

MINUTES OF THE BOARD MEETING OF THE MOTOR VEHICLE DEALERS  
COMPENSATION FUND BOARD OF TRUSTEES, HELD AT 10:00 AM ON  
WEDNESDAY JANUARY 27, 2010 AT THE CAMBRIDGE SUITES HOTEL IN THE  
EXECUTIVE BOARD ROOM



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IN ATTENDANCE:

A. Silverstein (Chair)  
P. Eatson (Vice-Chair)  
J. Holmes (Sec. Treasurer) by teleconference  
C. Finlay (Member)  
C. Poultney (Member)  
K. Cook (Member)  
P. Silverman (Member)  
P. Raby (Member)  
L. Halbert (Staff)  
C. Singh (Staff)  
J. Ross (Staff)  
B. McIntyre (OMVIC Staff)  
R. Kirsic (OMVIC Staff)  
D. Sanderson (Guest)

REGRETS:

J. Kenny (Member)  
C. Finlay (Member)

**NOTICE TO READER: For the purposes of these public minutes, reference to legal advice provided to the Board of Trustees and claim's identifying information has been removed, unless the claim has been appealed to LAT.**

The meeting was called to order by L. Halbert at 10:00am

**1. Appointment of Executive Committee**

Out of an abundance of caution to ensure the Fund is constituted in accordance with the New MVDA L. Halbert indicated that all 9 members of the Board were re-appointed by the OMVIC Board on Jan 25, 2010. It was recommended that the Fund re-elect the members of the executive committee and appoint a chair, vice chair, and secretary treasurer.

It was agreed to have A. Silverstein complete his term as Chair (msc). A. Silverstein then resumed chairing the meeting in the normal course.

It was agreed to have P. Eatson complete his terms as Vice Chair (msc)

It was agreed to have J. Holmes complete his term as Secretary Treasurer (msc)

**2. Minutes from December 16, 2009:**

The Board reviewed the minutes and a motion was made to accept as is. (msc)  
C. Singh reported that arising from the 2009 audit, the auditors recommended that the Chair sign the approved minutes as an additional confirmation of claims paid. After due consideration, the Board accepted this recommendation. (msc)

### **3. Auditors Report**

D. Sanderson from McGovern, Hurley, Cunningham LLP presented the audited financial statements for the year ended October 31, 2009, copies of which were previously circulated. He pointed out that it was a clean audit report and that there were no issues arising from the audit.

The statements were accepted as presented. (msc).

D. Sanderson mentioned that some changes in accounting for non-profit organizations will become effective in 2011 and offered to discuss them with the Board at their convenience. The Board accepted his offer and will invite him back at a later date to hear these recommendations.

After his departure, the Board made a motion to reappoint McGovern, Hurley, Cunningham LLP as auditor. (msc) On a further motion, the Board approved the fee for the 2010 audit estimated at \$7500 which would include D. Sanderson's presentation on upcoming accounting changes. (msc) The Board deferred discussion on C. Singh's suggestion for going to market for an auditor to a later date. .

### **4. Trustee and Investment Manager Update**

C. Singh provided an update on change in Trustee and change in Investment Manager. He indicated that there has been a delay in getting the documentation completed as RBC Dexia's preference is to have their own Trust Agreement in place. The Fund's outside legal counsel, has suggested some changes to ensure its compliance with MVDA and to cover the Fund's interests. He indicated that this would be discussed at a meeting in mid-February with C. Singh, A. Silverstein, and H. Amad with RBC Dexia as the changes may have affects on the Investment Manager. (msc)

The Board reviewed the investment policy changes suggested by Scotia Asset management. The Board was concerned that the document contained an error. The Board approved a motion to defer making decision on making any changes, requested clarification to page 3, specifically proposed changes to IPS.

The Board passed a motion to rescind the previous motion.

The Board is concerned about the Fund being properly invested during the transition period. The Board would like confirm the points in the IPS, the Board passed a motion to approve based on the assumption, that there is only a typo on page 3 non-government is not to exceed 60% and government is not to exceed 40%, if so to proceed with the changes as recommended. (msc)

The Board reviewed the Investment Management Account signatories received from Scotia Asset Management which requires a resolution. That the Chair, Vice Chair and Secretary Treasurer would be able to endorse changes to the Fund. A motion was made to approve the executive as signatories. (msc)

### **5. Financials**

C. Singh distributed the portfolio valuation as at Dec 31 2009.

## 6. Communications and Strategic Planning

B. McIntyre and R. Kirsic provided a presentation regarding OMVIC's 2009 marketing success and the 2010 marketing focus. The Board heard about the January media launch of the MVDA. The Board discussed the prospect of contributing funds to marketing and advertising. That it would be advantageous to join OMVIC's campaign, and would like H2 to revisit to discuss strategies. The Board requested to have E. Hoyle to join the March meeting.

## 7. Administrative Update

- MVDA 2002 was proclaimed, OMVIC has new computer system and is receiving more inquiries, especially from dealers about forms and advertising
- Next edit of new Comp fund forms it was suggested to change reference from 'lawyer' to 'legal rep'
- Warranty companies and dealers who have uninsured warranties are supplying LOC's. OMVIC has made list of warranty companies with security available on-line.
- Issue with dealer guarantee vs. warranty reviewed. Fund not comfortable with a 6 month time frame being considered since fund has exposure.
- Nominations – have received 5 applications to date. Will do regular background checks and arrange for interviews for mgt committee.

Board round table discussion – in camera session, with no staff present

## 8. Claims:

Dealer:	Criteria:	Amount Claimed:	Amount Approved:
Focus	Bankruptcy	\$1,800.00	\$2,034.00
Focus	Bankruptcy	\$14,441.20	\$15,000.00
Focus	Bankruptcy	\$1,199.00	\$2,258.87
Focus	Bankruptcy	\$999.00	\$1,128.87
Focus	Bankruptcy	\$1,128.87	\$1,128.87
Euro Car & Parts	Judgment	\$5,564.00	\$4,229.00
B.D.M. Motor Cars Ltd	Warranty	\$1,956.35	Denied
Jenny's Auto Sales	Judgment	\$22,412.20	Deferred
Omega Consulting	Bankruptcy	\$1,966.20	Denied

The meeting was adjourned at 2:30 pm. Next meeting is scheduled for March 9, 2010.