



UNAPPROVED MINUTES

(TO BE APPROVED AT NEXT GENERAL MEMBERS MEETING)

ANNUAL GENERAL MEMBERSHIP MEETING (AGM-2022)

Held, Wednesday, June 8, 2022

In the West-McKenzie Hall, Aurora Seniors Centre
90 John West Way, Aurora, Ontario
and Virtually via Zoom

Presiding: Dave LeGallais, A.S.A. President 2021-2022

Present:

Members:

In Person: 36

Virtually on Zoom: 24

Directors

Jim Abram, Carol Hedenberg, Dave LeGallais,
Ann Overington, John Scherrer, Cheryl Rines,
Nick Senick

Town Staff:

Karie Papillon, Adult Programs Co-ordinator
Andrew Bailey, Assistant Adult Programmer
Brandie Yorg, Program Lead

Guests:

Town of Aurora: Mayor Tom Mrakas and
Robin McDougall, Director of Community Services

Recording the Minutes: Lydia Schuster, A.S.A. Recording Officer

AGM22-01 Call to Order & Introduction of Guests

A.S.A. President Dave LeGallais declared the meeting open for business at 13:05 hours, and welcomed all present – members, guests, Seniors Centre staff - to the 16th Annual General Meeting of the Aurora Seniors Association.

Noting the close and mutually beneficial relationship that AS.A. enjoys with the Town of Aurora and the Town’s accommodation with regard to reducing user fees throughout the extraordinary circumstances brought on by the pandemic, the President extended a warm welcome to Mayor Tom Mrakas and Robin McDougall, Director of Community Services and invited them to address the meeting.

In his comments Mayor Mrakas commended the A.S.A. Board, its volunteers and members – as well as Town staff Karie, Andrew, Bill and Brandie – for their efforts to ensure continued support and services to the seniors community throughout the two-year disruption. On behalf of Town Council, The Mayor wished A.S.A. continued success and stressed the importance of the mutually respectful relationship between the Town and A.S.A. in providing services to the seniors community.

As the A.S.A.’s direct liaison with the Town, Robin McDougall also commended the Board and members for their dedication to maintaining a positive and collaborative relationship throughout the suspension of programs and activities. Robin noted that her Community Services Team is charged with providing programs to all Aurora residents - from pre-school through older adults – and is adaptive to changing circumstances – like the recent past which required adapting from in-person to virtual participation. On behalf of the Community Services Department, Robin thanked staff and volunteers for their efforts to ensure the safe delivery of programs and activities at the Seniors Centre.

The President resumed the podium and continued with the meeting agenda.

AGM22-02 Approval of the Agenda

Moved by: Barbara Pavlou-Witnall Seconded by: Heather Trussler
That the Agenda be approved as circulated. CARRIED

AGM22-03 Approval of the Minutes of 2019 Annual General Meeting.

Moved by: Jane Young Seconded by: Carol Beasley
**THAT the Minutes of the Annual General Meeting held
June 12, 2019 be approved as written. CARRIED**

**AGM22-04 Treasurer’s Report & Approval of 2021 Financial
Statements**

A.S.A. Treasurer Cheryl Rines presented the report and 2021 Financial Statements – 2021 Statement of Operations and 2021 Balance sheet - as included in the agenda package:

Cheryl noted that Financial reports are reviewed by the Finance Committee*, then provided to the Board of Directors at their monthly meeting for approval. The reports are attached to the minutes of each board meeting and are kept in a binder in the ASA office for viewing. As evident in the reports, the Pandemic had an effect on A.S.A. finances due to the lack of revenue. When it comes to Expenses, User Fees are the largest for the Association. With no revenue in 2021, the Association is grateful that the Town of Aurora agreed to waive most fees and reduced some throughout the Pandemic. Members were provided the opportunity to submit questions via email regarding these reports. The Treasurer noted that no questions had been received.

Accordingly she presented the recommendation for the adoption of the Report and 2021 Financial Statements:

Moved by: Charles Sequeira

Seconded by: Ruth Church

THAT the Treasurer’s Report and the 2021 Financial Statements produced by the ASA Finance Committee be adopted, and That any two directors be authorized to sign these reports on behalf of the Aurora Seniors Association.

CARRIED

*** - See Finance Committee Report for details of the Committee’s recommendations to the Board for the 2020 and 2021 fiscal years.**

AGM22-05 Ratification of Directors’ Actions/Decisions since the June 12, 2019 Annual General Meeting.

The President noted that the actions and decisions resulting from Directors’ meetings since June, 2019 through May 2022 are recorded in the Minutes of the Directors’ meetings which are posted and available for viewing on the A.S.A. website. Hard copies of Minutes are also filed in binders in the ASA Office and available for viewing on request. Since the July 12 2019 AGM, the Board held regular monthly Directors’ meetings on the 3rd Monday of each month.

Moved by: Evelyn Meleta

Seconded by: Heather Trussler

THAT all the acts, proceedings, contracts, by-laws, appointments and payments enacted, made, done and taken by the Board of Directors of the Aurora Seniors Association since the 2019 Annual Meeting of Members as recorded in the books of the Association including the Minutes of all Directors’ meetings are approved and ratified.

CARRIED

AGM22-06 Ratification of Amendments to A.S.A. By-Laws

Board Secretary John Scherrer noted that the By-Law amendments approved since the AGM held June 12, 2019 are detailed and summarized in the By-Law Committee Reports attached to the agenda.

Amendments to By-Laws require a two-thirds majority vote by members.

Moved by: Barbara Pavlou-Witnall Seconded by: Linda LeGallais

THAT – the amendments to A.S.A. By-Laws No. 1 (Operating By-Law); No. 2 – Banking By-Law, and Committees By-Law #3—specifically pertaining to the following clauses as defined in the attached Report be approved and ratified:

By-Law #1 – ASA Operating By-Law

- 1.03.01: Management** revised;
- 1.08.01: Power to suspend By-laws** new;
- 1.11.00: Title change;**
- 1.11.04: Treasurer** amended;
- 1.11.06: Executive Meetings** new;
- 1.03.03: Elections** revised process;
- 1.05.06: Conference & Virtual Meeting** amended to include Virtual Meetings
- 1.07.00: Voting at Board Meetings** new;
- 1.07.03: Amended to include Directors**
- 1.10.02: Persons Holding Office** amended
- 1.10.04: Appointment of Additional Officers** amended;
- 1.14.03: Membership Responsibilities & Code of Conduct** new;

By-Law #2 - ASA Banking Procedures

- 2.2.01: Directors Delegate** amended;
- 2.2.03: Delegation to Position and Person** amended;

By-Law #3 – Committees By-Law

3.02.01: Executive Committee Dissolved

3.02.01: Fundraising Committee NEW

3.02.08: Responsibilities of Committees revised

The motion was CARRIED on a two-thirds majority vote.

AGM22-07 President’s Report 2021-2022

President Dave LeGallais noted:

“Good Afternoon Everyone.

On behalf of The ASA Board I would like to thank you all for coming out today and welcome also all our members who are joining us virtually.

As you may be aware this is our first Annual General Meeting since June 12, 2019. I think we can all agree this is a great step forward and hopefully just one example of things returning to better times.

In March of 2020 we were forced to close our doors do to the world wide pandemic, Covid-19. With the exception of two brief re-openings we were closed till this past February. Who would have believed in those early days that it would take two long years for the world to begin to recover? But here we are together again and hopefully the worst is over.”

Highlights of the President’s address:

- Recognition of the members of the Seniors Centre Reopening Committee who throughout the 2-year Pandemic worked towards the safe reopening of the Centre, initiating measures that followed Provincial and Town health and safety guidelines.
- Membership – pre-Pandemic A.S.A. membership approximated 1600. Current membership is at 843 – or which 107 are NEW members.
- A.S.A. Activities – two-thirds have restarted – goal is to encourage people to start coming out to the Centre again and participate in their favourite activities by ensuring them that the environment is as safe as possible.

- Recognition of Town Staff assigned to Seniors Centre – Karie Papillon, Andrew Bailey, Bill Hawke and Brandie Yorg – who worked diligently for the past two years to help the Centre and the ASA stay together and have worked tirelessly toward our re-opening. “We cannot thank the four of you too much. Please be aware that the ASA membership truly appreciates all you do.”
- Thanked the members of the Board of Directors who throughout the Centre closure continued to meet virtually and work toward our eventual reopening.
- Director Elections have not been held since 2019. The next Director Elections will take place in 2023. The current Board has been extended through the 2022-2023 Board Term.
- Coffee service is back, and staff and volunteers are working on getting one of our most popular activities up and going again and that is the Bistro.
- Current fundraising projects – Chocolate Sales and Bottle Drive – organized by volunteers Carol Palmer and Pat Varney.
- Establishment of a Website Committee headed by Doug Cooper and Jo-Anne Bartholomew.

The President concluded his remarks by thanking A.S.A. Volunteers who serve on committees, co-ordinate activities and maintain the A.S.A. office and Reception Desk and the reminder that “our Centre is only as successful as the members who participate”.

AGM22-08 A.S.A. Standing Committees Reports (Attached)

The President noted that attached to the A.G.M. Agenda packages are the respective Standing Committee Reports, and thanked the Committee Chairs for so ably managing their teams and providing the Board with recommendations in respect of their initiatives and needs. The President called on Committee Chairs to stand.

- a. **By-Law Review Committee** Chair& Board Liaison John Scherrer
- b. **Community Development Committee** Chair Shirley Petrie
- c. **Finance Committee** – Chair Cheryl Rines
- d. **Fundraising Committee** – Chair Carol Hedenberg
- e. **Membership and Volunteers Committee:** Chair Sylvia Gilchrist
- f. **Operation and Activities Committee:** Chair Dave LeGallais.
- g. **Seniors Affairs and Grants Committee:** Chair Jim Abram
- h. **Social Committee:** Chair Don Keel
- i. **Special Events Committee:** Chair Joan Brownlow

AGM22-09 Seniors Co-ordinator’s Report – Attached

Karie Papillon, Adult Programs Co-ordinator, thanked the Board and members for their support, and noted in her report:

- The introduction of virtual programs, meetings and activities as the new normal, with over 20,000 log ins to Zoom meetings, or answering the phones for a teleconference, as well as producing over 6000 activity packages (Seniors Centre in the Mail)
- Programs and bus trips are returning.
- Special events in-person activities are returning with
Friday June 10, Friday FUN Night.
Friday June 17, Blue Jays Watch Party
Friday July 22 is our Summer Hoe Down
- Welcome to Brandie Yorg to the team at the Centre as the program lead for Seniors Centre Without Walls programming and our Seniors Centre in the Mail.

- Karie concluded her report thanking the volunteers of the re-opening committee, reception, activity leaders, standing committee members, and saying “all of you who do so much. You continually have showed up, not always in easy circumstances and we appreciate you so very much.”

AGM19-10 Recognition of A.S.A. Directors Completing Terms of Office

The President noted that two members of the current Board have decided to step down. **Ron Coe** and **Jeanne Chislett**.

Ron’s most recent term as Director spanned a 3-year elected term – 2017-2020 - and the two-year extension 2020-2022.

Jeanne’s term as Director covered the 3-year period 2019-2022.

On behalf of the Board and all ASA members, the President thanked Ron Coe and Jeanne Chislett for their invaluable service to the Association.

Certificates acknowledging their service will be mailed to Ron and Jeanne.

AGM22-11 (a) Elections of Directors for the 2022-2023 Board Term

Cheryl Rines, Nominations Committee Chair, took the podium and reported that:

“The Nominations & Elections Committee members met in early February to discuss the viability of holding a Directors Election in 2022. The members reviewed the current By-laws and Procedures for the election of Directors and agreed to make the following recommendation to the Board of Directors at the February 14, 2022 meeting:

Due to current government restrictions related to the Pandemic, the committee finds the election process could not be adhered to and has determined that an election is not achievable, **and recommended that the Board suspend the election of Directors for the current year and follow the provisions of Articles 1.03.03d**

Where for just and sufficient cause, the election of Directors cannot be conducted in accordance with the By-laws of the Association, elections shall be suspended until such time as elections can resume. The current Board of Directors shall remain seated until such time as the elections are completed

and ratified, during said period sections 1.03.02 b) and 1.03.02 d) shall not apply.

and 1.04.02 of By-Law #1:

1.04.02 (Reference: Procedure for Appointment of Directors)

Notwithstanding 1.04.01, the Board, at its discretion may appoint interim directors to fill vacancies until the next Annual General Meeting at which time the interim directors appointment shall terminate.

Accordingly, as no elections were held, the remaining members of the current Board agreed to a further extension through the 2022-2023 term.

Cheryl asked the board members to stand and presented the Directors and Principal Officers for the 2022-2023 Board Term:

John Scherrer – Secretary
Nick Senick - Director
Dave LeGallais – President
Anne Overington – Director
Jim Abram - Vice-President
Carol Hedenberg – Director
Cheryl Rines - Treasurer

Cheryl asked the Directors to recite the Directors’ Oath of Office.

“I do hereby solemnly and sincerely pledge my word and honour to perform my duties as a member of the Board of Directors of the Aurora Seniors Association. I shall uphold and adhere to the Code of Conduct, the Constitution and By-Laws of the Association. At the end of my term of office I shall turn over to the Association all properties in my possession that belong to the Association.”

Two vacancies remain on the Board which will be filled by appointment as per the Procedure for Appointment of Directors.

At the conclusion of these proceedings, Cheryl Rines turned the meeting over to Dave LeGallais, President for 2022-2023.

AGM22-12 Presiding: Dave LeGallais, A.S.A. President (2019-2020)

In his role as re-elected President, Dave LeGallais made the following statement:

“I know all our old members remember what our Centre was like pre Covid. It was one of the busiest Centers in Ontario.

Since we have come back after two years of closure we are in a period of transition, going from pre-Covid normal to post-Covid normal.

All the generations are going through this transition from Kindergarten, Public school, High school and University. Even our Adult children in the work field are experiencing great changes in their way of life. Change can be confusing and a little scary but often comes to a good ending in the long run.

How long is this period of transition going to last? I honestly don't know. To be honest I am not sure what the new normal will look like. I'm not sure? But I do know that if we all work together as a team and by that I mean the Board, the Town Staff and all our ASA members, we will get through this more smoothly and faster.

So let's all pull together and right this ship for all our sakes. When we arrive at our new normal we can accept and embrace it for our future. Hopefully we will look back at this time and say We did it! It wasn't as bad as we thought and we're ready to enjoy our Centre and all it has to offer.”

NEW BUSINESS:

AGM22-13 Appointment of External Auditor/Accountant for Fiscal 2022

Treasurer Cheryl Rines noted that this is a standard action that is required at the A.G.M. and presented the recommendation:

Mover: R. Church

Secunder: Frank Snape

THAT the Board of Directors be authorized to appoint BDO Canada LLP for Fiscal 2022 to perform a review engagement report and set the remuneration fee.

A vote on the motion resulted in

MOTION CARRIED

AGM22-14 Closure of Meeting

There being no further business, President Dave LeGallais thanked everyone for attending and participating in the 16th Annual General Meeting of the Aurora Seniors Association, invited everyone to enjoy the complimentary coffee and cookies provided and declared the meeting concluded at 13:50 hours.