

**ONTARIO UNDERWATER COUNCIL
2011 ANNUAL GENERAL MEETING MINUTES
SUNDAY NOVEMBER 13TH, 2011
12:30 – 2:00 p.m.**



	In Attendance:	Affiliated with / Representing:	Members incl Students and Gold	Delegate Votes
OUC Board:	President - Raimund Krob	Scarborough Underwater Club Inc, Save Ontario Shipwrecks		
	Interim Director, Safety – Dave Noble	Etobicoke Underwater Club, Save Ontario Shipwrecks		
	Director, Membership – Eleonora Kolar	Etobicoke Underwater Club		
	Director, Finance – David Taylor	Save Ontario Shipwrecks		
OUC Office:	Office Administrator, Brian Craig (scribe)	Ontario Underwater Council		
OUC Club Delegates and Observers:	Paul Wood (Delegate) , Robert Theberge	Ajax Scuba Club	64	64
	Michael Stephenson (Delegate)	Aquaknights of Hamilton	18	18
	Bill Andrews (Delegate) , Michael Jordan	Canadian Sport Divers	58	58
	Tyler Caughill (Delegate) , John Berkhuizen	Canadian Sub Aqua Scuba Club	62	62
	Not Represented	Nautilus Scuba Club	18	18
	Not Represented	Sudbury Dolphin Aquatic Club	81	81
	Dale Johnson (Delegate) Marianne Collins, Don Macintyre, Art Penney, Mary Maguire, Elois Davis, Kenneth Boyce, Camilla Sherriff, Dave Noble	Etobicoke Underwater Club	109	94
	Courtney Gibson (Delegate) ,	Hart House Underwater Club	102	88
	Not Represented	London Skin and Scuba Club	69	69
	Not Represented	Mississauga Scuba Club	42	42
	Brant Telfer (Delegate) ,	Ontario Underwater Explorers Scuba Club	101	101
	Not Represented	Sarnia Underwater Club	15	15
	David Taylor (Delegate) ,	Save Ontario Shipwrecks	68	68
	Rick Le Blanc (Delegate) ,	Scarborough Underwater Club Inc.	95	94
	Not Represented	South Western Ontario Divers Association	34	34
	Not Represented	Steel City Sport Divers Inc	71	71
	Not Represented	The Great Lakes Scuba Club	14	14
	Not Represented	Toronto Rainbow Reef Rangers	20	20
	Gord Lemon (Delegate) ,	York Sub Aqua Club	18	18
			1059	1029
Individual Gold / Lifetime	Marianne Collins, Fred Harley, Dave Noble, Raimund Krob, Peter White, Stephen Weir		24	5
Independent	Ken Nakamura			0
Commercial	Not Represented		0	0

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AGENDA ITEM	ACTION
1. Call to Order	Raimund called the AGM to order at 12:50pm
2. President's Welcoming Remarks	Raimund welcomed everyone to the AGM and thanked everyone for attending.
3. Review and Approval of minutes of 2010 AGM	<p>Raimund referred the membership to the minutes of the 2010 AGM on page 28 - 37 of the AGM package and asked them if there are any additions, deletions or corrections to the minutes as published. There were none.</p> <p>Raimund asked for a motion from the floor to approve the minutes of the 2010 AGM as reviewed/amended.</p> <p>Moved by: Elois Davis, EUC Seconded by: Courtney Gibson, HHUC Outcome: Carried</p>
4. Review and Approval of the Board of Directors' Reports	<p>Raimund referred the membership to the Board of Directors' reports starting on page 7-12 of the AGM package and asked if there are any questions or edits.</p> <p>There were none.</p> <p>Raimund asked those Board members in attendance who did not file written reports to give their reports now, verbally.</p> <p>Eleonora Kolar reported on the membership. This year we had: -19 clubs – down from 21 last year, 2 of our clubs ceased operations -1009 club members – down about 10% from last year -10 commercial members -and 40 individuals members</p> <p>Raimund asked for a motion from the floor to approve all written and verbal Director's reports. Moved by: Courtney Gibson, HHUC Seconded by: Dale Johnston, EUC Outcome: Carried</p> <p>Raimund thanked the Board Members for giving their reports</p>
5. Presentation and approval of the Financial Report of the July 1 st 2010- June 30 th 2011 Financial Year.	<p>OUC Finance Director David Taylor referred the membership to OUC's July 1st 2010 to June 30th 2011 Financial Statement reviewed with Barry Adamson and Adrian Van Vroenhoven (SUCI).</p> <p>-Our year end runs from July 1st to June 30th and our membership year runs from Jan to Dec, the new board will look at change the year end so it matches up with the membership year</p> <p>-Our membership is down about 10% overall but the money is down about 25%, this is due to when people renew they membership during the year</p>

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	<p>David Taylor informed Membership that we need to deal with OUC's forecasted financial shortfall for 2012. David Taylor explained why OUC cannot continue to operate at a loss, for example, it will not be able to fulfill its financial obligations, including paying the Liability Insurance Premium in the amount of ~\$12,000.00 due on January 1st 2012.</p> <p>David Taylor demonstrated how OUC has cut all expenses to the bone, and current revenue streams, and how much current revenues are falling short.</p> <p>David Taylor identified by how much these revenue streams would have to increase by, in order for OUC to operate modestly in the black.</p> <p>David proposed that Blue, Household Principal, and Household Additional be increased to \$20.00 per member.</p> <p>David also notified Membership that because of the decline in membership, we will be raising the insurance fee by \$3 to a total of \$10 per Club Member.</p> <p>David Taylor motioned to accept the increase in membership fees Brant Telfer seconded All in favour Carried</p> <p>Raimund asked for a motion from the Floor to approve the Financial Report. Moved by: Courtney Gibson, HHUC Seconded by: Dale Johnston, EUC Outcome: Carried</p>
<p>6. Amend OUC By-Laws</p>	<p>Raimund informed the Membership that we had no plans to amend OUC By-Laws at the 2011 AGM, however that we would very likely be proposing to amend OUC's By-Laws at the 2012 AGM, specific to simplifying Membership categories, and the financial year.</p>
<p>7. Awards</p>	<p>Raimund asked Dave Noble, Chair of the Awards Committee, to chair the Awards presentation, Dave accepted.</p> <p>Dave Noble referred the Membership to the 3 Awards presented by OUC, along with their criteria, starting on page 29 of the 2011 AGM Package.</p> <p><u>The "TINMAN" Award</u>, in memory of Al McIlmoyle, is sponsored by The Scuba Club of Toronto for a diving club, organization or individual for excellence in volunteer service to the non-diving community in Ontario. This year it is being awarded to the "Dive 4 A Cause" Committee, supported by the Etobicoke Underwater Club. Eleonora Kolar, 2011 Chair, accepted the award on behalf of the Committee.</p> <p>REASON FOR NOMINATION: For the past 5 years members of the Dive 4 A Cause committee, initiated by</p>

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	<p>Mike Krznic and the Etobicoke Underwater Club have organized a fund raising dive event for a different charity each year raising an average of \$5,000 each time.</p> <p>SPECIFIC ACHIEVEMENTS OR CONTRIBUTIONS: Recipients of the committee's donations have included the Vasa Previa Foundation whose efforts are centered around preventing infant deaths, Epilepsy Research, the Judy Dan Research and Wound Care Centre, the Tobermory Hyperbaric Chamber and Clinic and for 2011, Cystic Fibrosis Canada. Each year's recipient charity is selected by majority vote of last year's participants. The committee hopes to continue its fundraising efforts into the future and invites all OUC members to participate in the 2012 Dive 4 A Cause.</p> <p><u>The "Distinguished Service Award"</u>, to be maintained at the highest calibre, is for an individual, group or organization that has performed an exceptional service to the sport of scuba diving.</p> <p>No nominations received from the Membership for the Distinguished Service Award.</p> <p><u>The Lt. Cdr. Ken Grant Memorial Trophy</u> is awarded annually for exceptional service to the Ontario Underwater Council by an Individual, non-salaried, O.U.C. member. It comes with Life OUC Gold Membership. This year it was awarded to Marianne Collins for all her dedication and support for the many roles she has taken on with the OUC and EUC.</p> <p>This year it was awarded to two people:</p> <ol style="list-style-type: none"> 1) Raimund Krob, OUC president for the past 6 years, past Director of Sport Safety, and past Regional Coordinator Ontario Central. <p>REASON FOR NOMINATION: The Etobicoke Underwater Club wishes to recognize Raimund Krob's herculean effort in sustaining and revitalizing the Ontario Underwater Council and championing its #1 priority of Sport Safety in Ontario.</p> <p>SPECIFIC ACHIEVEMENTS OR CONTRIBUTIONS: In response to the loss of government funding and declining membership, Raimund developed a 5⁷ year plan, which turned into a 5+ year plan to restructure the OUC. This has boosted the health of the Council immensely. During his tenure as Council President, Raimund has achieved many goals:</p> <ul style="list-style-type: none"> • led the OUC team in launching a new online presence through a richly redesigned website • strengthened the OUC's Liability Insurance Program and Risk Management standards • met with government agencies including Innisfil Town council • met with coroners to review incidents including Oakville 2010, Chippewa 2007 • initiated the Google Earth Shipwreck Directory • injected an OUC presence into the Outdoor Adventure Show's Scuba World and resurrected the popular Ice Floe Race

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	<p>2) Marianne Collins, long-time Volunteer and previous recipient of the Distinguished Service Award REASON FOR NOMINATION: The Etobicoke Underwater Club wishes to recognize Marianne Collins for her tireless contributions of time over and above the call of duty. Endless hours of meticulous investigation, and artistic skills, on behalf of the OUC and EUC. SPECIFIC ACHIEVEMENTS OR CONTRIBUTIONS:</p> <ul style="list-style-type: none"> • Restructured and simplified the OUC Liability Insurance Policy for Scuba Clubs • Designed OUC’s logo, many displays, billboards, and promotional literature. • Took over the role of Editor-in-Chief, Publisher, and Whip of OUC’s Official Newsletter “Ontario Diver” concurrently with coordinating OUC’s “Ontario Scuba Community Directory”.
<p>8. Announcements</p>	<p><u>OUC Announcements:</u> Raimund referred the Membership to the “Announcements” section of the 2011 AGM package, Raimund informed Membership of planned OUC 2012 events and request Delegates to identify which OUC-coordinated events they will plan on participating in and supporting:</p> <ul style="list-style-type: none"> - The OUC-coordinated Scuba Demo Tank and Information Booth at the Ultimate Travel Show, January 28th & 29th, 2012 at the Metro Toronto Convention Centre - The OUC-coordinated Scuba Demo Tank and Information Booth at the Outdoor Adventure Show, February 24th, 25th, and 26th, 2012 at the International Centre, Hall 5 - The OUC Ice Floe Race, Sunday, March 11th, 2012, in Peterborough <p>Raimund requested that Voting Delegates and Members identify by show of hand which of these event they were planning on participating in and supporting:</p> <ul style="list-style-type: none"> - Ultimate Travel Show: moderate expressions of participation and support - Outdoor Adventure Show: strong expressions of participation and support - Ice Floe Race: strong expressions of participation and support <p>If OUC does not receive what it deems to be sufficient commitments of participation and support by the November 14th 2011, AGM, the planned event/s in question will be cancelled and all parties will be notified. IMPORTANT: No response will be interpreted as a “No” response.</p> <p><u>Raimund to ask if any other announcements from the floor:</u></p> <ol style="list-style-type: none"> 1. OUE Scuba Swap – April 2012 2. EUC will be running a ‘Dive for a Cause event’ – date TBD 3. NDA – Dive for a cure – September 30th, 2012

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	4. UHMS Canadian Chapter annual Diving & Medicine Symposium – looking at Toronto for 2012 5. NDA Shipwrecks 2012 – March 31
9. Correspondence from the Membership	None
10. Old Business	None
11. New Business	Peter White announced that Tobermory will be building a Hyperbaric chamber and may request help financial and manpower to assist in their plans. More information will be circulated. Courtney Gibson, HHUC thanked the departing Board Members for the time and effort they committed to the Council and to promoting the sport of scuba.
12. Election	1. Raimund asked Brian Craig, OUC Office Administrator, if he agreed to be the Election Officer and Scrutineer. 2. Brian accepted 3. Raimund informed Membership that at the October 18th, 2011 Board Meeting, the OUC Board appointed Doug Rosser, of First Stage Enterprises Inc. as Trustee to dissolve OUC and dispose of the assets of the Corporation, in the event that Membership failed to elect a quorum (3 Directors) to the Board of Directors, or if the Board of Directors falls below quorum between the 2011 and 2012 AGMs. 4. Raimund also informed the Membership that due to the 4 vacating Directorships, and the insufficient number of nominations received to fill those vacancies, that Membership, instead of electing nominees to assigned roles, would instead be electing nominees to generic Director positions. Post-election, the existing and newly-elected Directors will decide amongst themselves which role/s they will each take on. Raimund informed Membership that this was entirely consistent with OUC's By-Laws. 5. Brian asked for a motion from the floor: "That if there is more than one candidate for any one position, that votes for the ensuing election be cast by secret ballot, and that those secret ballots be destroyed post AGM" 5.1. Moved by: Rick Le Blanc, SUCI 5.2. Seconded by: Dale Johnson, EUC 5.3. Vote: all in favour, none opposed 5.4. Outcome: Motion carried
12.1. Election of the Board of Directors	Brian informed Membership that David Taylor has one more year in his term, and that he will be continuing to serve as Director until the November 2012 AGM. Director 1 Brian informed Membership that we received a nomination from Scarborough Underwater Club Inc, nominating Rick Le Blanc to the position of OUC Director. Brian asked Rick if he wanted to say any words. Rick introduced himself to the Membership, and gave a bit of his diving background (he is a certified Dive Master) and some of his experience as the owner of a professional grounds-keeping / lawn-care business.

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	<p>Brian asked Membership if there were any other nominations from the Floor for Director 1. There were none. Brian pronounced Rick elected to the position of OUC Director (1) by acclamation.</p> <p>Director 2 Brian informed Membership that we received a nomination from Save Ontario Shipwrecks, nominating Chris Phinney to the position of OUC Director. As Chris was not in attendance, David Taylor spoke briefly about Chris, informing Membership of Chris' affiliation with SOS and his organization "LiquidArchaeology". Brian asked Membership if there were any other nominations from the Floor for Director 2. There were none. Brian pronounced Chris elected to the position of OUC Director (2) by acclamation.</p> <p>Director 3 No further nominations received before the AGM or no further nominations from the floor. The 2 remaining vacant Director positions will remain vacant until filled by appointment by the 2011-2012 Board, or until filled at the next AGM, or until filled at a Special General Meeting held just for that purpose. Membership is encouraged to nominate candidates to fill these vacant Director positions at any time throughout the year, as 3 Directors are the absolute minimum to meet quorum By-Law requirements.</p>
<p>12.2. Election of the Regional Coordinators (for 1-year terms)</p>	<p>Brian informed the Membership that he would proceed with the election of the OUC Regional Coordinators, Brian referred the Membership to the description of the OUC Regional Coordinator role starting on page 20 of the AGM package</p> <p>Ontario East 2 – (Brockville, Ottawa, Cornwall) Tom Miller, Ontario Diving School Commercial Member will not be standing for re-election. No nominations received prior to the AGM and there were no members for the region at the AGM - Brian pronounced the position will remain vacant until the Board appoints a candidate</p> <p>Ontario East 1 – (Kingston, Belleville, Peterborough) Helmut Bock, of Nautilus Scuba Club, will be standing for re-election. Brian informed the Membership he did not received any further nominations from Canadian Sport Divers / Nautilus Scuba Club Brian asked Ontario East 1 Membership Delegates if there were any final nominations. - No nominations for the floor - Brian pronounced Helmut elected to the position of by acclamation</p>

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	<p>Ontario Central-East (East of Yonge St. including Oshawa) Joe Sildiryan of Ajax Scuba Club will be standing for re-election Brian informed the Membership he did not received any further nominations Brian asked Ontario Central-East Membership Delegates if there were any final nominations.</p> <ul style="list-style-type: none"> - No nominations for the floor - Only 1 candidate, Brian pronounced Joe elected to the position of by acclamation <p>Ontario Central-West (GTA West of Yonge St. including Mississauga and north to Tobermory) Bryan Thomas will not be standing for re-election to the position Brian informed the Membership that he has received a nomination from EUC for Ken Boyce Brian asked delegates from that region if there were any final nominations from the floor.</p> <ul style="list-style-type: none"> - No nominations for the floor - Only 1 candidate, Brian pronounced Ken elected to the position of by acclamation <p>Ontario South (Hamilton, St. Catharines, Niagara Falls) Brian informed the Membership that the position is vacant Brian informed the Membership he did not received any nominations from Steel City Sport Divers or Aqua Knights of Hamilton. Brian asked Ontario South Membership Delegates if there were any final nominations.</p> <ul style="list-style-type: none"> - No nominations for the floor - Brian pronounced that the position will remain vacant until the Board appoints a candidate <p>Ontario West (Kitchener – Waterloo, London, Cambridge, Sarnia) John Charest will be standing for re-election Brian informed the Membership he did not received any further nominations Brian asked Ontario West Membership Delegates if there were any final nominations.</p> <ul style="list-style-type: none"> - No nominations for the floor - Only 1 candidate, Brian pronounced John elected to the position of by acclamation <p>Ontario North – (North Bay, Sudbury) Brian informed the Membership that the position is vacant Brian informed the Membership that he has received a nomination from Sudbury Dolphin Aquatic Club for Randy Cook No Ontario North Membership Delegates were in attendance.</p> <ul style="list-style-type: none"> - Only 1 candidate, Brian pronounced Randy elected to the position of by acclamation

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	<p>Ontario North-West (Sault Ste. Marie, Thunder Bay, Kenora) Troy Hebert will not be standing for re-election. No nominations received prior to the AGM and there were no members for the region at the AGM - Brian pronounced the position will remain vacant until the Board appoints a candidate</p>
12.3. Closure of Elections	Brian informed Membership that the OUC 2011 Elections were now closed
13. Adjournment & date of next AGM	<p>Raimund asked the floor for a motion to adjourn OUC's 2011 Annual General Meeting Moved by: Paul Wood, ASC Seconded by: Courtney Gibson, HHUC All in favour Motion Carried, Meeting adjourned at 2:10pm</p> <p><i><u>OUC's next regular AGM is planned to be held on Sunday November 18th, 2012 at 12:00 noon</u></i></p>