

**4 December 2023**

**EXECUTIVE PRESENT:**

Barry Nicholls ..... President  
Famarz Bogzaran..... Vice-President  
Mike Smith ..... Treasurer

Kim Rasmussen ..... Secretary  
Lisa Collins ..... Director

**1 CALL TO ORDER**

The meeting was called to order at 7:05 pm via Zoom. A quorum was present with thirty-one (31) households represented (and a quorum requires 20 households).

President Barry Nicholls introduced the executive of the FCA. He also noted that Caryl Wylie is the administrator for our membership. Crystal Ironside is spearheading the Association's communication efforts, including managing the website (although we are looking for a replacement as Crystal wishes to step down from this role). Barry also noted that Sheila Cruikshank (not present) is the NEPP Committee Chair. He extended special thanks to each of them.

**2 APPROVAL OF THE AGENDA**

Adoption of the 2023 agenda was moved by Mike Smith and seconded by Rick Marshall. Polling via Zoom (29/31 in favour with 2 abstentions). The motion was passed.

- Note, that a couple of members were having difficulty using the online voting button, a member recommended that voting been done by a show of hands going forward. All agreed.

**3 MINUTES FROM PREVIOUS MEETING**

Adoption of the 2022 AGM Minutes was moved by David Campbell and seconded by Kim Rasmussen. The motion was passed by show of hands online via the Zoom meeting.

**4 CHAIRPERSON'S REPORT**

Barry Nicholls thanked the directors and other lead volunteers for their participation in FCA this past year.

Barry shared that a quorum was not present during the 24 September 2023 AGM where he provided a summary of the Association's activities and accomplishments in the past year. To respect the members' time at this meeting, he did not provide a recap. Details of these and other activities are available in this year's Annual Report which is posted on the FCA website.

**5 TREASURER'S REPORT**

The Chair introduced Mike Smith, FCA treasurer who presented his report on the Association's annual financial statements for the year ended March 31, 2023.

**5.1 Statement of Receipts and Disbursements as of March 31, 2023**

- The Association ended the fiscal year (March 31, 2023) with a deficit from activities of \$1,100. This was due mainly to an increase in spending on social, relating to last year's AGM. The Treasurer reviewed the Statement of Receipts and Disbursements for the fiscal year ending March 31, 2023.

**5.2 Balance Sheet as of March 31, 2023**

- The cash balance is \$10,967 currently. The Board of Directors has designated retained \$6,000 as a reserve for operations and \$2,000 as a reserve for legal expenses.

# Fairwinds Community Association

## AGM Minutes (continued)

Adoption of the annual financial statements for the year ending March 31, 2023, was moved by Mike Smith, and seconded by Barry Nicholls. The motion for adoption was approved unanimously by a show of hands.

### 6 ELECTION OF DIRECTORS

Nominations for the Board of Directors were presented. There were two members standing for re-election, Barry Nicholls, Lisa Collins and two nominees, Chris Wilde, and Tony Gural. Faramarz Bogzaran, a current director, is stepping down for personal reasons, however he will continue to be a FCA member and support the board members, and with the launch of the new FCA Welcome Package project that he has been leading. Barry gave a special thank you to Faramarz for all his work on the board. There were three calls for nominations from the floor, no other candidates were nominated. The following slate of officers was elected by acclamation:

Elected for a two-year term:

- Barry Nicholls
- Chris Wilde
- Lisa Collins
- Tony Gural

Directors continuing on the board:

- Kim Rasmussen (term ending at the 2024 AGM)
- Mike Smith (term ending at the 2024 AGM)

### 7 SPECIAL RESOLUTION | BYLAW AMENDMENT PROPOSAL

Barry spoke of the lack of a quorum during the 2023 AGM which was held on September 4, 2023. The FCA Bylaws currently state that a quorum requires 20 households. To facilitate consistent and efficient annual AGM meeting completions Barry proposed the following bylaw amendment, as is permissible by the BC Societies Act, and as communicated to the members.

He noted that after some additional contemplation and discussion with the FCA board members and other experienced non-profit board members, it was suggested to change the quorum to five members, which is commonly utilized. The FCA board were unanimous in support of a further amendment to this resolution from the proposed 3 (three) qualified voting members at a general meeting to 5 (five) qualified voting members. The resolution was seconded by Mike Smith and approved by all via a show of hands.

Be it resolved by special resolution that section **3.7 of the Bylaws of the Fairwinds Community Association** be amended to read as follows:

3.7 Quorum for general meetings

The quorum for the transaction of business at a general meeting is 5 (**five**) qualified voting members.

### 8 ADJOURNMENT

There being no further business, Barry made a motion to adjourn, seconded by Mike Smith, and was passed by all by a show of hands. The meeting adjourned at 7:25pm.