

## Notice of 14<sup>th</sup> Annual General Meeting of the Probus Club of Vancouver

Notice is here by given that the 14th Annual General Meeting of the Probus Club of Vancouver (the "Club") will be held on Tuesday, September 10, 2024 at 9:45 am at the H. R. MacMillan Space Centre, Vanier Park, 1100 Chestnut Street, Vancouver B.C., to transact the following business:

1. To approve the Minutes of the 13th Annual General Meeting
2. To receive the Report of the Directors
3. To receive and adopt the accounts of the Club for the year ended July 31, 2024.
4. To receive the Report of the Nominating Committee and elect Directors.
5. To waive the appointment of auditor.

Tentative Date of 2025 AGM – September 9, 2025

The Club does not allow for attendance or voting by proxy. All voting will be conducted by a show of hands of the members present, unless an ordinary resolution is passed requiring that the vote be by ballot.

Dated as of August 18, 2024

On behalf of the Board of Directors of the Probus Club of Vancouver



Anthony A. Zoobkoff

Secretary.

Provided contemporaneously with this Notice as separate documents are the following:

- 1.1 Minutes of the 13<sup>th</sup> Annual General Meeting
- 1.3 Accounts of the Club for the year ended July 31, 2024
- 1.4 Report of the Nominating Committee

## **Minutes of the Thirteenth Annual General Meeting**

**Probus Club of Vancouver (the "Club")**

**September 12, 2023 at 9:45 am**

H.R. MacMillan Space Centre, 1100 Chestnut Street, Vancouver, BC

Peter Scott, President of the Club took the Chair.

### **Welcome and Call to order**

Scott confirmed that Notice of the Meeting and materials for today's meeting had been posted to the website on August 18 and emailed to all members on August 19, 2023. A quorum for General Meetings is 15% of the membership. Prior to the meeting Scott was advised by Peter Brock, Membership Committee Chair, that well in excess of the 42 required members were present. With a quorum being present, Scott called the meeting to order at 9:45 am.

### **Minutes from September 13, 2022 Meeting**

Scott noted that minutes of the last annual general meeting were posted on the website. ON MOTION made (Scott) and SECONDED (Brock) the Minutes of the 12<sup>th</sup> Annual General Meeting were approved, unanimously, as tabled.

### **Approval of Financial Statements for the year ended July 31, 2023**

The Financial Statements were circulated to all Members with the Notice of Meeting. Scott tabled the Financial Statements as approved by the Board and circulated.

### **No Appointment of Auditor**

Scott confirmed that as the Club is not a "reporting society" the Board of Directors have determined that no auditor is required and, hence, no resolution is proposed.

### **Election of Directors**

The Report of the Nominating Committee was circulated to Members with the Notice of Meeting and no additional nominations have been received. Scott indicated that Bylaw 4(d) states that the Immediate Past President shall be an ex officio member of the Board, and the other directors shall be elected by the members at each annual general meeting.

Bylaw 4(j) indicates that the other directors shall be elected or appointed to the Board positions set out in the Bylaws. Those positions are the same as listed in the Nominating Committee Report. That Bylaw provides that a director, other than the

President, may hold more than one position. You will have noted that Jack Zaleski is shown holding two positions. We had expected to nominate an Activities chair prior to the meeting but need to defer that while we find a suitable candidate. Once that occurs it is expected that Jack will resign that position, thereby creating a vacancy, and the candidate will then be approved by the Board to fill that vacancy.

Scott reported on each of the Directors individual contributions to the Club during the past year.

The Nominating Committee Report indicated that if a member proposed to put another member's name into nomination they had to do that in writing in advance of the AGM. There have been no additional nominations received by the Nominating Committee. Accordingly Scott declared the persons listed in the Nominating Committee Report to be elected by acclamation to hold office until the next Annual General Meeting. Those persons and positions are as follows:

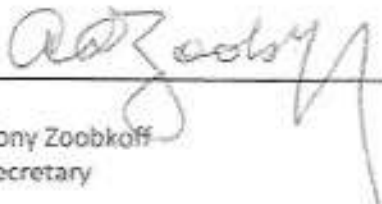
President:	Richard Earthy
Past President:	Peter Scott
Vice President:	John Kay
Secretary:	Tony Zoobkoff
Treasurer:	Greg Lonsbrough
Speakers Committee Chair:	Bill Hooker
Membership Committee Chair:	Jack Zaleski
Activities Committee Chair:	Jack Zaleski (interim)
Website and Database Chair:	Peter Brock
Member Services and House Committee Chair:	Raymond Greenwood
Newsletter Editor and Publisher:	Peter Scott
Historian/Archivist:	Hugh Lindsay
Director at Large	Alain Boisset

#### Termination of Meeting

There being no other business, Scott terminated the meeting.

These Minutes were reviewed with the Chair prior to signing.

Dated September 26, 2023

  
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Tony Zoobkoff  
Secretary

**PROBUS CLUB OF VANCOUVER  
FINANCIAL YEAR 2023/2024**

	July \$	12 months to July 31 \$	Budget 2023/2024 \$
<b>REVENUE</b>			
Membership Fees	0.00	19,470.00	21,600.00
Initiation Fees	50.00	1000.00	600.00
Interest	0.00	1,027.09	880.00
Guest fees	30.00	390.00	0.00
<b>TOTAL RECEIPTS</b>	<b>80.00</b>	<b>21,887.09</b>	<b>23,080.00</b>
<b>EXPENDITURES</b>			
Facility Rental	1,337.50	14,322.50	14,725.00
Coffee and food	361.23	4,068.28	3,850.00
Speakers	250.00	2,750.00	3,000.00
	<b>1,948.73</b>	<b>21,140.78</b>	<b>21,575.00</b>
Presidents' Luncheon	0.00	1,276.18	2,000.00
Events	0.00	444.70	500.00
Management	0.00	1,416.77	1,200.00
	<b>0.00</b>	<b>3,137.65</b>	<b>3,700.00</b>
Probus Canada	0.00	732.00	840.00
Donations	0.00	500.00	250.00
Bank/Paypal fees	8.56	494.26	500.00
Postage	0.00	338.68	350.00
Newsletter	1,320.00	1320.00	1,500.00
Legal/Miscellaneous	0.00	1,116.58	1,000.00
	<b>1,328.56</b>	<b>4,501.52</b>	<b>4,440.00</b>
<b>TOTAL EXPENDITURES</b>	<b>3,277.29</b>	<b>28,779.95</b>	<b>29,715.00</b>
<b>SURPLUS/DEFICIT</b>	<b>-3,197.29</b>	<b>-6,892.86</b>	<b>-6,635.00</b>
Event deposit (Bard)	0.00	1,180.00	1,180.00
Draw down GIC	0.00	2,000.00	0.00
<b>OPENING CASH BALANCE</b>	<b>5,505.19</b>	<b>6,020.76</b>	<b>6,000.00</b>
<b>CLOSING CASH BALANCE - OPERATING</b>	<b>2,307.90</b>	<b>2,307.90</b>	<b>545.00</b>
Add deferred 2024/2025 dues	12,640.00	12,640.00	
Deduct deferred bank charges	-210.00	-210.00	
<b>TOTAL CASH ON HAND</b>	<b>14,737.90</b>	<b>14,737.90</b>	
<b>GIC</b>	<b>18,000.00</b>	<b>18,000.00</b>	

## REPORT OF THE 2024 NOMINATING COMMITTEE

Committee members: Chair – Past President Peter Scott  
President Richard Earthy  
Vice-President John Kay  
Advisor Jack Zaleski

Following discussions, President Richard decided to serve a second term as President. In order to maintain our number of board members at 12 and to try and maintain a succession order in the future, the committee decided to appoint a 2<sup>nd</sup> Vice-President, who will move up to 1<sup>st</sup> VP when John Kay assumes the presidency in the year 2025 to 2026. Depending on whether or not John serves one or two one-year terms, the newly appointed 2<sup>nd</sup> VP would be President in the year 2026 to 2027 or the following year.

The slate proposed by the Nominating Committee to be voted on at the AGM at our September meeting, will be:

President	Richard Earthy
Past President	Peter Scott
1 <sup>st</sup> Vice President	John Kay
2 <sup>nd</sup> Vice President	Jim Matkin
Secretary	Tony Zoobkoff
Treasurer	Greg Lonsbrough
Speakers' Chair	Bill Hooker
Membership Chair	Jack Zaleski
Activities Chair	Al Hurwitz
Website and Database Chair	Peter Brock
Member Services & House Chair	Raymond Greenwood
Newsletter Editor & Publisher	Peter Scott
Historian & Archivist	Hugh Lindsay

This report will be presented to the board for approval at the June 4<sup>th</sup> board meeting.