



*Minutes of the Eighty-third Annual General Meeting of
The Canadian Institute of Plumbing & Heating
L'Institut canadien de plomberie et de chauffage*

Held at Fairmont Le Château Frontenac
Tuesday, June 16th, 2015, 9:41 a.m.

Chairman: P. McDonald

1. & 2. WELCOME AND QUORUM

Chairman of the Board, P. McDonald (Bradford White Canada) called the meeting to order at 9:41 a.m. President R. Suppa confirmed that A QUORUM WAS PRESENT.

3. CHAIRMAN'S REMARKS

Chairman McDonald thanked the voting delegates and guests for attending. Voting delegates present represented 33 Manufacturers, 14 Wholesalers, 4 representing the Manufacturers Agents' Council and 6 representing Master Distributors for a total of 57. Forty-three (43) proxies had been received for a total of 100 votes of the 159 total. Delegates from 56 member companies and 6 subsidiaries were present.

P. McDonald introduced those participating in the 2015 Annual General Meeting:

Mr. Robert Whitty (Bartle & Gibson), Chair of the 2014/2015 Nominating Committee and Treasurer; Mr. Ralph Suppa, President and Secretary; Mrs. Nancy Barden, Recording Secretary; Mr. Stephen Apps; Mr. Matt Wiesenfeld and Mrs. Marian Speelman.

4. MINUTES OF THE 2014 ANNUAL GENERAL MEETING

It was moved by Peter Howell, seconded by Pierre Houle and carried that:

"The Minutes of the 2014 Annual General Meeting be approved as circulated."

There was no discussion.

P. McDonald (Bradford White Canada) asked for members to stand and mark with a moment of silence for the passing of colleagues and those who have lost a loved one this past year:

Donna Balyk, Bardon Supplies, Clinton Bradley, Fiat Products, André Bolduc, Gro-mec Keith Oldford, Eddy Group, Ron Elcome, Hudson Plumbing Supplies, Mike McHale, Wolseley, Doug McLean, Crane Supply,

Jacques Bérard, NCI Marketing, John Redvers (Ted) Kennedy, Emco.

5. ANNUAL REPORT

Chairman McDonald, with the assistance of President Suppa, made a brief [Annual Report to Members](#). There were no questions.

6. REPORT OF THE TREASURER

R. Whitty (Bartle & Gibson) presented the 2014/2015 Audited Financial Statements. (The statements were distributed via e-mail to each Member Company prior to the AGM).

The 2014/2015 audit showed a surplus in revenue from the previous year because of the two year trade show revenue cycle. The major trade show revenue usually falls in even numbered years. This year's net trade show revenue totalled \$652,000 versus \$357,000 the previous year.

The nine CIPH Regions operated within budget. The 2014/2015 budget called for an excess revenue over expense of \$161,000.

Because of the accrued surplus from over 40 years of trade shows, CIPH can handle the deficit years without cutting programs.

Total revenues were up 4.5% and total expenses were down 5.8% compared to budget. CIPH completed the fiscal year end with an excess revenue over expense of \$214,000. \$40,000 is attributed to unrealized market value investments.

HST, EI, CPP and payroll taxes were handled professionally. The auditors found the CIPH books in excellent shape.

For 2015/2016 the Board has budgeted for a deficit of \$340,000. CIPH now have unrestricted net assets of \$2.9 million which are invested in quality conservative investments which are managed by a third party, Kerr Financial.

A key investment will include a new Long Range Plan to ensure that CIPH is innovating to meet your needs, with a component to determine how to best use some of the CIPH funds to create programs to benefit the industry.

7. APPROVAL OF ANNUAL REPORT, FINANCIAL STATEMENTS AND ACTIONS OF OFFICERS AND DIRECTORS (MOTION #1)

It was moved by Paul Eldridge, seconded by Michael Kotyck and carried that:

This 83rd Annual General Meeting of the Canadian Institute of Plumbing & Heating/L'Institut canadien de plomberie et de chauffage:

Approves the 2014/2015 Annual Report and the Audited Financial Statements and instructs Messrs. Paul McDonald and Robert Whitty to sign the Audited Financial Statement. And does ratify, confirm and approve all acts of the Directors and Officers of the Canadian Institute of Plumbing & Heating as outlined in the Annual Report since the last Annual General Meeting thereof June 24, 2015.

There was no discussion.

8. MOTION TO APPOINT 2015/2016 AUDITORS (MOTION #2)

It was moved by Robert Whitty seconded by Martin Deschênes and carried that:

This 83rd Annual General Meeting of the Canadian Institute of Plumbing & Heating/L'Institut canadien de plomberie et de chauffage:

Hereby authorizes the Board of Directors to appoint BDO as auditors CIPH for Fiscal 2015/2016.

There was no discussion.

9. MOTION TO APPROVE AMENDED AND REVISED BYLAWS

Chairman P. McDonald (Bradford White Canada) reported that in May the Membership Committee led by Allen Taylor (Taylor Pipe Supports) had a discussion on broadening and aligning our membership composition. A complete review of the membership bylaws led to the inclusion of other heating disciplines in the hydronic and HVAC sector that our members currently serve.

The Board approved the bylaw changes along with changes to the current bylaws at its meeting on November 4, 2014.

A memo was sent to all members in January and April of this year.

It was moved by Pierre Dandurand, seconded by Sean Kelly that:

This 83rd Annual General Meeting of the Canadian Institute of Plumbing & Heating/L'Institut canadien de plomberie et de chauffage:

Approves the amended and revised Bylaws.

There were some comments from Mr. Ken Webster (Viessmann Manufacturing Company).

- 1) We support and encourage the general direction of the CIPH Board in broadening and realigning our membership composition to provide more value for our members, increase our membership and expand our influence as an association.
- 2) We oppose the revision of the CIPH Mission Statement from "hydronic heating industry" to "hydronics, heating" to allow for the inclusion of the HVAC industry sector.
- 3) In our opinion, this change only dilutes the historic, current and future role of the Canadian Hydronics Council – as the Sole Voice of the hydronic (hot water) heating industry in Canada.
- 4) CHC has a proud history and has made significant accomplishments – particularly over the past 10 years;
 - The CSA B214 Installation Code for Hydronic Heating Systems.
 - The creation of the Hydronic Installer Membership category to CHC.
 - The creation and ownership of certified hydronic (hot water) heating training for Certified Hydronics Designers and Certified Hydronics Installers.
 - A Memorandum of Understanding with allied associations to promote this certification and training.
 - The "Beautiful Heat" consumer awareness campaign. Where we learned a lot about consumer marketing moving forward.
- 5) CHC addresses the needs of the hydronic (hot water) heating members of CIPH and the hydronic (hot water) heating industry in Canada.

- 6) Hydronic (hot water) heating is OUR expertise! We are wet heads! No, we are not finished yet. There is more to do. Other segments of the hydronic (hot water) heating industry and many companies that meet our current membership requirements still need to be recruited.
- 7) We are NOT the sole voice of the electric heating or air heating industry in Canada. Other associations are.
- 8) Let's be clear in our CIPH Mission Statement and not lose our hydronic (hot water) heating focus and the inertia that the CHC has developed.
- 9) Please defeat Resolution #3 as it is currently presented.

Thank you for your attention and consideration.

A vote was taken and the motion was carried in favour.

10. NOMINATING COMMITTEE REPORT (MOTION #4)

Chairman P. McDonald (Bradford White Canada) referred those present to the terms of reference for the Nominating Committee in the documentation provided. He called on R. Whitty (Bartle & Gibson) to present the Report of the Nominating Committee. R. Whitty announced that no further nominations had been received and under CIPH Bylaws, no nominations are allowed from the floor. The list of nominees was read.

It was moved by Ken Webster, seconded by Peter Howell and carried that:

This 83rd Annual General Meeting of the Canadian Institute of Plumbing & Heating/L'Institut canadien de plomberie et de chauffage:

Adopts the report of the 2015 Nominating Committee and declares the members named duly elected as the Officers and Directors of the Institute until their successors are elected or appointed.

The following were elected as Directors to serve a three-year term:

Directors representing the Manufacturers' Division:

Dave Hammond: General Manager, A.O. Smith Enterprises, Fergus, ON;

John Cardiff: Senior Vice President-Sales, Canature WaterGroup, Cambridge, ON;

Bill Hooper: Regional Sales Manager-Atlantic, Uponor Ltd., Quispamsis, NB;

Directors representing the Wholesalers'

Division:

Matt Robinson: Vice President-Sales, B.A. Robinson, Winnipeg, MB;

Sean Kelly: Vice President of Procurement, Emco, Oakville, ON.

These will join the following Directors who continue to serve:

Andrew Dyck: Vice President, Barclay Sales Ltd.: Coquitlam, BC;

Siân Smith: Senior Director of Strategic Procurement, Noble Corporation: Concord, Ontario;

Joe Senese: Vice President – Operations, Groupe Deschênes Inc.: Toronto, ON;

Bill Palamar: President, Weil McLain Canada Sales Inc.: Burlington, ON;

Paul McDonald: General Manager, Bradford White Canada Inc., Mississauga, ON;

Robert Whitty: President & CEO, Bartle & Gibson Co. Ltd., Edmonton, AB;

Michael Kotyck: President, Kotyck Bros. Ltd.: Mississauga, ON;

Gail Kaufman: Director of Marketing, Wolseley Canada: Burlington, ON.;

Pierre Houle: Vice President, J.U. Houle Ltée.: Victoriaville, QC;

Allen Taylor: President, Taylor Pipe Supports, Burlington, Ontario; and

Gordon Lefort: National Sales Manager – Mechanical, IPEX Inc., Mississauga, Ontario.

The Committee nominated the following as officers for 2015/2016:

As Treasurer: **Paul McDonald:** General Manager, Bradford White Canada Inc., Mississauga, ON;

- As Chairman of the Wholesalers' Division:
- **Gail Kaufman:** Director of Marketing, Wolseley Canada, Burlington, ON.;
- As Chairman of the Manufacturers' Division: **Allen Taylor:** President, Taylor Pipe Supports, Burlington, Ontario;
- As Second Vice Chairman: **Joe Senese:** Vice President – Operations, Groupe Deschênes Inc.: Toronto, ON;
- **Bill Palamar:** President, Weil McLain Canada Sales Inc., Burlington, ON;
- As the 68th Chairman of the Board: **Siân Smith:** Senior Director of Strategic Procurement, Noble Corporation: Concord, Ontario;
- **Andrew Dyck:** Vice President, Barclay Sales Ltd.: Coquitlam, BC;

11. APPOINTMENTS BY THE BOARD

Paul McDonald (Bradford White Canada) announced three appointments to the 2015/2016 Executive Committee:

- **Kevin Fullan** of Wolseley Canada who served as 2011/2012 Chairman of CIPH;
- **John Hammill** of Moen Canada who served as 2012/2013 Chairman of CIPH;
- **Robert Whitty** of Bartle & Gibson Co. Ltd., who served as 2013/2014 Chairman of CIPH.

They will serve as non-voting advisors.

12. INTRODUCTION OF CHAIRMAN-ELECT

P. McDonald (Bradford White Canada) introduced S. Smith (Noble Corporation Chairman-Elect for 2015/2016.

Siân Smith began her career in the industry in 1999 joining Emco Corporation in London, ON. In 2007 she was named VP Procurement and in 2003, Siân joined Noble as Senior Director of Strategic Procurement.

Siân has been an active contributor on the CIPH Board of Directors since 2009 serving as Chair of the Membership Committee and of course chair of the successful "Elevating our Passion" Annual Conference held last year in Kelowna.

Siân grew up in a family that was very involved in sports and met her husband Pete when they were members of the swim team at the University of Western Ontario. Over the past few years, Siân has taken up cycling and has competed in the Big Ride for Cancer, cycling from Toronto to Niagara Falls.

Her love of sport doesn't stop there. Not only is Siân a master swimmer but she is also a certified Championship Euchre player and has been known to enjoy a hoppy beverage or two. Siân, Pete and their daughters Emily and Rachael love cottage life and spend as much time as possible at their cottage in Muskoka.

Siân now has the distinction of being the youngest Board Chair of CIPH.

13. 2015/2016 CHAIR'S REMARKS

Siân presented her speech in both French and English.

14. ACKNOWLEDGEMENTS AND PRESENTATIONS

Paul McDonald (Bradford White Canada) acknowledged the commitment and service of the hundreds of volunteers who support CIPH through participating on Boards, Councils, Committees, and Task Forces.

Outstanding Service Awards were presented to:

Pierre Dandurand: Directeur des Ventes-est due Canada, Victaulic Ltd., St. Laurent, QC;

Allen Taylor: President, Taylor Pipe Supports, Burlington, ON;

Brent Cornelissen: President, OS&B, Oakville, ON;

Norm Bajwa: BC Regional Manager, Bartle & Gibson, Port Coquitlam, BC.

Lifetime Service Award was presented to:

Dennis Costello: Regional Manager, Ontario, Flocor Inc., Stoney Creek, ON;

Lifetime Service Awards were announced for:

Don Armstrong: Sales Representative, Desco Plumbing & Heating Supply, Kitchener, ON;

Tim Hoff: Quotations Manager, Desco Plumbing & Heating Supply, Kitchener, ON;

Glenn Kirton: Purchasing Manager, Emco, Calgary, BC;

Doug MacDonald: VP & GM, Plumbing & HVAC - BC, Emco, Squamish, BC;

Joe Baranyay: PC Manager, Emco, Lethbridge, AB;

Tom Shipley: Inside Account Manager, Emco, Barrie, ON;

Dave Allenby: Heating Designer, Andrew Sheret, Surrey, BC;

Bruce Sutherland: Regional District Manager, Andrew Sheret, Surrey, BC;

Carl Novakowski: Regional Manager (Retired), Andrew Sheret, Vernon, BC.

Carol Ruthven: Outside Account Manager, Emco, Hamilton, ON;

Robert Wintonyk: Inside Sales, Emco, Hamilton, ON;

Ken Brown: Inside Sales, Noble Corp., Kitchener, ON;

Mike Masse: Region Manager, Southern Ontario, Noble Corp., London, ON;

John Hartman: Branch Manager, Noble Corp., London ON;

Barry Forth: Customer Service, Noble Corp, Hamilton, ON;

Michael Ferguson: Pricing Centre Manager, Wolseley HVAC/R Group, Laval, QC; and

Dennis Costello: Regional Manager, Ontario, Flocor Inc., Stoney Creek, ON.

Yes Awards were presented to:

Matt Robinson: Vice-President Sales, B.A. Robinson, Winnipeg, MB;

Joe Howdle: Sales Representative – Prairie Region, Canplas Industries, Edmonton, AB.

Key volunteers who retired from the CIPH Board were recognized:

Robert Whitty, Bartle & Gibson who steps down as immediate Past Chair of the Board after serving 9 years;

Doug Kennedy, Masco Canada, who steps down from the Board after serving 5 years.

Special Announcement:

Brent Cornelissen (OS&B) announced that Kevin Ernst (OS&B) to be awarded the 2015 CSA Award of Merit on June 17th, 2015.

The Award is in recognition of distinguished involvement, valued innovation and skillful leadership in developing and advancing plumbing standards.

Peter Leonard, HPAC Magazine, **Mark Vreugdenhil,** Plumbing and HVAC, and **Bruce Meacock,** Mechanical Business Magazine were acknowledged for their continuing support of CIPH and CIPH trade shows through their magazines.

CIPH staff and Region Co-ordinators were recognized for their service to members in the past year.

14. ANNOUNCEMENTS

The 84th Annual General Meeting will be held on Tuesday June 28th, 2016 at the Fairmont Banff Springs Hotel in Banff, AB during ABC 2016.

15. MOTION TO ADJOURN

It was moved, seconded and carried that the 83rd Annual General Meeting be adjourned. Moved by Allen Taylor, seconded by Randy Winter.

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S. Smith, 2015/2016 Chairman

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R. Suppa, President & General Manager

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N. Barden, Recording Secretary