



The Royal Society of Canada - 137th Annual General Meeting

Marriott Harbourfront Hotel, Halifax NS – Acadia Ballroom
November 17, 2018, 15h:00 p.m. – 16h:30 p.m.

DRAFT MINUTES/PROCÈS VERBAL

RSC Executive:

Chad Gaffield	President
Maryse Lassonde	Past - President
Sheila Embleton	Secretary
Jean-Marie Toulouse	Treasurer
Jean Grondin	President, Academy I: Academy of the Arts & Humanities
Alain Gagnon	President, Academy II: Academy of Social Sciences
Vijaya Raghavan	President, Academy III: Academy of Science
Cynthia Milton	President, College of New Scholars
Chris Loreto	External Representative

Regrets:

Chris Loreto	External Representative
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1. Introductions / Opening Remarks

The meeting was officially called to order at 13h:05 ATL. President Chad Gaffield opened the meeting by welcoming members to the 137th Annual meeting. C. Gaffield directed the membership to access materials online as well as to ensure Members signed in.

2. Approval of the Agenda

MOTION (J. Deen / D. Woolf)

That the agenda be accepted as presented.

Carried

3. Approval of the minutes of the 2017 Annual Business Meeting

MOTION (G. Slater / I. Munro)

That the minutes of the 2017 Annual Business Meeting Minutes be accepted as presented.

Carried



4. Business arising from the Minutes

C. Gaffield updated the assembly that as a follow up to the task force on the nomination and election procedures, the New Fellowship Guide was released last spring and is currently being used in the current nomination cycle. The administrators are in a session now to learn more about the guide and its updates. No other business was raised.

5. Report of the RSC President and Executive Director Report (C. Gaffield)

C. Gaffield and D. Gilmour provided an update on RSC operations and updates on nominations and elections processes. C. Gaffield provided an overview of the RSC strategic plan and annual report and asked that all members review and engage themselves in participating in the activities of the RSC.

MOTION (J. McNeil / O. Underhill)

That the report of the President be accepted as presented.

Carried

6. Report of the Academy 1 President: Arts and Humanities

J. Grondin provided an update on the selection of incoming Fellows of the Academy of Arts and Humanities. J. Grondin acknowledged that Julia Wright has been selected for the next President of the Academy. The Academy is working along with the other RSC academies to update its operations manuals.

7. Report of the Academy 2 President: Social Sciences

A. Gagnon provided an update on the selection of incoming Fellows of the Academy of Social Sciences. A. Gagnon discussed a lack of francophone nominations received. The Academy hopes to encourage Universities to submit more dossiers for the francophone division in the upcoming nomination process. A. Gagnon acknowledged that Janine Brodie has been selected as the next President of Academy of Social Sciences.

8. Report of the Academy 3 President: Science

V. Raghavan provided an update on the selection of incoming Fellows of the Academy of Science. V. Raghavan shared that the Science Academy would like to continue to have a presence internationally. V. Raghavan encouraged submissions to the academy bulletin, engagement of College Members and updated the membership on RSC activities in Québec, International activities, G7 and G20 science activities. V. Raghavan thanked the academy for their support.



9. Report of the President of the College of New Scholars, Artists and Scientists

C. Milton provided an update on the membership of the College. The College has reached gender parity.

The College will be reviewing the nominations guidelines in the upcoming year.

C. Milton encouraged nominations and would like to see smaller universities mentored.

C. Milton thanked the RSC Council and the RSC Secretariat staff for their support during her term as College President.

MOTION (C. Verduyn / J. Smol)

That the reports of the Academy Presidents are received as presented.

Carried

10. Report of the Secretary

S. Embleton reported on the RSC Presidential Elections, Academy Elections, New College elections, and President Election.

MOTION (D. Clement/ J. Quinn)

That the Secretary's report be received as presented.

Carried

S. Embleton presented the members of the Executive Committee for election to the RSC Board of Directors for the period of November 17, 2018 to November 25, 2019 and that Chad Gaffield will serve as Chair.

Chad Gaffield, RSC President

Jeremy MacNeil, President - Elect

Jean Grondin, President, Academy I

Alain G. Gagnon, President, Academy II

Vijaya Raghavan, President, Academy III

Joanna Quinn, President, College of New Scholars

Sheila Embleton, Secretary

Jean-Marie Toulouse, Treasurer

David Barnard, Institutional Member Representatives

Chris Loreto, External Member

MOTION (J. Smol/ C. Verduyn)

That the persons presented serve as the members of the Board of Directors from November 17, 2018 to November 23, 2019.

Carried



By Law Amendments

By-Law 10 was amended as follows;

10. Consideration for Termination of Membership

A membership in the RSC is terminated when:

- (a) The member dies;
- (b) The member resigns by delivering a written resignation to the President of the Council in which case such resignation shall be effective on the date specified in the resignation;
- (c) The member's term of membership expires.

The Council of the Society may terminate or refuse to proceed with the nomination for membership of a Fellow or Member of the College if: a) The Fellow or Member has been convicted of a serious crime; b) The Fellow or Member has been found by an official body to have engaged in serious misconduct, such as, but not limited to, deliberate plagiarism or falsification of data, harassment, or sexual misconduct; (The Society shall not normally itself become involved in the investigation of such offences.)

By-Law 21 was amended as follows;

Unless otherwise specified by the Council, the officers of the RSC shall have the following duties and powers associated with their positions:

- (a) President- The President shall be elected by the Members. The President shall be a Fellow. The office of Presidency shall rotate among the Academies in turn. Following election by the Members, the individual elected to the office of President shall serve a term of one (1) year as President-Elect. Upon assuming the office of the President thereafter, the term of the President shall be for three (3) years.

MOTION (Y. Guindon/S. Foster)

That the changes to the By-Laws are accepted as presented.
Carried

****A minute of silence for deceased RSC Fellows was observed.**

11. Report of the Treasurer

J. M. Toulouse notified the Members that the external auditor, Deloitte, was joining the meeting to be able to address any questions the Members may have. D. Hume of Deloitte joined the meeting via teleconference.



2017-2018 Audited Financial Statements

The audited Financial Statements as of June 30, 2018 were included in the meeting materials. The Treasurer dispensed of the reading of the statements but underlined the following points:

The Society finished the fiscal year better than expected with a surplus.
Our auditors are satisfied with their findings of the audit and RSC's financial management.

MOTION (D. Wayner / M. Nemer)

That the audited Financial Statements be approved as presented.

Carried

Appointment of the Auditor for the Year 2019

The Treasurer moved that the present auditor, Deloitte, be reappointed as Auditor for the year 2019.

MOTION (D. Wayner / J. Wright)

That Deloitte be re-appointed as auditors for 2018.

Carried

Appointment of signing authorities

The following signing authorities for banking purposes and contracts were reviewed:

\$0 -\$5,000.00: The Executive Director and the Chief Financial and Administrative Officer

\$5000.01 - \$25,000.00: Requires a 3rd approval and signature of the Treasurer or RSC President.

\$25,000.01 +: Requires submission to the Audit Committee for review and then they would recommend to the Board for approval

All Payments made to the Executive Director must be authorized and signed by the President of the Board of Directors of the RSC and the Treasurer.

For Employment Agreement Purposes:

For the hiring of the Executive Director: The Council of the RSC. For the hiring of staff: the Executive Director shall make recommendations to the Human Resources Committee.

MOTION (D. Wayner/ P. Leroux)

That the signing authorities be approved as presented.

Carried



Report on budget

J. M. Toulouse reported that we expect that the results of the upcoming financial year will be on par with this year as revenues and expenses are stable. With that in mind, work will be focused on increasing revenues over the next financial year.

Members were asked to ask questions. No questions were presented.

J. M Toulouse thanked D. Hume of Deloitte for joining the teleconference for Members' questions.

MOTION (G. Jarema/R. Lockhart)

That the Treasurer's report be approved as presented.

Carried

12. Recognition of outgoing officers

C. Gaffield extended the gratitude of the Council and the Membership to those ending their term on Council by presenting a plaque and flowers in recognition of their service.

Maryse Lassonde, Past – President, RSC

Cynthia Milton, President College of New Scholars, Artists and Scientists

13. Other Business

B. Sherwood-Lollar tabled a submission resulting from the report of the Selection Committee which looks at best practices being used by like-minded organizations. Should new practices be adopted, they should be communicated across all academy selection committees.

Adjournment

MOTION (S. Embleton/ M. Lassonde^[SE1])

That the meeting be adjourned

CARRIED

The meeting officially adjourned at 17h:13pm