



MROO

ANNUAL MEETING OF MEMBERS

AGENDA

Tuesday, June 9, 2026: 8:30 a.m.

[Sheraton Toronto Airport Hotel & Conference Centre](#)

4094 Tomken Road, Mississauga, ON L4W 1J5

Telephone: 1.800.595.4497

[MROO Website](#) | [Facebook](#) | [Twitter](#)

Invited:

Board of Directors:

Keith Robicheau	President (Chair)
Gerry Davis	Treasurer
William Harford	Past President
Lucie Lombardo	Director, Zone 1
Dave Posliff	Director, Zone 2
Tracey Powell	Director, Zone 3
Gerry Pedwell	Director, Zone 4
Jackie Forsey	Director, Zone 5 / Secretary
Ken Lewis	Director, Zone 6
Carol Conrad	Acting Director, Zone 7
Lori Kivi	Director, Zone 8
Cindy Snider	Director, Zone 9 / Vice-President

Alternate Directors:

Lola Dudley	Alternate Director, Zone 1
Susan Earle	Alternate Director, Zone 2
Marianne Vrbanic	Alternate Director, Zone 3
Alan Thomas	Alternate Director, Zone 4
Michelle Collette	Alternate Director, Zone 5
Maureen Lachance	Alternate Director, Zone 6
Suzanne Gustafson	Alternate Director, Zone 8
Sharon Vokes	Alternate Director, Zone 9

Operations:

Ken Noakes	Executive Director
Patrice Cawood	Administration Manager / Scribe
Jude Kahn	Marketing, Communications & PR Manager

Guests:

Representative of Audit Firm (if they choose to attend)	
Sheila Blacklock	Bookkeeper, SRJ CA
MROO Member(s)	

ORDER OF BUSINESS

- 1. Receipt of the Agenda.**
- 2. Receipt of the minutes of the previous annual and any subsequent special meetings of members.**
 - a. [Minutes of June 10, 2025 Annual Meeting of Members](#)
 - b. Errors or Omissions
- 3. Confirmation, rejection, or amendment of any By-law made, amended, or repealed by the Board since the previous Annual Meeting of Members or Members' meeting at which any By-law was considered.**
 - a. Resolution to Confirm an Amendment of By-law No. 7 re Term of Directors
- 4. Consideration of the Annual Report of the Corporation.**
 - b. MROO 2025 Annual Report
- 5. Consideration of the Financial Statements.**
 - a. Audited Financial Statements for the Year Ended December 31, 2025
- 6. Report of the Auditor.**
- 7. Reappointment or new appointment of the Auditor for the coming year.**
Motion: Appointment of Auditors
- 8. Election of Officers.**
Not applicable.
- 9. Such other or special business as may be set out in the notice of meeting.**



MROO

Municipal Retirees
Organization Ontario

MOTION – RESOLUTION

Subject: Amendment of By-law No. 7

Board Meeting: December 1-2, 2025

Committee Recommendation (if applicable)

The Governance Committee recommends that the Board of Directors approves the following resolution:

RESOLUTION TO AMEND BY-LAW NO. 7

Moved by: _____

Seconded by: _____

WHEREAS Subsection 17(1) of the Ontario *Not-for-Profit Corporations Act* (ONCA) states: “Unless the articles or the by-laws otherwise provide, the directors may by resolution make, amend or repeal any by-law that regulates the activities or affairs of the corporation, except in respect of a matter referred to in clause 103 (1) (g), (j) or (l).”

AND WHEREAS Subsection 17(2) of the ONCA states: “The directors shall submit the by-law, amendment or repeal to the members at the next meeting of the members, and the members may confirm, reject or amend the by-law, amendment or repeal by ordinary resolution.”

BE IT RESOLVED that the Board of Directors approves amendments of Sections 2.02 and 2.04 of By-law No. 7 as follows:

Original Text Showing Amendments:

2.02 Zone Directors’ Election and Term

4. The term of office of a Zone Director shall be for three (3) years from the date of the meeting at which they are elected ~~or appointed~~ or until their successor is elected or appointed. No Zone Director shall serve for more than three (3) consecutive terms and then may only stand for election again after an absence of one (1) term.

2.04 Filling Vacancies

A vacancy on the Board shall be filled as follows:

1. Where a vacancy occurs for the position of Director in any zone during the term of that Director:
 - the Board may appoint an Alternate Director or any Life Member to be Acting Director for that zone to serve until the next Zone meeting; and
 - there shall be an election for the position of Director in that zone at the next Zone meeting, in accordance with paragraph 1 of Section 2.02 above; and
 - ~~the Director then elected shall hold office until the end of the term that the original Director would have served if the position had not become vacant;~~

Amended Text:

2.02 Zone Directors' Election and Term

4. The term of office of a Zone Director shall be for three (3) years from the date of the meeting at which they are elected or until their successor is elected or appointed. No Zone Director shall serve for more than three (3) consecutive terms and then may only stand for election again after an absence of one (1) term.

2.04 Filling Vacancies

A vacancy on the Board shall be filled as follows:

1. Where a vacancy occurs for the position of Director in any zone during the term of that Director:
 - the Board may appoint an Alternate Director or any Life Member to be Acting Director for that zone to serve until the next Zone meeting; and
 - there shall be an election for the position of Director in that zone at the next Zone meeting, in accordance with paragraph 1 of Section 2.02 above;

Effect of Amendments:

- When a vacancy occurs and the election of a new Director occurs at the next Zone meeting, the Director will be elected for a three-year term and not the remainder of the term of the previous Director.
- If the person elected as Director at the Zone meeting had been appointed by the Board to serve as Acting Director for a number of months prior to the Zone meeting, that service as Acting Director does not constitute a term as Director.
- The informal practice of holding three zone elections each year on a rotational basis may be discontinued. Elections in each Zone will be tied to the completion of a three-year term by the Director.



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Municipal Retirees
Organization Ontario

Notice and Resolution – Special Meeting of Members

NOTICE OF INTENT TO CONFIRM AN AMENDMENT OF BY-LAW NO. 7

Notice is hereby given that the following resolution to confirm an amendment of By-law No. 7 will be presented at a **Special Meeting of Members at 8:30 a.m. on March 3, 2026**.

RESOLUTION TO CONFIRM AMENDMENT OF BY-LAW NO. 7

Moved by: _____

Seconded by: _____

WHEREAS Subsection 17(1) of the Ontario *Not-for-Profit Corporations Act* (ONCA) states: “Unless the articles or the by-laws otherwise provide, the directors may by resolution make, amend or repeal any by-law that regulates the activities or affairs of the corporation, except in respect of a matter referred to in clause 103 (1) (g), (j) or (l).”

AND WHEREAS a resolution to amend By-law No. 7 was approved by the Board of Directors of the Municipal Retirees Organization Ontario (MROO) on December 1, 2025.

AND WHEREAS Subsection 17(2) of the ONCA states: “The directors shall submit the by-law, amendment or repeal to the members at the next meeting of the members, and the members may confirm, reject or amend the by-law, amendment or repeal by ordinary resolution.”

BE IT RESOLVED that, at a Special Meeting of the Members on March 3, 2026, the Life Members of MROO hereby confirm the amendment of Sections 2.02 and 2.04 of By-law No. 7 as follows:

Original Text Showing Amendments:

2.02 Zone Directors’ Election and Term

4. The term of office of a Zone Director shall be for three (3) years from the date of the meeting at which they are elected ~~or appointed~~ or until their successor is elected or appointed. No Zone Director shall serve for more than three (3) consecutive terms and then may only stand for election again after an absence of one (1) term.

2.04 Filling Vacancies

A vacancy on the Board shall be filled as follows:

1. Where a vacancy occurs for the position of Director in any zone during the term of that Director:
 - the Board may appoint an Alternate Director or any Life Member to be Acting Director for that zone to serve until the next Zone meeting; and
 - there shall be an election for the position of Director in that zone at the next Zone meeting, in accordance with paragraph 1 of Section 2.02 above; and
 - ~~the Director then elected shall hold office until the end of the term that the original Director would have served if the position had not become vacant;~~

Amended Text:

2.02 Zone Directors' Election and Term

4. The term of office of a Zone Director shall be for three (3) years from the date of the meeting at which they are elected or until their successor is elected or appointed. No Zone Director shall serve for more than three (3) consecutive terms and then may only stand for election again after an absence of one (1) term.

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A vacancy on the Board shall be filled as follows:

1. Where a vacancy occurs for the position of Director in any zone during the term of that Director:
 - the Board may appoint an Alternate Director or any Life Member to be Acting Director for that zone to serve until the next Zone meeting; and
 - there shall be an election for the position of Director in that zone at the next Zone meeting, in accordance with paragraph 1 of Section 2.02 above;

Effect of Amendments:

- When a vacancy occurs and the election of a new Director occurs at the next Zone meeting, the Director will be elected for a three-year term and not the remainder of the term of the previous Director.
- If the person elected as Director at the Zone meeting had been appointed by the Board to serve as Acting Director for a number of months prior to the Zone meeting, that service as Acting Director does not constitute a term as Director.
- The informal practice of holding three zone elections each year on a rotational basis may be discontinued. Elections in each Zone will be tied to the completion of a three-year term by the Director.