

BCSLS

Annual General Meeting Minutes
Oct. 1, 2016 – 8:30 am to 9:45 am
Harrison Hot Springs Hotel
Harrison, BC

1.0 INTRODUCTIONS

The President, Jameel Khan, introduced himself and the members of the BCSLS Board of Directors. He also introduced the Executive Director, Malcolm Ashford and the Executive Assistant, Angie Bender. Jameel asked the scrutineers to identify themselves to the members. There were no objections to the presence of guests. Members were reminded that portions of the meeting might be recorded.

2.0 PRESIDENT'S ADDRESS

President Jameel gave his President's Report and in it he outlined the accomplishments and challenges during the year. He expressed his thanks for the support of the Board, staff and the membership and said how much he enjoyed his term as President. He encouraged everyone to stay involved and commit to the betterment of the profession.

3.0 CALL TO ORDER

3.1 RULES OF ORDER

Mr. Khan called the 2016 Annual General Meeting to order at 8:40am and drew the members' attention to the materials they received upon registration (voting sheets and ballots), and the materials placed on the tables (Annual General Meeting Special Rules, Budget and Financial Statements).

He reminded the guests that they were not entitled to vote. There was no objection to proceeding with the meeting using the Special Rules.

3.2 QUORUM

Fouad Abbassi, BCSLS Past President, reported well over 25 voting members present, thus satisfying the quorum requirements of 25 voting members set by Bylaw 9.3.3

4.0 ADOPTION OF AGENDA

Mr. Khan asked if there was a motion to approve the agenda as circulated. [Agenda is on the tables] The agenda has been on the BCSLS website for some time and served as official notice of this meeting.

MOTION: by member Sian Nuttall, second by Marcela Navarro

“To accept the agenda as circulated to all members.” Jameel Khan: those in favour of the motion to approve the agenda as circulated were asked to raise the green voting sheets

Those opposed

MOTION CARRIED

5.0 2015 AGM MINUTES

The minutes were published and circulated to members via the BCSLS web site and additional copies have been placed on the tables today. These minutes have been adopted by the BCSLS Board of Directors earlier. Are there any questions? There were no questions.

6.0 REPORTS FROM THE BOARD [Summary]

6.1 **VICE PRESIDENT'S REPORT** – Larry Wright

6.2 **MLT DIRECTOR** (Marcela Navarro, MLT Director at Large)

6.3 **MARKETING & COMMUNICATIONS** (Dawn Hutchinson., Director of Marketing & Communications)

6.4 **FINANCE** (Bill Johnston, Treasurer)

Bill said that he will review the 2015-16 Financial Statements and the approved budget for 2016-2017 later in the meeting under the Finance portion [8.0] of the agenda.

6.5 **EDUCATION** (Donna O'Neill, Director of Professional Development)

6.6 **MLA REPORT** (Sian Nuttall, MLA Director)

6.7 **STAFF REPORT** (Malcolm Ashford, Executive Director)

Malcolm talked about what BCSLS has done this past year and what to look forward to next year:

He thanked members for their continued support.

6.8 **SUMMARY & CLOSING** [Fouad Abbassi, President]

President Jameel summarized this portion of the meeting by telling attendees how much he has enjoyed his years on the Board of the BCSLS. It is a really good experience and he would recommend that anyone consider serving their professional association as a Board member.

7.0 NOMINATING COMMITTEE REPORT, ELECTION OF OFFICERS (Fouad Abbassi, Past President)

Fouad moved right into the Nominating Committee Report and the Election of Officers. This year there are 4 positions open for nominations:

If there is to be a vote for any/all of these positions, the CHAIR would ask the scrutineers to count the number of members present for the vote – and report it to the assembly.

Post of Vice President – The Nomination Committee has received one nomination, Devena Steinmann of Vancouver

Post of Director, Marketing and Communications - the Nomination Committee has received one nomination, Dawn Hutchinson of Prince George.

Post of Treasurer – the Nomination Committee has received one nomination, Bill Johnston of Chilliwack.

Director at Large – the Nomination Committee has received one nomination, Heather Kelly of Vancouver. [Ms. Kelly withdrew her nomination at this point]

Mr. Abbassi continued. “For the position of **Vice President**, are there any nominations from the floor?” The question was repeated two more times. There being no further nominations he moved on.

“For the position of **Director, Marketing and Communications**, are there any nominations from the floor?” The question was repeated two more times. There being no further nominations he moved on.

“For the position of **Treasurer**, are there any further nominations from the floor?” The question was repeated two more times. There being no further nominations he moved on.

Mr. Abbassi stated that each candidate for office had two minutes to speak.

All nominees were thanked for letting their names stand.

ANNOUNCEMENT OF ELECTIONS

Past President Abbassi then announced the results of the election [by acclamation] for the following Board positions and welcomed the following new members to the 2017 Board of Directors:

- Vice President – Devena Steinmann
- Director, Marketing and Communications. Dawn Hutchinson
- Treasurer, Bill Johnston

Mr. Abbassi indicated that as no further nominations were received all were elected by acclamation. No motion to destroy the ballots is required.

8.0 FINANCES OF THE SOCIETY

Bill Johnston, BCSLS Treasurer, stated that he would like to put forth the BCSLS Financial Statements for the fiscal year ended April 30, 2016 and the Budget for the fiscal year 2016/17. These are at the tables for your perusal.

Mr. Johnston discussed the significant loss from operations and the equity position in detail by referring to Notes 4 and 5 in the Financial Statements, which are self-explanatory. It was another difficult year for BCSLS and would require some significant budget adjustments moving forward. We cannot continue operating with

budget deficits as we are eroding any accumulated surplus. This erosion has occurred over several years due to declining membership and significant investment in the proposed Regulatory College – to date approaching \$50,000.

The Budget for 2016-2017 is also on your tables. This budget was initially approved by the Board in early 2016.

That said Mr. Johnston moved the following:

MOTION: Mr. Johnston moved that “the 2015-2016 BCSLS Financial Statements be approved as circulated” **Seconded by Larry Wright, MOTION CARRIED.**

NOTE: There was no necessity to approve the 2016-17 budget, as it has already been approved by the BCSLS Board, based on membership fees approved at the 2014 AGM.

- Member Fees 2017/ 2018 – **No increase being proposed for 2017-2018.**

Mr. Johnston thanked the membership for their support.

9.0 NEW BUSINESS – President Khan

Malcolm Ashford introduced a Special Resolution [with due notice] to alter the BCSLS Constitution on Transition. The Special resolution is attached to these minutes as Addendum One and was approved by the membership unanimously.

10.0 QUESTION PERIOD (Chaired by President Khan)

NOTE: Under this agenda item any member may bring forward a question or concern, or make a recommendation to the board of directors. It is intended for this part of the meeting to be informal to encourage input from the membership to the officers. You do not need to make a formal motion in order to speak.

Once again, there was considerable discussion about the financial situation of the BCSLS, with the ongoing yearly decreases in membership.

It was felt that the environment in the workplace now is such that there is a lot of apathy. Retirements are becoming an issue, as is Lab consolidation and mergers, most of which is out of BCSLS control. Education funding has been virtually eliminated and education leave is hard to come by. All attendees were very supportive of BCSLS and they felt we need to work hard to ensure that we survive. Hopefully the proposed College will help.

11.0 PRESENTATION OF AWARDS

President Khan presented special awards for outstanding service to the Society:

GOLD AWARD – None

SILVER AWARD – None

BRONZE AWARD – Devena Steinmann

AWARDS of MERIT – Were distributed to the Congress 2016 Committee at the closing ceremonies.

PAST PRESIDENT’S GAVEL – Fouad Abbassi

SERVICE AWARDS – None

12.0 CONGRESS 2017 in Kamloops at TRU

Larissa Nygaard gave an overview of Congress 2017 in Kamloops and invited everyone to attend.

13.0 RESOLUTIONS

MOTION: Fouad Abbassi moved the following “COURTESY RESOLUTION”

We the members and guests of the 2016 Annual General Meeting of the British Columbia Society of Laboratory Science extend our THANKS to the following people:

1. To all members of the BCSLS board, those finishing their terms and those newly elected
2. To all volunteers contributing to BCSLS work on committees, or on individual projects

We add our congratulations to members of the profession with significant achievements during the past year:

1. BCSLS members successful in their pursuit of advanced certificates, degrees and continuing education courses
2. BCSLS service award winners in 2016

Many thanks and congratulations to all of you! A special thank you to those who saw a need and filled it.

MOTION: Seconded by Marcella Navarro CARRIED UNANIMOUSLY

14.0 NEXT AGM

President Khan announced that the next AGM of the BCSLS will be held in Kamloops [TRU] at Congress 2017 on Saturday Sept. 30, 2017.

The President accepted a motion to adjourn the meeting at 9:48 am

Malcolm Ashford
Executive Director
BCSLS

Addendum One:

British Columbia Society of Laboratory Science

Special Resolution¹ to Alter the Constitution on Transition

Draft current to: May 20, 2016

WHEREAS:

A. British Columbia Society of Laboratory Science (BCSLs) will be transitioning to the new *Societies Act* on a date the Board will determine after November 28, 2016 that would be appropriate to do so (the transition date);

B. The BCSLS meets the definition of a “member-funded society” as prescribed under the new *Societies Act* in that it is primarily funded by its members to carry out activities for the benefit of its members, and – in particular – it does not meet any of the exclusion criteria set out in section 191(2) of the Act;

C. The BCSLS Board recommends that the Society add the member-funded statement to its Constitution on the transition date, as permitted under section 191(1) of the *Societies Act*;

D. The BCSLS understands that, if it does declare in its Constitution that it is a member-funded society, then pursuant to sections 195 to 197 of the new *Societies Act*, etc. the Society may do one or more the following:²

a. restrict public access to its financial statements;

b. not report in its financial statements the remuneration that it pays to its directors, employees or contractors;

c. should the Society liquidate or dissolve at some time in the future, it would then have the option to distribute its money and other property to its then current members rather than donating those resources to another similar society.³

THEREFORE, BE IT RESOLVED THAT

1) the Constitution of the British Columbia Society of Laboratory Science (the “Society”) be amended by adding the following new provision:

Member-funded society:

This society is a member-funded society. It is funded primarily by its members to carry on activities for the benefit of its members. On its liquidation or dissolution, this society may distribute its money and other property to its members.

2) this alteration to the Constitution be filed with the Registrar as part of the transition package on the transition date when the BCSLS transitions to the new Societies Act.

¹ **NOTE:** Under section 1 and 20 of BC’s current Society Act, the Society may amend its Constitution by passing a resolution at a general meeting by a majority of not less than 75% of the votes of those members of the Society who, being entitled to do so, vote in person. At least 14 days notice must be given to the membership of proposed amendments to the Constitution. This notice period may be reduced with approval of the membership.

² **NOTE:** The Society may nonetheless include in its New Bylaws provisions which allow the Society to vary these requirements, notwithstanding the exemptions that are given to member-funded societies under the New Act.

³ **NOTE:** In turn, such a distribution provision may disqualify the Society from receiving certain government funding in the future

Approved unanimously by the membership of the BCSLS at the AGM on October 1, 2016 in Harrison Hot Springs, B.C.