

DRAGON BOAT CANADA / BATEAU-DRAGON CANADA

Annual General Meeting of Members

MINUTES of the annual general meeting of members of Dragon Boat Canada / Bateau-Dragon Canada ("DBC") held on Saturday, November 11, 2006, at 13:00 (local time) at the Metropolitan Hotel, 108 Chestnut Street, Toronto, Ontario.

Opening Remarks

Matt Smith, President of DBC, called the meeting to order and took the chair and asked that Mike Kerkmann, Secretary of DBC, act as secretary of the meeting.

Scrutineer

The Chairman requested that Susan Mitchell act as scrutineer to report on the members present in person or represented by proxy at the meeting, to compute the vote on any polls taken or ballots cast at the meeting and, in each case, to report thereon to the Chairman.

Introductions

The Chairman introduced those directors and other representatives of DBC present at the meeting.

Deposit of Proxies

The Chairman requested that anyone who had not registered with the scrutineer or deposited a proxy with the scrutineer, please do so.

Voting Procedure

The Chairman stated that to expedite voting on the matters to come before the meeting, it was proposed that the vote on all matters, except for the election of directors and president or unless a member or proxyholder demanded that a ballot be conducted on any matter, be conducted by a show of hands. He stated that only sport racing crew members or their proxy holders were entitled to vote, except for the election of the festival director, in which case only festival members were entitled to vote on such election.

Notice of Meeting

The Chairman stated that notice calling the meeting had been published on DBC's website on October 10, 2006 and had, thereafter, been sent by electronic mail to members of record as of the close of business on October 10, 2006. He directed the secretary to read the notice calling the meeting unless a motion was made to dispense with such reading.

On motion duly made, seconded and unanimously carried, the reading of the notice calling the meeting was dispensed with.

Scrutineer's Report on Attendance

The scrutineer then presented her report on the number of members present in person or represented by proxy based on the information made available to her by representatives of DBC. On the basis of the scrutineer's report, the Chairman declared that the requisite quorum of members was present and that the meeting was duly constituted. The Chairman directed that the scrutineer's report on attendance be annexed to the minutes of the meeting.

President's Report

The Chairman then presented his report to members on the activities of DBC since the last members information session held in October, 2005.

Reports of Directors and Regional Representatives

A representative director of each of the three regions then prepared the report of the directors from that region on local activities of DBC during the preceding year.

Financial Statements

At the request of the Chairman, Ira Lax, Treasurer of DBC, reported on financial matters. He reported that audited financial statements were not yet available but otherwise reported on financial matters during the preceding year.

Election of Directors

The Chairman then stated that it was in order to proceed with the election of directors. He stated that DBC's by-laws provided that directors were to be elected at each alternate annual general meeting; with the last election having been held in 2004. DBC's board of directors consisted of 10 directors, with three directors from each of the three regions and one festival director. Any sport racing crew member could submit a nomination for its region, and festival members could submit nominations for festival director, at any time up to 10 days before the date of the meeting. Nominations received fewer than 10 days before the meeting were not valid. If three or fewer nominations for any region were received before the deadline, all nominees would be acclaimed as directors at the meeting. Additional nominations would be accepted from the floor to fill any remaining vacancies and, if necessary, voting members from that region would elect the appropriate number of directors to fill any vacancies.

Western Region

The Chairman reported that three valid nominations for the Western Region had been received by the secretary before the deadline. The nominees were: Rob Varnel, Joy Thompson and Shawn Samol.

The requisite number of nominations to fill all positions on the board allocated to the Western Region having been received, the Chairman declared those persons nominated to have been acclaimed as directors of DBC.

Central Region

The Chairman reported that three valid nominations for the Central Region had been received by the secretary before the deadline. The nominees were: Sue Humphries, Tim Halyk and Sue Mitchell.

The requisite number of nominations to fill all positions on the board allocated to the Central Region having been received, the Chairman declared those persons nominated to have been acclaimed as directors of DBC.

Eastern Region

The Chairman reported that two valid nominations for the Eastern Region had been received by the secretary before the deadline. The nominees were: Steve Gallant and Reg Landry.

The Chairman declared those persons nominated to have been acclaimed as directors of DBC representing the Western Region. The Chairman then called for further nominations. No such nominations were made and the Chairman declared nominations closed.

Festival Director

The Chairman reported that no nominations for festival director had been received by the secretary before the deadline, and called for nominations from among the festival members represented at the meeting. One nomination was made and the nominee was Brad Leonard, representing the Sudbury Dragon Boat Festival.

No further nominations being received, the Chairman declared nominations closed and called for a motion to elect the nominated festival director.

On motion duly made, seconded and unanimously carried, Brad Leonard was elected the festival director of DBC.

Appointment and Remuneration of Auditors

The Chairman stated that the next item of business was the appointment of auditors and called for a motion appointing Lippman, Leebosh, April, Chartered Accountants, as the auditors of DBC and authorizing the directors to fix the auditors' remuneration.

On motion duly made, seconded and unanimously carried, Lippman, Leebosh, April, Chartered Accountants, were appointed auditors of DBC for the current fiscal year and the directors were authorized to fix the numeration of the auditors.

Election of President

The Chairman reported that the next item of business was the election of a President. DBC's by-laws provided that the President was to be elected at each annual general meeting by the sport racing crew members. If the sport racing crew members failed to elect the President, the President would be appointed by the board. Any sport racing crew member was eligible to submit nominations. After nominations were received, sport racing crews would elect the President from among the nominees.

The Chairman reported that one nomination had been received by the secretary and that such nomination was for his re-appointment. He declared the meeting open for further nominations. No further nominations being received, the Chairman declared nominations closed and called for a motion to elect Matt Smith as President of DBC until the close of the next annual general meeting.

On motion duly made, seconded and unanimously carried, Matt Smith was elected President of DBC.

Other Business and Termination

The Chairman asked if there was any further business. There being no further business, a motion was duly made and seconded to terminate the meeting.

The Chairman declared the motion duly carried and the meeting terminated.

Chairman

Secretary