

ANNUAL GENERAL MEETING
April 10, 2014

2013-14
BOOK OF BUSINESS

Mission:

Advancing Gift Planning in Canada

Vision:

Inspired giving through enlightened planning



ANNUAL GENERAL MEETING

April 10, 2014

BOOK OF BUSINESS

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Copies of the Book of Business and the Audited Financial Statement for Fiscal 2013-2014 are available at the AGM and posted on the CAGP-ACPDP™ website: <https://cagp.site-ym.com/?page=reports>

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CANADIAN ASSOCIATION OF GIFT PLANNERS
ASSOCIATION CANADIENNE DES PROFESSIONNELS EN DONNS PLANIFIÉS

Letter from the Chair and Executive Director

It is our pleasure to introduce the CAGP-ACPD P Book of Business for our 2014 Annual General Meeting. This past year has been one of change and renewal, and of focused effort to deliver on our new strategic plan.

With an overarching theme of leadership, the goals of the strategic plan are to build CAGP-ACPD P's position as the go-to authority on all matters relating to charitable planning or charitable giving, to ensure we deliver the services demanded of us as *the leader in gift planning*, to grow our membership through greater engagement, and to educate and promote awareness of gift planning and of our Association.

In our strategic priority of positioning CAGP-ACPD P™ for the future, the board and staff have engaged in thoughtful dialogue, seeking the perspective of a breadth of membership to gain input on the future of gift planning in Canada, the competitive environment and our unique role as an organization. As we work toward ensuring our brand is strong and relevant, this is important foundational work on which we may establish our forward-looking profile as an organization, engage in visionary dialogue about the future of philanthropy and our sector, and continue to articulate the role of CAGP-ACPD P™ as an organization and the value we bring to our members.

Our education offerings are a cornerstone of CAGP-ACPD P™, and the Education Committee has continued to examine the broader program to ensure it addresses the breadth of competencies associated with excellence in gift planning and provides a roadmap of learning to support strategic charitable gift planning in an integrated resource development model. We are excited by early planning to more effectively reach out with our education offerings and establish partnerships where training can be targeted and customized to meet the needs of particular audiences to build capacity in establishing planned giving programs. Certification of gift planning professionals continues to be explored in a real way to provide a professional credential being sought by those in the field, but to do so in a way that is fitting with the unique breadth of professionals who engage with donors to facilitate philanthropic giving.

As we direct attention to our business model to ensure a diversified revenue model capable of supporting our programs and services it will be a priority in the coming year to examine our membership model and develop an outreach plan that positions membership support through a leadership lens and integrates a stronger CAGP-ACPD P™ purpose and brand platform. As well, we continue to explore the value of facilitating charitable status to support our ability to establish new strategic partnerships to support our programs and initiatives.

And as our organization evolves, our approach to governance is also evolving. While ensuring a focus on leadership and fiduciary oversight, the Board's engagement has deepened and members are further engaged in strategic program dialogue and communicating more fully with members. From that continues the strong Board-staff relationship as a critical cornerstone to the organization.

In our outreach and dialogue this past year, we continually and consistently heard the message that our work is important, that CAGP-ACPD P™ has a vital role to play in advancing philanthropy and is a critical voice to the national dialogue. We will continue to work with organizations, partners, supporters and volunteers to ensure a better world through strategic charitable giving.

Yours very truly,
Malcolm Berry
Chair of the Board of Directors

Ruth MacKenzie
Executive Director

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National Board of Director

Malcolm Berry, Chair
Darren Pries-Klassen, Vice Chair
Ross Young, Treasurer
Peggy Killeen, Secretary
Doug Puffer
Amanda Stacey
Carla Funk
Norma Cameron
Chris Chipman

National Staff

Ruth MacKenzie, Executive Director
Kat King, Manager, Communications and Stakeholder Relations
Erin Kuhns, Coordinator, Professional Development
Kristina Steele, Financial Administrator
Lindsay Wilson, Coordinator, Communications, Membership & LEAVE A LEGACY™

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OUR VOLUNTEERS:

CAGP-ACPDPTM wishes to thank all the volunteers who contributed their time and talent to strengthening our organization. We greatly appreciate your tremendous efforts!

NATIONAL COMMITTEES

2014 National Conference Host Advisory Committee

Tom Riglar (Co-Chair)

Paola Coronado Hass
(Co-Chair)

Janice Williams

Amy Mortimore

Glen Mitchell

Patrick McGuire

Dave Magnuson-Ford

Jennifer Ingham

Calvin Fong

Peter Chipman

Gwen Chapman

Michelle Bernard

Yolanda Benoit

Jocelyn Anderson

2014 National Conference Program Committee

Jill Nelson (Chair)

Rowena Griffiths

Maurice Prevost

Calvin Fong

Jo-Anne Ryan

Michelle M.B. Osborne

Janice Williams

Government Relations Committee

Susan Manwaring (Chair)

Malcolm Burrows

Margaret Mason

Robert Kleinman

Sylvia Ugolini

Terrance Carter

Roger Lee

Brad Offman

Christopher Richardson

Janice Loomer Margolis

Jo-Anne Ryan

Malcolm Berry (ex officio)

Elizabeth Moxham

Elena Hoffstein

Grant Monck

Linda Pearson

Laily Pirbhai

Jennifer Jasechko

Education Committee

DeWayne Osborn (Chair)

Norma Cameron

Michelle Osborne

Janice Loomer Margolis

Brian Shea

Doug Puffer

Brad Offman

Jill Nelson

Malcolm Berry (ex officio)

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ROUNDTABLE EXECUTIVE

A special thank you to RoundTable Executive members for their exception leadership and effort in building and strengthening CAGP-ACPDP™ at the local level.

Alberta North RoundTable

Michele Shea (Chair)
Mien Jou

Derek Michael
Donna Roth

Terry Tobin

Southern Alberta RoundTable

Robert Locke (Chair)
Neil Williams
David Beavis
Cindy Neufeld
Laurie Wallis

Rizwan Nathoo
Brian Duclos
Tara Friesen
Gail Burton (LAL Co-Chair)

Edie Smith (LAL Co-Chair)
Michelle Regel
Ben Kawaguchi

Greater Vancouver RoundTable

Michelle Bernard (Chair)
Calvin Fong (LAL Chair)
Jerry Halma
Rob Gagliano

Diane Haarstad
Paola Coronado Haas
Dee Dee Sung
Cary Gaymond

Jocelyn Anderson
Emily Clough
Linda Ashton

Vancouver Island RoundTable

Natasha Benn (Chair)
Jennifer Jasechko
Barbara Toller
Sarah Millard

Deborah Walker
Sara Neely
Kathy Baan
Shamim Pirani

John Donnelly (LAL
Chair)
Gwen Chapman

Manitoba RoundTable

Krislyn Guetterez (Chair)
Liz Kovach
Garth Johnson

Jackie Markstrom
Patrick O'Connor
Rena Molinar

Stephen Webb (LAL Chair)
Kathryne Cardwell
Beth Proven

Saint John RoundTable

William S. Kim Anderson

Newfoundland RoundTable

Catherine Barrett (Chair)
Deborah Glassman

Michelle Northover
Craig Bishop (LAL Chair)

Nova Scotia RoundTable

Bonnie Boyd-Read (Chair)
Kelly Power
Glenn Stewardson
Toni Croft
Jane Rafuse

Ann Vessey
Lori Scott
Lisa Doucette-Tassé
Crystal Aboud

Mary Theresa Ross (LAL Co-
Chair)
Doris Cameron (LAL Co-
Chair)

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Chatham-Kent RoundTable

David Drouillard (Chair & LAL
Chair)

Brad Langford
Nan Stuckey

Joe Mares
Jodi Maroney

Greater Toronto Area RoundTable

Marcella Zanella (Chair)
Don Allen
Emelita Ervin
Laura Rumble
Alanna Jones

Angela D'Aversa
Andrea Robertson
Marisa Barlas
Meredith Meads
Martha Drake

Liza Fernandes (LAL Chair)
Peter Ramsay (LAL Chair-
Temiskaming)

Niagara/Golden Horseshoe RoundTable

Lisa Gonnering (Chair)
Sandra Baker
Keith Rutherford

Mary Goodfellow
Julie Powell

Tamara Coleman-Lawrie (LAL
Chair)

London RoundTable

Don Cameron (Chair)
Lisa Mazurek

Colleen Harris (LAL Co-Chair)
Trish Gergich (LAL Co-Chair)

Jennepher Cahill
Marlene Scheel

Ottawa RoundTable

Barry Bloom (Chair)
Claude Drouin (LAL Co-Chair)
Jana Lee Rand (LAL Co-
Chair)

Susan McIntosh
Paul Brousseau
Andrew Inderwick
Lucie Châtelain

Joanna Luciano

Southeastern Ontario RoundTable

Zoë MacKenzie (Chair)
Frank Lockington

Ron Kelly
Hazel Lloyst

Waterloo-Wellington RoundTable

Caroline Oliver (Past Chair)
Darren Sweeney (LAL Chair)

Paul Dickson
Mercedes Geimer

Windsor and Essex County RoundTable

Nancy Parker (Chair)
Tim Jones (LAL Chair)

Kim Willis-More
Jody Maskery

Prince Edward Island RoundTable

Helen Chapman (Chair &
LAL)

Marlene Dorey

Montreal RoundTable

Marie-Anne Desjardins
(Chair)

Alain Lévesque
Lucille Grimard (LAL Chair)

Nancy Langlois

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Québec City RoundTable

Nathalie Côté (Chair)
Claude Parent

Jean-Denis Côté
Manon Beaudoin

Gino Yanire

Mauricie RoundTable

Marie-Claude Gaudet (Chair)

Dany Brien

Joel Dupuis

Prince Albert RoundTable

Merv Bender (Chair)

Robert Dalziel (LAL Chair)

Laurent Fournier

Saskatchewan North RoundTable

Vicky Corbin (Chair)
Darren Ulmer

Melissa Mann
Kristy Rempel

Saskatchewan South RoundTable

Tara Gish (Chair)
Sharon Kremeniuk
Mike Spicer

Trina Owens
Jeanette Kelly (LAL Chair)
Robbie Gamble

Kevin Peyson
Christina Attard
Byron Toth

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ANNUAL GENERAL MEETING & LUNCHEON

DATE : **Thursday, April 10, 2014**
TIME : **12:30 p.m.**
LOCATION : The Sheraton Vancouver Wall Centre
1088 Burrard St, Vancouver, BC

A G E N D A

Chair: Malcolm Berry

1. Call to Order at 1:00 p.m. Malcolm Berry
2. Welcome Malcolm Berry
3. Approval of Agenda Malcolm Berry

Proposed Motion:

BE IT RESOLVED that the agenda be approved as circulated.

4. Approval of Minutes of the 20th Annual General Meeting – April 18, 2013 Malcolm Berry

Proposed Motion:

BE IT RESOLVED that the minutes of the 20th Annual General Meeting held on April 18, 2013 be approved as circulated.

5. Report from the Chair Malcolm Berry
6. Report from the Executive Director Ruth MacKenzie
7. Auditors Report and Appointment of Auditors Ross Young

Proposed Motion:

**BE IT RESOLVED that the 2013-2014 Auditors Report be adopted as circulated, and that the firm of Mackay Duff is hereby appointed as auditor for Fiscal 2014-2015, and that the Board of Directors shall determine the remuneration of the auditor.*

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8. Nomination Committee Report – Election of Directors

Ross Young

Proposed Motion:

WHEREAS the number of Directors of the Association be nine (9)

and five (5) vacancies will arise in the position of Director as of the date of the 2014 AGM requiring an election by the Members:

BE IT RESOLVED that the following slate of five (5) persons, each of whom may serve for a three (3) year term as a Director, be elected to the National Board of Directors of CAGP·ACPDTM, namely:

Malcolm Berry – three (3) year term
Darren Pries-Klassen – three (3) year term
Peggy Killeen – three (3) year term
Doug Puffer – three (3) year term
Norma Cameron – three (3) year term

9. Presentation of 2014-2015 Board of Directors

Malcolm Berry

10. Draw for CAGP·ACPDTM membership

Malcolm Berry

11. Other Business

Malcolm Berry

12. Adjournment

Malcolm Berry

Proposed Motion:

BE IT RESOLVED that this meeting, the 21st Annual General Meeting of the CAGP-ACPDTM, be adjourned.

*Note: This motion combines two activities: 1 – accepting the auditor’s report 2013-14 and 2 – appointing the auditors for 2014-2015

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ASSOCIATION CANADIENNE DES PROFESSIONNELS EN DONNS PLANIFIÉS

Minutes of the 20th Annual General Meeting

DATE : **April 18, 2013 (Thursday)**
TIME : **12:30 p.m.**
LOCATION : Hilton Lac Leamy
3, Boulevard du Casino
Gatineau-Québec

*Member registration begins at 12:15 pm
Business commences as soon as quorum is met
Quorum = 50 members present in person or by proxy

Chair: D. Puffer

1.	Meeting was called to order at 12:45 p.m.	D. Puffer
2.	Welcome Doug Puffer provided the welcoming remarks in absence of Board Chair, Malcolm Berry. There were no proxy or mail ballots received at the national office. With 213 members registered present, quorum was confirmed.	D. Puffer
3.	Approval of Agenda Proposed Motion: <i>BE IT RESOLVED that the agenda be approved as circulated.</i> <i>Moved: Susan Manwaring</i> <i>Seconded: Deedee Sung</i> <i>Carried</i>	D. Puffer
4.	Approval of Minutes, April 19th, 2012 Proposed Motion: <i>BE IT RESOLVED that the minutes of the Annual General Meeting held on April 19th, 2012 be approved as circulated.</i> <i>Moved: Ryan Fraser</i> <i>Seconded: Neil Williams</i> <i>Carried</i>	D. Puffer
5.	Report from the Chair Doug introduced the video delivered by Malcolm Berry, Chair of the National Board of Directors. Malcolm provided a video report to the members and referred to his written report contained in the Book of Business. He provided an overview of the new 3 Year Strategic Plan and highlighted the four important initiatives of the plan as follows:	D. Puffer

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	<p>Scalable business model, positioning CAGP, Board Staff and governance and finally a comprehensive educational plan that will lead to certification.</p> <p>Malcolm also provided an overview of the past year through a report on membership, professional development and partnerships.</p> <p>Malcolm thanked the members of Board, the National office staff, the members and countless volunteers for their involvement in CAGP-ACPDP™.</p> <p>Doug finished the report by thanking Malcolm in his absence.</p>	
6.	<p>ED introduction</p> <p>Doug introduced Ruth MacKenzie as the new Executive Director and welcomed her to CAGP-ACPDP™. Ruth addressed the members with a few remarks pertaining to her excitement to be joining an organization that is embarking on a new 3 year Strategic Plan. She finalized her remarks by welcoming the opportunity to meet the members and volunteers of CAGP.</p>	R. MacKenzie D. Puffer
7.	<p>Continuance Documents</p> <p>Amanda provided an overview of the continuance documents as a modernization to the changes in the CNCA. She advised the members that these proposed changes in the bylaws are administrative in nature.</p> <p>She further explained that the continuance documents are letter patents that indicates that we are still in existence and approved within the law.</p> <p>Proposed Motion:</p> <p>WHEREAS the Corporation was incorporated under Part II of the <i>Canada Corporations Act</i> by Letters Patent dated October 21st 1997;</p> <p>AND WHEREAS it is considered to be in the best interests of the Corporation that it be continued under the <i>Canada Not-For-Profit Corporations Act</i> ("CNCA") pursuant to section 297 of the CNCA;</p> <p><i>BE IT RESOLVED as a special resolution that:</i></p> <ol style="list-style-type: none"> 1. The directors of the Corporation are authorized and directed to make an application under section 297 of the CNCA to the Director appointed under the CNCA for a Certificate of Continuance of the Corporation; 2. The Articles of Continuance (transition) of the Corporation, which have been submitted to this meeting and are annexed to these minutes as Schedule A, are approved; 3. The general operating by-law of the Corporation (as amended) is repealed effective on the date that the Corporation continues under the CNCA and the new general 	A.Stacey

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	<p>operating by-law no. 1, which has been submitted to this meeting and is annexed to these minutes as Schedule B is approved and will be effective on the same date; and</p> <p>4. Any one of the officers and directors of the Corporation is authorized to take all such actions and execute and deliver all such documentation, including the annexed Articles of Continuance (transition), the notice of registered office and of directors in the forms fixed by the Director, which are necessary or desirable for the implementation of this resolution.</p> <p>Ryan Fraser asked a question about why there did not seem to be a provision in the by-laws prohibiting an individual who was a bankrupt from serving as director. Amanda answered and indicated section 5.4 of the By-laws provide that a Person is disqualified from serving as a Director if he or she is an undischarged bankrupt.</p> <p><i>Moved: Greg Lichti</i> <i>Seconded: Marcella Zanella</i> <i>Carried</i></p>	
8.	<p>Auditors Report and Appointment of Auditors</p> <p>Ross began his report by discussing the purpose and use of the reserve fund, which has been used to build the new 3 year strategic plan. Ross opened the floor to questions.</p> <p>Todd Nixon asked a question pertaining to the increase in salaries. Ross indicated that the increase was due to the costs of the outgoing Executive Director's termination of contract, one time fees for legal advice, search and recruitment costs for the new ED and consultant fees.</p> <p>Proposed Motion: <i>BE IT RESOLVED that the 2012-13 Auditors Report be adopted as circulated and that the firm of McKay Duff, Chartered Accountants, is hereby appointed as auditor for Fiscal 2013-2014 and that the Board of Directors shall determine the remuneration of the auditor.</i></p> <p><i>Moved: Charles O'Neil</i> <i>Seconded: Margaret Mason</i> <i>Carried</i></p>	R. Young/ D.Puffer/ A. Stacey
9.	<p>Nomination Committee Report</p> <p>Ross delivered the following report: The Association Bylaws (Section 6.5) state that candidates for the office of Director may come from a slate of candidates recommended by a nominations committee appointed by the Board of Directors or formally nominated candidates. As the bylaws state (Section 6.2), the term of office of Director shall be one (1) or two (2) years. Directors may serve up to three consecutive terms on the Board.</p> <p>There are nine (9) Board of Director positions in total. Three (3) Directors are mid-term</p>	R. Young

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10.	<p>and will continue to serve on the Board until the Association's Annual General Meeting in April 2014. Six (6) new or returning Directors will be elected to the Board at this 2012 – 2013 Annual General Meeting.</p> <p>To alert Association members to the opportunity of becoming a Director, a call for expressions of interest in a Director position, and for nominations, was sent to the Membership from the National office on behalf of the Board of Directors in early November 2012. An article was included in the December edition of the PLANNER and a reminder notice was issued in early January.</p> <p>By the deadline of January 11, 2013, no formal nominations had been received, and two (2) expressions of interest were submitted. In addition, four (4) current Directors expressed interest in continuing to serve on the Board for another two (2) year term.</p> <p>These six (6) individuals were included on the recommended slate to the Board of Directors at its March meeting.</p> <p>The slate, to be presented shortly by Ross Young, was approved by the Board.</p> <p>Election of Directors</p> <p>Proposed Motion: <i>WHEREAS the number of Directors of the Association be 9 (nine) and 6 (six) vacancies will arise in the position of Director as of the date of the 2013 AGM requiring an election by the Members:</i></p> <p><i>BE IT RESOLVED that the following slate of 6 (six) persons, each of whom may serve for a two year term as a Director, be elected to the National Board of Directors of CAGP-ACPDP™, namely:</i></p> <table data-bbox="289 1260 776 1453"> <tr> <td>Malcolm Berry</td> <td>2 year term</td> </tr> <tr> <td>Darren Pries-Klassen</td> <td>2 year term</td> </tr> <tr> <td>Doug Puffer</td> <td>2 year term</td> </tr> <tr> <td>Peggy Killeen</td> <td>2 year term</td> </tr> <tr> <td>Chris Chipman</td> <td>2 year term</td> </tr> <tr> <td>Carla Funk</td> <td>2 year term</td> </tr> </table> <p><i>Moved: Michael Blatchford</i> <i>Seconded: Vicky Wilgress</i> <i>Carried.</i></p>	Malcolm Berry	2 year term	Darren Pries-Klassen	2 year term	Doug Puffer	2 year term	Peggy Killeen	2 year term	Chris Chipman	2 year term	Carla Funk	2 year term	
Malcolm Berry	2 year term													
Darren Pries-Klassen	2 year term													
Doug Puffer	2 year term													
Peggy Killeen	2 year term													
Chris Chipman	2 year term													
Carla Funk	2 year term													
11.	Presentation of 2013/2014 Board of Directors Doug Puffer presented the 2013-14 Board - all stood.	D. Puffer												
12.	Draw for CAGP-ACPDP™ membership. Doug drew for a CAGP-ACPDP™ membership. Calvin Fong, from Vancouver Community Foundations was the winner.	D. Puffer												
13.	Any Other Business	D. Puffer												
14.	<p>Adjournment</p> <p>Proposed Motion: <i>BE IT RESOLVED that this meeting, the 20th Annual General Meeting of the CAGP-</i></p>													

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	<p><i>ACPDP™, be adjourned.</i></p> <p>Moved: Greg Lichti Seconded: Malcolm Burrows Carried.</p>	
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CAGP BOARD OF DIRECTORS - TERMS OF OFFICE

NAME	CITY	PROV / TERRITORY	2013-2014 Pre Continuance	2013-2014 Post Continuance	2014-2015
Malcolm Berry	Toronto	Ontario	1st year of 2nd term	3rd year of 1st term	1st year of 2nd term
Darren Pries-Klassen	St. Catharines	Ontario	1st year of 2nd term	3rd year of 1st term	1st year of 2nd term
Doug Puffer	Abbotsford	B.C.	1st year of 2nd term	3rd year of 1st term	1st year of 2nd term
Peggy Killeen	Montréal	Quebec	1st year of 2nd term	3rd year of 1st term	1st year of 2nd term
Carla Funk	Victoria Island	B.C.	1 st year of 1 st term	1 st year of 1 st term	2 nd year of 1 st term
Chris Chipman	Winnipeg	MB	2 nd year of 1 st term	2 nd year of 1 st term	3 rd year of 1 st term
Ross Young	Calgary	AB	2 nd year of 2 nd term	1 st year of 2 nd term	2 nd year of 2 nd term
Amanda Stacey	Toronto	ON	2 nd year of 1 st term	2 nd year of 1 st term	3 rd year of 1 st term
Norma Cameron	Victoria Island	B.C.		1st year of 1st term	1st year of 1st term

Please note that the Board of Directors biographies can be found through the following section of the website: <https://cagp.site-ym.com/?page=board>

**RULES OF ORDER
AND
PROCEDURE GUIDE FOR MEETINGS**

1. Purpose of Rules of Order

The purpose of Meetings of the members of CAGP-ACPDP™ (after this called the "Association") is to ascertain the opinion of Association members on the items of business coming before the meeting. The purpose of Meetings of Directors of the Association is to ascertain the opinion of Association Directors on the items of business coming before the meeting. To understand the question and to make an intelligent decision, discussion is necessary. Some order must exist, some control must be established and some rules laid down. The purpose of these Rules of Order are to save time, co-ordinate the discussion, allow all members of the meeting the opportunity to enter into the discussion and to keep discussion relevant.

2. Purpose of Motions

One of the basic principles of parliamentary procedure is that without a motion and question there is no debate. There must be a defined subject before the meeting, otherwise there can be no questions or discussion and all remarks are irrelevant. Before any question may be discussed at a meeting, it must be submitted in the form of a motion, which is moved by one member and seconded by another. (If possible, it should be submitted in writing to assure accuracy.) The motion is then debatable and may be accepted, amended, withdrawn or rejected. When a motion has been adopted, it becomes a resolution.

3. Speaking to a motion

- a. **Recognition by the Chair.** Any member shall be permitted to speak only if and when he or she has been recognized by the chair, and at that time all remarks shall be directed to the chair.
- b. **Speaking "for" or "against" a motion.** When speaking to a motion, members shall, before beginning the substance of their remarks, state whether they are speaking for or against the motion.
- c. **Limitations on speaking.** A member speaking to a motion may speak for up to two minutes. Any member who has spoken to a motion once shall not, without the express permission of the chair to be given or withheld at the sole discretion of the chair, speak again, except:
 - i. with leave of the chair in explanation of that members remarks if misunderstood;
 - ii. in the case of a mover or seconder only at the request of the chair to answer questions from the floor directed to the chair;
 - iii. in the case of a mover only who may reply thus closing debate and providing there are no other members still wishing to speak on the motion.

4. Amendments

- a. Amendments to a motion may be proposed at any time during the discussion. No amendment may be entertained which has the effect of nullifying the main motion.
- b. Any amendment must be relevant to the subject matter of the motion and may amend it in only one of the following three ways:
 - i. by leaving out certain words;
 - ii. by adding certain words; or
 - iii. by deleting certain words and replacing them with others.

5. Number of Amendments

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In order that discussion may be confined within reasonable bounds, not more than two amendments may be before the meeting at one time. However, as soon as one amendment has been accepted or rejected, another may be proposed, provided of course, that it is different in purport from one already defeated.

6. **Withdrawal of Motions**

General procedure permits withdrawal of a motion on consent of the mover and seconder. Amendments must first be withdrawn in reverse order, with the full consent of their sponsors. If either of these should refuse this consent, then the motion must stand.

7. **Tabling Motions**

A motion to table is not debatable and requires only a simple majority. If the motion is to table only until a particular time, it is debatable as to time only. If carried, the motion in question comes up automatically at the appointed time or, if indefinite as to time, it remains tabled until such time as another motion (not debatable) "that the former motion be now reconsidered" is carried. A simple majority only is required in this case.

8. **Questions**

If a member wishes to ask a question or seeks clarification in respect to a subject then before the meeting, and may do so without interrupting another speaker, the member shall, upon recognition, so state and shall not proceed further without permission from the chair, provided that in any event any such question shall be directed to the chair and shall not be used to discuss the merits of the subject then before the meeting.

9. **The Point of Order**

If a member feels that improper language has been used, an irrelevant argument introduced or a rule of procedure broken, that member is entitled to "rise to a point of order" interrupting the speaker. The point of order must be stated definitely and concisely. The chair shall decide without debate. The chair's ruling, however, may be appealed by the member. If that happens, the chair re-states his or her decision as well as the point of appeal, and then puts the question (not debatable), "Shall the decision of the chair stand as the judgment of this meeting?" A simple majority determines the issue. This merely settles a point of procedure and is not a vote of confidence in the chair.

10. **Voting on Motions and Amendments**

Voting on motions and amendments is done in the reverse order in which they are made:

- i. on the amendment to the amendment; or the second amendment;
- ii. on the amendment; then
- iii. on the motion; or on the motion as amended.

(Note: Carrying of the amendment does not carry the motion, and the motion as amended must be voted upon.)

A quorum is required to consider a question; but all questions will be decided by a majority of those members present and voting unless otherwise provided for in the by-laws of the Association.

11. **Deciding Vote**

In meetings of Directors, all questions are determined by a majority vote, and in the case of equality of votes the Chair shall have a casting vote. In meetings of Members, questions are determined by a simple majority (except for particular questions where the Bylaws dictate otherwise), the Chair as a Member is entitled to cast her or his vote, and an equality of votes (after the Chair has voted or elected to refrain from voting) means that the question is deemed to have been lost.

12. **Similar Motions**

No motion or amendment which is the same or substantially similar to a previous motion or amendment voted upon by the meeting may be put to the same meeting or any subsequent session thereof.

13. Reconsideration of a Motion

A motion may be made to reconsider the vote on any other motion (except a motion to adjourn or to table) whether affirmative or negative, provided that such motion is made at the same meeting at which such other motion was voted upon. A simple majority is required and the motion to reconsider is not amendable, but is debatable if the motion, the vote of which is proposed to be reconsidered, was itself debatable.

14. Exception to Reconsideration

Notwithstanding the foregoing, a motion to reconsider may not be put if the motion to which it is intended to apply has already been acted upon.

15. Order of Business

The order of business shall be determined by or with the consent of the chair. The order of business (agenda) will preferably be circulated and approved as the first item of business.

16. Polls

Any member may request a poll to determine the vote count on any motion (see Association Bylaw Section 8.14). The Chair decides at what time the poll will be conducted, whether at once or later in the meeting or after adjournment (except for electing a Chair or on the question of adjournment in which case the poll shall take place immediately). The Chair also decides the manner in which the poll is taken (including whether it be conducted by secret ballot or not). Typically, the Chair may ask each member present, one by one, to declare verbally her or his vote and each vote is recorded by whatever means the Chair determines as it is declared, and the recorded votes are counted after all votes have been declared unless it is clear to any observer that the motion has been approved or rejected. This is but one method the Chair may choose to employ.

The result of a poll shall be deemed to be the resolution of the meeting at which the poll was requested. A request for a poll may be withdrawn at any time prior to the taking of the poll.

17. Adjournment

A motion to adjourn may be made at any time. It is not debatable except if its intent is to adjourn to a time other than the next regular meeting time when discussion is permitted on that point only. The motion requires a simple majority and if passed, the meeting ends. If rejected, the meeting continues.

The chair, at its discretion, may refuse to put a motion for adjournment if, in the opinion of the chair, the motion is offered for the purpose of obstructing the meeting, or will make impossible a completion of the orders of business still to be considered by the meeting before its final adjournment.