

**Minutes of the 2022 Annual General Meeting
Linux Professional Institute
June 25th, 2022 - 13h00 UTC**

1. **Call to Order** - *2022 Annual General Meeting of the Linux Professional Institute by Board Chair Jon A. Hall*
 1. June 25th, 2022
 2. 1300 Universal Time
 1. It was announced that voting for Board members ends at 1330 UTC
 3. There was a count made of members online to meet Quorum (the lesser of one hundred (100) members or ten percent (10%) of the Members entitled to vote at the Meeting). With 169 members...16-17 were needed to meet quorum
 1. Staff determined that quorum was met by the number of members logging into the meeting. **Twenty members were present, so quorum was met.**
2. **Explanation of AGM meeting (required by Canadian Law)**
 1. Board Chair Hall told members that the *meeting the requirements of membership as presented by Bylaws and Policies of LPI*
 2. Board Members there were:
 1. Jon A. Hall, Chair
 1. Executive Board
 1. VM Brasseur, Vice Chair and Chair of Governance Committee
 2. Dorothy Gordon, Secretary
 3. Staff:
 1. G. Matthew Rice (Executive Director)
 2. Kenny Armstrong, Returning Officer
 3. Evan Leibovitch, Director of Community Engagement (who joined later)
3. **Declaration of Conflict of Interest - Jon A. Hall, Board Chair**

There were no conflicts of interest found
4. **Explanation of Resolution Procedures and Proxies - Jon A. Hall, Board Chair**

Board Chair Hall explained how resolutions would be presented to membership, and how they would vote. There were no proxies that had been submitted.
5. **Adoption of Agenda (Resolution 2022-0625-01)**
 1. Whereas the Linux Professional Institute is required to have an Annual General Meeting (AGM) and this meeting has been voted to be held on Saturday, June 25th, 2022 at 0900 EDT (1300 UTC) and;
Whereas the Membership has been found to have reached quorum and;Whereas the draft agenda has been read;
BE IT RESOLVED that the agenda for the 2022 AGM is approved as presented.
Moved Matthew Rice
Seconded Kenneth Armstrong

Results: Adoption of Agenda (Resolution 2022-0625-01) 1) Accept•100.0% 14 votes Reject•0.0% 0 votes Abstain•0.0% 0 votes

6. Opening Remarks - Jon A. Hall, Board Chair

1. Board Chair welcomed members.

7. Approval of Minutes for 2021 AGM (Resolution 2022-0625-02)

Whereas the Linux Professional Institute held an AGM in 2021;
BE IT RESOLVED that the minutes of the 2021 AGM are now formally approved by the Membership

Move Kenny Armstrong

Second Norbert Zwicknag

Approval of Minutes for 2021 AGM (Resolution 2022-0625-02): Accept•100.0% 14 votes Reject•0.0% 0 votes Abstain•0.0% 0 votes

8. Report of Executive Director: "Annual Review and Moving Forward" - G. Matt Rice, Executive Director
Voting for the Board candidates ended during Matt's talk

9. Report of Treasurer: LPI Financial Audit of 2021 - Jon A. Hall, Board Chair

Chair Hall explained that the resolution was to approve the legitimacy of the Financial Audit that was previously approved by the Staff and Board.

10. Resolution to accept the LPI Financial Audit of 2021 (Resolution 2022-0625-03):

Whereas Kwart & Company, Chartered Professional Accountants generated an audit approving of the accounting principles of Linux Professional Institute and;

Whereas the Board of Directors has reviewed the report on this audit and; Whereas the Members have reviewed this audit;

Be it resolved that the audit is now formally approved by the Board and Membership

Move Kenny Armstrong

Secomd Michael Gisbers

14 accept one abstain

Results is that the resolution passes.

11. Resolution to appoint the firm of Kwart & Company as auditors for the year of 2022 (Resolution 2022-0625-04):

Whereas Kwart & Company, Chartered Professional Accountants have been approved to be the auditors for Linux Professional Institute for the year 2022 by the Board of Directors and;

Whereas the Board and Staff have been satisfied with the quality of the firm's work; BE IT RESOLVED that the Executive Director is directed to engage Kwart & Company to be the auditors of the Linux Professional Institute for the calendar year of 2022.

Move K enny Armstrong

SecondMichael Gisbers

12 accepted and one abstain

Members approve of Kwart & Company as auditors for the year of 2022.

12. Report of the results of the Board Elections - Kenny Armstrong, Returning Officer

The winners were (in alphabetical order):

**Vickie Brasseur - Pacific USA
Nguimbus - Cameroon
Ricardo Prudenciato - Brazil**

Emmanuel Nguimbus 8.86 votes(33.2%) VM (Vicky) Brasseur 8.88 votes(33.3%)
Ricardo Prudenciato 8.91 fotes (33.4\$) on Round 4

13. Welcome of new Board Directors and Plan of Transition - Jon A. Hall, Board Chair

The Board Chair explained that:

1. There is a three year term for new board members.
2. The Previous AGM June 26th, 2021 with an installation of new board members on July 26th 2021 at 0930 EDT
3. There will be an organizational meeting in early July (determined by availability of Board). At that meeting there will be an:
 1. Agreement on dates of quarterly board meetings and next AGM
 2. Election of officers and Executive Board
4. Then on July 26nd 2022 at 0930 EDT - installation of new Board members (may be in absentia)

14. Any additional business - Jon A. Hall, Board Chair

1. Member questions, comments and resolutions
There were no member questions, comments or resolutions moved.

15. Closing Statement - Jon A. Hall, Board Chair

Jon Hall became Board Chair in September of 2015 I became Board Chair.
This is your (the members) organization, not mine. Help build it.

16. Motion to Adjourn Meeting (Resolution 2022-0625-LAST)

BE IT RESOLVED THAT the meeting of Members is hereby adjourned.

Moved: Kenny Armstrong