



The Vancouver Tool Library's First Annual General Meeting

Order of business:

Attendance: Tony Philips, Chris Diplock, Conner Wear, Caitlin Dorward, George Rahi

1. Meeting to be called to order;

Motion to "adopt the agenda as presented"

Moved: Caitlin

Seconded: Conner

Status: Approved

2. Notice convening meeting to be read;
3. Appointment of Chair and Minute Taker

"That Caitlin be appointed the Secretary of the April 24th 2011 AGM of the Vancouver Tool Library"

Moved: Chris

Seconded: Conner

Status: approved

"That Chris be appointed the Chair of the April 24th 2011 AGM of the Vancouver Tool Library"

Moved: Caitlin

Seconded: Conner

Status: approved

4. Minutes of preceding annual general meeting to be read and adopted or Amended and adopted as required;
n/a
5. Business arising out of minutes to be considered;

n/a

6. Reports of standing and special committees to be read;

n/a

7. Financial statement to be placed before the meeting;

“The board has read and accepts the Financial Statement presented as accurate”

Moved: Chris

Seconded: George

Status: Approved

8. Reports of directors and auditors to be read;

n/a

9. Election of directors and appointment of auditors;

All members wishing to run for office be nominated by a member.

“Chris nominates Tony Phillips as a candidate of the Board of Directors Election”

“Chris nominates Conner Wear as a candidate of the Board of Directors Election”

“Caitlin nominates George Rahi as a candidate to the Board of Directors Election”

Seeing as there are 5 vacancies and 3 candidates and subject to rule 72 of our Rules of Association, all nominees are declared elected

“That the Board accept the results of the 2011 elections of directors.

Tony Phillips – Elected

Conner Wear – Elected

George Rahi – Elected”

Moved: Caitlin

Seconded: Chris

Status: Approved

10. Special business to be considered;

n/a

11. Unfinished business to be considered;

n/a

12. Strategic planning;
 - a. What to measure
 - i. Financials, to budget
 - Expand. Use ratio chart from website.
 - ii. Demographics: age, gender, neighbourhood
 - iii. Tool usage rates
 - iv. What tools are used for
 - v. Most popular tool(s)
 - vi. How often tools are late & how late
 - vii. How often their damaged
 - viii. Number of instances of theft
 - ix. Satisfaction with advice
 - x. Satisfaction with selection of tools
 - xi. Participation in meetings
 - xii. Workshop attendance and results
 - Success of projects
 - xiii. Volunteer hours
 - xiv. Number and value of tools donated
 - xv. Number of events held
 - xvi. Number of events attended
 - xvii. What's the social and environmental impacts
 - Community projects built
 - b. How to measure these indicators
 - i. Surveys (survey Monkey)
 - ii. Inventory software
 - iii. Interviews
 - iv. Membership application
 - c. When to have a strategic plan adopted by the board: July 24th

13. Preliminary budget for the upcoming fiscal year;

“To approve the preliminary budget as presented by the President”

Moved: Caitlin

Seconded: Tony

Status: Approved

‘That the final 2011-2012 budget be presented to the board within 3 months of the end of this meeting”

Moved: Chris

Seconded: Conner

Status: Approved

14. Changes to rules;
 - a. Presentation from Tony and Chris
 - b. Things we would have liked to tackle but didn't
 - i. Staggered terms
 - ii. Ordinary vs Special resolution distinction

Special Resolution 1 proposes that our Rules be amended to eliminate any geographic boundaries to our membership.

Resolution

Amend Part 2, Rule 7 by striking the following:

7 reside within 30 kilometers of the location of the Vancouver Tool Library.

Status: all in favour, passed

Special Resolution 2 proposes that our Rules be amended to allow for the board to appoint directors in the event that the board has enough members to reach quorum.

Resolution

Amend Part 14, Rule 77 by adding the following:

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(1) **In the case of a** vacancy on the board, the continuing directors

(a) if and so long as the number of continuing directors constitutes a quorum of the board, the continuing directors may continue to function without filling the vacancy and may appoint a qualified member to fill the vacancy.

(b) if the number of continuing directors does not constitute a quorum of the board, may appoint directors for the purpose of increasing the number of directors to a quorum **and must call a general meeting within three months from filling the vacancies.**

Status: passed

Special Resolution 3 proposes that our Rules be amended so that if the number of people nominated to the board is less than or equal to the number of positions on the board, they're automatically declared elected

Resolution

Amend Part 14, Rule 72 by adding the following:

72 If the number of candidates nominated for director is equal to **or less than** the number of directors to be elected, those nominated candidates are declared elected and no election is required.

Status: passed

Special Resolution 4 proposes that our Rules be amended so that a member must have been a member for at least 4 weeks prior to voting.

Resolution

Amend Part 12 by adding the following:

Every member present at a general meeting who became a member 4 weeks or more before that meeting is eligible to vote and has one vote on each matter voted upon in the meeting.

Status: passed

Special Resolution 5 proposes that our Rules be amended so that a member may only vote for directors if they became a member 4 weeks before the next general meeting.

Resolution

Amend Part 14 by adding the following:

Voting for directors

Every member who became a member 4 weeks or more before the next annual general meeting is eligible to vote in the current election of directors.

Status: passed

Special Resolution 6 proposes that our Rules be amended so that we have rules for our AGM

Resolution

Amend Part 10 by adding the following:

30 A general meeting may adopt rules of order. If the meeting does not adopt other rules, or if the rules adopted do not cover the point raised, Robert's Rules of Order (Newly Revised) must be used as the rules of order.

Status: passed

Special Resolution 7 proposes that our Rules be amended so that we have a nomination process.

Resolution

Amend Part 14 by adding the following:

1) The Co-operative must, at least six weeks before the close of nominations:

- a) give notice of the election to each member,
- b) solicit nominations, and
- c) specify the date for the close of nominations.

2) Notice under this rule must be given in accordance with Rule 133

Status: passed

Special Resolution 8 proposes that our Rules be amended so that we have a nominations committee

Resolution

Amend Part 14 by adding the following:

Appointment and duties of the nominations committee

(1) The directors must appoint a nominations committee.

(2) The nominations committee must:

- a) receive the nominations of candidates,
- b) ensure that the number of candidates at least equals the expected number of vacant positions as determined by Rule 67.1,
- c) inform the election auditor of the names of all candidates immediately after the close of nominations

(3) The nominations committee may nominate candidates.

Status: passed

Special Resolution 9 proposes that our Rules be amended so that we have clear rules on how to become a candidate.

Resolution

Amend Part 14 by adding the following:

Becoming a candidate

To become a candidate, a qualified member must submit, by the close of nominations

- a) a written nomination signed by five members
- b) the member's written consent to act as a director
- c) the member's written agreement to follow the rules and policies regarding elections

status: passed

Special Resolution 10 proposes that our Rules be amended so that Rule 84 section (2) be struck from our rules

Resolution

Amend Part 14 by striking the following;

(2) Members should be notified of meetings of the directors and able to request attendance at the meeting. Approval of attendance is subject to the decision of the directors.

15. New business to be considered

Status: passed

Motion to adjourn: Chris
Seconded: Tony
Status: approved