Manitoba Association for Resource Recovery Corp. (MARRC) Twenty-Second Annual General Meeting Minutes April 30, 2019 10:00 am Da Vinci Room, Delta Saskatoon Downtown Hotel 405 – 20th Street East, Saskatoon, Saskatchewan

Call Meeting to order

- Joe Casciano, Chairman of MARRC, called the meeting to order at 10:00 am. He introduced MARRC's Directors, staff and invited guests.
- Lutz Ehrentraut, Secretary-Treasurer, confirmed that a quorum of the 203 Members were represented comprised of 8 Members in attendance in person and 16 Members by proxy for a total of 23.

Rules of Order

• Bill Nickel, SARRC's legal counsel, reviewed the Rules of Order for the meeting.

Adoption of Agenda

• Megan Currie, Spectrum Brands Canada Inc., motioned that the Agenda be adopted as circulated. Richard Waller, Imperial Oil seconded the motion. The motion carried.

Adoption of Minutes of previous Annual General Meeting

• Jeret McMillan, Federated Co-operatives Ltd. motioned and Richard Waller of Imperial Oil seconded that the Minutes of the 21st Annual General Meeting of MARRC of April 25, 2018 be adopted as presented. The motion carried.

Opening Remarks

• In his opening remarks, the Chairman noted that 2018 was yet another year of achievement for the Corporation. He went on to outline initiatives which have contributed to the growing strength of MARRC's used lubricating and antifreeze products stewardship programs. The Chairman emphasized that MARRC readily shares credit for its success with its affiliates – SARRC, AUOMA, BCUOMA and SOGHU; with the province's collectors, processors, and municipalities; and with the generators of used lubricating & antifreeze products – without whose support the program could not succeed. He also advised that there are now 18 licensed collection locations in Winnipeg including 6 Canadian Tire sites, 5 Great Canadian Oil Change sites and 3 City of Winnipeg One-Stop-Shop locations.

Progress of MARRC's Stewardship Program

• Ron Benson, MARRC's Executive Director, referenced two points in his presentation:

Progress to Date:

MARRC's stewardship program is being modeled; collection volumes are moving forward; public awareness continues to grow; EcoCentre network is exceeding targets; antifreeze is on stream and Diesel Exhaust Fluid (DEF) Containers were launched into MARRC's program on November 5.

Challenges for the Future:

Work at maintaining the momentum; continue to seek stakeholder input; build on EcoDays; pursue further partnering; increase container recovery; resolve plastic processer options; continue to penetrate underserviced and remote areas in the north; tie in with other stewardship organizations in Manitoba.

• Aaron Strub, MARRC's Administrative Services Manager, reviewed the public awareness and promotional activities including the Ambassador Program during 2018 to further enhance the importance of recycling used oil & antifreeze products. He also noted the significant number of events being attended to by MARRC in 2018. He also highlighted local initiatives that communities undertook throughout Manitoba as well as the number of media streams that MARRC now utilizes to help spread the word. He further advised that MARRC has been donating bursaries to Manitoba's 3 Universities and 1 Community College each year for the past 15 years to aid students enrolled in Environmental Studies.

Presentation of the 2018 Treasurer's Report and Receipt of Audited Financial Statements

- Lutz Ehrentraut presented the MARRC Treasurer's Report and Audited Financial Statements for 2018. He noted the increase in Return Incentives and also referenced an adjustment for Manitoba Hydro. He also noted the increase in Investment interest with a movement of monies into GICs. Richard Waller, Imperial Oil motioned that the Treasurer's Report be received as presented. Megan Currie, Spectrum Brands Canada Inc. seconded the motion. The motion carried.
- Megan Currie, Spectrum Brands Canada Inc., motioned that the Financial Statements be adopted as presented. Jeret McMillan, Federated Co-operatives Ltd. seconded the motion. The motion carried.

Appointment of Auditors for 2019

 Trico Group formerly FRAM Group Canada Inc., motioned that PricewaterhouseCoopers, chartered accountants, be appointed auditors of the corporation for the fiscal year to end on December 31, 2019. Megan Currie, Spectrum Brands Canada Inc. seconded the motion. The motion carried.

Election of Board of Directors

- The Chairman explained that the terms of three of MARRC's six Directors would expire as of today's meeting. Those Directors were:
 - ➤ Manny Micklash, Valvoline Canada Ltd Representing Antifreeze Stewards
 - **Keith Penner**, Representing the public
 - ➤ Paul Linchuang, Trico Group, formally FRAM Canada Inc. Steward of Oil Filters
- Richard Waller of Imperial Oil nominated the following persons for a two year term commencing April 30, 2019:
 - ➤ Manny Micklash, Valvoline Canada Ltd Representing Antifreeze Stewards
 - **Keith Penner**, Representing the public
 - ➤ Paul Linchuang, Trico Group, formally FRAM Canada Inc. Steward of Oil Filters.
- The Chairman asked if there were any further nominations. No other candidates were nominated. Richard Waller of Imperial Oil motioned that the persons nominated be elected by acclamation Megan Currie, Spectrum Brands Canada Inc., seconded. The motion carried by unanimous resolution of all members present in person and by proxy.

Conclusion

- The Chairman invited Board members or the voting representative of a Member to raise a question or advise if there was any other business for discussion. There was no other business raised for discussion.
- The Chairman announced that as there was no further business to be conducted at the meeting, that the meeting now be concluded.

The meeting concluded at 12:00 pm.

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Chairman	_	Secretary

Members in Attendance

Great Canadian Oil Change (6232389 Manitoba Ltd.)

Federated Co-operatives Limited

Trico Group (formerly FRAM Group (Canada) Inc.)

Joe Casciano

Jaret McMillan

Paul Linchuang

GFL Green for Life Jason Henkel, Kevin Wald

Home Hardware Stores Ltd.

Imperial Oil
Spectrum Brands Canada Inc.
Valvoline Canada Ltd.

David Bois
Richard Waller
Megan Currie
Manny Micklash

Members Represented by Proxy

Honda Canada Inc.

Jaguar Land Rover Canada John Deere Canada ULC LCT Lubricants Inc. Mopac Auto Supply Ltd.

Mopac Auto Supply Ltd. (Alberta)

NCH Canada Inc. Nemco Resources

OBR Oil and Marine Inc.

Oil Mart Ltd.

Orgill Canada Hardlines ULC PSC-Power Source Canada Ltd.

Robco Inc.

SC CLS Holdings ULC (o/a: Complete Lube Supply)

Univar Canada Ltd. Wakefield Canada Inc.

Guests

Ethan Richardson Executive Director of SARRC

Merv Hey Program Operations Manager for SARRC
Jolene Isaac Administrative Services Manager for SARRC

Michelle Snider Administrative Assistant for SARRC

Michelle Lane KPMG

Bill Nickel McDougall Gauley, SARRC Legal Counsel

Dean Staff PricewaterhouseCoopers

Bill Watson William Watson Communications

MARRC Board

Joe Casciano Great Canadian Oil Change (6232389 Manitoba Ltd.)

Manny Micklash Valvoline Canada Ltd.

Lutz Ehrentraut Public at large Keith Penner Public at large

Paul Linchuang Trico Group (formerly FRAM Group (Canada) Inc.)

Richard Waller Imperial Oil

MARRC Staff

Ron Benson Executive Director

Aaron Strub Administrative Services Manager