



SPECIAL GENERAL ASSEMBLY

18 April 2019, by teleconference at 19h00 (EST)

MINUTES

1. Call to order

The Chair called the meeting to order and welcomed all the participants.

A positive note was provided to start the meeting. After being removed from the 2023 Canada Winter Games, there was an official announcement by the CWG council to the Provincial and Territorial governments that Table Tennis and Fencing were reinstated to the 2023 Games in PEI.

Thorsten Gohl (Northwest Territories) will take the minutes and record the Meeting.

Roll call

Amelia Ho,	British Columbia
Gabe Ng,	Saskatchewan
Attila Mosonyi,	Ontario
Rémi Tremblay,	Québec
Najam Chishti,	Prince Edward Island
Barry Hicks,	Newfoundland/Labrador
Kevin Murphy,	Yukon
Thorsten Gohl,	Northwest Territories
Erica Ans,	Director of Technical Matters
Alayna Chan,	Athletes Representative
Adham Sharara,	President
Rob Chan,	Director of Administration/Finance

Absent

David Greenough,	Nova Scotia
Darek Mikita,	Manitoba
Attila Csaba,	Nunavut
Peter Vuong,	Alberta

Brian Ash,	Director Marketing
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Proxy:	Northwest Territories to Québec
	Manitoba to Québec
	Brian Ash to Erica Ans



TABLE TENNIS

TENNIS DE TABLE

2. Establishment of Quorum

There being 15 voting members present, including proxies, Quorum is established.

3. Appointment of Scrutineers

The Chair proposed on behalf of the Board the appointment of the following scrutineers who were accepted unanimously:

- Jeremy Carvalho
- Julia He

SECRET BALLOTS: The Chair explained that in the case of a secret ballot (secret vote) the vote would be sent by the voting member of the SGA by e-mail to the scrutineers at the following address:

accountant@ttcanada.com

All agreed

4. Approval of the Agenda

Moved by PEI to approve the Agenda. Approved unanimously.

5. Declaration of any Conflicts of Interest

There was no conflict of interest.

6. Board of Directors hearing

7. Members Council Motions of 22 December 2018

The Chair explained that based on new developments arising from the interim Audit Committee report, and the correspondence since the previous day, it was best to address the issues in the form of three resolutions (motions) as explained in a message earlier in the day to all voting members of the SGA. Therefore, Items 6 and 7 of the Agenda were combined.

There was no objection to this proposed procedure and no modifications to the resolutions (motions) were requested.



TABLE TENNIS

TENNIS DE TABLE

1-SGA-18042019

Be it resolved that the hearing of Directors with regard to the TTCAN announced deficit be tabled to the AGM in June 2019 when the final 2018-2019 Audited Financial Statements and Audit report are available.

Moved by: Québec
Seconded by: Yukon

Passed Unanimously

2-SGA-18042019

Be it resolved that the members of the Special General Assembly agree that the Board addresses the Motions presented by the Members Council of 22 December 2018, and commits to resolve the pending issues prior to the AGM in June 2019. A panel of 3 Board members would take on this responsibility and work with representatives of the Members Council to attempt to resolve all the issues in good faith.

Moved by: PEI
Seconded by: Ontario

Passed Unanimously

Several comments were made with regard to the next resolution (motion).

Questions were asked regarding the unavailability of Brian Ash, his silence and lack of response to the Notice of Removal. It was indicated that Brian Ash was travelling and may not have access to his e-mail or phone.

The Chair explained the Bylaws and the difference between “suspending” a Director (4.26) and “removing” a Director (4.25). The Chair also explained that The Director has the right to be heard at this meeting, but unfortunately he is not available. If the motion passes, the Director will be removed and would be given the opportunity to be heard or provide a written statement at which time the suspension would either be upheld or maintained.

A question was posed regarding how and when was Brian Ash’s proxy given to Erica Ans? The Chair responded that it was done at a Board meeting the previous Saturday.

It was decided that Brian Ash would be given a time frame in which he could respond, and if in the meantime he does receive the Notice and submits his resignation, then the matter would be closed and no further action would be taken.



Referenced Bylaws:

4.28 Remuneration - Directors will serve as such without remuneration and no Director will directly or indirectly receive any profit from his position as such; provided that a Director may be paid reasonable expenses incurred by him/her in the performance of their duties.

ARTICLE VIII: CONDUCT

Remuneration

8.1 No Remuneration - All Directors and members of Committees will serve their term of office without remuneration except for reimbursement of expenses as approved by the Board.

3-SGA-18042019

Based on the fact that Mr. Brian Ash received payment for services rendered in violation of the TTCAN Bylaws, specifically articles 4.28 "Remuneration" and 8.1 "No Remuneration", be it resolved that Mr. Brian Ash be removed as a Director of TTCAN pursuant to article "4.24 – Removal" of TTCAN's Bylaws.

Moved by: PEI

Seconded by: Ontario

9 in favour
3 Against
2 Abstentions
Passed

It was decided to give Brian Ash a period of 2 weeks effective immediately to either respond requesting to be heard, or submit a written statement, or resign his position as Director voluntarily. In the case of a voluntary resignation this matter would be closed and no further action would be taken. Further, in case of resignation the resolution for removal would not apply.

Najam Chishti from Prince Edward Island recommended to consider Jacques Plamondon and Chandra Madhosingh as possible options to fill vacancies on the Board of Directors

8. Adjournment

The Chair thanked everyone for their participation.

The meeting adjourned at 19h54

Meeting Chair: Adham Sharara
Meeting Secretary: Thorsten Gohl