

CANADIAN INSTITUTE
FOR MEDITERRANEAN
STUDIES

INSTITUT CANADIEN
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MINUTES of the Annual General Meeting of the Members of **CANADIAN INSTITUTE FOR MEDITERRANEAN STUDIES** (the “Institute”) held on Saturday, March 11, 2017, at 1:30 p.m. at Paterson Hall, Room 303, Carleton University, Colonel By Drive, Ottawa, Ontario

PRESENT

Thirteen members present in person and five represented by proxy.

CHAIR AND SECRETARY

The meeting was called to order by Louise Terrillon Mackay, Chair of the Institute. Wendy Wynne-Jones, Treasurer of the Ottawa Chapter, acted as Secretary of the meeting.

MEETING DULY CONSTITUTED

Mrs. Terrillon Mackay stated that, as notice of this meeting has been duly given to all members, and as quorum of the members was present in person or proxy, the meeting was properly constituted.

APPROVAL OF THE AGENDA

Those present approved the agenda for the meeting.

APPROVAL OF MINUTES

A resolution dispensing with the reading of the minutes of the last meeting of November 15, 2014 was made, and the minutes were approved. (Kathy Berg/Susan Downie)

ELECTION OF DIRECTORS

The Chair proposed a resolution that the number of directors of the corporation to be elected at an annual meeting of members within the range permitted by the Articles of Incorporation is determined to be nine. Approved (Abla Sherif/Mario Crespi)

The Notice convoking the meeting called for nominations to the Board. As no nominations were received, the Chair proposed the following slate, as put forward by the Board, to serve as directors for the ensuing year or until their successors are duly elected or appointed:

Alex Gropper Louise Terrillon Mackay

Mario Crespi Wendy Wynne-Jones

Clifford Goldfarb Heather Loube

Antonio Ricci Abla Sherif

Sakis Gekas

On motion (moved by Hassan El Taher, seconded by Fusun Oren), the following resolution was unanimously passed:

RESOLVED that those persons set out above be elected as directors of the Institute for the ensuing year or until their successors are elected or appointed.

RECEIVE FINANCIAL STATEMENTS

Mario Crespi presented the financial statements for the years ending December 31st, 2014,2015, and 2016. It was **RESOLVED** that the financial statements as noted be received (Kathy Berg/Heather Loube)

Discussion ensued, led by Abla Serif, suggesting that as the Institute has funds in reserve, a bursary programme be instituted in our name at an Ottawa university such as Carleton. Alex Gropper added that a donation in thanks was being instituted at St. Michael's College (University of Toronto)

It was moved that this should be investigated (Abla Sherif/Alex Gropper) - unanimous.

APPOINTMENT OF TREASURER TO PREPARE FINANCIAL STATEMENTS

The Chair presented the following "RESOLVED that the Corporation will not appoint a public accountant for its fiscal years ending December 31, 2014,2015, and 2016 on the basis that all members entitled to vote at the annual general meeting have given their consent either in writing or *in situ* to this resolution".

APPROVED (Heather Loube/Abla Sherif)

RESOLVED that the Treasurer of the Institute is authorized to prepare the financial statements of the Institute for the year ending December 31, 2017- unanimously **APPROVED**.

REPORTS OF NATIONAL AND CHAPTERS

Louise Terrillon Mackay presented the Chair's report and the report on the Ottawa Chapter. Alex Gropper presented the report on the Toronto Chapter and the national organization. The written report is attached to these minutes.

Further to these reports, however, the Chair offered a warm welcome to Abla Sherif as new Board member, already a valuable Ottawa Chapter Board members. She named those who had stepped down in recent years, with particular reference to Fusun Oren, a most valuable and helpful member of the national and Ottawa's board, and who will be sorely missed.

CONFIRMATION OF ACTS OF DIRECTORS AND OFFICERS

It was moved (Susan Downie) that those acts and omissions of each director and officer of the Corporation which:

- a) were within their respective scopes of authority;
- b) did not constitute a breach of their respective duties to act honestly and in good faith with a view to the best interests of the Corporation and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances; and
- c) since the date of the last resolution of this nature is referred to or appears in or may be inferred from any resolution, minutes of meetings, financial statements, registers, records, reports or notices of or concerning the Corporation which are now or have been available to the Directors; are ratified, sanctioned and approved." (Tuncer Oren/Hassan El Taher)

FURTHER BUSINESS AND TERMINATION

Since no other business was raised, on motion duly made (Abla Sherif/Alex Gropper)
the meeting was terminated at 2:30 p.m.

Chair

Secretary of the Meeting