



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Canadian Power and Sail Squadrons (herein called the "Corporation") will be held virtually on November 29th, 2025, at 1pm EST on Saturday for the purpose of:

1. Receiving and, if thought fit, approving the Reports of the Officers and Committees of the Corporation.
2. Receiving the Financial Statements of the Corporation for the year ended June 30, 2025, and the auditor's report thereon.
3. Appointing the Auditor of the Corporation and authorizing the Board of Directors to fix the remuneration of the Auditor.
4. Electing the Directors of the Corporation. A copy of the report of the Nominating Committee is attached to this Notice as Schedule "A" and forms part of it.
5. Changing the article of Continuance
6. Changing the Bylaws
7. Considering such further and other business, as may properly come before the meeting or any adjournment thereof.

Dated at Toronto, Ontario, this 31st day of October 2025.

By order of the Board of Directors
David Agnew
National Secretary

PLEASE BE ADVISED THAT FUTURE UPDATED NOTICES WILL BE ISSUED ONCE DETAILS FOR THE 2025 ANNUAL GENERAL MEETING HAVE BEEN FINALIZED.

SCHEDULE “A” 2025

The Nominating Committee, at their final meeting before being paused on February 27, 2025, submitted a progress report herewith candidates for election to the Board of Directors in accordance with CPS-ECP By-Laws, Section 5.03 (1), to be presented at the Annual General Meeting of members scheduled for Saturday, November 29, 2025, in a virtual format.

PART I: DIRECTORS OF THE CORPORATION

The following Director was elected at a previous Annual General Meeting of members held in October 2023 for their first three-year term and does not require re-election. His term ends in 2026.

George Craigie

Huron Shores, ON
West Island Squadron
St. Lawrence District

The following Directors were elected at a previous Annual General Meeting of members held in October 2023 for their second three-year term and do not require re-election. The term ends in 2026.

Scott Homan, S

Goderich, ON
Goderich Power and Sail
Squadron
Western Ontario District

Lise Blais-Huot, NS

Québec, QC
Escadrille nautique Québec
District Estuaire St-Laurent

The following Director was elected at a previous Annual General Meeting of members held in October 2024 for a first three-year term and does not require re-election. The term ends in 2027.

David Agnew

Fenelon Falls, ON
Kawartha Lakes Squadron
Quinte District

The following Director was elected at a previous Annual General Meeting of members held in October 2024 for a second three-year term and does not require re-election. The term ends in 2027.

Gary Clow

Chilliwack, BC
Valley Power and Sail Squadron
Pacific Mainland District

PART II: DIRECTORS OF THE CORPORATION 2026

In accordance with Article 5.7.5(a) of the CPS-ECP Regulations, the progress report of the Nominating Committee nominates the following individuals for election as Directors of CPS-ECP for a 1st term of 3 years at the Annual General Meeting of members to be held virtually on Saturday, November 29, 2025. The term will end in 2028.

Tom Beaver

Ottawa, ON
Ottawa Squadron
Rideau District

In accordance with Article 5.7.5(a) of the CPS-ECP Regulations, the progress report of the Nominating Committee nominates the following individuals for election as Directors of CPS-ECP for a second term of three years at the Annual General Meeting of members to be held virtually on Saturday, November 29, 2025. The term will end in 2028.

Elaine Mundle, S

Wasaga Beach, ON
Blue Mountain Power and Sail
Squadron
Georgian Trent District

John Ashworth

Toronto, ON
Don Valley Power and Sail
Squadron
York District

Marie Dosso

Mississauga, ON
Port Credit Power and Sail
Squadron
York District

Nigel Stafford

Shediac, NB
Shediac Power and Sail
Squadron
Atlantic District

Janet Fraser, SN

North Saanich, BC
Victoria Power and Sail
Squadron
Vancouver Island South
District

In accordance with article 5.03 (3b) of the CPS-ECP By-Laws: *A Director shall only be eligible to serve two terms unless ...the Board grants the Director a one-year extension of the Director's term.* The Board of Directors recommends that the term of Robert J. Anderson be extended by one year, allowing him to update the rules and policies derived from the 2025 bylaws.

Robert J. Anderson, AP

Pickering, ON
Frenchman's Bay Power and Sail Squadron
York East District

NOTICE OF RESOLUTION (R1)

CPS-ECP R1 (2025 11 29)

Article of Continuance

To change the CPS-ECP Articles of Continuance to reduce the number of Directors required.

WHEREAS

the Corporation intends to adopt Articles of Amendment to change the number of directors;

AND **WHEREAS** the Board of Directors of the Corporation earlier approved the Articles Amendment;

ON A MOTION DULY MADE, seconded and carried;

BE IT RESOLVED BY SPECIAL RESOLUTION (TWO-THIRDS VOTE) THAT:

1. The Articles of Incorporation / Continuance of CPS-ECP shall be amended to specify a minimum of seven directors and a maximum of eleven directors;
2. In the event that it is necessary to make any minor amendments to the Articles of Amendment, any two Directors or Officers of the Corporation are hereby authorized to make such minor amendments, subject to first obtaining advice from legal counsel for the Corporation; and
3. Any two Directors or Officers of the Corporation are hereby authorized to sign the Articles of Amendment on the Corporation's behalf, and to submit the same to such other governmental authorities as may be necessary for approval.

Moved by:

Seconded by:

New Bylaws

To adopt new by-laws

WHEREAS

the Corporation intends to adopt a new general operating by-law reflective of its intended governance practices, a copy of which has been earlier circulated to the Directors ("Bylaw 2025");

AND WHEREAS

the Board of Directors has, by resolution, earlier approved Bylaw 2025, subject to the confirmation by the Members of the Corporation;

ON A MOTION DULY MADE, seconded and carried;

BE IT RESOLVED BY SPECIAL RESOLUTION (TWO-THIRDS VOTE) THAT:

1. This earlier approval of Bylaw 2025 by the Board of Directors is ratified, approved and confirmed;
2. In the event that minor amendments are required to be made to the provisions contained within Bylaw 2025, then, subject to first obtaining any necessary advice from legal counsel for the Corporation, any two directors and officers of the Corporation are authorized to make such minor amendments as may be necessary to Bylaw 2025; and
3. Any two directors and officers of the Corporation are authorized to sign the said Bylaw 2025 on behalf of the Corporation, and to submit the same to such governmental authorities as may be necessary for approval.

Moved by:

Seconded by:

YEAR-END FINANCIAL STATEMENT REPORTS

The Year-End Financial Statement Reports are no longer issued in print along with the Notice of the Annual General Meeting. Members can access the reports at www.cps-ecp.ca for personal printing.

The following documents are available:

- Year-end statement
- Auditor's report
- Statement of Financial Position
- Statement of Operations
- Statement of Change in Assets
- Statements of Cash Flow
- Notes to Financial Statements
- Bylaws

If you cannot access those reports on our website, they can be sent to you by email at no cost. If you still prefer to receive a printed copy by mail, a prepaid handling and postage fee of \$5.00 will be charged. Please direct your request to Liudmila Nikolaeva at our National Office.

Phone: 416-293-2438 ext. 0160 or 1-888-277-2628 ext. 0160

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