



## Canadian Institute for Non-Destructive Evaluation Annual General Meeting

June 7, 2023

5:00 p.m.

TEAM Meeting / NDT in Canada Conference (Edmonton, AB)

### MINUTES

#### Members Present

Laura Obrutsky, Chair  
Thomas Krause, Vice-Chair (Member Services)  
Rick Robichaud, Secretary-Treasurer  
Jeremy Carignan  
Cindy Finley  
Aaron Hunter  
Heather Kleb  
Glenn Knight  
Craig Martin  
Erica Schumacher  
Robert Skwirut  
Ankit Vajpayee  
PK Yuen

#### Members Absent

Fulvio Mini, Past-Chair  
Patrick Smyth

#### Non-voting

Glenn Tubrett, CEO  
K. Waddell, Recording Secretary

#### 1. Introduction

Mr. Tubrett did a general announcement to those in attendance that last year's AGM meeting took place by sending out a ballot for voting. By doing this, it allows for a quorum and allows members to vote. Your vote on Survey Monkey is still open if you want to revise your answers if you have any questions concerns.

## Annual General Meeting

Mr. Tubrett noted that one of the voting items was to change the quorum amount for meetings from 6 members to 50% of membership. This was balloted and passed however when the agenda was approved, it was not included as an item to be discussed.

It was decided to add this to the agenda or discuss under other business.

Mrs. Obrutsky called the meeting to order and welcomed everyone. A quorum for the AGM was achieved through the pre-ballot. Appendix "A"

### 2. **Agenda Approval**

Mr. Vajpayee moved that the agenda be amended to include a discussion on By-law No. 10 amending Clause 6.4, the definition of meeting quorum from a minimum of 6 members to 50% of membership.

Seconded: Mr. Hunter

**Motion: CARRIED**

Mr. Tubrett asked for names of those in attendance. Mr. Ankit Vajpae (member of the Board), Cindy Finley (member), Glenn Knight (member of the Board), Aaron Hunter (member of the Board), Rick Robichaud (member of the Board), P.K. Yuens (guest), Laura Obrutsky (Chair of the Board), Robert Skwirut (member), Jeremy Carignan (member), Thomas Krause (member of Board), Rick Robichaud (member of the Board), Erica Schumacher (incoming member of the Board), Craig Martin (guest).

### 3. **Action Items and Minutes of Annual General Meeting held by vote in 2022**

Deemed approved pending any questions or additional ballots.

### 4. **Chair's Report**

Mr. Tubrett summarized the report with a slide from the meeting powerpoint presentation "Appendix B", Page 5. He noted the need to offer yearly events to all members, such as our annual golf tournament. Mr. Tubrett noted more students are attending these events and it's what the industry needs.

Mrs. Obrutsky recognized the efforts of staff to keep the organization running during COVID, by maintaining good staff levels, watching finances and just keeping the organization viable. Glenn commented on the efforts of a great team.

Mr. Tubrett answered Ms. Finley's question concerning government rebates during COVID. Mr. Tubrett noted that we didn't qualify for most, but believes did miss one for rental rebates and when an attempt was made, CINDE was making too much money to qualify.

### 5. **Auditor's Report**

Mr. Tubrett noted that last year's AGM was by electronic ballot and the ballot summary was provided in lieu of meeting minutes. They were deemed approved.

## Annual General Meeting

6. **Appointment of Auditors for the 2023-2024 Fiscal Year**

This item was deemed approved according to the electronic ballot.

7. **Board and Committee Membership and Confirmation of Standing Committees**

A discussion of the upcoming Slate of Directors and Committees was discussed and approved for the Slate of Directors and Committees for the term 2023-2024 as proposed. Appendix "C"

8. **Award Announcements**

Both Dr. Sinclair (NDT Research Award) and Mr. Grotenhuis (Technical Achievement Award) are not in attendance but will be recognized at the Conference. Their awards will be presented in the future, perhaps at the golf tournament.

The NDT Innovation Award will be presented to Jireh Industries.

The following scholarships/bursaries were awarded at the time of this report:

- Mohawk College Alison Smit Bursary – Joshua Myslicki
- Mohawk College Alison Smit Bursary – Abigail Cronin

10. **Other Business**

Mr. Tubrett noted the need to discuss By-law No. 10 amending Clause 6.4, the definition of meeting quorum from a minimum of 6 Board members to 50% of Board members.

Ms. Finley questioned the wording and perhaps the need to clarify "6 Board members to 50% of the Board members". Mr. Tubrett accepted the editorial change.

11. **Next Meeting**

The next Annual General will be held June 12, 2024 in Ottawa, Ontario. Monday, June 10<sup>th</sup> would be an organized golf tournament, Tuesday would be the Board meeting and Mix 'n Mingle, with the conference on Wednesday and Thursday.

12. **Adjournment**

Mr. Hunter moved that the Annual General Meeting be adjourned.

Seconded: Dr. Krause

**Motion: CARRIED**

The meeting adjourned at \_\_\_\_\_.

Recording Secretary: Kim Waddell

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Laura Obrutsky  
Chair

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Rick Robichaud  
Secretary-Treasurer



## Annual General Meeting Voting Summary

135 Fennell Avenue West, Hamilton, Ontario, Canada, L9C 0E5 Telephone: 905-387-1655 Fax: 905-574-6080

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June 2023

### Questions

Your voice matters to us at CINDE. Being an active member with us entitles you to vote at our Annual General Meeting (AGM).

COVID-19 has created an environment making it extremely difficult to have in-person meetings. We are providing our membership with an online and in person vote on 6 important items. The in-person meeting was held on June 7, 2023 and the issues being voted on can be found below:

1. Approve the [agenda for June 7, 2023 meeting](#)
2. Approve the [summary of last AGM vote](#)
3. Approve the [audited financial statements as provided by KPMG](#)
4. Approve KPMG as the auditor for the 2023 - 2024 fiscal year
5. Approve [By-law No. 10 amending Clause 6.4](#), the definition of meeting quorum from a minimum of 6 members to 50% of current membership
6. Approve [2023-2025 Slate of Board of Directors](#)

### Members Answers

	Yes	No
Q1	19	0
Q2	19	0
Q3	19	0
Q4	19	0
Q5	18	1
Q6	19	0



# Annual General Meeting

CINDE Members  
June 7, 2023

# Agenda

- ▶ Introduction
- ▶ Agenda Approval
- ▶ Chair's Report
- ▶ Summary of June 2022 AGM Vote
- ▶ Auditor's Report
- ▶ Appointment of Auditors
- ▶ Board and Committee Membership
- ▶ Award Announcements
- ▶ Other Business
- ▶ Next Meeting
- ▶ Adjournmen

# Introduction

- ▶ All items have been balloted electronically prior to this meeting
- ▶ Any members that still wish to vote are asked to submit their vote using the link they were sent
- ▶ We will close the balloting at the adjournment of this meeting
- ▶ The purpose of this meeting is to answer any questions on the information distributed or disposition any negative ballots
- ▶ The current vote tally exceeds the required quorum and is 100% yes

# Agenda Approval

- ▶ Deemed approved pending any questions or additional ballots



# Chair's Report

- ▶ COVID was a challenging time for CINDE and strategic reserves were depleted to offset operating losses
- ▶ Aggressive cost controls, reduction of staff and strengthening market have returned CINDE to positive financial performance
- ▶ CINDE continues a strategy to:
  - Add new products and services to our offering
  - Increase member value through additional member events and outreach

# Summary of June 2022 AGM Vote

- ▶ Last years AGM was by electronic ballot as such the ballot summary was provided in lieu of meeting minutes
- ▶ Deemed approved pending any questions or additional ballots

# Auditor's Report

- ▶ Deemed approved pending any questions or additional ballots

# Appointment of Auditors

- ▶ Deemed approved pending any questions or additional ballots

# Board and Committee Membership

- ▶ Deemed approved pending any questions or additional ballots

# Award Announcements

- ▶ The following awards will be conferred at NDT in Canada 2023 in Edmonton:
  - NDT Research Award – Dr. Tony Sinclair
  - Technical Achievement Award – Ray ten Grotenhuis
  - NDT Innovation Award – Jireh Industries
- ▶ The following scholarships/bursaries were awarded at the time of this report:
  - Mohawk College Alison Smit Bursary – Joshua Myslicki
  - Mohawk College Alison Smit Bursary – Abigail Cronin

# Other Business

# Next Meeting

- ▶ Wednesday, June 12, 2024, in Ottawa, Ontario



# Adjournment



## Canadian Institute for Non-destructive Evaluation Proposed Board of Directors 2023-2025

Standing Committee	Director Members
Executive Committee G. Tubrett (facilitator)	Thomas Krause (Chair) Laura Obrutsky (Past-Chair) Glenn Knight (Vice-Chair) Aaron Hunter (Vice-Chair, Member Services) Ankit Vajpayee (Secretary-Treasurer)
Finance and Audit D. Luey (facilitator)	Ankit Vajpayee (Chair) Heather Kleb Thomas Krause Laura Obrutsky
Nomination and Awards G. Tubrett (facilitator)	Laura Obrutsky(Chair) Thomas Krause
Member Services G. Tubrett (facilitator)	Aaron Hunter (Chair) Chris Chartier Erica Schumacher Patrick Smyth
Complete list of Directors	<ol style="list-style-type: none"> <li>1. Thomas Krause (National Chair of the Board)</li> <li>2. Glenn Knight (Vice-Chair)</li> <li>3. Aaron Hunter (Vice-Chair, Member Services)</li> <li>4. Ankit Vajpayee (Secretary-Treasurer)</li> <li>5. Laura Obrutsky (Past-Chair)</li> <li>6. Chris Chartier</li> <li>7. Heather Kleb</li> <li>8. Erica Schumacher</li> <li>9. Patrick Smyth</li> </ol>