

Castle Mountain Community Association Annual General Meeting

Date: September 26, 2020

Time: 10:00 am

Location: Westcastle Room, CMR Day Lodge

“If you love to live, work or play here you are a member of our community”

CMCA Mission: Castle Mountain Community Association is committed to promoting a family oriented, safe and sustainable community experience for its members and visitors in our unique alpine setting.

CMCA Vision: A vibrant community sustained through collaborative partnerships, shared values and common interests.

CMCA Goals:

- Expand membership/enhance member engagement
- Enhance community connectivity
- Develop community recreation potential
- Environmental stewardship
- Community beautification
- Develop fundraising capacity
- Encourage development of community infrastructure plan
- Represent member interests effectively to CMR and external interest groups

Minutes

1. Call to Order:

The Annual General Meeting of the Castle Mountain Community, was called to order at 10:00 am.

2. Quorum Confirmation:

Attendance is comprised of 21 proxies and 13 community members in attendance to a total of 34 members.

Motion by Ray Bussey and seconded by Judy Clark that the 34 members have succeeded Quorum requirements.

Motion Carried.

3. **Approval of the Agenda:**

Motion by Fraser Stewart and Seconded by Anne Whiteside to approve the agenda.

Motion Carried.

4. **Approval of the Minutes from the CMCA's 2019 AGM:**

Motion by Glenn Armstrong, and seconded by Larry Cooper to approve the minutes from the 2019 Annual General Meeting.

Motion Carried.

5. **Financial Report:**

A full Audited Financial Statement was emailed to community members prior to the AGM.

6. **Auditors Report:**

Glenn Downey outlined the Audited Financial Statement.

7. **Approval of 2020 Financial Statements**

Motion by Fraser Stewart, and seconded by Larry Kundrik to approve Financial Statements.

Motion Carried.

8. **Appointment of Auditors for 2021:**

Motion by Glenn Downey, and seconded by Fraser Stewart to appoint Gerry De leeuw and Julie Heinrich as the Auditors for 2021.

Motion Carried.

9. **Review/Approval of updated by-laws for CMCA:**

The updated bylaws were sent out to the community members prior to the AGM for their review.

Castle Mountain Community Association (CMCA) Society By-Laws 50733030

1. Membership

Membership fee, if any, in the society shall be determined from time to time, by the members at a general meeting. Any person residing in Alberta, and being of the full age of 18 years, may become a member by a favourable vote passed by a majority of the members at a regular meeting of the society, and upon payment of the fee. Such voting shall be by ballot, unless the meeting by resolution otherwise decides. Any person under the age of 18 years may in the same manner become a member upon payment of half of the said fee.

2. Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member is in arrears for fees or assessments for any year such member shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the society until reinstated. Any member upon a majority vote of all members of the society in good standing may be expelled from membership for any cause which the society may deem reasonable.

PRESIDENT

3. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

BOARD OF DIRECTORS

4. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
5. The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by 10 days notice in writing mailed to each member or by three days notice by fax or telephone. Any four members shall constitute a quorum, and meet meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.
6. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and not refuse the appointment. They may also become a director if they were not present at the meeting but

consented in writing to act as director before the appointment or election, or within ten days after the appointment of election, or if they acted as a director pursuant to the appointment of election.

7. Any director or officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the society may deem reasonable.

SECRETARY

8. It shall be the duty of the secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. He/she shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.
9. The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required and collect and receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over to the Treasurer for deposition in a Bank, Trust Company, Credit Union or Treasury Branch as required.

TREASURER

10. The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the secretary for the records of the society. The Office of the Secretary and Treasurer may be filled by one person at any annual meeting for the election of offices shall so decide.

AUDITING

11. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the society. The fiscal year of the society in each year shall be _____ January 1st.
12. The books and records of the society may be inspected by any member of the society at the Annual Meeting or at anytime upon giving reasonable notice and

arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

MEETINGS

13. This society shall hold an annual meeting on or before _____ April 1st in each year, of which notice in writing to the last known address of each member shall be delivered in the mail ___ 14 days prior to the date of the meeting. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer, (or Secretary-Treasurer), and three directors. The officers and directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the society.
14. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered in the mail either days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in the mail eight days prior to the meeting.
15. _____ (4) members in good standing shall constitute a quorum at any meeting.

VOTING

16. Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any meeting of the society. Such votes must be made in person and not by proxy or otherwise.

RENUMERATION

17. Unless authorized at any meeting and after notice for same shall have been given, no officer or member of the association shall receive any remuneration for his/her services.

BORROWING

18. For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in case shall debentures be issued without the sanction of a special resolution of the society.

BY-LAWS

19. The By-Laws may be rescinded, altered or added to by a "Special Resolution".

Motion by Ray Bussey, and seconded by Larry Kindrik to approve the updated by-laws for the CMCA as presented to the community members with the following revision;

11.5.1 CMCA members can also vote by proxy. The proxy ballot shall list all resolutions proposed by the Board and provide space for the member to vote for or against each resolution. In addition the ballot shall allow the member the choice to assign their vote on any additional motions brought forth from the floor to another member in good standing.

11.5.2 A member in good standing attending the AGM can only vote a maximum of six proxy votes only on such additional motions from the floor.

Motion Carried.

10. Election of Directors:

The four CMCA Board Members who were elected in 2019, and will continue their terms until the next AGM in 2021 are: Glenn Armstrong, Julie Heinrich, Caralee Marriot and Fraser Stewart.

The following CMCA Members have put their names forward for re-election are; Ray Bussey, Judy Clark, Glenn Downey, Tarra Garratt, and Kevin Finn.

Kevin thanked both Sheri Herold and Monica Stewart for their work on the CMCA Board.

Kevin called for nominations from the floor, and there were no nominations from the floor.

Motion by Glenn Armstrong, and seconded by Larry Cooper to approve the following as the Board of Directors for 2021 Glenn Armstrong, Julie Heinrich, Caralee Marriot, Fraser Stewart, Ray Bussey, Judy Clark, Glenn Downey, Tarra Garratt, and Kevin Finn.

Motion Carried.

11. Dieter Award:

Kevin described the role Dieter played in making Castle Mountain a special place. Kevin revealed this year's recipient for the Dieter Award – Julie Heinrich.

12. Adjournment:

The meeting was adjourned at 10:28 am by Fraser.