (Mike Waddell (move); Gerry Peter (second)); to receive the nominating committee report - Slate to present at the AGM Karl Redding, Dustin Boehr, Linda Sprung, Aaron Crossman, Gerry Peters, Chris Leach and Art Petkau
CARRIED

- viii. Personnel Committee - none
- ix. Volunteer Committee - none

7. Committee of the Whole

8. New Business – MOTION: Art Petkau (moved) Gerry Peters (second) Honorary Lifetime Membership to Mr. David Lumgair
CARRIED

9. Future Agenda Items

10. Adjournment at 8:25 pm – Motion Mike Waddell

Present:

Regrets:

Absent:

Future meetings/events:

Board of Directors – Thursday, May 9, 2019

Annual Meeting, Notices & Election of Directors (Extracts from CFDC By-Law No 1 - Jan 26, 2018)

3.01 ANNUAL MEETING: The annual meeting of Members shall be held during the month of April in each year or at such later date as the Board may decide, at such place and on such date therein as may be designated by the Board from time to time for the purposes of: (a) receiving the report of the Chairperson and Treasurer and of the auditor or auditors, and such other reports as the Board may indicate, (b) electing Directors, (c) appointing auditors, and (d) transacting such other business as may properly be brought before the meeting.

3.03 NOTICE FOR NOMINATIONS: Notice calling for nominations of Members for election to the Board shall be in writing and shall be mailed or emailed to each Member at his/her last known address or email address, as the case may be, at least forty (40) clear days prior to the date fixed for the holding of the annual meeting or of any special general meeting of Members at which Directors are to be elected. The Notice shall indicate the date of the annual or special general meeting of Members and shall invite Members to submit to the Secretary nominations of Members for election to the Board no less than thirty (30) clear days prior to the date fixed for the holding of the annual meeting or of any special general meeting of Members.

3.04 NOTICE OF MOTIONS: Any Member wishing to introduce a motion at the annual meeting or any special general meeting of Members shall submit notice of the motion in writing to the Secretary at least fourteen (14) clear days prior to the date of the annual or special general meeting, which notice shall contain full particulars of the text of the motion.

3.05 NOTICE OF MEETINGS: Notices of the annual meeting or any special general meeting of the Members shall be in writing and shall be mailed or emailed to each Member at his/her last known address or email address, as the case may be, at least twenty-one (21) clear days prior to the date fixed for the holding of the meeting, and such notice shall indicate the place and time of the meeting and the nature of the business to be transacted thereat.

3.06 ATTENDANCE AND VOTING: Any person can attend the meeting but only Members in good standing shall be those entitled to vote thereat.

3.10 ELECTION OF BOARD: Should more Members be nominated than required to fill the vacancies on the Board, a secret ballot shall be taken, to be conducted by scrutineers appointed by the chairperson of the meeting. The scrutineers shall report to the chairperson on the result of the ballot, naming those Members who have received the highest votes up to the number required to fill the vacancies, whereupon the chairperson shall declare such Members elected. If after the secret ballot there is a tie for the Member to be elected to the Board with the fewest votes, the chairperson shall be entitled to a second or casting vote. Where there are not more nominations than required to fill the vacancies on the Board, the chairperson shall declare the slate of nominees elected.