

OACA BOARD OF DIRECTORS MEETING MINUTES
WEDNESDAY, JUNE 7, 2017 - PAGE 1

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BOARD OF DIRECTORS MEETING
WEDNESDAY, JUNE 7, 2017

PRESENT:

Director	-	Denise Rundle
Director	-	Christine Vigneault
Director	-	Mark Hacon
Director	-	Kathy Lessard
Director	-	Susan Votour
Director	-	Allison Goodwin
Director	-	Robert Waind
Director	-	Cathy McMunn

REGRETS:

Director	-	Paul Morand
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1. **CALL TO ORDER**

Denise Rundle, Director and Acting Chair, called the meeting to order at 9:30 a.m.

2. **WELCOME**

The new and returning Board members were welcomed.

3. **ELECTION/APPOINTMENT OF OFFICERS**

In accordance with the new Constitution, the Acting Chair requested candidates or volunteers for the positions of President, Vice-President, Treasurer and Secretary.

MOVED BY: Robert Waind
SECONDED BY: Kathy Lessard

"THAT the following Directors be and are hereby appointed as Officers of the Association:

President	-	Denise Rundle
Vice-President	-	Christine Vigneault
Treasurer	-	Mark Hacon
Secretary	-	Susan Votour"

CARRIED

The Board determined that the assignment of terms to the Officers and Directors (in accordance with the new Constitution) would be done at the next regular Board meeting.

4. **APPROVAL OF AGENDA**

The agenda for the June 7, 2017 Board meeting was approved as circulated.

5. **APPOINTMENT OF AUDITOR**

The appointment of an Auditor for the Association's finances for 2017 was deferred to a future Board meeting.

6. **INSURANCE AND LIABILITY**

Mark Hacon indicated that he had a copy of the Association's liability insurance policy and would make contact with the insurer to provide them with updated contact information.

7. **ASSOCIATION MANAGEMENT SERVICES**

a. Greenfield Services:

For the benefit of the new Board members, the President and Vice-President provided background regarding quotes obtained from various AMC's, and the selection process that resulted in the Board choosing Greenfield Services as its provider of choice for Association Management Services. The President explained that until the Constitution of the Association was changed to remove the Secretary-Treasurer position, the Board had no authority to enter into any contracts for Association Management Services.

Meaghan Rockett of Greenfield Services attended the meeting for approximately 30 minutes at the request of the Board and provided her impressions regarding the 2017 conference, which she had observed on a self-pay basis. Meaghan showed the Board a mockup of the new OACA website she is working on, and answered questions from new and previous Board members regarding the services Greenfield Services could offer to the Association. Meaghan then left the meeting.

The Vice-President explained that the original quote from Greenfield had contained services that OACA did not require at this time, and that Greenfield had provided an amended quotation that was scoped specifically to OACA's needs. The Board discussed and confirmed that the cost of retention of an Association Management Company should be equivalent or similar to current administrative expenditures. The Board provided direction to the Vice-President to proceed to negotiate a contract with Greenfield Services to be ratified by the Board.

MOVED BY: Allison Goodwin

SECONDED BY: Robert Waind

"That the Vice-President is authorized to continue to negotiate and refine a draft contract between OACA and Greenfield Services for scoped Association Management Services for a maximum annual cost to the Association of \$25,000 + H.S.T., with additional one-time transition costs up to a maximum of \$2,500 + H.S.T., with the revised draft contract to be finalized and provided to the Board electronically for review by June 30, 2017."

CARRIED

8. **CONFERENCE OVERVIEW AND EXPENSES**

Allison Goodwin and Mark Hacon will coordinate on providing an accounting to the Board for the last three conferences, including a per person cost.

9. **COMMITTEE ASSIGNMENTS**

The Board discussed Committee assignments. Committees were appointed as follows:

EDUCATION COMMITTEE	-	Susan Votour
FINANCE COMMITTEE	-	Mark Hacon Paul Morand
NOMINATIONS COMMITTEE	-	Cathy McMunn

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GOVERNANCE COMMITTEE - Robert Waind
Kathy Lessard
Christine Vigneault

A brief discussion was held with respect to the functions of the Governance Committee. Robert Waind indicated that he would conduct research into the pros and cons of incorporating and report back to the Board in the fall. Robert Waind also indicated that he would review the suggestions for changes to the new Constitution that were raised at the Annual meeting.

The Board discussed banking authority for the Association.

MOVED BY: Robert Waind
SECONDED BY: Christine Vigneault

"That Mark Hacon, Paul Morand and Denise Rundle be authorized to conduct all banking business of the Association."

CARRIED

10. SEMINAR – COBOURG

Christine Vigneault and Allison Goodwin indicated that they will move forward with preparations for the fall seminar in Cobourg including obtaining speakers.

11. UNFINISHED BUSINESS

- a. OACA Facebook/Twitter accounts – This item was carried forward for consideration by the new Board.
- a. Draft Policies and Guidelines – Kathy Lessard indicated that she has drafted Policies and Guidelines to be reviewed by the new Board.

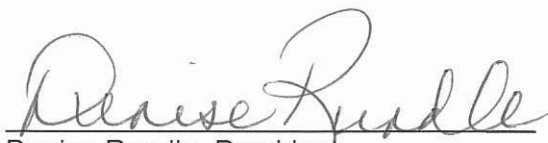
10. CONCLUDING BUSINESS

- a. Future Meeting Date(s)
 - i. August 10th & 11th, 2017 (Location TBD)
- b. Resolution to pay meeting expenses.

MOVED BY: Robert Waind
SECONDED BY: Allison Goodwin

"THAT the proper meeting expenses be paid, and that the meeting be adjourned at 11:20 a.m."

CARRIED


Denise Rundle, President


Susan Votour, Secretary