

MINUTES (DRAFT)
2022 MEA ANNUAL GENERAL MEETING
Thursday, Nov. 17, 2022, 11:00 a.m.
Mountbatten Room, Chelsea Hotel Toronto

There was an adequate number of members present and the Annual General Meeting (AGM) was called to order at approximately 11:05 a.m. on November 17th, 2022, by MEA President, Jason Cole. The AGM was held in the Mountbatten Room of the Chelsea Hotel Toronto. Attendance was estimated to be in the range of 80 members.

- 1. President's Message:** Jason Cole provided an overview of his President's Message included in the 2022 Annual Report package.
 - Jason thanked the Toronto Organizing Committee for all their efforts in planning and delivering the 2022 Conference & AGM event and noted this was a MEA record for attendance.
 - MEA membership has grown considerably since the 2021 AGM; the MEA hit the 1,000-member threshold earlier this year and expects to reach 1,100 soon.
 - This year saw the MEA take a large, outward facing step by issuing a letter to remind municipal leaders of the role engineers play in the development and operation of their communities. The engineering planning, design, construction, and processes that MEA members carry out daily creates the foundation of a safe, functioning society
 - Jason thanked the MEA volunteers who support over 40 committees and groups.
 - The Municipal Class Environmental Assessment (MCEA) and the Ontario Provincial Standards (OPS) remain as the MEA's key priorities. The overshadowing needs this past year has been the continued push toward adoption of the MCEA amendment – now three years after its formal initiation with the province. Finalizing the amendment with changes that will best position municipalities to complete critical infrastructure projects moving forward has been the unyielding task of our MCEA Coordinator, Paul Knowles, and the team of volunteers supporting the review. We are focused on encouraging the Ministry of Environment, Conservation and Parks to reconcile their outstanding issues and move forward to complete the amendment in a form that the MEA can support.
 - The MEA's online employment advertisement platform service continues to grow, and it has become widely accepted as the platform of choice by employers wishing to recruit municipal engineers. The revenue from this business enterprise helps sustain the MEA overall business operations.
 - Jason thanked the outgoing MEA Board of Directors, and MEA staff Dan Cozzi and Amin Mneina.
- 2. Notice of Meeting:** The MEA's Executive Director, Dan Cozzi, referred members to the Notice of Meeting (Information Circular, Proxies and Board Member Candidate Biographies) attached to the 2022 AGM Report Package. He indicated that due notice was provided to members as required in the MEA Constitution. Notice was in the form of an e-blast, website, and social media news posts. He also noted that 1 Proxy was submitted to him in accordance with the Notice and that he was instructed by the Proxy to vote in favour of every motion at today's AGM.

3. Reading and/or Consideration of Previous AGM Minutes (2021 AGM via ZOOM, November 25, 2021):

- There were no questions raised regarding the 2021 AGM Draft Minutes

Motion 2022-01:

THAT the minutes of the 2021 Annual General Meeting of the Municipal Engineers Association held November 25th, 2021, be approved.

Moved by: Alan Korell

Seconded by: Lee Robinson

CARRIED

4. Business arising out of the minutes

- None

5. Amendments to the Constitution and Letters Patent

- None

6. Reading and/or considering correspondence:

- None

7. Reading and/or considering of Administrative Reports:

7.1. Board of Directors Report

Jason Cole , MEA President, provided an overview of the MEA Board of Directors Report that was attached to the AGM Report package.

Motion 2022-02:

That the MEA 2022 Board of Directors Report be accepted.

Moved by: Roslyn Lusk

Seconded by: Steve Lund

CARRIED

7.2. Nominating Committee Report

Salim Alibhai, MEA Past-President, outlined the Nominating Committee Report and the list of candidates for the next term.

Motion 2022-03:

That the 2022 MEA Nominating Committee Report be accepted.

Moved by: Reg Russwurm

Seconded by: David Mhango

CARRIED

7.3. Treasurer's Report:

Matthew Miedema, MEA Secretary-Treasurer, outlined the Treasurer's Report for the MEA's finances for the year ending August 31, 2022. He noted that MEA's financial position remained in a good during the fiscal year, the 2021 Conference was held as a virtual event and the MEA training platforms were held as webinars.

Revenues and expenditures were up from last year, returning closer to pre-pandemic levels. MEA realized increases in revenue from hosting the President's Banquet in-person last year and employment service ads continue to be one of MEA's main sources of revenue. These increases were partially offset by a decrease in revenue from the Municipal Class Environmental Assessment (MCEA) training and lower return on investments due to low interest rates.

The MEA will repay half (\$20,000) of the Canada Emergency Business Account (CEBA) non-interest loan that it received before the end of 2022; the balance (\$20,000) will be repaid by the final due date of December 2023. MEA also continued to receive wage subsidies in the amount for the first part of the fiscal year under the Canada Emergency Wage Subsidy (CEWS) program for the MEA's Executive Director and MCEA Advisor. The Association's reserves continue to remain healthy. The Board continues to look at ways to increase revenues through membership fees, employment service ads and training opportunities.

Motion 2022-04:

That the MEA Treasurer's Report Fiscal Year 2021/2022 be approved.

Moved by: Sandra Lawson

Seconded by: Ben de Haan

CARRIED

7.4. Auditors Report & Motion for Next Year's Auditor:

Matthew Miedema, MEA Secretary-Treasurer, provided an overview of the Auditor's Report (fiscal year ending August 31, 2021) as prepared by Lynne Remigio, CPA CA, Licensed Public Accountant, and proposed to use the same auditor for the fiscal year ending August 31, 2022.

Motion 2022-05:

That the Audit of the Financial Statements of Aug. 31, 2022, of the Municipal Engineers Association carried out by Lynne D. Remigio, CPA CA, Licensed Public Accountant, be accepted.

Moved by: David Di Pietro

Seconded by: Paul Acquah

CARRIED

Motion 2022-06::

That the firm of Lynne D. Remigio, CPA CA, Licensed Public Accountant, be engaged to perform the audit of the MEA Financial Statements for the fiscal year ending August 31, 2023

Moved by: Nick Colarusso

Seconded by: Sarah McDonald

CARRIED

7.5. Audit Review Committee Report

Matthew Miedema, MEA Secretary-Treasurer, outlined the 2022 Audit Committee Report.

Motion 2022-07:

That the 2022 MEA Audit Review Committee Report be accepted.

Moved by: David Mhango

Seconded by: Syed Rizvi

CARRIED

8. Motion approving Executive Committee's Actions during 2021/2022

Jason Cole, MEA President, outlined the following motion

Motion 2022-08:

That the actions of the 2021/2022 Executive Board are endorsed by the MEA membership.

Moved by: Steve Lund

Seconded by: Reg Russwurm

CARRIED

9. Reading and/or considering reports of Standing and Special Committees

Jason Cole, MEA President, referred the audience to the standing and specialty committee reports which were included within the AGM Report.

Motion 2022-09:

That all the reports of the Standing and Special Committees be accepted.

Moved by: David Di Pietro

Seconded by: Saidur Rahman

CARRIED

10. Reading and/or considering of other resolutions

- None

11. General Business. 2023-2025 Conference Updates:

Jason Cole. MEA President announced that the 2023 Conference will be held in Sarnia. In addition, Jason announced that the 2024 Conference will be held in Ottawa and the 2025 Conference will be held on London.

12. Election of Directors for 2022/2023

Salim Alibhai, MEA Past-President announced there are ten (10) candidates to serve on the MEA Board for the 2022/2023 term. There will be two (2) vacancies on the board with the departure of the current Past-President (Salim Alibhai) and the resignation of a Director (Nick Colucci). All other current members of the Board have indicated their respective willingness to be candidates to serve the MEA membership as a Board member for the 2022/2023 term.

With the approval of the Nominating Committee Report, (Item 7.2) the candidates for Directors for the MEA Board for the 2021/2022 term are outlined below:

Under the MEA's Bylaw, the current President, Jason Cole, becomes the Past President.

The following Directors will serve out the balance of the 2-year terms they were elected to at last year's AGM and are not subject to election at this AGM:

- Chris Traini Middlesex County
- Amanda Froese Bruce County
- Taylor Crinklaw City of Stratford

The following Directors are subject to re-election for 2-year terms:

- Matthew Miedema City of Thunder Bay
- Catherine Taddo City of Sault Ste. Marie
- Ben de Hann United Counties of SDG
- Penelope Palmer City of Toronto

The MEA's Nominating Committee, after a thorough search, has recommended that the following MEA members stand for election for 1-year terms at this AGM:

- Paul Acquah York Region
- Scott Hamilton City of Burlington

Motion 2022-10:

That the election of the candidates for MEA Board for the 2022/2023 term, be approved as presented.

Moved by: Carlos Reyes

Seconded by: David Atkins

CARRIED

13. AGM Adjournment:

- Prior to adjourning, Jason Cole thanked Matthew Miedema for serving as the MEA's Secretary-Treasure over the past 2-years
- Jason also thanked Salim Alibhai for serving on the Board of Directors for 10 years.

Motion 2022-11:***That the 2022 Annual General Meeting be adjourned.******Moved by: Salim Alibhai******Seconded by: David Mhango******CARRIED*****Minutes Prepared by:**

**D.M. (Dan) Cozzi, P.Eng.
Executive Director - MEA**