

2014 AGM for Carp Ridge Learning Centre:

For 2014, in addition to the mailed AGM Resolutions, a meeting was also held at Doug McKinlay's residence, 4089 Dunrobin Road on Dec. 13th, 2014 starting at 3:30 pm.

All remaining members of the corporation were in attendance, namely:

Katherine Willow (Founder) and Directors Jaime Sheridan, Damita Wijay and Jacqui Ehninger-Cuervo

Also in attendance were Officers Lisa Oldham (Treasurer) and Doug McKinlay (VP Special Events)

1) Bestowing Membership to new Members

First order of business was to give Membership to Lisa Oldham and Doug McKinlay.

Motion by Jacqui, seconded by Jaime. Carried unanimously.

2) Retroactive approval of previous motions

Jaime and Damita were presented with the list of motions that had been passed in their absence during meetings between July and October, to insure that they were aware of and in agreement with any decisions made. All relevant motions dealt with Lanark Lumber. Both Jaime and Damita approved and signed the list of motions.

3) Changes to Membership and Board of Directors

CRLC had taken the opportunity of the 2014 AGM to clean up its membership. The following members had already resigned their membership prior to the AGM:

Ann Lawrence, Cindy Fleming, Dean Fleming, Laura Stark, Christie Unitt.

Damita Wijay resigned at the AGM, after the above resolutions had been dealt with, but emphasized that he would like to stay involved with CRLC.

Jaime Sheridan retained her membership.

Given the current state of CRLC and the fact that CRLC never relied on membership dues as a fundraiser in any event, it made sense to use this opportunity to move from an open to a closed membership.

A "Closed Membership" means that the number of members is limited to exactly those people that make up the Board of Directors.

This was also the recommendation by Tanya Carleton and Karen Cooper, the Charity lawyers, who supplied us with a special resolution to be signed at the AGM.

The Special Resolution was read by Jacqui, unanimously accepted by all members and signed by Jacqui (President) and Jaime (Secretary).

This means our new Board of Directors now consists of:

Katherine Willow, Jaime Sheridan, Lisa Oldham, Doug McKinlay and Jacqui Ehninger-Cuervo, i.e. 5 Directors as per the Special Resolution already sent and passed in the mailed AGM Resolutions.

Jacqui explained that under new ONCA rules, the government wants to see two directors that do NOT hold any roles as Officers. It was agreed that Katherine and Jaime would be our two

"Directors at large". They committed as a minimum to read and approve (or question) the monthly board meeting minutes and will attend meetings occasionally, as their schedule allows.

Jacqui, Lisa and Doug will continue in their current roles as President, Treasurer and VP Special Events, respectively. In addition, Jacqui will act as Secretary until that office can be filled. Note: Jacqui had previously confirmed with the lawyer that there are no rules against someone holding both the office of President and Secretary.

4) Sawmill

Doug gave an update on Lanark Lumber and his conversations with Jeff Jackson. We hope to have additional news by Dec. 17th, as a consultant for a Toronto investor is supposed to visit the mill on Tuesday, Dec. 16th.

5) Financials

Lisa presented the financial statements (unaudited, as approved by all members of the corporation). She noted that due to the fact that accruals had not been taken into consideration, our net revenue was lower, but so were our expenditures. It was agreed that our budget would not need to change as a result and would remain as approved.

6) Adjournment, Next Meeting & Donations

The next Board Meeting is tentatively scheduled for Jan. 27th, 2015 at KPMG. Special meetings or audio conferences will only be called in case of urgent developments regarding Lanark Lumber.

Meeting was adjourned at approximately 5:15 pm and board members joined the Christmas Party.

During the party a total of \$95 was raised in donations for West Carleton Emergency Food Aid (as per the Christmas Party invitation).

The Board also wishes to express its gratitude to Doug for opening his home and organizing such a great event with relatively little notice!

Regards,
Jacqui