



UNTDA Association of Canada ANNUAL GENERAL MEETING

November 15, 2022, 19:00 EDT

This page contains the **Agenda** for the meeting as well as links at the bottom of the page to the meeting **Minutes** and all the **Meeting Materials**:

This meeting was held VIRTUALLY (Zoom Video Conference)

Agenda

1. Call to order – President Graham Scott
2. Opening Remarks of the President – President Graham Scott
3. Acceptance of the Articles of Association (Link to UNTDA Web site below)

Proposed Motion:

Whereas the Board in its future planning for the UNTDA determined that the UNTDA would be better served by incorporation, the Board requested that Robert Blakely and Blakely+Dushenski, Legal Counsel create the initial Articles of Incorporation of the UNTDA; and

Whereas the Board approved the Articles of Incorporation (Corporate number 134170-9);

The Board recommends that the Articles of Incorporation under the Canada Not-for-Profit Corporations Act be approved by the Members of the UNTDA.

4. Approval of By-Law Number 1. (Link to UNTDA Web site below)

Proposed Motion:

Whereas the UNTDA was incorporated in October of 2021 it was required that the UNTDA establish By- Laws to govern the work of the board and the membership of the Corporation

On the recommendation of the Board the Membership approves By-Law Number 1 of the of the Corporation.

5. Treasurer's Report (Link to UNTDA Web site below) - Treasurer Ross Connell
6. Approve audit and set policy for internally produced audits

Proposed Motion:

Whereas the Not – For – Profit Corporations Act requires annual audits, but does not specify that a professional auditor be employed

Whereas the Association as in the past relied on a competent person, and not a professional auditor, to produce its annual audits

And **Whereas** naval officers have received training in the administration of Non–public Funds and the production of annual financial reports

Now therefore be it resolved and the Board recommends that the Association continue its practice of audits by a competent person and that the results of those audits be reported to Corporations Canada on an annual basis.

Be it further resolved that an audit by a professional auditor is dispensed with and replaced by the procedure above

Be it finally resolved that the audit presented to the Annual General Meeting, and recommended by the Board, be adopted as the audit of the Association for the year ending December 31, 2021. (Link to UNTDA Web site below)

7. Presentation and discussion of the Report of the Membership Structure Review Committee (Link to UNTDA Web site below) – Director at Large Marta Mulkins

8. Proposed amendments to the Articles of Association and

By-Laws arising from the report of the Membership Structure and Review Committee as recommended to the membership by the Board.

Proposed Amendment #1 to the Articles of Association

Whereas the Board believes that the future of the UNTDA and preservation of the legacy rests within the Naval Reserve of Canada; and

Whereas the organization of the Reserves and its training programs and its performance structures have been substantially altered since the formation and subsequent disbandment of the UNTD program in 1968;

The board recommends that the membership approve an amendment to Form 4001 of the Articles of Incorporation Article 4 Statement of Purpose to read:

“To celebrate the naval and civilian contributions of participants in the Canadian Naval Reserve and to identify, preserve and promote the history and values of the UNTD program and its successors, with emphasis on citizenship, leadership, honesty, commitment, service and personal discipline.”

This replaces the current language: To celebrate the naval and civilian contributions of participants in Canadian Naval Reserve Officer Training Programs, and to identify,

preserve, and promote the history and values of the UNTD program and its successors, with emphasis on leadership, honesty, commitment, service, and personal discipline

Proposed Amendment #2 to the Articles of Association

Whereas the board considers it helpful to advance the smooth restructuring of the UNTDA by marginally increasing the number of directors on the Board;

The Board recommends that the Articles of Incorporation be amended to increase the number of Directors from a Minimum of 1 to a minimum of three and from a Maximum of 16 to a maximum of 20.

Proposed Amendment #1 to the By-Laws

On the recommendation of the board, the members approve an amendment to Section 2.01 of By-Law Number 1 of the UNTDA by replacing the remainder of the text in paragraph one following the first sentence as follows:

“Ordinary membership in the corporation shall be available to individuals, active or retired, who serve or have served in the Canadian Naval Reserve. Anyone who supports the mission of the corporation is welcome to join as an Associate member.”

The original read:

Ordinary membership in the Corporation shall be available to individuals who participated in the UNTD program (1943-1968), and those who participated in other successor naval officer reserve programs such as ROUTH, NROC, UNTD version 2, RESO and DEO, and, anyone who supports the vision and mission of the Corporation is welcome to join, and individuals with the connection to those naval reserve officer training schemes may be included in the Association. Members, includes, those who did not go through any of the naval reserve programs but have had or continue to have important connections to those programs or, with the people within them.

9. Resolution to Ratify Board of Directors Actions – President Graham Scott

Proposed Resolution: That the actions and decisions of the Board, since the last AGM, have been reviewed by the membership and the same are approved.

10. Election of directors. (Slate in Link to UNTDA Web site below) Chair Nominating Committee 1st Vice President Jennifer Bennett

The Board recommended list of directors to continue to serve as Directors until the Annual meeting of May 12, 2023,

Call for additional nominations from the floor

11. 2023 Naval Reserve Centennial Conference – Centennial Conference Chair Roger Elmes

12. 2023 AGM

13. Other Business

14. Adjournment

Links to Meeting Materials

1. [Meeting Minutes](#)
2. [President's Report](#)
3. [President's Post-Meeting Letter](#)
4. [Articles of Incorporation](#)
5. [Bylaw Number 1](#)
6. [UNTDA 2025 Final report](#)
7. [Membership Structure Review Final Report](#)
8. [Financial Report](#) (Replaces earlier version ending September)
9. [Financial Report for the year 2021](#)
10. [Slate of Directors](#)
11. [Nomination Form](#)