

SMITHS FALLS & DISTRICT CHAMBER OF COMMERCE

January 15, 2014

Valley Heart Land Board Room

7:30 am

Present: *Chris Saumure, Dave Lawrence, Eileen Crosbie, Kristine Fair, John Maloney, John Gray, Sean Lawrence, CY Wells, Barry Webster, Anne Shropshire, Joe Gallipeau, Jim Pankow, Mayor Dennis Staples, Councilor Jeff Banks, Melissa Hillier, and Liz Stone*

Regrets: *Tracey Pankow, Jay Brennan, Roger Cooke*

Guests: *Brian Nelson, Joanne Watson, Laurie Weir, Hugh Colton, Bev Street, Kathleen Howlett, Adina Wiltshire, John Middelshire,*

Call to Order

Chris Saumure called the meeting to order and welcomed everyone. Chris read the mission statement.

New Business

None

Motion to accept Agenda

Dave Lawrence Motioned

Kristine Fair Seconded

Carried

Changes to the minutes from December 11, 2013

None

Motion to accept the minutes as written from December 11, 2013

CY Wells Motioned

Dave Lawrence Seconded

Carried

Disclosure of Monetary Interest

None

Election of New Board Members

- Chris gave a synopsis of the proceedings of the AGM in October
- Chris brought forward two letters, one from Mike Ross, explaining his synopsis of the AGM and one from the Ontario Chamber of Commerce, giving their opinion on the matter
- In total there were three nominations from the floor for director positions at the AGM. These nominations were for Tracey Pankow, Jim Pankow and Joe Gallipeau
- With these additions to the Board of Directors there was some confusion as to whether or not there needed to be an election
- Since then, Sean Lawrence and John Gray declined their nominations, which allowed the three new nominees to be acclaimed without an election
- Joe Gallipeau stated that he and Jim Pankow had intended to run for the position of President and Vice- President respectfully
- The Ontario Chamber of Commerce indicated in their e-mail, that “Unless the AGM meeting chairperson explicitly told the members there were voting on that, I don't believe it is valid.”
- Mike Ross’ e-mail indicated that “The nominations put to the floor were for directors to the Board”
- The question was put forward to the nominees at this time, if they intended to sit as directors for the year and should they choose to run for executive positions, they could do so at the 2014 AGM
- Joe Gallipeau agreed to sit as a director
- Jim Pankow agreed to sit as a director
- The three new directors are Tracey Pankow, Joe Gallipeau and Jim Pankow

By-Law amendments

Article III - Executive and Board of Directors

Section 3.1

EXECUTIVE AND BOARD OF DIRECTORS

- **Existing By-Law:** The Executive of Smiths Falls and District Chamber of Commerce shall be a President, Vice President, Past President and Treasurer who, together with not less than 4 and no more than 8 other members, shall constitute the Board of Directors.
- **Proposed By-Law:** The Executive of Smiths Falls and District Chamber of Commerce shall be a President, Vice President, Past President and Treasurer who, together with **not less than 6 other members**, shall constitute the Board of Directors.
- **The new By- Law agreed upon will read:** “The Executive of Smiths Falls and District Chamber of Commerce shall be a President, Vice President, Past President and Treasurer who, together with **not less than 6 and no more than 12 other members**, shall constitute the Board of Directors.”
- There was a lot of discussion on this by- law amendment
- The reason to change this by-law is to accommodate the influx of interest in the Chamber
- The intention is that the Chamber does not lose out on any voices or ideas. These changes

allow more diverse group of interested individuals to participate for the betterment of our Chamber and the business community

- It was pointed out that, if we didn't cap the numbers, that there could be too many directors and nothing would ever get accomplished

Motion: CY Wells Motioned that we accept the change to by-law 3.1 to read "The Executive of Smiths Falls and District Chamber of Commerce shall be a President, Vice President, Past President and Treasurer who, together with not less than 6 and no more than 12 other members, shall constitute the Board of Directors."

Seconded : Kristine Fair seconded the motion

A vote was taken - Motion was accepted

The second By-law to be amended is

Section 4.3

QUORUM

- **Existing By-Law:** Fifty percent of the Board of Director, lawfully met, constitute a quorum and a majority of the quorum may do all things within the powers of the Board of Directors.
- **Proposed By-Law: Five Directors**, lawfully met, constitute a quorum and a majority of the quorum may do all things within the powers of the Board of Directors.
- The intention of the change this By-law, is to ensure the smooth movement of the organization to be able to allow for the ability to make decisions as a board
- It was discussed that, if the first by-law change allowed for more directors why would the quorum need to be changed
- In the past, the board has had difficulties reaching quorum and this change will hopefully eliminate this issue

Motion: Cy Wells Motion to accept the change to by-law 4.3 to read "Five Directors, lawfully met, constitute a quorum and a majority of the quorum may do all things within the powers of the Board of Directors."

Seconded: Dave Lawrence seconded the motion

Vote was taken – Motion accepted

Bringing Back Directors

Motion : Barry Webster motioned to have Sean Lawrence and John Gray to reconsider their nominations and continue to sit on the board as directors

Seconded: Kristine Fair seconded the motion

Vote was taken - Motion accepted

Sean Lawrence and John Gray will return to the Board

Council Report Smiths Falls

- Mayor Staples announced that he is not seeking reelection in the upcoming election
- Informed the Board that he would have the report on tourism that Anne requested at the last board meeting for the Board meeting in February
- There were two delegations at the latest council meeting
- The Mayor was not at that council meeting the two delegations were Melissa Hillier Manager of the Smiths Falls & District Chamber of Commerce with a report on Victoria Park Campground
- The second delegation was from Bob Cheetham on physician recruitment
- Mentioned that he has seen a draft of the Visitor Guide that the Chamber is working on in collaborations with the Town of Smiths Falls the mayor commented that it is very impressed- Melissa mentioned that Board and council will see a completed draft before it goes to print
- Reminder that the Tankard begins on January 27, 2014
- In regards to the Budget the Mayor and councilors are working to get it completed
- Chris Saumure inquired on how the search for a replacement in Economic Development is going – Mayor Staples indicated that the plan is to hire a full time CAO and then hire for Economic Development shortly after

Council Report for Rideau Lakes

- Councilor Banks started off thanking Mayor Staples for his many years of participation within the community he will be missed
- Township of Rideau Lakes will be starting their budget next week
- The Mayor of Rideau Lakes Ron Holman's wife is very sick and our prayers are with them at this time

2014 Planning (Strategic Plan, Committees)

- Anne Shropshire started by indicating that our vision needs to be updated beginning with who are we and what do we want to do
- Anne is happy to help with the strategic plan
- The Board of Directors needs to take the lead when it comes to participation in the community and events hosted by the Chamber and encourage our members to participate
- Anne suggested starting with a member survey to find out exactly what our members want from the Chamber
- Suggested that we hold a meeting just to brainstorm on strategic planning for the future
- The format used at the physician recruitment workshop was well received and produced a large amount of helpful information.
- In February we will look at our committees and make decisions about what each committee will take on

- The preliminary document should be prepared for the February Board meeting with the results of the member survey
- Would like the feedback from the whole board on the survey questions before sending it to the whole membership
- In regards to reaching the members it is suggested that the more members that can be reached personally the better response we will get

Action

Anne and Melissa to set up a meeting and work on the survey to be sent out to the membership. Melissa to gather the last strategic plan the Chamber has on file as well as the list of committees and who is involved with each one.

Tweed Inc. Update

- Chris Saumure stated that Tweed Inc. legally took over ownership of the former Hershey Plant on December 27, 2014
- Tweed Inc. is actively recruiting other companies to fill the space that they are not intending to use
- Bev Street asked if it is a real possibility of the former plant to be full
- Mayor Staples answered yes. Prior to Tweed Inc. there had been many inquiries about the building complex, unfortunately at that time these companies only needed a portion of the space and not the whole complex which made it hard to get occupancy
- Tweed Inc. will enable a division of space there, allowing interested parties to possibly set up here in Smiths Falls

Board Meetings --

February 12, 2014

March 12, 2014

April 9, 2014

Mission Statement

The Smiths Falls & District Chamber of Commerce is the Voice of Commerce dedicated to the promotion of economic development and the prosperity for the enrichment of our community.