

**ONTARIO UNDERWATER COUNCIL  
2013 SPECIAL MEETING Minutes  
SUNDAY FEBRUARY 10<sup>TH</sup>, 2013  
12:00 noon – 3:00 p.m.**



	<b>In Attendance:</b>	<b>Affiliated with / Representing:</b>	<b>Delegate Votes</b>
<b>OUC Board:</b>	President – Rick Le Blanc	Scarborough Underwater Club Inc	
	Director, Safety – Mar Smith	South Western Ontario Divers Association	
	Director, Finance – David Taylor	Save Ontario Shipwrecks	
<b>OUC Office:</b>	Office Administrator, Brian Craig (scribe)	Ontario Underwater Council	
<b>OUC Club Delegates and Observers:</b>	Laura Merzetti (Delegate), Rob Cook	Ajax Scuba Club	70
	Not Represented	Aquaknights of Hamilton	10
	Not Represented	Barrascuba Underwater Club	12
	Rob Curtis (Delegate)	Canadian Sub Aqua Scuba Club	16
	Not Represented	Sudbury Dolphin Aquatic Club	51
	Not Represented	Deep River Underwater Club	18
	Bruce Beattie (Delegate) Marianne Collins, Don Macintyre, Elois Davis, Kenneth Boyce	Etobicoke Underwater Club	96
	Not Represented	Great Lake Technical Divers	19
	Tammy Grenier (Delegate)	Hart House Underwater Club	59
	Not Represented	London Skin and Scuba Club	81
	Not Represented	Mississauga Scuba Club	32
	Not Represented	Nautilus Scuba Club	17
	Brant Telfer (Delegate)	Ontario Underwater Explorers Scuba Club	97
	Not Represented	Sarnia Underwater Club	14
	David Taylor (Delegate) , Dave Noble	Save Ontario Shipwrecks	71
	Rick Le Blanc (Delegate)	Scarborough Underwater Club Inc.	60
	Mar Smith (Delegate)	South Western Ontario Divers Association	11
	Not Represented	Steel City Sport Divers Inc	59
	Not Represented	The Great Lakes Scuba Club	13
	Not Represented	Toronto Rainbow Reef Rangers	23
	Not Represented	York Sub Aqua Club	15
			794
<b>Individual Gold / Lifetime</b>	Marianne Collins, Dave Noble, Don MacIntyre, Fred Harley		<b>4</b>
<b>Commercial</b>	Not Represented		0

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AGENDA ITEM	ACTION
1. Call to Order	Rick called the SPECIAL MEETING to order at 12:30 PM
2. President's Welcoming Remarks	Rick welcomed everyone to the SPECIAL MEETING and thanked everyone for attending.
3. Explain Reason for SPECIAL MEETING VS AGM	<p><b>Special meetings</b>, sometimes referred to as called meetings, are held when your group needs to take up business that requires urgent attention and can't wait until the next regular meeting. The notice for a special meeting must set forth every issue the meeting will address. Absolutely nothing can be done in a special meeting if it was not specifically included in the notice of the meeting. This rule protects the rights of absentees and can't be suspended. ~Roberts Rules of Order</p>
4. Review and Approval of minutes of 2012 ANNUAL GENERAL MEETING	<p>Rick referred the membership to the minutes of the 2012 AGM and asked them if there are any additions, deletions or corrections to the minutes as published. Rick asked for a motion from the floor to approve the minutes of the 2012 Annual General Meeting as reviewed/amended. <b>Moved by:</b> Bruce Beattie, EUC <b>Seconded by:</b> Rob Curtis, CANSAC <b>Outcome:</b> Approved</p>
5. Presentation and approval of the Financial Report of January 1 <sup>st</sup> , 2012 to December, 2012 Financial Year.	<p>OUC Finance Director David Taylor referred the membership to review the January 1<sup>st</sup>, 2012 to December 31<sup>st</sup>, 2012 Financial Report. -Net revenue of \$6,600 last year -large accounts receivable, due to air test program, may look at taking them to court -Visa &amp; MasterCard rates, were reduced in 2012 -Bank charges down from \$60 to \$30 now -OUC got rid of some storage space in the basement at the end of 2012, won't be an expense going forward</p> <p>David asked for a motion from the floor to approve the Financial Report. <b>Moved by:</b> David Noble, Gold Member <b>Seconded by:</b> Bruce Beattie, EUC <b>Outcome:</b> Carried</p>

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<b>6. Presentation of the 2013 Budget</b>	<p>OUC Finance Director David Taylor referred the membership to review the 2013 Budget and ask for questions. No membership vote is needed, only discussion and passing on information.</p> <p style="text-align: center;"><b>OUC 2013 Budget revised 2013 02 05</b></p> <p style="text-align: center;"><b>Revenue</b></p> <p><b>Category</b></p> <table style="width: 100%; border-collapse: collapse;"> <tr><td>Insurance</td><td style="text-align: right;">\$16,700.00</td></tr> <tr><td>Membership</td><td style="text-align: right;">\$20,700.00</td></tr> <tr><td>Ice Floe Race</td><td style="text-align: right;">\$4,920.00</td></tr> <tr><td>Log Book</td><td style="text-align: right;">\$500.00</td></tr> <tr><td>Air test (selling equipment)</td><td style="text-align: right;">\$6,000.00</td></tr> <tr><td style="text-align: right;">Sub - Total</td><td style="text-align: right; border-top: 1px solid black;">\$48,820.00</td></tr> </table> <p style="text-align: center;"><b>Expenses</b></p> <p><b>Category</b></p> <table style="width: 100%; border-collapse: collapse;"> <tr><td>Insurance</td><td style="text-align: right;">\$11,124.00</td></tr> <tr><td>Ereg</td><td style="text-align: right;">\$200.00</td></tr> <tr><td>Ice Floe Race</td><td style="text-align: right;">\$3800.00</td></tr> <tr><td>Log Book</td><td style="text-align: right;">\$400.00</td></tr> <tr><td>Diver Magazine</td><td style="text-align: right;">\$600.00</td></tr> <tr><td>Special Meeting food and room</td><td style="text-align: right;">\$420.00</td></tr> <tr><td>Office &amp; Teleconference</td><td style="text-align: right;">\$5,000.00</td></tr> <tr><td>Banner</td><td style="text-align: right;">\$850.00</td></tr> <tr><td>Service Charges - Visa, M/C, LOC</td><td style="text-align: right;">\$1,900.00</td></tr> <tr><td>Rent</td><td style="text-align: right;">\$9,700.00</td></tr> <tr><td>Management</td><td style="text-align: right;">\$6,000.00</td></tr> <tr><td style="text-align: right;">Sub - Total</td><td style="text-align: right; border-top: 1px solid black;">\$39,994.00</td></tr> <tr><td style="text-align: right;">Net surplus / loss</td><td style="text-align: right; border-top: 1px solid black; border-bottom: 3px double black;">\$8,826.00</td></tr> </table>	Insurance	\$16,700.00	Membership	\$20,700.00	Ice Floe Race	\$4,920.00	Log Book	\$500.00	Air test (selling equipment)	\$6,000.00	Sub - Total	\$48,820.00	Insurance	\$11,124.00	Ereg	\$200.00	Ice Floe Race	\$3800.00	Log Book	\$400.00	Diver Magazine	\$600.00	Special Meeting food and room	\$420.00	Office & Teleconference	\$5,000.00	Banner	\$850.00	Service Charges - Visa, M/C, LOC	\$1,900.00	Rent	\$9,700.00	Management	\$6,000.00	Sub - Total	\$39,994.00	Net surplus / loss	\$8,826.00
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AGENDA ITEM	ACTION
<p>7. Date change of the AGM</p>	<p>Presented by President Rick le Blanc.</p> <p><b>Motion to:</b> change the Annual General Meeting to February in order to facilitate the timely reporting of the previous fiscal year's finances. Rick asked the membership if any questions, none Rick asked for a motion from the floor to change the Annual General Meeting to February in order to facilitate the timely reporting of the previous fiscal year's finance.</p> <p><b>Moved by:</b> Laura Merzetti, ASC <b>Seconded by:</b> Brant Telfer, OUE <b>Outcome:</b> Carried</p>
<p>8. Amend OUC By-Laws</p>	<p>Presented by President Rick le Blanc.</p> <p><b>Proposed By-Law amendments</b> The following By-Law amendments are proposed by the Board of Directors for approval by a two-thirds vote of all members represented at a general meeting of the OUC membership.</p> <p><b>PROPOSED change to BY-LAW 6, page 4 – QUORUM AND MEETINGS - DIRECTORS</b> “A majority of Directors shall form a quorum for the transaction of business. Except as required by Law, the Board of Directors may hold its meetings at such place or places as it may from time to time determine. No formal notice of any such meeting shall be necessary if all Directors are present or if those absent have signified their consent to the meeting being held in their absence. Directors meetings may be formally called by the President or upon written request of any two Directors.”</p> <p><b>Motion #1</b> to add the italicized text: <i>...Meetings of the Board may be conducted via electronic means including but not limited to teleconference.</i> No formal notice of any such meeting shall be necessary if all Directors are present in person <i>or electronically</i>, or if those absent have signified their consent to the meeting being held in their absence...</p> <p><b>Moved by:</b> Marianne Collins, Gold Member <b>Seconded by:</b> Laura Merzetti, ASC</p>

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	<p><b>Discussion:</b> To facilitate the notification process for Board meetings by electronic means and holding of the meetings by teleconference, due to the geographic distances of meeting participants. Reports and voting will still be a 2-way process whereby participants are able to hear all sides and outcomes of the discussion.</p> <p><b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 9 page 5 – POWERS</b> Without in any way derogating from the foregoing, the Executive Committee is expressly empowered from time to time, to purchase, lease....</p> <p><b>Motion #2</b> to change <i>Executive Committee to Board of Directors.</i></p> <p><b>Moved by:</b> Dave Noble, Gold Member <b>Seconded by:</b> Marianne Collins, Gold Member <b>Discussion:</b> Executive Committee is not defined in the current By-Laws. <b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 12 page 5 – DUTIES OF THE BOARD OF DIRECTORS</b> “The duties of the Director – Finance; Director – Membership; Director – Sport Safety; and Director – Information Services, will be those assigned by the Board of Directors as from time to time deemed necessary, relating to the appropriate areas of responsibility.”</p> <p><b>Motion #3</b> to change <i>Director – Information Services to Director – Communications</i></p> <p><b>Moved by:</b> Brant Telfer, OUE <b>Seconded by:</b> Bruce Beattie, EUC <b>Discussion:</b> <i>Director – Communications</i> is the current elected Board position <b>Outcome:</b> Carried</p>

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	<p><b>PROPOSED change to BY-LAW 18 page 6 – MEMBERSHIP</b></p> <p><b>Current By-Laws:</b></p> <p><b>18. MEMBERSHIP</b></p> <p>18.1 There shall be five categories of membership in the Corporation as follows:</p> <ol style="list-style-type: none"> <li>1. Blue Membership (Individual and Household)</li> <li>2. Gold Membership</li> <li>3. Club Membership</li> <li>4. Honorary Membership</li> <li>5. Commercial Membership</li> </ol> <p>Membership shall be on application in a form as determined by the Board of Directors and as admitted by the Board of Directors.</p> <p>A Blue Household Member shall be defined as all applicants normally receiving mail at the same address.</p> <p>18.2 DESCRIPTION AND PRIVILEGES OF MEMBERSHIP</p> <p>i) BLUE MEMBERS</p> <p>Blue members will receive a variety of benefits (to be detailed by the Board of Directors) but Blue membership shall not have voting privileges.</p> <p>ii) GOLD MEMBERS</p> <p>Gold membership shall provide a more enhanced membership package including a wider array of benefits (to be detailed by the Board of Directors) than does Blue Membership and Gold members will receive one (1) vote per member and will receive full voting rights and privileges as outlined in Section 23.1.</p> <p>iii) CLUB MEMBERSHIP</p> <p>Minimum of six (6) Blue or Gold members must be registered to qualify as a member club. Club benefits will be detailed by the Board of Directors. Voting structure for Clubs is detailed in Section 23.2.</p>

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	<p style="text-align: center;">iv) HONORARY MEMBERSHIP</p> <p style="text-align: center;">a) An Honorary Member shall be one who has been nominated by any Member of the Corporation and has been approved by the Board of Directors.</p> <p style="text-align: center;">b) An Honorary Member shall not be entitled to vote at the annual and other meetings as defined under Section 23.</p> <p style="text-align: center;">v) COMMERCIAL MEMBERS</p> <p>Commercial members will be provided a wide variety of benefits (to be decided by the Board of Directors). Each commercial member receives one (1) vote and full voting rights and privileges.</p> <p><b>18.3 RESIGNATION</b> Members may resign by resignation in writing which shall be effective upon acceptance thereof by the Board of Directors.</p> <p>In case of resignation, a member shall remain liable for payment of any assessment or other sum levied or which became payable by him to the Corporation prior to acceptance of his resignation.</p> <p><b>18.4 TERMINATION OF MEMBERSHIP</b> Termination of membership in the Council may be voluntary withdrawal, by disbandment, or by any action which in the opinion of a two-thirds majority of the Board of Directors is contrary to the aims and purposes of the Council.</p> <p><b>END current By-Laws</b></p> <p><b>Motion #4</b> to make the changes <i>highlighted in italicized text:</i></p> <p><b>18. MEMBERSHIP</b></p> <p>18.1 There shall be five categories of membership in the Corporation as follows:</p> <p style="padding-left: 40px;">1. Blue Membership (<i>Independent and Club</i>)</p>

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	<p style="margin-left: 40px;">2. Gold Membership (<i>Independent and Club</i>) 3. Club Membership (<i>Club as an entity</i>) 4. Honorary Membership 5. Commercial Membership</p> <p>Membership shall be on application in a form as determined by the Board of Directors and as admitted by the Board of Directors.</p> <p><b>18.2 DESCRIPTION AND PRIVILEGES OF MEMBERSHIP</b></p> <p>i) BLUE MEMBERS</p> <p style="margin-left: 40px;">Blue members will receive a variety of benefits (to be detailed by the Board of Directors). Blue (<i>Independent</i>) membership shall not have voting privileges. Blue (<i>Club</i>) membership shall not have direct voting privileges. Blue (<i>Club</i>) membership shall be represented as outlined in Section 23.2 i).</p> <p style="margin-left: 40px;">A Blue Independent member may become a Blue club member upon application to a club and acceptance of said application by the club. Upon acceptance by the club, the Blue member shall be considered to be registered to that club. The club shall notify the Corporation of acceptance in a timely manner.</p> <p>ii) GOLD MEMBERS</p> <p style="margin-left: 40px;">Gold membership shall provide a more enhanced membership package including a wider array of benefits (to be detailed by the Board of Directors) than does Blue Membership and Gold members will receive one (1) vote per member and will receive full voting rights and privileges as outlined in Section 23.1.</p> <p style="margin-left: 40px;">A Gold Independent member may become a club member upon application to a club and acceptance of said application by the club. Upon acceptance by the club, the Gold member shall be considered to be registered to that club. The club shall notify the Corporation of acceptance in a timely manner.</p> <p>iii) CLUB MEMBERSHIP</p> <p style="margin-left: 40px;">Minimum of six (6) Blue or Gold members must be registered to a club to qualify as a member</p>



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	<p>club. Club benefits will be detailed by the Board of Directors. Voting structure for Clubs is detailed in Section 23.2.</p> <p>iv) HONORARY MEMBERSHIP</p> <p>a) An Honorary Member shall be one who has been nominated by any Member of the Corporation and has been approved by the Board of Directors.</p> <p>b) An Honorary Member shall not be entitled to vote at the annual and other meetings as defined under Section 23.</p> <p>v) COMMERCIAL MEMBERS</p> <p>Commercial members will be provided a wide variety of benefits (to be decided by the Board of Directors). Each commercial member receives one (1) vote and full voting rights and privileges.</p> <p>18.3 RESIGNATION</p> <p>Members may resign by resignation in writing which shall be effective upon acceptance thereof by the Board of Directors.</p> <p>In case of resignation, a member shall remain liable for payment of any assessment or other sum levied or which became payable by him to the Corporation prior to acceptance of his resignation.</p> <p>18.4 TERMINATION OF MEMBERSHIP</p> <p>Termination of membership in the Council may be voluntary withdrawal, by disbandment, or by any action which in the opinion of a two-thirds majority of the Board of Directors is contrary to the aims and purposes of the Council.</p> <p><b>Moved by:</b> Brant Telfer, OUC <b>Seconded by:</b> Fred Harley, Gold Member</p> <p><b>Discussion:</b> Clarifies the descriptions of the membership categories to better differentiate Blue and Gold Independent members from club members and to provide procedures for transferring memberships between clubs.</p> <p><b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 19 page 8 – DUES</b></p>

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	<p><b>Current By-Laws:</b></p> <p><b>19. DUES</b> Fees payable by members shall be from time to time fixed by a two thirds majority of the votes registered at any Annual or other meeting called as provided in Section 20, and only on notice that such meeting is being called, in part, for that purpose.</p> <p>19.1 BLUE AND GOLD MEMBERS Each blue and gold member shall be required to pay dues on the annual anniversary of joining the Corporation.</p> <p>19.2 HONORARY MEMBERSHIP Honorary Members shall not be required to pay any membership fees or dues.</p> <p>19.3 COMMERCIAL MEMBERS Commercial Members shall be required to pay dues on the annual anniversary of joining the Corporation.</p> <p>19.4 CLUB MEMBERSHIP Clubs shall be required to pay their dues annual at beginning of each calendar year.</p> <p><b>END current By-Laws</b></p> <p><b>Motion #5</b> to make the changes <i>highlighted in italicized text:</i></p> <p><b>19. DUES</b> Fees payable by members shall be from time to time fixed by a two thirds majority of the votes registered at any Annual or other meeting called as provided in Section 20, and only on notice that such meeting is being called, in part, for that purpose.</p> <p>19.1 BLUE AND GOLD MEMBERS</p> <p>i. Each Blue (<i>independent</i>) and Gold (<i>independent</i>) member shall be required to pay dues on the</p>

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	<p>annual anniversary of joining the Corporation.</p> <p>ii. <i>Each Blue (club) and Gold (club) member shall be required to pay annual dues at the beginning of each calendar year, or upon the initial joining of the Corporation. Dues are for the period ending December 31. Dues are not pro-rated for periods of less than one year.</i></p> <p>iii. <i>Each Blue (club) and Gold (club) member shall be registered to the club that submits dues and fees, known as the “primary club”, on behalf of the member to the Corporation.</i></p> <p>iv. <i>Each Blue (club) and Gold (club) member shall be registered to OUC through only one club, but may be a member of more than one club. In such a case, the member may change their primary club. The member must give notice(s) to all clubs involved and OUC.</i></p> <p><b>19.2 HONORARY MEMBERS</b> Honorary Members shall not be required to pay any membership fees or dues.</p> <p><b>19.3 COMMERCIAL MEMBERS</b> Commercial Members shall be required to pay dues on the annual anniversary of joining the Corporation.</p> <p><b>19.4 MEMBER CLUBS</b> Clubs shall be required to pay dues annually at beginning of each calendar year.</p> <p><b>Moved by:</b> Brant Telfer, OUE <b>Seconded by:</b> Dave Noble, Gold Member <b>Discussion:</b> Clarifies the fee schedules payable by the membership categories to better differentiate Blue and Gold Independent members from club members and to provide guidelines for registration with more than one club at a time. <b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 20 page 8 – ANNUAL AND OTHER MEETINGS OF THE MEMBERS</b> <b>Paragraph 3:</b></p>

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	<p>“No public notice or advertisement of members meetings, annual or general, shall be required, but notice of the time and place of every such meeting shall be given to each member by sending the notice by prepaid mail, fax, or email, ten days before the time fixed for the holding of such meeting provided that a majority of members of the Corporation as defined under Section 27 are present thereat or represented by proxy duly appointed, and at such meeting any business may be transacted which the Corporation at annual or general meetings may transact.”</p> <p><b>Motion #6</b> to replace entire paragraph with:  <i>Notice of the time and place of member’ meetings, annual or general, shall be given to each member by sending the notice by prepaid mail, fax, or email, ten days before the time fixed for the holding of such meeting. At such meeting any business may be transacted. A majority of members of the Corporation present or represented by proxy duly appointed (individual proxy or club delegates), shall form a quorum for the transaction of business.</i></p> <p><b>Moved by:</b> Dave Noble, Gold Member  <b>Seconded by:</b> Bruce Beattie, EUC</p> <p><b>Discussion:</b> To clarify the process of notification and quorum required for meetings of the members.  <b>Amendment:</b> to include “10” and add “Calendar”  <i>Notice of the time and place of member’ meetings, annual or general, shall be given to each member by sending the notice by prepaid mail, fax, or email, ten (10) calendar days before the time fixed for the holding of such meeting. At such meeting any business may be transacted. A majority of members of the Corporation present or represented by proxy duly appointed (individual proxy or club delegates), shall form a quorum for the transaction of business.</i></p> <p><b>Moved by:</b> Bruce Beattie, EUC  <b>Seconded by:</b> Fred Harley, Gold Member</p> <p><b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 23.1 page 9 – DELEGATES AND VOTING MEMBERS</b></p>

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	<p>GOLD MEMBERS Gold members shall have two options in exercising their voting privileges.</p> <p><b>Motion #7</b> to change to the italicized text: Gold members shall have <i>three</i> options in exercising their voting privileges.</p> <p><b>Moved by:</b> Dave Noble, Gold Member <b>Seconded by:</b> Laura Merzetti, ASC</p> <p><b>Discussion:</b> <b>Amendment:</b> leave two options but remove iii) and move wording up to paragraph <b>New bylaw to read:</b> 23.1 GOLD MEMBERS Gold members shall have two options in exercising their voting privileges. A Gold Member must choose one of the two options – they may not exercise their voting privileges twice.</p> <p style="padding-left: 40px;">i) The Gold member may exercise their vote personally or may proxy their single vote as per section 24, or</p> <p style="padding-left: 40px;">ii) May proxy their vote to the club to which they are a registered member.</p> <p><b>Moved by:</b> Brant Telfer, OUE <b>Seconded by:</b> Dave Noble, Gold Member</p> <p><b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 23.2 i) page 9 – MEMBER CLUBS</b> i) One vote per Blue member registered to that club; and</p>

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	<p><b>Motion #8</b> to add italicized text:            i) One vote per Blue member registered to that club (<i>as per Section 19.1, in the case of a member belonging to more than 1 club, only the club designated as primary for that member has the vote</i>); and</p> <p><b>Moved by:</b> Bruce Beattie, EUC  <b>Seconded by:</b> Laura Merzetti, ASC</p> <p><b>Discussion:</b> To comply with new membership descriptions.            Discussion had regarding whether Guest divers are Blue club members or Blue individuals members, concluded guest divers are considered Blue individual -will rewrite Guest diver description</p> <p><b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 23.2 page 9 – MEMBER CLUBS</b>            Each voting Delegate shall present to the Executive of the Council prior to the meeting, credentials to state that he/she is the authorized Delegate of a member in good standing with the Council. The Delegate must also provide to the Executive of the Council documentation which substantiates the number of votes that they are authorized to cast based on the formula outline above.</p> <p><b>Motion #9</b> to change <i>Executive of the Council to Board of Directors</i> in each of 2 sentences.</p> <p><b>Moved by:</b> Bruce Beattie, EUC  <b>Seconded by:</b> Mar Smith, SWODA</p> <p><b>Discussion:</b> Executive of the Council is not defined in the By-Laws.</p> <p><b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 24 page 10 – PROXIES</b>            “Proxy forms which are exercised for the business meeting must be signed by Two (2) Club</p>

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12:00 noon – 3:00 p.m.**



AGENDA ITEM	ACTION
	<p>Executive Members of the Gold Individual Member of the Commercial Member and be in the hands of the Ontario Underwater Council prior to the start of the business meeting....”</p> <p><b>Motion #10</b> to change to the bolded italicized text: Proxy forms which are exercised for the business meeting must be signed by Two (2) Club Executive Members <b>or</b> the Gold Individual Member <b>or</b> the Commercial Member</p> <p><b>Moved by:</b> David Noble, Gold Member <b>Seconded by:</b> Bruce Beattie <b>Discussion:</b> Correction of typos <b>Outcome:</b> Carried</p> <p><b>PROPOSED change to BY-LAW 26 page 10 – FINANCIAL YEAR</b> “Unless otherwise ordered by the Board of Directors, the fiscal year of the Corporation shall terminate on the 30<sup>th</sup> of June in each year. A financial statement review of the auditors shall be presented at the Annual Meeting.”</p> <p><b>Moved by:</b> Marianne Collins, Gold Member <b>Seconded by:</b> David Noble, Gold Member <b>Motion #11</b> to change to the bolded italicized text: Unless otherwise ordered by the Board of Directors, the fiscal year of the Corporation shall terminate on the <b>31<sup>th</sup> of December</b> in each year.</p> <p><b>Discussion:</b> To reflect the new Financial year end. <b>Amendment:</b> change to 31<sup>st</sup>, not 31th</p> <p><b>Moved by:</b> Marianne Collins, Gold Member <b>Seconded by:</b> Laura Merzetti <b>Outcome:</b> Carried</p>
9. New Business	<p>Presented by President Rick Le Blanc.</p> <p>a) Presentation of new 7’ x 9’ OUC banner to be used at trade shows and other OUC attended events. b) Preview of the new website which will be launched in the coming New Year, 2013.</p>

**ONTARIO UNDERWATER COUNCIL  
2013 SPECIAL MEETING Minutes  
SUNDAY FEBRUARY 10<sup>TH</sup>, 2013  
12:00 noon – 3:00 p.m.**



AGENDA ITEM	ACTION
<p><b>10. Election</b></p>	<p>No elections at this meeting. Next elections will be at the next AGM in 2014. Board to ask if the Membership is OK with the next elections to be in 2014.... In other words no elections in 2013. This a one time request to bridge the change in General Meeting date. If not we require a General Meeting November. This pattern would repeat itself each year if the request is not approved. Under this request, the President, Directors of Membership and Communication and the Regional Coordinators term would be extended for three (3) months in this current 2013 term to February 2014. The Directors of Safety and Finance would also be extended by 3 months to February 2015 instead of November 2014.</p> <p><u>Approved by membership</u></p>
<p><b>11. Adjournment &amp; date of next SPECIAL MEETING</b></p>	<p>Rick asked the floor for a motion to adjourn OUC's 2013 SPECIAL MEETING <b>Moved by:</b> Marianne Collins, Gold Member <b>Seconded by:</b> Laura Merzetti, ASC <b>Outcome:</b> carried</p> <p><u><i>OUC's next regular AGM will be held on Sunday February, 09, 2014 at 11:00 AM</i></u></p>