

**Sail Nova Scotia  
2023 Annual General Meeting  
Meeting Minutes**

**Monday, February 6, 2023  
via Zoom**

**Voting Delegates**

Armdale Yacht Club (Jeff Nelson), Ben Eoin Yacht Club (Bryan MacDougall), Chester Yacht Club (Kim Johnson), Dartmouth Yacht Club (Kevin Hurd), Lunenburg Yacht Club (Erinn McCarty), Pictou Yacht Club (Brian Hughes), Royal Nova Scotia Yacht Squadron (Jeff Courish), Sail Able (Or Denmark), Shearwater Yacht Club (Alex Harvey), St. Margaret Sailing Club (Sara Moffatt), Sail NS Officers: Eric Hill, Mike Carey, Sarah Flanagan.

**Meeting Chair:** Eric Hill, President of Sail Nova Scotia

**Recording Secretary:** Frank Denis

**Observers:** Jason Eastman, Mike Evans, Pat Jones, Gale Fullerton, Rebecca Swan, Chris Power, Barbara Pike, Colin Campbell, Keith Davidson, Sean Pearce, Judy Robertson, Jennifer Chandler, Andrew Hamilton.

**Regrets:** Eric Siegel, Tara Macaulay.

Frank Denis conducted Roll Call and confirmed that quorum was present.

Eric Hill called the meeting to order at 7:06pm and asked if there were any conflicts. None were declared.

**1 – Approval of the Agenda**

**Motion:** To approve the Agenda as circulated and presented.

Moved: Jeff Nelson, Seconded: Kevin Hurd. Carried.

**2 – Approval of the 2022 Annual General Meeting Minutes and the February 28 General Meeting Minutes.**

**Motion:** To approve the Minutes as posted.

Moved: Bryan MacDougall, Seconded: Alex Harvey. Carried.

**3 – Business Arising**

Eric Hill noted there was no Business Arising from the 2022 Annual General Meeting.

**4 – 2022 Financial Report**

Treasurer Mike Carey presented and reviewed the Financial Statements which had been posted for

three weeks. The Financial Report (YE October 31, 2020) that was compiled by the accounting firm of Levy, Casey, Carter, & MacLean.

There were no questions.

**Motion:** To approve the 2022 Financial Statements as posted and presented.

Moved: Jeff Courish, Seconded: Jeff Nelson. Carried.

## **5 – President’s Report**

Eric Hill discussed successes achieved by Sail Nova Scotia in 2022.

## **6 – 2022 Year in Review – Executive Director Report**

Frank presented the statistics from 2022 when it comes to membership and programming.

## **7 – Amendments to Sail Nova Scotia By-Laws**

There were 4 By-Law amendments presented to Membership. These amendments were considered and approved by the Board.

### **Amendment #1**

10.6 Board meetings may be conducted virtually or by tele-conference. Board members may cast their vote on a motion during virtual and teleconference meetings.

**Motion:** To approve By-Law Amendment #1.

Moved: Erinn McCarty, Seconded: Jeff Nelson. Carried.

### **Amendment #2**

7.3 The Board of Directors shall additionally cause to be formed three standing committees, each with their own mandate and chairperson, namely:

- (a) Governance and Compensation Committee
- (b) Risk and Strategy Committee
- (c) Fundraising Committee

**Motion:** To approve By-Law amendment #2.

Moved: Jeff Nelson, Seconded: Alex Harvey. Carried

### **Amendment #3**

7.5 Remove completely the by-law recognizing the Executive Committee.

Discussion about creating a Finance & Audit Committee.

**Motion:** To approve By-Law amendment #3.

Moved: Jeff Courish, Seconded: Bryan MacDougall. Carried

### **Amendment #4**

7.2 The Board of Directors shall not exceed eleven (11) people and consist of the following

- (a) The Officers of the Association
- (b) Directors at Large

<to take effect February 2024>

**Motion:** Erinn McCarty, Seconded: Bryan MacDougall. Carried

### **8 – Sail Nova Scotia Board Recommended List of Directors**

Eric Hill thanked the 4 “retiring” board members, Cindy Roberts, Chris Power, David Wedlake, and Judy Robertson.

Eric Hill also thanked the Nominations Committee for their work.

Eric Hill presented the report.

Noted there was discussion about the process to assemble the report.

**Motion:** To adopt the directors as presented on the 2023 Sail NS Board Recommended List of Directors Report.

Moved: Kim Johnson, Seconded: Bryan MacDougall. Carried.

Eric welcomed the 5 new Board members; Judy Lugar, Rebecca Swan, Sean Pearce, Colin Campbell, & Jason Eastman.

### **9 – New Business**

There was no new business.

### **10 – Adjournment**

**Motion:** To adjourn the meeting.

Moved: Jeff Nelson. Carried at 8:38pm.