



**ETHICS PRACTITIONERS' ASSOCIATION OF CANADA (EPAC)
ANNUAL GENERAL MEETING 2021 MINUTES (DRAFT)**

Thursday June 17, 2021, 1:15 PM EST

EPAC Registered Office, The Willow Group Boardroom,
1485 Laperriere St., Ottawa, ON K1Z 7S8
This Annual General Meeting was held virtually.

1. Welcome
 - a. Craig Ervine thanked our webinar host Robert Czerny and the presenter Jill Inget for their excellent presentation on Corporate Ethics Management in the B.C. Public Service.
 - b. Craig welcomed everyone to the 2021 Annual General Meeting
2. Confirmation of Quorum of Members Attending in Person and Electronically
 - a. With EPAC membership of 62, eight members attending, either in person or electronically, met the quorum requirements. One guest also attended.
 - b. Materials for the AGM were posted on the EPAC website
3. Adoption of the draft 2021 AGM Agenda
 - a. Vania Karam Moved adoption of the agenda
 - b. None opposed
 - c. Motion Carried
4. Adoption of the draft AGM Minutes of June 18, 2020
 - a. Vania Karam Moved adoption of the 2020 AGM minutes
 - b. None opposed
 - c. Motion Carried
5. Chair's Report
 - a. Craig presented highlights from the President's Report which was posted on the website for the membership.

- b. Craig thanked and acknowledged the volunteers who help keep the organization going and for sharing items such as articles and links to ethics matters
 - c. Robert Czerny commented that EPAC has been gaining new members because individuals interested in ethics find EPAC's web site in online searches and see value in the mandate and work of EPAC. Our members ought to draw attention to the web site in hopes of helping EPAC to continue to grow and reach more people.
 - d. Robert Moved acceptance of the President's Report.
 - e. None opposed
 - f. Motion Carried
6. Secretary's Report
- a. Brad Labadie reported that Industry Canada received the 2019-20 annual report. We will file any required notices after the 2021 Annual General Meeting and update the list of directors. We held 11 duly constituted Board meetings during the year (including this one).
 - b. The current Directors of the Board and their terms are as follows:
 - Mid-Term; term will expire at 2022 AGM
 - Sean Anderson
 - Robert Czerny
 - Craig Ervine
 - Brad Labadie
 - Expiring at 2021 AGM
 - Vania Karam
 - Paul Osborne

Both Vania and Paul were approached by the President about renewing their Director term for two more years and both have agreed.
 - c. The records show that the current membership stands at 62.
 - d. Glenn Sinclair Moved acceptance of the Secretary's Report
 - e. No opposed
 - f. Motion Carried
7. Treasurer's Report and Approval of the Financial Statements for 2020
- a. Vania Karam sent out the financial review in advance. She also communicated the Treasurer's report. The financial position is slightly down from previous years due to fewer membership renewals and decreased webinar income. \$3870 in total revenue, \$5294 in expenses, year-end cash position is \$8485. 60 memberships were paid in 2020.

- b. Cash position without any further income would allow EPAC to continue for approximately 1.5 years
 - c. Discussion
 - i. Glenn Sinclair – if we have no revenue are we moving towards a non-revenue basis?
 - 1. Vania – No, revenue should increase with membership renewals and webinars returning to full paid events
 - 2. Robert explained the reasoning behind holding two free COVID-19 webinars.
 - 3. Craig further discussed the strategic thinking of the Board and where we are looking at going in raising our profile
 - d. Vania Moved Acceptance of the Treasurer's Report and Approval of the Financial Statements for 2020
 - e. No opposed
 - f. Motion carried
8. Election of Directors
- a. There were no candidates for election to the Board at this time.
9. Approval of Bylaw addition to Part IV, Article 26
- a. Craig read the proposed bylaw addition and explained the reasons for establishing conditions for the voluntary or involuntary termination of a Director's term before its scheduled expiration.
 - b. Moved by Brad Labadie, seconded by Robert Czerny
 - c. No opposed
 - d. Motion Carried
10. Recognition of Volunteer Service in 2020-21
- a. Craig provided recognition and thanks during the presentation of his report
11. Questions and Other Business
- a. None asked
12. Adjournment
- a. AGM adjourned at 1:32