



2015 Extraordinary General Meeting & Annual General Meeting

10:00am on Saturday, March 19th, 2016
Baker's Hill Banquet Hall,
Peterborough

Unapproved Minutes

EXTRAORDINARY GENERAL MEETING

1. **The meeting was called to order** at 10:07am, and a quorum declared with 5 of 8 clubs being represented. The secretary reported that 34 members were in attendance at that time, with 43 proxies being registered for a total of 74 votes.

President Bruce Leonard presented his opening remarks, wishing to thank all of those who have been involved in all aspects of rally in Ontario over the past year.

2. **Introduction of the 2015 Board of Directors & Executive**

RSO President Bruce Leonard introduced the

3. **Notice of Motion (1)**

Motion by Pete Gulliver

Preamble:

Since the beginning of RSO and CARS the President of RSO sat as our Regional representative on the CARS board. Over the years the workload on CARS director has grown so much it became in the opinion of many RSO members too onerous for one person to be RSO President and RSO Representative on CARS board. With that in mind the position of Regional Rally Director was created. A couple of years ago CARS changed its by-laws and now requires that CARS

Directors be elected at CARS AGM. Due to the dates CARS & RSO AGM's are held this put the elections out of sequence. The present cycle could result in a different person being elected at the separate AGM's which would create difficulties.

The motion proposed would allow us to get election of our Regional Rally Director to CARS on the correct cycle.

Motion to change Article 4.2

Motioned Submitted by Pete Gulliver

This motion was submitted as a RSO member and not on behalf of RSO Board or my club PMSC

4.2

4.2.1 Directors shall be elected for a term of two years by the members at an Annual Meeting of the Membership.

4.2.2 With the exception of the Region Rally Director who will be elected by the RSO Clubs only. The election for Region Rally Director will take place via a write in (email) vote no later than November 30th of even numbered years. The Director elected by the clubs shall be the Official nominee of RSO to be presented to the CARS-AGM in the January following election and supported by RSO Clubs for election.

4.2.3 Candidates for Regional Rally Director can self-nominate or be nominated. All nominations must be submitted by November 1st of even numbered years.

4.2.4 The Scrutineering committee for 4.2.2 shall consist of the Secretary and Treasurer of RSO.

4.2.5 No person can carry more than one vote. The person carrying the vote shall be either the club President or the Official club representative who generally attends RSO Board meetings.

4.2.6 Beginning in 1994 three of the Directors shall be elected to a one year-term and two of the Directors shall be elected to a two-year term. Subsequently, three Directors shall be elected in odd-numbered years, ~~two~~ three in even-numbered years. Each Director's term in office shall be no more than two years unless re-elected at the appropriate General Meeting of the Corporation.

Motion to change Article 8.2

Motioned Submitted by Pete Gulliver

This motion was submitted as a RSO member and not on behalf of RSO Board or my club PMSC

8.2 All Officers of the Corporation shall be elected at an Annual Meeting of the Members. With exception of Region Rally Director who will be elected as outlined under 4.2.2

The Motion was submitted by Pete Gulliver (PMSC). It was moved by Pete Gulliver (PMSC) / seconded by Ross Wood (MLRC)

The EGM resolved into a Committee of the Whole to consider the Motion.
Moved by Jeff Hagan (MLRC) / Mike Koch (MCO). All in favour. Carried.

Open discussion on the motion

EGM resolved itself from the committee of the whole in order to rise and report.
Pete Gulliver (PMSC) / Peter Watt (PMSC)

Alasdair Robertson (TAC) moved that the Bylaws be amended to reflect the recommendations of the committee of the whole. 2nd Rob McAuley (TAC). All in favour. Carried

4.2

4.2.1 *Directors shall be elected for a term of two years by the members at an Annual Meeting of the Membership, With the exception of the Region Rally Director who will be elected by the RSO Clubs only*

~~4.2.2 With the exception of the Region Rally Director who will be elected by the RSO Clubs only.~~

4.2.2 *The election for Region Rally Director will take place via a write in (email) vote no later than November 30th of even numbered years. The Director elected by the clubs shall be the Official nominee of RSO to be presented to the CARS-AGM in the January following election and supported by RSO Clubs for election.*

4.2.3 *Candidates for Regional Rally Director can self-nominate or be nominated. All nominations must be submitted by November 1st of even numbered years.*

4.2.4 *The Scrutineering committee for 4.2.2 shall consist of the Secretary and Treasurer of RSO.*

4.2.5 *No person can carry more than one vote. The person carrying the vote shall be either the club President or the Official club representative, ~~who generally attends RSO Board meetings.~~*

4.2.6 *Beginning in 1994 three of the Directors shall be elected to a one year-term and two of the Directors shall be elected to a two-year term. Subsequently, three Directors shall be elected in odd-numbered years, ~~two~~ three in even-numbered years. Each Director's term in office shall be no more than two years unless re-elected. ~~at the appropriate General Meeting of the Corporation.~~*

Motion to change Article 8.2

Motioned Submitted by Pete Gulliver

This motion was submitted as a RSO member and not on behalf of RSO Board or my club PMSC

8.2 All Officers of the Corporation shall be elected at an Annual Meeting of the Members, with the exception of the Region Rally Director who will be elected as outlined under 4.2.2

4. **Adjournment**

M/S Peter Watt (PMSC)/Peter Watt (PMSC) that the meeting be adjourned. -
Carried.

AGM adjourned at 11:03am.

ANNUAL GENERAL MEETING

1. **The meeting was called to order** at 11:04am. Quorum had been previously declared at the EGM with 5 of 8 clubs being represented. 34 members were in attendance at that time, with 43 proxies being registered for a total of 74 votes

2. **Approval/Changes to the Agenda** – Removal of the Region Rally Director election from the agenda

5. **Introduction of the 2015 Board of Directors and Executive**

RSO President Bruce Leonard introduced each person and thanked them for their contributions.

6. **Approval of the minutes of March 21, 2015 AGM**

Approved as written. M/S Kelly Mathew (MLRC) / Roger Sanderson (KWRC). -
Carried.

7. **Director's Reports**

All Directors Reports were included in the Delegate's Package.

Bruce Leonard (MLRC) wished to add to the President's Report that it's been a challenging year but hopefully we are heading in the right direction, He also wanted to thank everyone for working together to create a strong rally community.

M/S Martin Loveridge (KWRC)/Trevor Hancher (SPDA) to accept the Directors' Reports as presented - Carried.

8. Financial Reports

Dennis Wharton – Reviewer of the Books – allowed delegates time to read the report and responded to any questions.

Some discussion of the financial reports.

Dennis noted that there's been a rather significant decrease in income over the past 3-4yrs (33%).

89% of RSO income is from event participants (OPRC being the biggest contributor). Dennis recognized that RSO has done a good job of handling this decrease.

Last year there were some concerns over the costs related to the timing equipment - over time it is has been one of the biggest drains - but this year its actually a surplus.

We have also increased timing levies for QC events for 2016 events. (ON event timing levies to remain the same).

We need to find alternative streams of revenue.

Suggestions:

- Increase levies with regards to Rallycross and Rally Sprint in the future if a series is created.
- Advertising opportunities on the web page
- Lots of room with regards to sponsorship

Pete Gulliver (PMSC) moved for acceptance of the RSO Financial Statements, seconded by David Maynard (MLRC). All in favour. Carried.

9. Old Business – Nothing to discuss

10. Confirmation of the Acts of the Board

M/S Martin Loveridge (KWRC) / Trevor Hancher (SPDA) to confirm the acts of the Board - Carried with 1 opposed.

11. New Business

- a. **Club proxy forms** – In future, as long as 2 executives sign the Club proxy, it doesn't matter if one of them is the holder of the proxy. Adjust current Club proxies to reflect this

12. Elections

a. VP Navigational (two year term)

Nominations open. Pete Gulliver (PMSC)/Peter Watt (PMSC)

Darin Mayes was nominated by Ross Wood (MLRC) / Ian Wright (MLRC)

Louis Cabardos was nominated by Pete Gulliver (PMSC)/Peter Watt (PMSC)

Nominations closed – Peter Watt (PMSC) / Rob McAuley (TAC).

Louis Cabardos – Appreciated the nomination but declined until a further date.

Darin Mayes accepted in absentia (via email to Ross Wood)

Darin Mayes acclaimed.

b. Secretary (two year term)

Nominations open. Jeff Hagan (MLRC)/Roger Sanderson (KWRC)

Kelly Mathew was nominated by Martin Loveridge (KWRC) / Kevin Devries (PMSC).

No other nominations.

Nominations closed – Alasdair Robertson (TAC) / Len Arminio (PMSC)

Kelly Mathew accepted.

Kelly Mathew acclaimed.

c. Trustee (three year term)

Nominations open. Martin Loveridge (KWRC)/Alasdair Robertson (TAC)

Ray Felice was nominated by Ross Wood (MLRC)/Mike Koch (MCO)

Pete Gulliver was nominated by Dennis Wharton (KWRC)/Louis Cabardos (PMSC)

Jeff Hagan (MLRC) was nominated by Peter Watt (PMSC)/Rob MacKenzie (PMSC)

Nominations closed – Mike Koch (MCO) / Trevor Hancher (SPDA)

The members voted in favour of Pete Gulliver for the position.

Pete Gulliver accepted.

Pete Gulliver acclaimed.

13. Appointment of Reviewer of the Books

Pete Gulliver (PMSC) moved that Dennis Wharton (KWRC) be appointed as the Reviewer of the Books / seconded by Roger Sanderson (KWRC). 1 opposed. Carried.

14. Announcements

- a. **ORRC** – next event, Sprint Run Off Rally Apr 23 (PMSC)
- b. **SNATR** - Apr 16, (KWRC)
- c. **OPRC** – May 7 (MCO) – includes Lanark Spring Sprint
- d. **RSO First Aid Course** – Apr 10 in Aurora
- e. **RSO HAM Radio course** – 1st weekend in June – Final details to be arranged soon
- f. **EZ Track vehicle tracking system** - Pete G – Been well received by organizers and competitors. All Ontario & CARS events will be using the trackers this season.

15. Adjournment

M/S Roger Sanderson (KWRC)/Rob McAuley (TAC) that the meeting be adjourned. - Carried.

AGM adjourned at 11:45am.

The formal meeting was followed by informal presentation from Growth Committee coordinator Jeremy Norris on increasing participation in the OPRC. General discussion on the points brought up in the presentation. Suggestions from the members included getting local media interested in events, surveying current & past competitors with regards to event participation, methods of contacting members (send surveys/communication to Clubs and they can distribute to their members),