



CSCT Annual General Meeting

Location: Le Westin Montreal,
St. Antoine Room – 9TH floor

Date: Saturday, October 22nd 2016

Time: 2:30 pm EST

1. President Michele Reynolds called the meeting to order at 2:36pm
2. Honorary President Dr. Rakesh Arora was unable to be in attendance
3. Introduction of Board Members
4. Scrutineers Proxy report

The proxy count was as follows

AB	5	NS	17
BC	43	NL	0
MB	28	ON	50
NB	40	SK	30

Total proxy count: 213

Total number of members in good standing present: 64

Quorum has been attained

5. Approval of Agenda

Motion # 1: Moved by Karen Rondinelli to accept the agenda. Seconded by Noelette Douglas.

Unanimous

6. Minutes from 2015 Annual General Meeting

6.1 Minutes were read by the secretary.

6.2 Errors/Omissions

- Prior to 2015, CSCT kept 100% of membership registration fees for congress. In 2015, CSCT kept 75% of the registration fees, in 2016 CSCT will keep 50% of registration fees and it is expected that in 2017 the fees will be 25% kept and in 2018, no registration fees to CSCT.
- John French asked for ballots for the above vote. None were available.
- These two points have been added to the 2015 AGM Minutes

Motion # 2: Moved by Barbara Arora to accept the minutes as read. Seconded by Sarah Klassen.

Unanimous

7. Business Arising from Minutes:

7.1 An explanation was given by Karen Schaus (Treasurer) as to why CSCT is receiving less money from Congress each year.

- Operating costs for CCC have increased and changes were needed.
- A new format was created for smaller groups whereby CCS took part of registration fees above and beyond the standard administration fees.
- CCS provides lunches, welcome bags, AV for Education Day and all meeting space.

- Karen, Michele Reynolds and Crystal Shendaruk will be meeting with the CEO of CCS on Monday October 24, 2016 to discuss the future of CSCT at Congress.
 - o CSCT member salaries are not as high as physicians
 - o Many CSCT members cover their own costs to travel to and attend congress
 - o While CSCT appreciates being part of Congress, they also need to be fiscally responsible.
- CSCT membership will decide at some point which direction they wish to go for their AGM, dependent on CSCT finances.
- CSCT does receive six (6) complimentary registrations for the Executive.
- CSCT pays for their own speakers for the Education Day.

7.2. John French stated that Amendment of Articles proxy issue (Special Business 2015 AGM) violated the Canada Not-for-Profit Corporations Act and the CSCT bylaws, claiming that a 2/3 majority was needed when voting on special business.

- CSCT Bylaws Definitions (k): "Special resolution" means a resolution passed by a majority of not less than two thirds (2/3) of the votes cast on that resolution. It is understood that abstentions do not count as a vote.
- Roberts Rules: (48 Motions requiring more than a majority vote). A two-thirds vote means two-thirds of the votes cast, ignoring blanks which should never be counted.
- CSCT bylaws supersede Roberts Rules.
- Canadian Not-for-Profit Corporations Act 23 Part 1 Interpretation 2(1): Special resolution means a resolution passed by a majority of not less than two thirds of the votes cast on that resolution.

Therefore the voting at the 2015 AGM for Special Business is upheld.

- There will be further investigation by CSCT and legal counsel to align By-Laws, Roberts Rules and Not for Profit Act. A report will be given at the 2017 AGM.
- There will be further investigation into the definition of "votes cast" to be reported at the 2017 AGM.

8. Reports:

8.1 The Presidents report was read by Michele Reynolds.

8.2 The Registrars report was presented by Cheryl West.

- A member asked if the numbers of new members are decreasing? The number of candidates writing the exam is dependent on the number of Cardiology Technology (CT) programs and the number of graduates who are eligible to write the exam.
- A member was concerned that it was difficult to access the exam due to the high cost and length of the CT programs.

Motion #3: Moved by Lorraine Smith to accept the above reports as read. Seconded by Karen Sklavenitis. Unanimous

9. Financial Report

9.1 The Audited Financial Statement was presented by Karen Schaus.

- A member questioned why amortization isn't a capital appreciation instead of a regular expense and suggested that it shouldn't be included in day to day (operating) expense.
- CSCT paid the website development fee as well as hosting and licencing fees for seven (7) provinces.
 - o CSCT also pays general update fees.
 - o The website is listed as an asset less amortization.
- A member questioned the high cost of travel.

- Face to face meetings are generally more effective than web based meetings.
- The Executive have web based meetings frequently.
- The Board of Directors often have web based meetings.
- A number of committee met face to face this past year.
- Yardstick – exam development involved a number of working group meetings over a number of days as well as some short web based meetings. It is expected that there will be one more face to face meeting and future meetings will be web based.
- John French asked if there was a cost to change the articles (Special Business 2015 AGM). At this time CSCT has not been invoiced.

Motion #4: Moved by Karen Schaus to approve the Audited Financial Statement as presented. Seconded by Lynn Douglas. Unanimous

Note: Although some members had left the room, there were 57 members remaining therefore quorum was still met.

9.2 The 2016-2017 Budget was presented by Karen Schaus.

Motion #5: Moved by Karen Schaus to accept the 2016-2017 budget as presented. Seconded by Lynn Douglas. Unanimous

10. The Education Report by given by Crystal Shendaruk

Motion #6: Moved by Crystal Shendaruk to accept the Education report as read. Seconded by Valerie Gilbert. Unanimous

11. Committee Reports

11.1 The Bylaws & Policy Committee report was read by Michele Reynolds

11.2 The Website Committee report was read by Crystal Shendaruk

- Cheryl West (registrar) will send a list of AGM attendees to the Provincial registrars so members can claim CEUs.
- Adding CEUs directly via the website is a provincial issue.
- Job postings on the website are public.
- Member information is secure – employers do NOT have access to member information

11.3 The Nominations Committee report was read by Mary Fielden.

- It was an oversight not to put biographies of nominees on the website.
- In future, online voting will be considered.
- A Director at Large is voted by the membership and if applicable, an appointment to the Executive is voted on at the Post AGM Meeting of the Board of Directors.
- The Education Director is voted by the membership and is appointed to the position of Education Officer on the Executive by vote at the Post AGM.

11.4 The CMA committee report was read by Michele Reynolds.

Motion #7: Moved by Krista Shepley to accept the above reports as read. Seconded by Cindy Mazerolle. Unanimous

12. Elections:

12.1 Election of Director representing New Brunswick

Motion #8: Moved by Sean Freeze to elect Valerie Gilbert as Director representing New Brunswick for a one year term. Seconded by Kristine Mclaughlin. 252 for, 22 against, 12 abstentions, 4 spoiled ballots.

Carried

12.2 Election of Director at Large

Motion #9: Moved by Sean Freeze to elect a Director at Large for a two year term. Seconded by Lorraine Smith. –

Karen Schaus 183 for

9 abstentions, 1 spoiled

Marg Mount 76 for

Carried

Sean Freeze announced that Karen Schaus was elected Director at Large for a two(2) year term.

12.3 Election of Education Director

Motion #10: Moved by Sean Freeze to elect an Education Director for a two year term. Seconded by Vinoth Muthurajah.

Jackie Goodtrack 168 for 1 spoiled

Blair Arnold 88 for

Carried

Sean Freeze announced that Jackie Goodtrack was elected Education Director for a two(2) year term.

13. Proxy Issues:

13.1 Appointment of Auditors

Motion # 11: Moved by Sean Freeze to appoint the firm of Deloitte as CSCT auditors for the fiscal year ending 2017. Seconded by Maureen Butler. Unanimous

13.2 Destruction of 2015 AGM Proxies and Ballots

Motion # 12: Moved by Sean Freeze to destroy the 2015 AGM proxies and/or ballots. Seconded by Karen Schaus . 1 against Carried

14. Old Business:

14.1 CSCT Lawyer – the CSCT Board of Directors has appointed Restall and Restall as legal counsel for the next year.

15. Next AGM – Vancouver, BC. Dates TBD

Motion # 13: Moved by Crystal Shendaruk to adjourn the meeting at 5:57pm. Seconded by Reu Magbiro. Unanimous