TAC | Trauma Association of Canada
Association Canadienne de Traumatologie

Annual General Meeting
Minutes-April 10, 2014
1830-1930
Centre-Mont Royal, Montreal, Quebec

Item #	Item	Motions
1.0	**Welcome by Chair** Dr. Rizoli called the meeting to order at 1834. He reminded the membership that this meeting deals with the business of the Association for the past fiscal year of July 1, 2012-June 30, 2013	
1.1	**Introduction of Officers of the Executive Committee** • Past President -Dr. John Tallon • President Elect- Paula Poirier • Secretary- Dr. Natalie Yanchar • Treasurer- Dr. Morad Hameed	
1.2	**Introduction of rest of members of Executive Committee** Dr Rizoli asked each of the members of the current Executive to stand when their names were called. (see Attachment #1 for names). They were thanked for their work as part of the past Executive.	
1.3	**Introduction of New Executive Director** Dr. Rizoli reminded the membership that at last year's AGM there had been approval to explore the opportunity to put in an Executive Director (ED) role. He then introduced Kate Mahon who works part time from her home office in Halifax, Nova Scotia. Kate started her role in mid September. She can be reached on the new toll free line 1-855-403-5463 or at exec.director@traumacanada.org	
1.3	**Confirmation of quorum** Dr. Yanchar confirmed that there were sufficient numbers of members present for the necessary quorum. Dr. Rizoli confirmed that we may therefore proceed with the business of the meeting and voting on motions.	
2.0	**PREVIOUS BUSINESS ARISING**	
2.1	**Minutes of AGM of April 12, 2013** The minutes of the AGM of April 12, 2013 have been previously circulated. There was no discussion on any items arising from the minutes. Dr. Rizoli asked for a motion to approve the minutes of April 12, 2013. Dr. Rizoli let the members know that AGM minutes will be posted on the TAC	**Motion:** (Joanne Banfield)***"I motion to approve the minutes of the AGM of April 12, 2013.*** **Seconder: (Dr. Merritt)**

	website in the future for member review. This year's minutes will be approved at the AGM next year but will be available all year to read.	**All in favour:** all present **Opposed:** none **Abstentions:** none **Motion is carried.**
3.0	Reports of Officers of the Executive Committee	
3.1	**Secretary's Report** Dr Yanchar reported on the breakdown of the current TAC membership. (Attachment #2) Dr. Yanchar confirmed that the required notice of 30 days was sent out to all active members of TAC on March 10, 2014 by personal email and posted on the TAC website. Copies of the proposed new governance structure, changes to the current constitution and the full revision of the Constitution and Bylaws to be in compliance with Not-for-Profit legislation were also posted at that time for member review. Dr. Rizoli asked for a motion to approve the Secretary's Report.	**Motion:(Dr.BJ Hancock)** *"I motion to approve the Secretary's Report.***"** **Seconder: (Joanne Banfield)** **All in favour:** all present **Opposed:** none **Abstentions:** none **Motion is carried.**
3.2	**Treasurer's Report & Appointment of New Auditors** Dr. Hameed reported that that the audited financial statement of TAC prepared by Thompson Penner & Lo for the fiscal year ending June 30, 2013 was received on Oct 10, 2013. The bank balance at year end June 30, 2013 was $125,089. He informed the members that the full audited report is available to any member to review by contacting the Executive Director, Kate Mahon. Dr. Hameed informed the members that with the move of the office from Calgary to Halifax in the past year, he was proposing to appoint a new Financial Auditing firm of *Collins Barrow Chartered Accountants* from Dartmouth, NS as the official auditors for TAC for the fiscal year July 1, 2013-June 30, 2014. Dr. Rizoli asked for a motion to appoint the new Auditors.	**Motion: (Nasira Lakha)** *"I motion to approve the Treasurers Report"* **Seconder: (Dr. Natalie Yanchar)** **All in favour:** all present **Opposed:** none **Abstentions:** none **Motion is carried.** **Motion: (Dr Hameed)** *"I motion to appoint the firm of Collins Barrow Chartered Accountants of Dartmouth Nova Scotia as the auditors for the fiscal year 2013-14.* **Seconder:(Dr. Natalie Yanchar)** **All in favour:** all present **Opposed:** none **Abstentions:** none **Motion is carried.**
4.0	New Business	
4.1.	**Requirements/Revisions to current Constitution & Bylaws and the Corporations Canada Not-For-Profit (NFP) Act requirments for TAC** Dr Rizoli provided an introduction and explanation to the membership of the reason why the Constitution & Bylaws needed to be updated to be in	Explanation

	compliance with the new federal Corporations Canada NFP Act. Kate then provided an explanation on how the sequence of this process needed to be conducted.	
4.2	**Revision of Current Constitution and Bylaws (C &B)** Dr Rizoli reviewed the changes that are needed to the current C & B as per the document *"Summary of Proposed Revisions to the Current TAC Constitution and Bylaws (dated 2004) for the Annual General Meeting April 11, 2014, Centre-Mont Royal Montreal Quebec"* that was precirculated to all TAC members on March 11, 2014 and posted on the TAC website. The office relocation although complete does require approval by the members.	Approval **Motion:** (Ann Hogan) *"I move to approve the relocation of the TAC office from Calgary to Halifax and the revisions to the current constitution & bylaws as per the previously circulated document."* **Seconder: (**Joanne Banfield) **In Favour:** All present **Opposed:** None **Abstentions:** None **Motion is carried**
4.3	**Proposed New Governance Structure** Dr Rizoli reviewed the proposed new Board of Directors (BOD) Governance structure. He explained that this is a proposal for a nine (9) member BOD but to transition from a 29 member Executive Committee to this we are proposing for the next couple of years that there be a Co-Director model in place for some of the Director roles to utilize the twelve (12) people who have put their names forth. This will enable the new BOD to have time to assess what work has to be done and to also do some planned succession for the Director roles. Dr. Rizoli emphasized that we are at a major transition in the history of TAC which is a sign of positive growth and it must be recognized that the way things have been done in the past will be different as we move forward. There were no questions on the proposed governance structure. Dr Rizoli asked for a motion to approve the new governance struture as distributed and with the Co-Director model as explained.	Approval **Motion: (Joanne Banfield)** *" I motion to approve the new governance structure as presented with the Co-Director model as part of the transition."* **Seconder: (Dr.Neil Merritt)** **In Favour:** All present **Opposed:** None **Abstentions**: None **Motion is carried.**
4.4	**Nominations** Dr Tallon presented a slide with the proposed new slate of nominees for the new Board of Directors. (It should be noted that the current nomination process proceeded under the rules of the old constitution and bylaws. This will be a different process under the new constitution and bylaws in future). There was a question from a member of "How do you get chosen to be on the BOD?" Dr. Kortbeek (TAC Historian) responded from audience, by saying that people in the past "chosen" were those who were willing to put their names forth and committed to working hard. Dr Rizoli further explained that as we move forward, determining succession for	Approval **Motion: (Dr BJ Hancock)** *"I*

	roles like President-Elect and President will be guided by the rules of the new NFP legislation and it will not be an "automatic" progression through the Director roles as it is now. This process will be clearer to members at the time of the next nominations & elections. Once the new BOD is in place they will take some time to flush out the portfolio responsibilities. Dr Rizoli asked for a motion to approve the list of nominees names put forth to form the new TAC Board of Directors.	*motion for approval of the nominees as presented to form the new Board of Directors for TAC."* **Seconder: (Nasira Lakha)** **In Favour:** all present **Opposed:** none **Absentions:** None **Motion is carried.**
4.5	**Revised Constitution & Bylaws as per NFP Act-Special Resolution** Dr Rizoli reminded the audience that we had just reviewed why we had to make changes and had gone through the sequence and steps to approve the changes needed in the old constitution and bylaws along with approval for the new Board of Director governance structure and the approval of the nominees to form the new BOD. By way of a Special Resolution of Members, we need to now approve the revised constitution and bylaws as per the NFP legislative requirements and grant permission to the Board of Directors to make an application under section 297 of the NFP Act for a Certificate of Continuance of the Association. He reiterated that the new *General Operating Bylaw No. 1* had been provided (emailed & posted on website) to the members since March 10th. He asked if there were any questions or discussion. There was none. Kate Mahon provided a quick update on the most significant changes to take note of as it relates to the definition of "member" vs "affiliate." There is no change in the benefits enjoyed by the current TAC non-voting member categories. There will be TAC policies developed to cover the Affiliate members and provide clarity. Dr Rizoli asked for a motion to approve the proposed new Constitution and Bylaws known as *"General Operating Bylaw No. 1."*	Approval **Motion: (Ian Watson) "***I motion to approve the revised constitution and bylaws also known as General Operating Bylaw No. 1, as presented to the membership today."* **Seconder: (Ann Hogan)** **All in Favour:** all present **Opposed:** none **Abstentions:** none **Motion is carried**
4.6	**Canadian National Trauma Registry (CaNTR) Update** Dr Yanchar brought the membership up to date on the work over the last year of the CaNTR committtee leading to a Request-for-Proposal (RFP) process that had concluded with the succcessful bidder being the Rick Hanson Institute from Vancouver. She informed the group that there is still much work to be done to secure funding and to gain provincial and federal support for the implementation of the CaNTR.	Dr Yanchar
4.7	**Report on Montreal 2014** • **Report on delegate #s -** there are approximately 300 delegates registered. It was sold out this year. • **Report on Sponsorship-** 13 sponsors for $55,000 in sponsorship money It is a successful conference with a strong scientific program. The negotiated withdrawal of UBC conference planners (except for registration) although unanticipated in early February required a lot of leadership & hard work on the	Dr Razek

	part of Conference Co-Chair Nancy Tze who stepped up and organized a local group of people (special thanks to Administrative Assistant Gionvanna Agozinno) to assist in all the conference planning details and production of final materials. Kate Mahon was assisted in Halifax by Administrative Assistant, Susan Tanner, to pull off the final planning details and produce materials. We anticipate a more significant profit margin than last year as a result of these efforts.	
4.8	**Report on Conference Planning for Calgary 2015** • **Venue:** Westin Calgary • **Dates** April 9/10/11 (Thurs-Sat) Planning will be actively getting underway in a couple weeks. Planning committee membership is confirmed. Conference Co-Chairs are Dr. Andy Kirkpatrick and Ms Chris Vis. Dr Kirkpatrick informed the audience that next year's conference is going to be very much like a brand new conference with all the changes that have occurred and said he will need support and help to do it well.	Dr Kirkpatrick
4.9	**Executive Director Report** Kate Mahon provided a written report of her activities for members. There were no questions.	Kate Mahon
5.0	**COMMITTEE REPORTS**	
	****Please note that in the interest of time, the Committee Chairs will be asked to send Kate their committee reports which she will post with the minutes on the website***.	
5.1	Committee on Trauma (COT)	Dr. Sandro Rizoli
5.2	Canadian Forces Medical Liaison	Dr. Homer Tien
5.3	Accreditation	Ms Tracey Taulu Paula Poirier
5.4	Education Committee	Dr. Ahmed Najma
5.6	Performance Improvement & Patient Safety	Dr Rardi Van Heest Dr. Tom Stelfox Ms Amanda McFarlan
5.7	Injury Prevention/Surveillance	Dr Neil Merrit Ms Joanne Banfield
5.8	International Issues/Disasters	Dr Tarek Razek Mrs Dianne Dyer
5.9	Pediatric Committee	Dr. Iona Bratu Ms Sherry McGillivray
5.10	Publication Committee	Dr. Mary vanWijingarrd-Stephens
5.12	Research Committee	Dr. Neil Parry
6.0	**SUBGROUP REPORTS (to be posted with minutes)**	
6.1	Interdisciplinary Trauma Network of Canada (ITNC)	Ms. Ann Hogan
6.2	Trauma Registry Information Specialists of Canada (TRISC)	Ms. Nasira Lakha
7.0	ADJOURNMENT	
7.1	Dr Rizoli adjourned the meeting at 1940.	All were in favour!

NEXT ANNUAL GENERAL MEETING WILL BE HELD IN CONJUNCTION WITH THE Trauma 2015 Annual Scientific Meeting and Conference in Calgary on April 11, 2015. Time and room location to follow at a later date.

Respectfully submitted,

Dr. Natalie Yanchar
Secretary