



MINUTES
Institute of Certified Management Consultants of Ontario
Annual General Meeting
Wednesday, September 27, 2017
Novotel Toronto Centre

1. Call to Order/Quorum

Lyn McDonell, President, called the meeting to order at 6:17 p.m and welcomed all present. The Notice of Meeting and other materials had been posted in accordance with the by-laws. A quorum was present. Current Ontario Council members were introduced.

2. Review and Adoption of the 2016 AGM Minutes

Husam Sha'ath moved that *the minutes of the Members' Meeting of October 18, 2016 be approved.*

Seconded by Michael Stanleigh.

Motion carried with one abstention.

3. Special Business: Approval of the ICMCO By-Law Change Regarding the FCMC

As a special note, two FCMCs were recognized who had passed earlier in the year: Ken Belbeck (May 2017) and Paul Kennedy (August 2017).

On July 18, 2017 Council passed a motion to recommend to ICMCO members a by-law change related to the Membership Section 2.2 Special Designations, Item b – Fellow. The section pertains to the membership category of CMCs who have secured recognition as outstanding professionals as nominated by the Fellows Committee and conferred by the Council of the Institute. These persons become FCMCs and are able to use that designation.

A side by side version of existing and proposed changes of the by-laws were included in the meeting materials.

Bob McCullough moved to *amend the by-law Membership Section 2.2 Special Designations, Item b - Fellow.*

Lynn Brown seconded.

Motion carried.

4. Treasurer's Report

Debra Krar, Treasurer, provided the Treasurer's Report with the following highlights:

- Excess of Revenue Over Expenses: Net loss of \$2,477 compared to last year which had a \$767 gain.
- Revenue: \$74,915 compared to \$63,777 last year. Event revenue grew due to Strategic Change Design program.
- Expenses: \$77,392 versus \$63,010 in prior year. The increase related to the Conference last year and the Strategic Change initiative. Governance expenses reduced by 50%
- Cash at end of year: \$66,746 versus \$76,321 last year.
- Net assets: \$88,112 versus \$89,589 last year.

Debra moved that the *audited financial statements for the 12 month period ended June 30, 2017 be accepted as circulated.*

Marylka Empey seconded.

Motion carried.

Robert Coffey asked why there is no investment income. Debra Krar will get back to Robert Coffey with a response.

5. Appointment of Auditors

Debra Krar moved that *the firm of Kriens & Larose be appointed the ICMCO's Auditor for Fiscal 2017-2018*

Ron Schwartz seconded.

Motion carried.

6. Nominations Committee Report

Marylka Empey, Nominating Committee Chair, reported that the Nominating committee members who were appointed by the CMC-Ontario Council were: Marylka as Chair, Lyn McDonell, CMC, Michael Stanleigh, CMC, and Debra Krar, CMC.

As per the bylaws, a call for nominations was made on June 9, 2017. Two nominations were received. Both candidates are in good standing and qualify according to the By-laws.

As a result, there were two (2) eligible nominations for the three (3) Member at Large positions that were to be filled. The Nominations Committee recommended to the Council that the two (2) eligible nominees be acclaimed. The two members to CMC-Ontario Council were announced as:

- Eric Wright, CMC, from the Southwest Ontario Chapter – a new member of the Council, who will be serving as SWO Chapter Chair.
- Sapna Malhorta, CMC, from the Greater Toronto Area Chapter – a new member of the Council, who will be serving as Member at Large.

Following the direction of Section 5.2 in the bylaws, the Nominating Committee will make recommendations to Council at our next meeting following this AGM regarding the

roles that Members at Large will fill.

In addition, Milos Simovic, CMC, was approved by Council to assume the role of Chair of the Eastern Ontario Chapter, filling a role previously held by Craig Mackay, CMC, who now will serve as Past Chair of EOC. Milos will join the Ontario Council representing EOC.

Abe Patricio, CMC, was approved by Council to assume the role of Chair of the GTA Chapter, filling a role previously held by Husam Sha'ath, CMC, who will serve as Past Chair of GTA. Abe will join the Ontario Council representing the GTA.

A search for another Council member, the final member at large, will be undertaken in the fall of 2017.

The Nomination Committee also met with interested internal Councillor candidates regarding the role of Vice President of the Ontario Institute. The Nomination Committee recommended to Council that Craig Mackay, CMC, of EOC, is approved to fill the VP role. Craig will assume this responsibility at the conclusion of the AGM, and will then fill the role of President of the Ontario Institute as of the 2018 AGM.

7. President's Report

Lyn M. provided a report on activities for 2016-2017 covering the following topics:

- Eastern Ontario Chapter activities
- South Western Ontario Chapter activities
- GTA Chapter activities
- Regulatory activities of Ontario Institute Council, including admitting individuals to streams and the awarding of the CMC designation
- October 2016 Global Conference support and participation
- Developing a Teaming agreement with CMC-Canada and other Certifying Institutes
- Recruitment of new leadership
- Professional Development Committee (PD Action Lab)
“workshopping” an approach to growth and vitality at a time of challenge

Lyn M. advised that Council was focusing on renewing the organization and that members have a distinct role to play in times of challenge. The Institute's public interest mandate has not run its course - that is to strengthen the quality and impact of management consulting. She encouraged everyone to engage and volunteer with the Association.

8. Motion of Indemnification

Craig McKay moved the following resolution: *Be it resolved that all payments, acts, and privileges of the Council and Chapters of the Institute of Certified Management*

Consultants of Ontario made, done and taken since the last meeting of the Members of the Institute as set forth or referred to in the Minutes of the meetings of the Council or of the Chapters, be approved, ratified, sanctioned and confirmed.

Eric Wright seconded.

Motion carried.

9. Recognition of Departing Council Members and Welcome to New Council Members

Lyn M. recognized Fred Nagy CMC and Husam Sha'ath CMC for their service on the ICMCO Council. New Council members Sapna Malhotra CMC and Eric Wright CMC were also recognized.

Council members for 2017-18 are:

President: Lyn McDonell CMC

Secretary / Treasurer: Debra Krar CMC

Vice President: Craig Mackay CMC

Past President/CMC-Canada Board Member: Marylka Empey CMC

Member at Large: Stephen Donahoe CMC

Member at Large: Michael Ennis CMC

Member at Large : Ron Schwartz CMC

Member at Large: Sapna Malhotra CMC

EOC Chapter Chair: Milos Simovic CMC

GTA Chapter Chair: Abe Patricio CMC

SWO Chapter Chair: Eric Wright CMC

The Registrar was also recognized -- Lynn Brown CMC.

10. Termination of Meeting

Mike Ennis moved *to terminate the Annual General Meeting*. No discussion. Motion carries.

Meeting was terminated at 7:17 p.m.