



**Annual General Meeting
Sunday June 8, 2014
Winnipeg, Manitoba**

Present: Conrad Hadubiak, WPC President
Jean-Denis Dionne, WPC Vice-President
Courtney Keith, WPC Director
Josée Lanouette, WPC Director
Andrew Wallace - WPC Director
John Stockdale - WPC Director
Paul Fritz-Németh- WPC Director
Steven Lukas, BCWPA
David Soul, BCWPA
Cori Paul, AWPA
Dayna Christmas, AWPA,
Susan Cameron, WPS
Cyril Dorgigne, WPS
Cindra Leclerc, MWPA
Doriel Terpenka, OWP
Kathy Torrens, OWP
Guy Lapointe, FWPQ
Ariane Clavet-Gaumont, FWPQ
Rene Peter Ringuet, NS
JC Besner, NB
Martin Goulet, WPC Executive Director
Jeff Lindell, WPC Director Domestic Operations
Pascale Beaudoin, WPC Director of Communications
Kathleen Dawson - Observer

Regrets Shane Pearsall, Director
Rosanna Tomiuk, Women's athlete rep
Robin Randall, Men's athlete rep

Minute's recorder: Jymmi Kaye Demchuk

Action Meeting convened at 9:00 AM

Item 1 C Hadubiak called the meeting to order at 9:04 AM

Item 2 Voting credentials and allocation were confirmed

- Total eligible votes 77
 - Rosanna gave her Proxy vote to Conrad
 - Robin gave his Proxy vote to Josee

Item 3 Adoption of agenda

Motion #1: To approve the agenda

J Lanouette/ C Paul

Carried

Item 4 Acceptance of previous AGM minutes

Motion #2: To accept the minutes from the previous AGM June 2013

JC Besner / A Wallace

Carried

Item 5 Business arising from the Minutes

- Quebec did not receive a reply from WPC re: Sr Women's Nationals
- C Hadubiak apologized for the error

Item 6 Acceptance of previous SGM minutes

Motion #3: To accept the minutes from the SGM April 29, 2014

JD Dionne / P Fritz-Nemeth

Carried

Item 7 Business arising from the SGM Minutes

- Bylaws have been accepted by Industry Canada

Item 8 Annual Reports

WPC Executive Director

- Written and verbal report presented to the members

Provincial Sport Organizations

- Verbal and written reports

Board of Directors

- Written and verbal report
- Thank you to Provincial Sport Organizations for their work for Water Polo Canada

Item 9 Correspondence

Item 10 Notice of Motion

Motion #4 **Be it resolved that the Board of Directors of Water Polo Canada be directed to reconstitute an Operations Committee, comprised of the Provincial Sport Organisations together with the WPC ED and one member of the Board of Directors, to be determined by the Board of Directors, with a mandate and terms of reference to be agreed to among the PSOs, WPC ED and the member of the Board.**

S Cameron / C Leclerc

Carried

Item 11 Finances

- Martin Goulet presented a verbal report with reference to his written report

Item 12 Auditor

Motion #5 **Move to appoint KPMG as auditors for the 2014-15 fiscal year**

A Wallace/ J Lanouette

Carried

Item 13 Ratification of Board decisions from the previous year

This item was removed from the agenda

Item 14 Elections

1. Board of Directors

The following candidate was acclaimed

- Jean-Denis Dionne – Vice President

The following candidates were acclaimed

- Paul Fritz-Nemeth – Director 2014- 2015
- Andrew Wallace – Director 2014-2016
- Kathleen Dawson – Director 2014-2016
- John Stockdale – Director 2014-2016

Item 15 New Business

Item 16 Volunteer of the Year

Volunteer of Year Awards: Presentation at the AGM Banquet

Tom Watson Volunteer of Year: Guy-Francis Julien Ste-Foy Quebec

BC-	Willy Arundel
Alberta -	Darren Carrier
Saskatchewan -	Brenda Kelly
Manitoba -	Steve Grahame
Ontario -	Mike Ciciretto
Quebec -	Daniel Lizotte
New Brunswick -	Michele Boland
Nova Scotia -	Joey Postma

Item 17 Next AGM

The next AGM weekend will be held June 5-7, 2015
Ontario

Motion #6 **Move to Adjourn** **11:02 AM**

JD Dionne

Distribution: Board of Directors, PSO offices, committee chairs, Sport Canada, web page

Appendix A

**CANADIAN WATER POLO ASSOCIATION INC.
L'ASSOCIATION CANADIENNE DE WATER POLO INC.
(the "Corporation")**

The following resolutions, are presented to the annual general meeting of the members of the Corporation being held on the _____ day of _____, 2013, and if satisfactory, to be passed by the members of the Corporation pursuant to the provisions of the *Canada Corporations Act*:

BY-LAW REVISIONS AND CLASSES OF MEMBERS

WHEREAS the Corporation was incorporated under Part II of the *Canada Corporations Act* ("**CCA**") by letters patent (the "**Letters Patent**");

AND WHEREAS it is considered to be in the best interests of the Corporation that it be continued under the *Canada Not-for-Profit Corporations Act* pursuant to section 297 thereto (the "**Continuance**");

AND WHEREAS as a preliminary step to give effect to the foregoing, the members of the Corporation wish to approve revisions to the Corporation's general by-laws (the "**Revised By-law**");

AND WHEREAS pursuant to the Revised By-law, effective on the date of the Revised By-law is approved by Industry Canada (the "**Effective Date**") in addition to certain other revisions, there shall be two classes of members in the Corporation and, those members shall be made up of its directors and Provincial/Territorial Sections ("**Voting Members**");

AND WHEREAS it is deemed to be in the best interest of the Corporation that those persons who were prior to the Effective Date, members of the Corporation other than the Voting Members (such as, without limitation, athletes, coaches, officials and honorary members) (collectively, the "**Non-Voting Members**"), continue to be subject to the Corporation's by-laws, rules, regulations, agreements and policies;

RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The Revised By-law made by the directors of the Corporation and presented to the members is hereby confirmed without variation or amendment, provided that revisions may be made to the form presented to the members to correct errors that are of a typographical, grammatical, or cross referencing nature as well as those revisions reasonably necessary to ensure the Corporation's compliance with applicable laws;
2. effective on the Effective Date there shall be two classes of members in the Corporation, and those members shall be as set forth in the Revised By-law;
3. the President of the Corporation, or any one of the directors or officers of the Corporation, is authorized and directed to sign the Revised By-law and place such by-law in the minute book of the Corporation under the heading "By-laws";
4. the directors are authorized and directed to make application to the Minister of Industry Canada for approval of the Revised By-law;
5. the President of the Corporation, or any one of the directors or officers of the Corporation, is authorized and directed to take all such actions and execute and deliver all such documentation on behalf of the Corporation and making any further government filings, which are necessary or desirable for the implementation of the foregoing;

6. the Non-Voting Members will, effective as of the Effective Date, be considered and referred to as Registrants, as such term is defined in the Revised By-law;
7. as of the Effective Date, any reference to “member” in the Corporation’s by-laws, policies, rules, regulations and/or agreements which, under the by-law of the Corporation in effect prior to the Effective Date, that included non-voting members, shall be read and be interpreted to include “Registrants” as such term is defined in the Revised By-law, until such time as those Corporation’s policies, rules, regulations and agreements can be revised to accord with the Corporation’s amended Revised By-law and, for greater certainty, those policies, rules, regulations and agreements shall continue to be applicable to and enforceable on such persons after the Revised By-law takes effect in the same manner before such date.

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