

Minutes of meeting of the  
Directors of the Québec Genealogical eSociety (QGeS)  
held on 15 March 2018 at 10:00 am (EDT) via GoToMeeting

Present: Michael Baker  
Bruce Dawe  
Mark Gallop  
Johanne Gervais  
Michael Laekas (chairperson & secretary)

Johanne opened the meeting and transferred the chair to Mike Laekas. There were no objections and the meeting proceeded.

**1) Vote on nomination of Michael Baker to the Board of Directors.** Mike Laekas indicated that Michael's positive response to the initial board membership suggestion coupled with what he knows of Michael's character convinced him that Michael would be a valuable addition to the Board. Mike noted that Michael Baker is his cousin, though this factor did not enter into his consideration. He then invited Michael to address the Board. Michael did so with a summary of his 30-year career with Nortel, and later activities working in an adult literacy program. After a brief follow-on discussion, Johanne requested a vote in favour of making Michael Baker a QGeS Board member. The vote was unanimous in favour.

**2) Review action items of 15 January 2018 meeting.**

- a) **Uploading of information to the website:** Johanne noted that all action items from the previous meeting that involved uploading of information to the website are complete. This item is closed.
- b) **Dropbox:** Johanne mentioned that, per QGeS Policy 6 (Document Management), a free Dropbox account was created for the QGeS. Documents stored in the Dropbox are for the Board to access.

Action: Johanne to send the Dropbox access information to the Board

- c) **Correct the QGeS Federal Article of Incorporation for the Company Name:** Mike reported that he had submitted the required information to Corporations Canada to correct the Society's name from Quebec Genealogical Society to Québec Genealogical eSociety and the registered minimum and maximum number of directors to 3 and 9 respectively.

Action: Mike to inform the Board members of Corporations Canada disposition of the request.

**3) Vote on proposed change to Section 5.1 of QGeS By-law #1.** The meeting discussed the need to clarify that membership in the Society and the use of its resources is intended for

personal research. Mark asked Johanne if, as a professional genealogist, she had any experience in this regard. Johanne responded she had at a particular society, but the database access was an annual plan linked to the society's computers, unlike the QGeS. Access to the subscription databases is controlled via a purchased finite number of hits that reduces with each record accessed. Beyond the proposed By-law change, the meeting agreed that a membership agreement would be appropriate to capture this and other conditions of membership when someone joins the Society.

Action: Johanne will prepare a document covering all the suggestions and distribute via email to the Board.

**4) Resolution of complaint by Société de Généalogie de Québec regarding similarity of QGeS French Name (eSociété Généalogique du Québec).** This contentious issue generated much discussion, most of which fell into one of the two following categories:

- a) Deliver a robust response to the perceived bullying by Fédération Québécoise des Sociétés de Généalogie and Société de Généalogie de Québec. The response would not include any commitment in terms of future action.
- b) Proceed with a change to our French name to not only distance ourselves from the problematic French Society, but also to better promote our unique virtual Society to potential French members.

A vote of three in favour of changing the French name and two against was recorded. A follow-on vote of four in favour selected Johanne's suggestion of Société Généalogique Virtuelle du Québec. Unfortunately, Bruce had left the meeting before this vote was taken.

Action: In response to a request by Board members during the meeting to see the lawyer's letter, Johanne will distribute a copy to the group.

**5) Review 2017 QGeS Statement of Operations.** Johanne walked the meeting through the Statement of Operations for the year ended December 31, 2017. Mark approved the Financial Statement and Michael seconded. Johanne noted that the Society requires about 89 members to cover the cost of annual recurring expenses. These recurring expenses were not included in the 2017 Statement because the Society was still under development as of 31 December 2017.

Action: Following a suggestion from Mark and Michael, Johanne will provide the estimated 2018 recurring expenses to the Board and will include this data in the agenda for the Annual Meeting of members.

**6) Review proposed agenda for QGeS Annual Meeting.** Mike went through the proposed agenda items for the Annual meeting on 19 April 2018. Johanne requested that he add the time of the meeting on the agenda (7:00pm EDT) and correct the videoconference reference (replace GoToMeeting with GoToWebinar). For item 3, Michael suggested clarifying the intent by

focusing the vote for QGeS to operate without a Public Accountant, as permitted by the Canadian Not For Profit Corporations Act. The meeting agreed. Johanne suggested that item 3 be included with item 6 (appointment of auditor), since they are related.

Action: Mike to revise and redistribute to the Board the Annual meeting agenda. A draft of the GoToWebinar “Poll” questions that members will be voting on will be issued to the Board for review prior to the Annual meeting.

Mark motioned to adjourn the meeting and Johanne seconded the motion at 12:10 pm (EDT)