

Minutes of meeting of the  
Directors of the Québec Genealogical eSociety (QGeS)  
held on 02 May 2018 at 10:00 am (EDT) via GoToWebinar

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

Johanne opened the meeting, confirmed a quorum, and the meeting proceeded with the agenda.

**1) Review action items of 15 March 2018 Board meeting.**

a) **Dropbox:** 15 March 2018 action: Johanne to send the Dropbox access information to the Board.  
**02 May 2018:** Johanne confirmed the distribution of Dropbox access information to the Board. This item is closed.

b) **Correct the QGeS Federal Article of Incorporation for the Company Name:** 15 March 2018 action: Mike to inform the Board members of Corporations Canada disposition of the request.  
**02 May 2018:** Mike reported the publication by Corporations Canada of the corrected Company Name and the addition of the Directors elected at the Annual Members' meeting of 19th April 2018. This item is closed.

c) **Vote on proposed change to Section 5.1 of QGeS By-law #1.** 15 March 2018 action: Johanne will prepare a document covering all the suggestions and distribute via email to the Board.

**02 May 2018:** Following a cursory review of this item, Mike indicated this item was closed.

Post meeting note: A further evaluation by Johanne after the meeting resulted in the following disposition:

**Completed:**

- i) Policy 3 and 3.1 Terms of Membership was revised and approved by the members on 19 April 2018 at the Annual Meeting of Members
- ii) Website Home Page - added "This access is for personal, not-for-profit use only." above the database icons.
- iii) Website Databases page - added "This access is for personal, not-for-profit use only." below the database icons.

**Outstanding:** Website Join Us page-add another bullet under the current list stating "I have read and accepted the terms of membership defined in QGeS Policy #3. This statement hyperlinks to Policy #3. Action: Johanne

d) **Resolution of complaint by Société de Généalogie de Québec.** 15 March 2018 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.

**02 May 2018:** Johanne said she distributed a translated version of the lawyer's letter to the Board. Subsequent to a lengthy discussion of this topic at today's meeting, the Board agreed with Michael Baker's suggestion not to seek prior approval of our new name by the lawyer or the complainant, and to define a trackable clear end-point to this issue, as opposed to chasing the individual elements of this lengthy process. Action: Mike Laekas

e) **Review 2017 QGeS Statement of Operations.** 15 March 2018 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 19 April Annual Meeting of members.

**02 May 2018:** Johanne noted she provided the Board with the 2018 recurring expenses and that this information was shared with QGeS members at the Annual Members' meeting of 19 April 2018. This item is closed.

f) **Review proposed agenda for QGeS Annual Meeting.** 15 March 2018 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.

**02 May 2018:** Mike confirmed the distribution of the revised agenda and the "Poll" questions to the Board. This item is closed.

**2) Directors' Feedback on AGM held 19 April 2018.**

- Michael Baker referred to the involuntary abstentions during votes caused by a person not being at their computer when the meeting was voting. He indicated that future meetings would, most likely include more participants, thereby increasing the possibility of recurrences. Mike Laekas noted the requirement at future AGM's for a unanimous vote in favour of not hiring a Public Accountant could be problematic. A discussion generated various suggestions including submitting ballots to participants.

Action: A solution to the problem will be pursued at future Board meetings.

**3) Need for and scheduling of future regular Board Meetings.**

- Johanne suggested the first Wednesday of every month at 10:00 am and the participants agreed.

Post meeting note: Mark Gallop advised he would prefer the 2nd or 3rd week of every month. Based on this, Johanne provided the following schedule for Board meetings on the 2nd Wednesday of every month at 10:00am (EDT) for the remainder of 2018: June 13, July 11, Aug 8, Sept 12, Oct 10, Nov 14, and Dec 12.