

OUR PLACE SOCIETY (OPS)

Minutes of the Extraordinary General Meeting

Held at 919 Pandora Avenue, Victoria, BC V8V 3P4

August 17, 2016 – 7:00 pm

Present:	<p>Chair: Diana Butler.</p> <p>Board: John Ducker (Vice Chair), Scot Hooker (Treasurer), Scott Daly (Secretary), Susan Haddon (Past Chair), Kristina D’Sa, Carine Green, Geoffrey Huggett, Bernice Kamano.</p> <p>Regrets: Logan McMenamie, Larry Pedersen, Denis Oliver.</p> <p>Members: Judy Beinder, Stephen Berg, Eric Berndt, Michael Butler, Jill Cater, Tom Daly, Peter Devette, Janice Eamer, Kathaleen Evans, Alison Fisher, Joan George, Susan Henderson, Lois Heppell, Edward Hughes, Helen Hughes, Linda Hughes, Paul Jenkins, Yvonne Koehn, Robert Krause, Janet Langston, Kathleen McCutcheon, Karen McKenzie, Audrey McLennan, Diana McNally, Neil Meichsner, Rich Mennie, Cameron Millar, Ron Morgan, Brenda Morton, J. O’Brien, J. O’Brien, Robert Partridge, Nick Pouliot, Gail Price-Douglas, Gordon Rees, Ian Robertson, Linda Ryder, Selma Sheldon, Peter Straatman, Joanna Wilkinson, Wendy Zink.</p> <p>Management: Don Evans, Le-Ann Dolan, Alf Eamer, Grant Mackenzie, Tracy Campbell, Cheryl Morgan, Linda Polmear, Christine Guest.</p> <p>Guests: Larry Beatty, Kent Fullarton, Shelagh Partridge, Janis Evans, Ray Evans, Mark Johnson, Debbie Berg, Robert Milne.</p>
1. Welcome and Opening	<p>The Board Chair, Diana Butler, called the meeting to order at 7:02 and thanked everyone for coming to deal with a serious matter. The Board Directors present were introduced.</p> <p>Bernice Kamano acknowledged the meeting was being held on the traditional territory of the Coast Salish people. She urged members to deal with the matter at hand with open hearts and compassion.</p> <p>Quorum was declared as there were 50 members present, which is more than twice the number of active Board members.</p>
2. Introduction	<p>I. Purpose of the Meeting</p> <p>Butler stated the purpose of the meeting was to consider the Board’s recommendation that Denis Oliver be removed as a Director of the Our Place Society. Statements from the Board and Oliver were circulated to members 14 days prior to the meeting as part of the Notice of Meeting sent to all members. Subsequently, on the afternoon prior to the meeting, Denis Oliver gave notice he would not attend the meeting.</p>

	<p>II. Authority to Remove a Director</p> <p>Butler noted that the meeting would be conducted according to the bylaws of the Society and the BC Society Act. The Board recommended that the voting on the resolution be conducted by secret ballot.</p> <p>Motion: That the vote be held via secret ballot. Moved by Diana McNally, seconded by Wendy Zink.</p> <p style="text-align: right;">CARRIED</p> <p>A Special Resolution is required to remove a director and it requires 75% of members present at the meeting to be carried. Butler introduced Bob Milne, of Jawl Bundon LLP, who has advised the Board on legal process and procedure, and auditors from Grant-Thornton, who would be overseeing the vote.</p>
<p>3. Special Resolution to Remove Denis Oliver as a Director</p>	<p>The motion was put forward.</p> <p>Special Resolution: That Denis Oliver is removed as Director of Our Place Society. Moved by John Ducker, seconded by Susan Haddon.</p>
<p>4. Presentation from the Board</p>	<p>Board Vice Chair John Ducker made a statement on behalf of the Board outlining the reasons why it was felt removal was a necessary action. The Board has consulted legal counsel to ensure everything has been conducted in a proper manner.</p> <p>Ducker outlined three main issues that have arisen since Oliver was nominated and elected to the Board from the floor at the 2015 AGM. The first was an incident during which Oliver was aggressive towards staff, which resulted in him being barred from the premises. The Board investigated the incident and found that there had been aggressive behavior directed towards staff on this and several other occasions in the past that have been documented. Ducker noted that Oliver has refused to undergo the process to have his barring lifted.</p> <p>A second concern was brought to the Board’s attention by several members and supporters about social media posts by Oliver that disparaged the LGBTQ community, women and visible minorities, which was clearly not aligned with the values of Our Place Society. A third issue was a letter to the editor in which Oliver advocated a position that was contrary to Our Place policy.</p> <p>In light of these, Ducker said the Board felt obligated to act in the best interests of the Society to protect its reputation and its relationships with the community. He asked for the membership’s approval to remove Oliver as a Board member.</p>
<p>5. Presentation from Denis Oliver</p>	<p>Denis Oliver was not present so members were asked to refer to his statement sent before the meeting.</p>
<p>6. Questions from Society Members</p>	<p>Butler opened the floor to questions from members. There were no questions but two members made statements, one in favour of the Special Resolution and one opposed.</p>

<p>7. Call to Vote on Special Resolution</p>	<p>Butler noted that Denis Oliver is misspelled on the ballot. The meeting recessed at 7:29 so members could cast their ballot. Auditors from Grant-Thornton then proceeded to count the ballots.</p> <p>The meeting reconvened at 7:37. The results of the vote on the motion to remove Denis Oliver as a Director were announced:</p> <p style="padding-left: 40px;">Total ballots: 50 In favour: 49 Opposed: 1</p> <p>The Special Resolution was declared carried.</p>
<p>8. Adjournment</p>	<p>Motion: That the meeting be adjourned. Moved by Zink. OPS Extraordinary General Meeting adjourned at 7:38 p.m.</p> <p>_____</p> <p>Chair: Diana Butler</p> <p style="text-align: right;">_____</p> <p style="text-align: right;">Secretary: Scott Daly</p>