



**True North Hostelling Association  
o/a Hostelling International – Canada- Pacific Mountain Region**

**ANNUAL GENERAL MEETING 2016  
MINUTES**

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**DATE:** Thursday, September 15, 2016  
**TIME:** 7:00pm PDT  
**LOCATION:** HI-Vancouver Jericho Beach, Vancouver, BC

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1. Call to Order

1.1 Quorum - confirmed

- J. Wyatt called the meeting to order at 7:11pm PDT and A. McLean confirmed that quorum of 10 voting Members were met in person.

2. Agenda

- J. Wyatt reviewed the agenda and it was accepted as presented.

**“BE IT RESOLVED THAT the agenda of the September 15, 2016 True North Hostelling Association Annual General Meeting is accepted as presented, is hereby acknowledged and ratified by the membership of the Association.”**

MOVED BY: C. Legein

SECONDED BY: K. Mitchell

MOTION CARRIED

3. Receiving of Minutes for the September 10, 2015 AGM

- J. Wyatt presented the minutes of the 2015 True North Hostelling Association Annual General Meeting.

**“BE IT RESOLVED THAT the minutes of the September 10, 2015 True North Hostelling Association Annual General Meeting are received as presented, is hereby acknowledged and ratified by the membership of the Association.”**

MOVED BY: K. Mitchell  
SECONDED BY: C. Legein  
MOTION CARRIED

#### 4. Report from the Chair

- J. Wyatt, presented the Chair’s report to the members noting several highlights over the past year, especially the monitoring of ends, ownership linkage projects, National involvement, monitoring of fiscal results and advised of Alistair McLean’s additional part-time role of overseeing the operational stewardship of the national federation until the end of March 2016.

#### 5. Report from the CEO

- A. McLean, CEO, presented his report for the operating year of 2015/16.
- A. McLean advised that the HI-PM Region received 9 awards at the June 2016 HI-C National AGM and April 2015 North American Managers Meeting.
  - Friendliness Award, small hostel – HI-Rampart Creek  
large hostel – HI-Tofino
  - Membership Award, large hostel – HI-Vancouver Jericho Beach
  - National Membership Engagement Award – HI-PM Region Ownership Linkage Committee for Member Meetups
  - Environmental QAS Ratings Award – HI Whistler
  - Ratings Improvement Award – HI-Jasper
  - Inspections Rating Award, large hostel – HI-Whistler
  - Cleanliness Award, small hostel – HI Castle Mountain  
large hostel – HI-Tofino
- Update on the new HI-Jasper project
- Current economic situation
- Partnerships with Parks Canada
- Capital improvements at the hostels
- New National structure
- New international alliance with YHA Australia, YHA New Zealand and HI-USA
- A. McLean answered several questions regarding operations of the Association.

#### 6. Financial Review

- B. LaFave, Audit Committee Chair, presented the report on the audited financial statements for the year ended March 31, 2016.

6.1 Acceptance of the Audited Financial Statements for Fiscal Year ending March 31, 2016

**“BE IT RESOLVED THAT the Audited Financial Statements for the 12 month period ending March 31, 2016, is received as presented, is hereby acknowledged and ratified by the membership of the Association.”**

MOVED BY: M. Shui  
SECONDED BY: G. Ainsworth  
MOTION CARRIED

6.2 Approval of the Appointment of PriceWaterhouseCoopers LLP as Auditor for Fiscal Year ending March 31, 2017

- B. LaFave advised that the True North Board has recommended the reappointment of the audit firm, PriceWaterhouseCoopers LLP for a third year.

**“BE IT RESOLVED THAT the Accounting Firm PriceWaterhouseCoopers LLP be appointed to serve as the Association’s Auditor for the Fiscal Year ending March 31, 2017, is hereby acknowledged and ratified by the membership of the Association.”**

MOVED BY: M. Shui  
SECONDED BY: K. Mitchell  
MOTION CARRIED

7. Announcement of Board of Directors Election Results

- A. McLean, CEO, announced the results of the election.
- A. McLean, CEO, reported that a notice was sent out to all validated members seeking potential candidates. Seven qualified candidates emerged for the four positions as a Board Director.
- A. McLean advised that four positions are 2 year terms,
- The election results were as follows:

Candidate Name	No. of Votes
Andrew Crossett	343
Uri Naprstek	249
Lenore Neudorf	338
Peter Nietresta	298
Michael Shui	287
Meghan Trepanier	473
James Wyatt	388

- A. McLean acknowledged the successful candidates and continuing Board members in attendance.

**“BE IT RESOLVED THAT: the Board advises Vote-Now Inc. to destroy the online ballots from the 2016/17 board of directors’ election, is hereby acknowledged and ratified by the membership of the Association.”**

MOVED BY: K. Mitchell

SECONDED BY: G. Ainsworth

MOTION CARRIED

## 8. Special Resolutions

- J. Wyatt introduced the topic and advised the members in attendance that three special resolutions around the Articles of Continuance and Bylaws that have been passed by the Board need to be ratified by the members.
- A. McLean provided background to each resolution of the change being made and reasons for them.
- A. McLean answered a few questions on the changes.

(A) Amend Article 10 in the Articles of Continuance of the Corporation; by inserting the following text into section 10 of the Articles of Continuance:

*"The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual general meeting of members, but the total number of directors so appointed may not exceed one-third of the number of directors elected at the previous annual general meeting of members."*

**BE IT RESOLVED AS A SPECIAL RESOLUTION THAT: the wording presented above to be added to section 10 of the Articles of Continuance is approved as presented.**

MOVED BY: M. Shui

SECONDED BY: G. Ainsworth

MOTION CARRIED (81.5%)

(B) Ratify the change of bylaw 5.2 approved by the Board of Directors;

the current bylaw 5.2 reads:

*"The Board will be composed of no fewer than five (5) and no more than eight (8) Directors, each of whom will be elected by the Members in accordance with the Act"*

to the proposed new bylaw 5.2:

*"Subject to the Articles, the Board will be composed of no fewer than five (5) and no more than eight (8) Directors, which number may be set by Board Resolutions from time to*

*time, and except as provided for in the Act, the Articles or by these Bylaws, each Director will be elected by the Members in accordance with the Act.” &*

**BE IT RESOLVED AS A SPECIAL RESOLUTION THAT: the wording presented above to replace the current bylaw 5.2 with the new wording is approved as presented.**

MOVED BY: M. Shui

SECONDED BY: G. Ainsworth

MOTION CARRIED (86.8%)

(C) Approve new bylaw 5.9 - Appointing Additional Directors;

*"The Directors may, in accordance with the Act and Articles, appoint additional Directors to hold office until the close of the next annual general meeting."*

**BE IT RESOLVED AS A SPECIAL RESOLUTION THAT: the wording presented for the new bylaw 5.9 is approved as presented and all articles in section 5 after that be re numbered.**

MOVED BY: G. Ainsworth

SECONDED BY: K. Mitchell

MOTION CARRIED (78.3%)

#### 9. Other Business

- J. Wyatt asked if there was any other business.
- No other business was raised.

#### 10. Adjournment

**“BE IT RESOLVED THAT the 2016 Annual General Meeting be adjourned is hereby acknowledged and ratified by the membership of the Association.”**

MOVED BY: M. Shui

- J. Wyatt thanked all for attending and declared the Annual General Meeting of the Pacific Mountain Region adjourned at 8:21pm PDT.

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Chair

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Secretary