



Agenda
Annual General Meeting of the Members of the
Sudbury Airport Community Development Corporation
May 28, 2019

Tom Davies Square –Room C-12

3:00 PM

- i. **Adoption of Agenda** (Resolution prepared - # 2019-680)
- ii. **Declarations of Pecuniary Interest**
- iii. **Adoption of Annual General Meeting Minutes – June 12, 2018**
(Resolution prepared - # 2019-681)
- iv. **Presentation of Audited Financial Statements of Sudbury Airport Community Development Corporation by Oscar Poloni, KPMG LLP**
- v. **Approval of Audited Financial Statements of the Sudbury Airport Community Development Corporation for the year 2018**
(Resolution prepared - # 2019-682)
- vi. **Appointment of Auditors as required by Section 94 of the Corporations Act** (Resolution prepared - #2019-683)
- vii. **Appointment of the Chair of the Board of Directors**
(Resolution prepared - #2019-684)
- viii. **Appointment of the Vice-Chair, Treasurer and Secretary of the Executive Committee of the Board of Directors**
(Resolution prepared - #2019-685)
- ix. **Corporate Update – Reappointment of Members to the Board**
(Resolution prepared - #2019-686)
- x. **Recognition of departing Board Member: D. McFarlane**
- xi. **Other Business**
- xii. **Adjournment**



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-680

WHEREAS the Members of the Corporation wish to adopt the Agenda for the Annual General Meeting dated May 28, 2019.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the Agenda for the Annual General Meeting of the Members of the Sudbury Airport Community Development Corporation dated May 28, 2019 be and the same is hereby adopted.

DATED: May 28, 2019

THE UNDERSIGNED, being an Officer of the Corporation, hereby signs the foregoing Resolution # **2019-680**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel, Chair

**MINUTES OF THE ANNUAL MEETING OF MEMBERS
OF THE
SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION**

Tuesday, June 12, 2018
Room C-12, Tom Davies Square

Commencement: 3:07 p.m.
Adjournment: 3:50 p.m.

IN THE CHAIR: L. Poratto-Mason

SACDC MEMBERSHIP: Mayor B. Bigger, Councilor E. Dutrisac, Councilor R. Kirwan, Councilor R. Lapierre, Councilor M. Jakubo, Councilor A. Sizer, Councilor D. McIntosh, B. Battistelli, B. Bora, G. Séguin, M. Forsyth, C. Mercer, D. McFarlane, T. Tripp

STAFF IN ATTENDANCE: J.M. Mathieu Chénier, Director of Business Development
L. Dubois, Executive Assistant to the CEO/ Recording Secretary
R. Tyrer, Director of Airport Operations/ Fire Chief
H. Short, Marketing & Communication Coordinator

OTHERS PRESENT: O.Poloni (KPMG LLP), S. Staneckyj (KMPG LLP), R. Wood
T.Cochrane

ABSENT: V. Pollesel, Vice-Chair, Councilor J. Landry-Altmann, Councilor F. Cormier, Councilor G. Montpellier, Councilor L. Reynolds, Councilor M. Signoretti, Councilor M. Vagnini, P. Kusnierczyk, E. Archer, CAO

WAIVER OF NOTICE: A quorum of the members being present and having waived or received due notice of the meeting, the meeting was declared to be properly constituted for the transaction of business.

**DECLARATIONS OF
PECUNIARY INTEREST:** None declared

**AGENDA OF ANNUAL
GENERAL MEETING:** The Members of the Corporation carried the following resolution:

RESOLUTION: #2018-658

WHEREAS the Members of the Corporation wish to adopt the Agenda for the Annual General Meeting dated June 12, 2018. (E.Dutrisac/D.McIntosh)
CARRIED.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the Agenda for the Annual General Meeting of the Members of the Sudbury Airport Community Development Corporation dated June 12, 2018, be and the same is hereby adopted.

**MINUTES OF ANNUAL
GENERAL MEETING:**

The Members of the Corporation carried the following resolution:

RESOLUTION: #2018-659

THAT the Minutes of the Annual General Meeting of the Members of the Sudbury Airport Community Development Corporation dated June 13, 2017, are hereby adopted. (C. Mercer/M. Forsyth) **CARRIED.**

**APPROVAL OF AUDITED
FINANCIAL STATEMENTS:**

An overview of the 2017 audited financial statements was presented by Oscar Poloni (KPMG LLP).

The Members of the Corporation carried the following resolution:

RESOLUTION: #2018-660

WHEREAS the Members wish to receive and approve the audited Financial Statements of the Sudbury Airport Community Development Corporation for the year 2017. (R. Lapierre/A. Sizer) **CARRIED.**

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the financial statements of the Corporation for the year 2017, which were prepared by KPMG LLP, Chartered Accountants, are hereby received and approved.

**APPOINTMENT
OF AUDITORS:**

The Members of the Corporation carried the following resolution:

RESOLUTION: #2018-661

WHEREAS Section 94 of the Corporations Act requires members to appoint auditors at their annual meeting;

AND WHEREAS the Operating Agreement between the City of Greater Sudbury and the Sudbury Airport Community Development Corporation (SACDC) provides for the City of Greater Sudbury (CGS) to supply auditing services to the SACDC as part of its routine corporate audit process;

AND WHEREAS for the year ending December 31, 2017, the City Auditors named in the Treasurer's and Auditor's report are KPMG LLP.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT pursuant to the terms of the Operating Agreement between the City of Greater Sudbury and the Sudbury Airport Community Development Corporation, the Auditors supplied by the City of Greater Sudbury are hereby appointed as Auditors of the Sudbury Airport Community Development Corporation. (M. Jakubo/B. Battistelli) **CARRIED.**

APPOINTMENT OF CHAIR:

Vince Pollesel was appointed Chair and President of the SACDC by the Membership for a **one (1)** year term.

The Members of the Corporation carried the following resolution:

RESOLUTION: #2018-662

WHEREAS Section 290 of the Corporations Act requires that, the Chair of the Board be confirmed by a two-thirds vote of the membership of the Corporation;

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THE Members of the Corporation hereby confirm VINCE POLLESEL as Chair and President of the Board of Directors of the Corporation for the term of **one (1) year** or until his successor is appointed, effective **June 12, 2018**

AND the Chair of the Board is hereby assigned the duties described in Section 2.1 of the Governance Policies of the Corporation and any and all duties of the President of a Board of Directors coincident to that office.
(E. Dutrisac/C. Mercer) **CARRIED.**

CORPORATE UPDATE

Acceptance of Applications For Membership:

The members of the Corporation carried the following resolution:

RESOLUTION: #2018-663

WHEREAS the following persons have applied to become members of the Sudbury Airport Community Development Corporation;

AND WHEREAS the Members of the Corporation deem it desirable to accept such applications for membership;

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

The Members of the Corporation accept the applications for membership of the following persons:

Todd M. Cochrane
Vince Pollesel
Diane McFarlane

(M. Forsyth/G. Séguin) **CARRIED.**

Consent to Serve:

The members of the Corporation carried the following resolution:

RESOLUTION: #2018-664

WHEREAS the following members have executed a Consent to Serve as a Director and Statement of Qualification as a Director;

AND WHEREAS the Members of the Corporation deem it desirable to appoint such members as Directors;

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the Members of the Corporation appoint the following members as Directors for the following term:

For a three (3) year term or until his or her successor is appointed:

Todd M. Cochrane
Vince Pollesel
Diane McFarlane

(M. Forsyth/L. Poratto-Mason) **CARRIED.**

OTHER BUSINESS:

None declared

There being no further business, the meeting was adjourned at 3:50 p.m.

L. Poratto-Mason, Chair

Linda Dubois - Recording Secretary



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-681

THAT the Minutes of the Annual General Meeting of the Members of the Sudbury Airport Community Development Corporation dated June 12, 2018 are hereby adopted.

DATED: May 28, 2019

THE UNDERSIGNED, being an Officer of the Corporation, hereby signs the foregoing Resolution # **2019-681**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel - Chair



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-682

WHEREAS the Members wish to receive and approve the audited Financial Statements of the Sudbury Airport Community Development Corporation for the year 2018.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the financial statements of the Corporation for the year 2018, which were prepared by KPMG LLP, Chartered Accountants, are hereby received and approved.

DATED: May 28, 2019

THE UNDERSIGNED, being an Officer of the Corporation, hereby signs the foregoing Resolution # **2019-682**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel, Chair



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-683

WHEREAS Section 94 of the Corporations Act requires members to appoint auditors at their annual meeting;

AND WHEREAS the Operating Agreement between the City of Greater Sudbury and the Sudbury Airport Community Development Corporation (SACDC) provides for the City of Greater Sudbury (CGS) to supply auditing services to the SACDC as part of its routine corporate audit process;

AND WHEREAS for the year ending December 31, 2018, the City Auditors named in the Treasurer's and Auditor's report are KPMG LLP.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT pursuant to the terms of the Operating Agreement between the City of Greater Sudbury and the Sudbury Airport Community Development Corporation, the Auditors supplied by the City of Greater Sudbury are hereby appointed as Auditors of the Sudbury Airport Community Development Corporation.

DATED: May 28, 2019

THE UNDERSIGNED, being an Officer of the Corporation, hereby signs the foregoing Resolution # **2019-683**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel, Chair



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-684

WHEREAS Section 290 of the Corporations Act requires that, the Chair of the Board be confirmed by a two-thirds vote of the membership of the Corporation;

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the Members of the Corporation hereby confirm _____ as Chair of the Board of Directors of the Corporation for the term of (1) one year or until his/her successor is appointed, effective May 28, 2019

THAT the Chair of the Board is hereby assigned the duties described in Section 2.1 of the Governance Policies of the Corporation and all duties of the Chair of a Board of Directors coincident to that office

DATED: May 28, 2019

THE UNDERSIGNED, being an officer of the Corporation, hereby signs the foregoing Resolution # **2019-684**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel, Chair



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-685

THAT the Members of the Corporation hereby confirm _____ as Vice-Chair, _____ as Secretary and _____ as Treasurer of the Board of Directors for the term of (1) one year or until their respective successor is appointed, effective May 28, 2019.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the Vice-Chair, Secretary and Treasurer of the Board are hereby assigned the duties described in the Governance Policies of the Corporation.

DATED: May 28, 2019

THE UNDERSIGNED, being an officer of the Corporation, hereby signs the foregoing Resolution # **2019-685**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel, Chair



RESOLUTION OF THE MEMBERS

OF

SUDBURY AIRPORT COMMUNITY DEVELOPMENT CORPORATION
(Hereinafter referred to as the Corporation)

RESOLUTION: #2019-686

THAT the Members of the Sudbury Airport Community Development Corporation re-appoint Chris Mercer , Greg Séguin and Lise Poratto-Mason to serve on the Board of Directors for a three (3) year term ending June 2022.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

THAT the Members of the Corporation accept the reappointment for membership of the following persons:

Chris Mercer
Greg Séguin
Lise Poratto-Mason

DATED: May 28, 2019

THE UNDERSIGNED, being an Officer of the Corporation, hereby signs the foregoing Resolution # **2019-686**, pursuant to the provisions of the Corporations Act (Ontario).

Vince Pollesel, Chair