



**MINUTES  
Of The  
Regular Board of Directors Meeting No. D22-12  
Held MAY 15, 2023  
At Aurora Town Hall – Leksand Room**

**Presiding:** Dave LeGallais, President

**Directors Present:** Dave LeGallais, President  
Jim Abram, Vice-President  
Cheryl Rines, Treasurer  
John Scherrer, Secretary  
Carol Hedenberg, Ann Overington  
Nick Senick & Glen Sharp

**Staff Members:** Karie Papillon, Adult Programs Co-ordinator  
Andrew Bailey, Adult/Older Adult Programmer

**Regrets:** Vern Cunningham

**ASA Members Present:** Rob Ishoj & Frank Snape (Finance Committee)  
Rob Gaby & Louis Gambino (2023 Director Candidates)

**Recording Officer:** Lydia Schuster

**Call to order:** A quorum being present, the President declared the meeting open to transact business at 13:00 hours.

**On motion duly moved, seconded and carried it was resolved that:**

**D22-12-01 Approval of Agenda**  
Moved by: J.Scherrer/A.Overington  
**That the Agenda be approved as distributed. CARRIED**

**D22-12-02 Approval of the Minutes of Previous Meetings**  
Moved by G. Sharp/J. Scherrer  
**That the Minutes of the Regular Meeting held April 24, 2023 be approved as distributed. CARRIED**

**D22-12-03 PRESENTATIONS – A.S.A. Carvers’ Mosaic Plaque –**

Mel James, Co-ordinator of the ASA Carvers group & Danielle Brunet presented a visual model of the Carvers’ project featuring individual interpretations of Canadian symbols and scenes. The plaque will consist of 20 tiles carved on basswood by A.S.A. carvers. Mel and Danielle also noted that one tile will feature a dedication to Fred Ashe who established the Carvers’ group. The tiles will be assembled on a plaque to be displayed in the Seniors Centre Lounge. The project will take 6-8 months to complete.

In the ensuing discussion, Directors complimented Mel and Danielle and the Carvers’ Group for their creativity and enterprise and agreed that including the Carvers’ recognition of Fred Ashe in their project is appropriate. Rob Ishoj suggested that a legend showing the carver’s name and a description of his/her carving would make a meaningful addition.

**D22-12-04 BUSINESS FROM PREVIOUS MEETINGS -**

**a) Final Draft – June 14, 2023 AGM Agenda (Attached)**

Dave noted that the draft AGM Agenda reflects the revisions noted at the April 24 Board Meeting.

Motion by: C.Hedenberg/A.Overington

**That the Draft Agenda for the June 14, 2023 Annual General Meeting be approved. CARRIED**

**b) AGM 2023 – Reminder for June Newsletter – (Attached)**

The draft notice was included in the agenda for inclusion in the June Newsletter.

**c) Fundraising Committee Membership – Deferred to the next Board Meeting.**

**D22-12-05 Seniors Adult Programs Coordinator’s Report - NIL Report**

**D22-12-06 Treasurer’s Financial Reports to April 30, 2023 (Attached)**

Treasurer Cheryl Rines presented the April 2023 financial statements as reviewed by Finance Committee, noting the new report format and analyses.

The reports for April include:

- April Balance Sheet
- April & YTD Profit & Loss

Motion by: C.Rines/C.Hedenberg

**That the Treasurer's Financial Reports for the period ending April 30, 2023 be approved.**

**CARRIED**

**D22-12-07 COMMITTEE REPORTS**

The following committees had **Nil reports**:

- Fundraising Committee
- Social Committee – No Meeting

**D22-12-08 By-Law Review Committee Report (Attached)**

Board Liaison John Scherrer presented and reviewed the Committee's recommendations affecting the following By-Law amendments:

**Committees By-Law #3 Amendments:**

a) Committee Size By-law 3.01.02

**3.01.02** All Committees, Standing or Ad-Hoc, shall consist of a Chair, Board Liaison (Standing Committees only) and at least **one (1) but not more than five (5)** other members **to a maximum of seven (7) voting members.**

b) Article 3.03.01 & 3.03.02

**3.03.01** The President may attend any meeting of the Association's Committees (ex officio)

**c) 3.03.02** The Adult Programs Co-ordinator or delegate may attend any meeting of the Association's Committees **to provide staff support.** (ex officio)

**Operating By-Law #1 Amendments:**

**a) By-Law # 1 - Article 1.16.00**

The renewal of annual membership dues are to be settled by January 1 of each year. New and renewing members joining after January 1 must pay the full year's annual dues unless otherwise determined by the Board. **All membership dues and registration fees are non-refundable.** Members who have not renewed their membership by January 1 shall be subject to By-Law 1.16.03.

**b) 1.11.01 President**

The President shall, when present, preside at all meetings of the members of the Association and of the Board of Directors, but may choose to provide an agenda and appoint a chairperson to conduct any such meeting. The President shall

also be charged with the general management and supervision of the affairs and operations of the Association **as determined by the board.**

**c) 1.05.04 Business and Expenditures**

b) Any single expenditure **or transaction** of a financial nature, in excess of FIFTY-THOUSAND DOLLARS (\$50,000.00) or a major change of a similar nature must be ratified by the General Membership at an Annual or Special Meeting prior to implementation

**d) 1.08.00 POWERS of DIRECTORS**

(Cross-Reference: Section 1.05.04 Business and Expenditures)

**All Corporate Powers**

The **Board of** Directors are expressly empowered, from time-to-time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right or interest therein owned by the Association for such consideration and upon such terms and conditions as they may deem advisable

**e) Rename; 1.08.01 to read**

**Suspension of By-Laws**

**f) Proposed addition:**

**The suspending of any By-law, Regulation or Policy will require a unanimous vote from all board members in attendance. Any suspended By-law, Regulation or Policy shall be reviewed and either revoked or reinstated every ninety (90) days.**

**g) 1.12.03 Board of Directors Authorize**

**(Reference By-Law 1.08.00)**

~~The President, Vice-President, Secretary or Treasurer, the Directors, or any one of them, or any person or persons from time to time designated by~~ **The Board of Directors** may transfer any and all shares, bonds, or other securities from time to time standing in the name of the Association in its individual or any other capacity, or as trustee or otherwise, and may accept in the name and on behalf of the Association transfers of shares, bonds, or other securities from time to time transferred to the Association, and may affix the corporate seal to any such transfers or acceptances of transfers, and may make, execute and deliver under the corporate seal any and all instruments in writing, necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers or shares, bonds or other securities, on the books of any company or corporation.

**h) 1.16.01 Dues (reinstate)**

The annual membership dues of the Association shall be as set by the Board of Directors and become effective only when confirmed by a vote of the members at an Annual or Special Members' Meeting.

**i) 1.14.02 Membership Creates a Contract**

A copy of the Association By-Laws shall be offered to all applicants upon becoming a member. If the member chooses not to request a copy of the By-Laws, a copy can be obtained subsequently and A copy of the By-Laws are posted on the Association bulletin board and the Association Website.

The By-Law Review Committee also recommended amending:

**a) The Procedure for Elections of Directors** to clarify Items 4 and 5 as follows:

- 4. The vote, if there is a need, will take place during the seven-calendar day period starting with the first Friday in May and closing on the following Thursday.
- 5. The Nominations and Elections Committee shall also hold a one (1) day advanced poll on the Tuesday ten (10) days preceding the commencement of the voting period.

**b) the Activity Fee Policy** to provide in the Exclusions Section the recently added Hybrid option and the Evergreen Choir Registration fee, and add a further exclusion for "Volunteers coordinating an event or activity to carry out support duties."

The above addition to the Activity Fee Policy generated a discussion that resulted in: Motion by C.Hedeberg/A.Overington

**That the proposed exclusion to the Activity Fee Policy be referred back to By-Law Review Committee for further review.**

A vote on the motion resulted in a tie vote and was

**DEFEATED.**

Motion by J. Scherrer/J.Abram

**That the proposed By-Law 1 and By-Law 3 amendments and changes to the Procedures for the Election of Directors be approved.**

**CARRIED**

**D22-12-09 Finance Committee Report (Attached)**

Board Liaison Nick Senick presented and reviewed the report of the Finance Committee meeting held May 5/23 at which the following matters were addressed:

- a) **Review of April Financial Reports in new (slide) format**
- b) **2022 Review Engagement Process** – Andrea Nauss has confirmed that she will attend and present the Financial Statements at the June 14<sup>th</sup> A.G.M.
- c) **Investor Line, Self-Directed Account** – Account set-up is now complete – waiting for BMO to transfer funds to start investment process.
- d) **Red Cross Grant Submission Update** – no further activity on this to date. Jim reported that the website shows more information to come in early summer. However, if there is no positive outcome by September, Finance Committee will pursue necessary program and equipment acquisitions.
- e) **Finance Committee Membership** – to be confirmed by 2023-24 Board
- f) **Bingo License Renewal Application in process**

Motion by: G.Sharp/J.Abram

**That the Report of the Finance Committee be received. CARRIED**

**D22-12-10 Membership & Volunteer Committee Report (Verbal)**

Board Liaison Carol Hedenberg reported that the next Let's Get Acquainted meeting will be held on May 31 at 11:15 a.m. and encouraged successful Director candidates to attend.

The current membership is 1296 renewed and new members which includes 38 new members joining in March and April.

Carol also raised a concern with the decision to reduce membership dues for new and renewing members as of July 1, 2022, referencing the substantial revenue loss incurred for the period July 1-December 2022. Carol proposed that the Board review membership dues in advance of the 2024 renewal year and will provide a report of the membership activity for the period July 1 to December 2022.

Motion by: C.Hedenberg/J.Scherrer

**That the verbal report of the Membership & Volunteers Committee be received. CARRIED**

**D22-12-11 Operations & Activities Report (Attached)**

- a) Board Liaison Glen Sharp introduced Doug Cooper to present a more detailed breakdown of the requested Computer Room Equipment Upgrade (Attached)

Doug reviewed the rationale and his proposal for: a small form-factor Windows 11 desktop and an Apple Mac mini, each with a 4K monitor (28-32”). This proposal also includes the purchase of a new Epson ECO tank printer.

Estimated cost based on current advertised prices:

**ASA Computer Room Equipment Update**

Item	Price	Tax	Total
Apple Mac Mini (1)	\$799.00	\$103.87	\$902.87
Windows 11 laptop/desktop (1)	\$740.00	\$96.20	\$836.20
Monitor for PC (1)	\$279.00	\$36.27	\$315.27
Monitor for Mac (1)	279.00	36.27	315.27
Epson ECO AIO printer (1)	\$240.00	31.20	271.20
<b>Total</b>			<b>\$2,640.81</b>
<b>Request (including for potential Pricing fluctuations)</b>			<b>\$3,000.00</b>

One of the existing systems needs to be retired as it is very slow. Some of the Lenovo laptops could have their disks upgraded to SSD and made available for other work in the Centre. The remaining usable equipment could be offered for sale to the membership or an alternative marketing option such as FaceBook Marketplace.

Cheryl requested a complete list of equipment that is to be disposed of in order to update the ASA Inventory.

Motion by: C.Hedenberg/N.Senick

**That the Board approve the request of the Computer Club for the purchase of replacement equipment to a maximum of \$3,000.**

**CARRIED**

Glen continued presenting the Committee Report of the meeting held May 9/23:

- b) Poker Group Request** for \$200. To hold two poker tournaments in June and December and purchase trophies and prizes, as well as the use of the West MacKenzie Room and BBQ for same.

Motion by: D.LeGallais/C.Hedenberg

**That the request of the Poker Group for \$200. and the use of the West-MacKenzie Room and BBQ for their June and December Tournaments be approved on the condition that a food-safety-trained person is on the premises during these events. CARRIED**

- c) Men's Shed**

Motion by: C.Hedenberg/A.Overington

**That the Board approve establishing the Men's Shed as a new A.S.A. Activity. CARRIED**

- d) Bocce** – starting after the May 24 long weekend. Jim noted that the Red Cross Grant application includes the request for a gazebo to provide shade for participants.

- e) Suggestions for new activities**

Motion by: C.Hedenberg/A.Overington

**That the Report of the Operations & Activities Committee be received. CARRIED**

**D22-12-12 Seniors Affairs, Grants & Awards Committee – Verbal**

Jim reported that he had met with MPP Michael Parsa and had recorded a 5-minute video with MPP Dawn Gallagher-Murphy on the approval of her bill to name the month of June as Seniors Month in Ontario.

Jim also noted that ASA has been invited to participate in the Seniors Month Community Connections Expo on June 2<sup>nd</sup> with Seniors Affairs Minister Raymond Cho. As none of the Board Members are available to attend, Jim will respond accordingly.

**Re. Red Cross Grant application status still reads – “to be notified in early summer.”** Jim will follow up and report at the next meeting.

Motion by: A.Overington/C.Rines

**That the verbal report of the Seniors Affairs, Grants and Awards Committee be received. CARRIED**



**D22-12-13 Special Events Committee Report (Verbal)**

In the absence of a written report, Andrew provided an update from the Committee's May meeting, noting that:

A.S.A. had received the reimbursement cheque from the Toronto Musicians' Association relative to the James Brown Trio performance.

Andrew also reviewed the upcoming June – October events already committed to.

- **May 6 and 7/23 – Silver Stars Performances** – ticket price \$10.00
- **June 21 at 2:00 p.m. –4-string Uke Band** – ticket price \$8.00
- **August 18 – dance event with The Pacemakers** – ticket price \$18.00
- **Trivia Night - September 29** – ticket price \$15.00
- **October 27 – “Superstitions” with Lianne Harris**

Moved by: G. Sharp/N.Senick

**That the verbal Report of the Special Events Committee be received.  
CARRIED**

**D22-12-14 Ad-Hoc Committee Reports**

Conduct Review Committee – Inactive

**D22-12-15 Nominations & Elections Committee**

Committee Chair Jim Abram reported that the 2023 Director Elections had concluded with the closing of the voting period on May 11<sup>th</sup> and the vote count on May 12<sup>th</sup>.

Jim noted that there had been 9 nominees for 7 positions.

Rob Ishoj and Louis Gambino were acclaimed to 2-year positions  
Dave LeGallais and Percy Surti were acclaimed to the 1-year position  
Vern Cunningham, Glen Sharp and Rob Gaby were elected to a 3-year term.

The successful candidates remain Directors Elect until their confirmation at the June 14<sup>th</sup> A.G.M.

Motion by C.Hedenberg/A.Overington

**That the verbal Report of the Nominations & Elections Committee be received.  
CARRIED**

**D22-12-16 Renewal of ASA/Town Operating Agreement –**

The President reported that a meeting with Robin McDougall, Franco DeMarco and Lisa Warth had been held on May 5. Items 1 – 11 had been reviewed at that meeting. The Ad-Hoc Committee will meet again on May 16<sup>th</sup> to review the remaining clauses. Meetings with Town staff will continue and the Board will be presented with a draft renewal agreement at the conclusion of that process.

**D22-12-17 Vice-President’s Report – Nil Report**

**D22-12-18 President’s Report –**

This being the last meeting of the 2022-23 Board, Dave LeGallais thanked the current Board for their support throughout his term as A.S.A. President.

He expressly thanked Carol Hedenberg, Ann Overington, Cheryl Rines and Nick Senick for their dedication and volunteerism.

He also congratulated and welcomed incoming Directors Elect and expressed his appreciation for Joyce Latimer and Kevin Griffiths’ offer to run for office.

**D22-10-19 NEW BUSINESS**

- a) **MAY Newsletter - Board Page –** Dave will provide text.
- b) **Directors Caucus Meeting – 11:00 a.m. June 14<sup>th</sup>** - to elect Principal Officers for 2023-2024 Board
- c) **Reminder re. Committee Reports for AGM Agenda – Due May 26th**

**D22-12-20 The meeting was adjourned at 14:45 hours.**

**Next Board Meeting will be MONDAY, JUNE 19, 2023 at 1:00pm.**