



**Minutes of the
MCABC 76th Annual General Meeting
Thursday, June 18, 2020, 8 am, via Zoom**

1. Call to Order

President/Chair Dale Miller called the meeting to order at approximately 8:13 am.

2. Welcome, Overview & Process

CEO Kim Barbero welcomed members to MCABC's first online AGM and reviewed the process for how the virtual AGM would proceed. All voting members were asked to stay until after the speaker's presentation to ensure a quorum was maintained for the final vote of the new Board of Directors. Kim concluded by thanking BCCA Benefits for being a contributing sponsor of the 76th annual AGM.

3. Confirmation of Quorum

Kim Barbero reported that of the 52 members present, 16 were voting, and confirmed a quorum.

4. Adoption of Rules of Order

BE IT RESOLVED that the Rules of Order circulated for this meeting be adopted.
Moved by John Weisgerber/seconded by Mike Vesterback/Carried.

5. Approval of Agenda

BE IT RESOLVED that the agenda for the 2020 AGM be approved as circulated.
Moved by Trevor Hildebrand/seconded by John Weisgerber/Carried.

6. Approval of Minutes from 2019 AGM

BE IT RESOLVED that the minutes from the 2019 AGM be approved as circulated.
Moved by Wayne Davidson/seconded by Steve Robinson/Carried

7. Reports

Written reports from the CEO, President and Secretary-Treasurer, were distributed with the AGM agenda package.

President

Dale Miller noted key highlights from the past year, including the arrival of new CEO, Kim Barbero, the selling of MCABC's real estate assets on Henning drive, and his optimism for Phase 2 of the COVID-19 re-start which he hoped would permit member networking. Dale concluded by thanking everyone for attending the 76th AGM and the MCABC staff for their assistance during his last term as President.

CEO

Kim Barbero spoke to the key activities referenced in her report, emphasizing the focus on ensuring the Association had a strengthened operational foundation that can enable stability and progression. Kim noted that the challenges of the first year were balanced with the support and positivity of members and the Board of Directors; she also acknowledged and thanked Association staff, contractors and partners for their ongoing commitment.

MCA Canada CEO

Newly appointed CEO Tania Johnston shared her professional background which includes more than 20 years leading Education for MCA Canada. Her role included initiation of the student chapter and Women in Construction program. Tania thanked everyone for their support and said she was looking forward to the coming year in her new position as the national CEO.

MCA Canada President/Chair

Dave Holek reported on MCA Canada's activities over the past year, including the promotion of Tania Johnston to CEO. Dave noted that there are more than 1,000 members nationally and that he hopes to see that continue to increase. Dave concluded by thanking MCABC for inviting him to their AGM and said he looks forward to working closely with the provincial and zone MCA partners across Canada as a plan is developed.

BE IT RESOLVED that the four reports (President, CEO, MCA Canada CEO and MCA Canada President/Chair) be received.

Moved by Chris Lamb/seconded by Paul Demeule/Carried.

8. Financial Statement 2019

Secretary-Treasurer's Report

Further to his written report, Wayne Davidson reported on MCABC's financial position for the fiscal period ending December 31, 2019, noting expenses were down, as was revenue. Wayne noted that dues and education were the two key sources of revenue and that the Association was being fiscally prudent and operationally astute, moving the office to shared office space and eliminating the server while transitioning all IT system needs to the Cloud.

Auditor's report

Andy Young presented the Audited Financial Report distributed with the agenda package, adding that Hedden Chong LLP has audited the Association's financial statements for the past 10 years.

BE IT RESOLVED that

- i. The Secretary-Treasurer's Report be received.

Moved by Piero Iamartino/seconded by Paul Demeule/Carried

- ii. The Audited financial statement for 2019 be received.

Moved by Henry DeJong/seconded by John Weisgerber/Carried

9. Appointment of Auditor for 2020-21

BE IT RESOLVED that:

- i. The Association's financial statements for 2020 be audited.

Moved by Wayne Davidson/seconded by Mike Vesterback/Carried

- ii. The Board of Directors be empowered to retain a Chartered Professional Accountant to undertake

the 2020 Audit.

Moved by Trevor Hildebrand/seconded by Steve Robinson/Carried

10. Proposal to replace existing Bylaws Special Resolution:

Further to the documents circulated, Kim Barbero reviewed the reasons for the substantive revisions to the Association's bylaws. Anders Ourum, MCABC's Bylaws lawyer, reported that he has worked with MCABC on its Bylaws since 2004. He confirmed that a two-third approval was required to make the proposed changes that simplify and streamline the document.

BE IT RESOLVED that: the proposed bylaws, as circulated May 15 and 17, 2020, be approved to replace the existing Association Bylaws.

Moved by Trevor Hildebrand/seconded by Henry DeJong/Carried.

Kim stated that Anders would proceed with registration of the updated Bylaws while feature speaker, Shawn Kanungo (with the assistance of Dean Loewen), delivered his presentation.

From 9:05 am – 9:53 am: Presentation, after which time the MCABC AGM was reconvened.

11. Nomination and election of directors as required by new bylaws

A. BE IT RESOLVED that the following eight Contractor and Affiliate nominees be approved:

Two-Year Terms

- i. Trevor Hildebrand - Phase Mechanical Systems
- ii. Piero lamartino - Tino Mechanical
- iii. Robert Marchiori - Ram Mechanical
- iv. Steve Robinson - Pitt Meadows Plumbing
- v. Kyle Wisniewski - Black & McDonald

One-Year Terms

- vi. Henry DeJong - ESC Automation
- vii. Paul Demeule - Trotter & Morton
- viii. John Weisgerber - Johnson Controls

Moved by Paul Demeule/seconded by Trevor Hildebrand/Carried.

It was noted that the following individuals are appointed to the MCABC Board:

- i. Wayne Davidson (Past President) - Davidson Bros. Mechanical Contractors
- ii. Mike Vesterback (MIRA Appointee) - National Hydronics Group

B. Two Associate members were nominated: Jeff Newmarch, Hy-Line Sales and Miles Murray, Murray Mechanical. **BE IT RESOLVED that the nominee with the greatest number of votes be elected for a one-year term.**

Moved by Henry DeJong/seconded by Kyle Wisniewski/Carried.

Each delivered a brief commentary and an electronic vote was conducted. Following a count by a third-party contractor, Kim announced that Miles Murray was elected for the 11th position on the MCABC Board of Directors.

12. New Business

The Chair invited new business, of which there was none.

13. Adjournment

The MCABC AGM was adjourned at approximately 10:13 am.