

**WINDSORESSEX ECONOMIC DEVELOPMENT CORPORATION**  
**MINUTES OF**  
**ANNUAL GENERAL MEETING OF THE MEMBERS**  
**June 16, 2011**  
**4:00 pm**  
**Willistead Manor, Windsor**

**Board Members Present**

Lindsay Boyd	Joe Byrne	Dave Cooke
Shelley Fellows	Mike Robinson	Nelson Santos
Ron Gaudet, CEO	Tom Bain (2011 Member)	

**Regrets**

Ranjana Bird	Mayor Eddie Francis	Mike Mueller
Diane Soucie	Roy Verstraete	

**WEEDC Staff Present**

Kathy Bellamy	Cassandra Capacchione	Lee Anne Damphouse
Sabrina DeMarco	Lana Drouillard	Shannon Dyck
Karolyn Hart	Diane Malenfant	Rakesh Naidu
Tracy Pringle	Wendy Stark	Lina Williams

\* Various Community Stakeholders were also present

Call to Order:

The Chairman, Lindsay Boyd officially calls the meeting to order at 4:25 pm. Lindsay Boyd declared that a quorum of the members of the WEEDC Board is present and declares this meeting duly constituted for the transaction of business.

Declaration of Conflict of Interest

Lindsay Boyd asked if there are any conflicts among the members to be disclosed. None declared.

Approval of the Meeting Agenda

The Chairman, Lindsay Boyd, states:

“We would like to begin with approval of the agenda of the meeting in the form circulated this evening with all attachments.

“I would ask someone to move and second this resolution to approve said agenda.”

**MOVED BY:** Joe Byrne

**SECONDED BY:** Shelley Fellows

“All those in favour of the resolution, please so specify by raising your hands”

**Motion Carried**

#### Annual Report

Lindsay Boyd read the Chair’s Report to all those in attendance. Lindsay Boyd invites Ron Gaudet, the CEO of the WEEDC to take the podium.

Ron Gaudet delivers the AGM presentation and details. Ron Gaudet also recognizes WEEDC Board and Staff for their diligent efforts over the past year. Ron Gaudet completes his presentation.

#### Approval of Reports Presented

The Chairman, Lindsay Boyd, states:

“I would ask someone to move and second this resolution to approve said Annual Report which includes the Chairman’s Report and the CEO’s Report:”

**MOVED BY:** Joe Byrne

**SECONDED BY:** Dave Cooke

“All those in favour of the resolution, please so specify by raising your hands”

**Motion Carried**

#### Financial Report - Presentation of Audited Financial Statements:

The Chairman, Lindsay Boyd invites Mike Robinson, Chair of the WEEDC Finance Committee, to take the podium.

Mike Robinson states:

“The next item of business is to receive the audited financial statements of WEEDC for the fiscal period ended December 31, 2010, together with the report of WEEDC’s auditor thereon.”

“I would now ask someone to move and someone to second the presentation of the financial statements and auditor’s report, and to bring the auditor forward to present such report.”

**MOVED BY:** Joe Byrne

**SECONDED BY:** Shelley Fellows

“All those in favour of the resolution, please so specify by raising your hands”

**Motion Carried**

Mike Robinson invites the current auditor, Mike Greenaway from Sovran & Greenaway, to proceed with the presentation of the report and financial statements.

Mike Greenaway takes the podium and states that he and the firm of Sovran & Greenaway have conducted an audit on an independent basis and have reported same to the WEEDC Board of Directors on April 8, 2011. Mike Greenaway also reported that, in his opinion, there were no issues with the audit.

Mike Robinson takes the podium and states:

“I will now ask someone to move and someone to second the following resolution”:

“The audited financial statements of WEEDC for the fiscal period ended December 31, 2010, which have been prepared by the auditor of the WEEDC, together with the report of such auditor in respect of the financial statements be and the same are hereby accepted.”

**MOVED BY:** Joe Byrne

**SECONDED BY:** Dave Cooke

“All those in favour of the resolution, please so specify by raising your hands”

**Motion Carried**

#### Appointment of Auditor

Mike Robinson, states:

“The next item of business is to appoint the auditors of the WEEDC for the current fiscal period”

“I will now ask someone to move and second the following resolution”:

“That Sovran Greenaway LLP be, and they are hereby appointed, the auditor for the WEEDC to hold office until the completion of the next annual meeting of the members, or until a successor is appointed, at such remuneration as may be fixed by the Board of Directors and the Board of Directors is hereby authorized to fix such remuneration”

**MOVED BY:** Joe Byrne

**SECONDED BY:** Dave Cooke

“All those in favour of the resolution, please so specify by raising your hands”

**Motion Carried**

Lindsay Boyd returns to the podium.

Appointment of Directors

Lindsay Boyd advised those present that WEEDC Board Member, Mike Mueller, is absent from today's meeting. Mike Mueller is attending a ceremony at the University of Windsor accepting an honorary degree for his outstanding achievements.

Lindsay Boyd also acknowledged and thanked two (2) WEEDC Board Members who would not be seeking another term, specifically Diane Soucie and Nelson Santos.

The Chairman, Lindsay Boyd, states:

"The next item of business concerns the appointment of directors of the WEEDC".

"I will now ask someone to move and second the following resolution":

"To confirm the appointment of Lakeshore Mayor Tom Bain as the representative for the County of Essex to the Board of Directors replacing Nelson Santos.

"The resignation of Diane Soucie effective October 19, 2010 is accepted and acknowledged by the members. The Governance Committee of the WEEDC Board of Directors has been instructed to take steps to fill this vacancy".

All other directors remain as previously appointed until the completion of the next annual meeting of the members until their successors may be appointed, or until the expiration of their respective agreed upon terms, as applicable".

**MOVED BY:** Joe Byrne

**SECONDED BY:** Shelley Fellows

"All those in favour of the resolution, please so specify by raising your hands"

**Motion Carried**

Annual General Meeting for 2012

Will be determined at a later date.

Close of Meeting

The Chairman, Lindsay Boyd, states:

"This concludes all matters listed on the agenda and as such I declare this meeting terminated at 5:10 pm.

Accordingly, the meeting is adjourned at 5:10 pm.

CHAIR: \_\_\_\_\_

VICE-CHAIR: \_\_\_\_\_

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