



**FEDERAL SUPERANNUATES NATIONAL ASSOCIATION
OTTAWA BRANCH
Special Meeting of Members
October 25, 2016 at 9:00 am
Held at the Hellenic Centre
1315 Prince of Wales, Ottawa, ON**

MINUTES

Welcome and Introduction of Board Members

The Board Chair, Stephen Troy, opened the meeting by welcoming everyone and introducing the Members of the Board of Directors of the Ottawa Branch.

Moment of Silence for Departed Members

The Board Chair led Members in a moment of silence for departed Members.

Approval of Agenda

Before moving to the next Item on the Agenda, the Board Chair advised the assembly that the envelopes placed on each chair contained various documents including the Agenda for this special meeting of members.

Having determined that there was well in excess of the mandatory minimum attendance of 50 Members, the Board Chair declared that there was quorum and the meeting was legally constituted.

The Agenda was briefly reviewed. G. Samson-Verreault moved the adoption of the Agenda and L. Robayo seconded the motion. The Agenda was approved.

Resolution submitted for approval

The Board Chair reminded the attending members that at the Annual General Meeting of the National level of the Association in June 2014, a resolution was passed that a branch may not incorporate and that existing incorporated Branches have 3 years to disincorporate in order to remain part of the national association. This resolution was adopted by the national membership to ensure that there was only one class of Branch, unincorporated Branches.

He emphasized the fact that there will be no change to the way in which we provide services to the members and there will be no change in the levels of service provided. These amendments are being undertaken as a pure governance procedure.

S. Troy reminded the members that at the Branch Fall General Assembly meeting held Tuesday October 27, 2015 the members approved a set of Resolutions dealing with this issue.

The Branch's Board of Directors has since taken a number of actions to meet these directions and today members are being asked to approve a number of Resolutions to continue to give added effect to the disincorporation process. These have been developed at the request of, and in conjunction with, National Office Staff. These Resolutions were discussed at this year's Spring AMM held Tuesday May 3, 2016, are available on the Branch website and have also been provided to you to-day as a Chair drop.

As these are Board submissions, S. Troy as Chairman of the Board and Past President moved, Mr. L. Robayo Director and Chair of the Branch Policy and Governance Committee, seconded that these Resolutions be approved:

For ease of reference the Resolutions were dealt with sequentially
Mr. Troy then read the first Resolution

a) BE IT RESOLVED that, in anticipation of the dissolution of the Federal Superannuates National Association, Ottawa Branch, an incorporated branch of the National Association of Federal Retirees ("the Association")

- a) the Board is directed to establish an unincorporated charter branch of the Association to be known as the National Association of Federal Retirees, Ottawa Branch for the purpose of continuing to serve the members of the Ottawa branch following the dissolution of the Ottawa branch as an incorporated branch of the Association and its replacement by the said unincorporated charter branch of the Association;
- b) the Board is directed to establish one or more bank accounts for the said unincorporated charter branch and to allot funds to such account(s) as it deems appropriate;
- c) the by-laws attached as Schedule "A" are hereby approved as the by-laws of the National Association of Federal Retirees, Ottawa Branch.

The Resolution was approved unanimously

After the Board Chair read the second Resolution, an amendment was proposed to add the following to the list;

D. Bennett	2017
Vacant (To be Appointed)	2017

S. Troy (Board Chair & Immediate Past-President)
Moved by T. Sing and seconded by K. Gourlie
Carried unanimously

The revised Resolution “b” now read as follows:

b) BE IT RESOLVED that the current directors, listed hereunder, of the Federal Superannuates National Association of Federal Retirees, Ottawa Branch, be elected as directors of the board of the unincorporated charter branch of the National Association of Federal Retirees to be known as the National Association of Federal Retirees, Ottawa Branch, for the following term end dates:

	<u>Spring</u>
D. Brunet	2018
P. Cormier	2018
G. Gillespie	2017
R. Giroux	2017
C. Hardy	2017
D. Lacelle	2018
L. Robayo	2018
G. Samson-Verreault	2017
K. Fernandez	2018
R. Wagner	2018
D. Bennett	2017
Vacant (To be Appointed)	2017
S. Troy (Board Chair & Immediate Past-President)	

The Past President read Resolution c)

For the purpose of clarity and specificity an amendment was proposed to add the number 2285 to the office civic address listed in the Resolution.

Moved by: G. King
Seconded by: C McEvoy
Carried unanimously

The amended Resolution “c” now read as follows

c) BE IT RESOLVED that the assets of the Federal Superannuates National Association, Ottawa Branch (“incorporated Ottawa Branch”), be transferred to the National Association of Federal Retirees (“Association”) for use by members of the National Association of Federal Retirees, Ottawa Branch, the unincorporated successor Ottawa branch of the Association under a charter issued by Association, which transfer shall take effect on the creation of a trust relating to the property located at Unit B-2, 2285 St. Laurent Blvd. , Ottawa in favour of the members of such successor branch as beneficiaries thereunder as evidenced by a Trust Agreement executed by the Association, the incorporated Ottawa Branch , the trustee and a representative on behalf of the members of the National Association of Federal Retirees, Ottawa Branch, an unincorporated charter branch of the Association.

The revised Resolution was approved unanimously.

The Board Chair took this opportunity to thank members for their continued support. He added that this has been a long, over 3 years, process and quite arduous. He expressed his appreciation and thanks to Louis Robayo for his hard work, and more importantly patience in getting us to this point.

On a final note, Spring 2017 will see the final formal step when members will be asked to formally dissolve the corporation. At that point the transition will be complete with only formal paperwork required to advise the province of the disincorporation and the Branch can settle down to a new “normal”.

The Resolutions pertaining to this final step should be available in the Winter SAGE edition which should be with the Membership before December 9, 2016

Adjournment

Mr. Troy then called for a Motion to adjourn this Business session.

On motion duly made by R. Giroux, seconded by F. Lyle and unanimously approved, the official business portion of the meeting was terminated.

Stephen Troy, President

Gisèle Samson-Verreault, Secretary