



Haliburton
Highlands
Land Trust

*Protecting the land we love
for future generations*

2015 Annual General Meeting

Date and time: Saturday, May 23, 2015

10:00 a.m. Socialize

10:30 a.m. AGM begins

**Location: Haliburton Highlands Outdoor Association
6712 Gelert Road, Haliburton, Ontario**

Minutes

1. Welcome
2. Adoption of Agenda
3. Minutes of the 2014 Annual General Meeting
4. Highlights from 2014
5. 2014 Audited Financial Statements
6. Recognition of Donors and Volunteers
7. 2015 Elections
8. Other Business
9. Adjournment and socialization

Agenda Item # 1 2015
2015 Annual General Meeting

The meeting came to order at 10:30 a.m. There were 36 people in attendance.

Welcome

Dianne Mathes welcomed and reminded all present that the Land Trust was celebrating its 10th year!

Agenda item # 2
2015 Annual General Meeting

Adoption of Agenda

Resolution # 2015 – 1

Resolved: That, the Agenda for the 2015 AGM be adopted as presented.

Moved by: Janis Parker Seconded by: Peter Brogdan

Carried

Agenda Item # 3
2015 Annual General Meeting

**To: The Membership of the
Haliburton Highlands Land Trust**

From: Ian Macnab, Secretary

Re. Minutes of 2014 AGM

The minutes of the 2014 Annual General meeting are attached for your review. The minutes are open for questions from the Membership, following which a motion on them will be sought.

Recommended Resolution # 2015 - 2

Resolved, That, the minutes of the 2014 Annual General Meeting of the Haliburton Highlands Land Trust be adopted as received.

Moved by: Dave Lawrance Seconded by: Brigitte Gall

Carried



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Minutes 2014 Annual General Meeting

The 2014 Annual General Meeting of the Haliburton Highlands Land Trust was held at the Haliburton Outdoors Association, 6712 Gelert Road on May 24, 2014. The meeting came to order at 10:30 a.m. Thirty-five people were in attendance. Also attending was a reporter (Zach Cox) with The Minden Times.

Larry O'Connor, Executive Director of the Land Trust acted as moderator for the meeting. Chair Dianne Mathes presided. She welcomed everyone in attendance and noted that the Land Trust has made substantial growth as an organization over the past year. She then introduced Board Directors and attending dignitaries.

Adoption of Agenda

Res. #2014 AGM -1

Moved by: Scott Durie

Seconded by: Simon Payn

Resolved that: The agenda for the 2014 AGM of the Haliburton Highlands Land Trust be adopted as received.

CARRIED

By-law Amendments and the Canada Not-for-Profit Act

Ian Macnab reviewed proposed changes to the Land Trust By-law. These were put forward to clarify wording and assist with the Director terms (years) of service. Questions followed on the need to limit the length of term. It was noted that this was proposed to encourage Board renewal but still allowed for Directors to continue serving following a one-year withdrawal.

Res. # 2014 AGM-4
Daniel

Moved by: Belinda Gallagher

Seconded by: Ian

Resolved that: Board of Directors recommendation Res. # 2014-222 as presented to the Membership at the 2014 AGM be accepted and approved as presented.

CARRIED

Elections

Ian Macnab was appointed as the election chair for the purpose of running the 2014 elections for Land Trust Directors and Chair.

Res. #2014 AGM -7 **Moved by:** Scott Durie **Seconded by:** Bev Twine

Resolved that: Ian Macnab act as election chair for 2014 AGM elections.

CARRIED

Ian Macnab then began the election process by explaining how elections would be held and asking for the appointment of scrutineers.

Res. #2014 AGM -8 **Moved by:** Scott Durie **Seconded by:** Neil Campbell

Resolved that: Heather Deveaux and Chris O'Connor act as election scrutineers for 2014.

CARRIED

Director elections were dealt with. A Board resolution nominating a slate of directors was initially put forward:

Res. #2014 - 21 **Moved by:** Scott Durie **Seconded by:** Simon Payn

Resolved that: The following currently sitting directors be nominated as directors of the Haliburton Highlands Land Trust for a further one year term: Sheila Ziman, Bryan Barlow, Ian Macnab, Janis Parker, and Simon Payn.

(Non-voting resolution)

Nominations were then asked from the floor.

Res. #2014 AGM – 9 **Moved by:** Dianne Mathes **Seconded by:** Scott Durie

Resolved that: Dave Lawrance be nominated as a Director of the Haliburton Highlands Land Trust for a three year term.

(Non-voting resolution)

Ian Macnab then asked for further nominations from the floor. Having asked for director nominations three times and no further nominations being made, he asked for a motion to close nominations.

Res. #2014 AGM – 10 **Moved by:** Marjorie Cartwright **Seconded by:** Scott Durie

Resolved that: Nominations for Director of the Haliburton Highlands Land Trust 2104 be closed.

CARRIED

Ian Macnab then declared 2014 Director Election results as follows:

Dave Lawrance – three year term

Sheila Ziman, Bryan Barlow, Ian Macnab, Janis Parker, and Simon Payn – one year term.

The position of Chair was then considered. Nominations were asked from the floor. There was a question from the floor as to By-law procedures. It was explained that Article 11.01 covered the election of the Chair at the AGM by the Membership.

Res. #2014 AGM -11 **Moved by:** Simon Payn **Seconded by:** Chris Whitmore

Resolved that: Dianne Mathes be nominated for 2014 Chair of the Haliburton Highlands Land Trust.

(Non-voting resolution)

Ian Macnab asked twice more for nominations for Chair. There being none, he asked for a motion to close nominations.

Res. #2014 AGM-12 **Moved by:** Sheila Ziman **Seconded by:** Bryan Barlow

Resolved that: Nominations for the position of Chair 2014 be closed.

CARRIED

Ian Macnab then declared Dianne Mathes Chair of the Haliburton Highlands Land Trust for 2014 and turned the meeting over to her.

Recognition of Donors and Volunteers

Chair Dianne Mathes thanked the many people who have assisted the Land Trust over the past year. She noted that without the efforts of many, the accomplishments of the Land Trust would be far less and that the future success of the Land Trust depended upon an involved Membership. She thanked Emma Horrigan who had served as a Director and hoped that Emma would again consider becoming involved in the future. She also thanked Larry O'Connor for taking on the role of Executive Director and the work he is doing to advance the Land Trust.

Guest Speaker

Paul Heaven, the biologist working on the Land Trust's turtle monitoring project spoke to the Membership about turtles and the need to protect them. He reviewed the turtle monitoring project and addressed audience questions on turtles.

The membership was thanked for attending the 2014 AGM and the meeting adjourned at 12:19 p.m. A time of fellowship and socializing followed.

Minutes prepared by: Ian Macnab

**To: The Membership of the
Haliburton Highlands Land Trust**

From: Dianne Mathes, Chair

Re. Highlights of 2014

Land Trust Chair, Dianne Mathes, will review highlights from 2014 with the membership.

Dianne Mathes provided a thorough review of 2014 activities. The Turtle project has had over 100 volunteers and the turtles are successfully using the by-passes. The Discovery Days in the Hood program has been very successful. The Land Trust is also turning a focus to sustainability (refer to the agenda report).

Recommended Resolution # 2015 - 3

Resolved that: the presentation on the activity highlights of the Haliburton Highlands Land Trust for 2014 be received for information.

Moved by: Cindy Sedore **Seconded by:** Simon Payn

**To: The Membership of the
Haliburton Highlands Land Trust**

From: Bryan Barlow, Past-treasurer and Scott Durie, Treasurer

Re. 2014 Audited Financial Statements

The 2014 audited financial statements as approved by the Board of Directors will be distributed at the AGM and reviewed with the membership.

The audit was done as requested by the membership at the 2014 AGM. The firm of Peter Shennett Chartered Accountant was hired to perform the audit. In April, the Board of Directors reviewed the statements in draft with the auditor. Some minor amendments were made for clarity and the Board approved the audit statements. They are before the membership for information.

Recommended Resolution # 2015 - 5

Resolved, That, the 2014 audited financial statements of the Haliburton Highlands Land Trust as presented to the Membership at the 2015 Annual General Meeting of the Land Trust be received for information.

Moved by: Brigitte Gall **Seconded by:** Cindy Sedore

Carried

Questions from the floor:

Question on why the Land Trust ran a small deficit:

- The deficit is caused by factors such as HST payments
- The Land Trust will always fluctuate around a neutral position, some years being in a slight surplus, some years being in a slight deficit

Question on the strength of the Land Trust's budgeting:

- The Land Trust only budgets for known factors
- Revenue is received throughout the calendar year
- Initiatives proceed only when the funds are available
- The Land Trust is working to receive multiple sources of funding

Recognition of Donors and Volunteers

Diane Mathes thanked our many supporters for their time and dedication.

**To: The Membership of the
Haliburton Highlands Land Trust**

From: Ian Macnab, Secretary

Re. Elections

For elections, the officers of the Board all step down and an election chair is asked by the membership to conduct the elections. Ian Macnab has been asked to fill this role if there is no objection from the Membership. The following resolution is suggested:

Resolved that: Ian Macnab act as election chair for 2015 AGM elections.

Moved by: Simon Payn

Seconded by: Chis Whitmore

Carried

For the purpose of counting election ballots and reporting the outcome to the election chair, two scrutineers are required. The following resolution from the Membership is asked:

Resolved that: Heather Deveaux and Sheelagh Lawrance act as election scrutineers for 2015.

Moved by: Cindy Sedore

Seconded by: Janis Parker

Carried

Election of Directors

There may be up to eleven directors on the Board.

At the 2015 AGM the terms of the following seven directors will be ending: Sheila Ziman, Dianne Mathes, Bryan Barlow, Ian Macnab, Simon Payn, Janis Parker, and Chris Whittemore.

(For information, Scott Durie's term ends at the 2016 AGM and Dave Lawrance's term ends at the 2017 AGM)

During 2014, the Board has appointed two directors – Cindy Sedore and Brigitte Gall – and these appointments are presented to the membership for ratification. The appointing resolutions are:

Res. #2014 - 50

Moved by: Ian Macnab

Seconded by: Simon Payn

Resolved that: Cindy Sedore be appointed as a Director of the Board for a three year term extending from 2014 through 2016 (ending at the 2017 AGM), and that this appointment be put forward for ratification at the 2015 AGM.

CARRIED

Res. #2014 - 79

Moved by: Sheila Ziman

Seconded by: Chris Whittmore

Resolved that: Brigitte Gall be appointed as a Director of the Haliburton Highlands Land Trust for a three year term ending at the 2018 AGM, and that this appointment be taken to the 2015 AGM for ratification by the Land Trust membership.

CARRIED

Assuming ratification of the two directors by the membership, there are still seven director vacancies to be considered. Sheila Ziman has served ten years and following our By-law must step off the Board for at least one year. Bryan Barlow, Janis Parker and Ian Macnab will not seek an additional term. The remaining three directors are willing to remain on the Board for another year and their nomination is put forward by the Board of Directors for consideration by the Membership.

Res. #2015-17

Moved by: Cindy Sedore

Seconded by: Simon Payn

Resolved that: the following current directors be nominated to the Board of Directors for terms as indicated beside their name: Dianne Mathes – one year; Chris Whitmore – one year; Simon Payn – one year.

As the Board may have a maximum of eleven directors and currently has two continuing directors, two directors before the membership for ratification and three nominated (above) for a further term, there may be up to four additional people elected to the Board. This is assuming that the membership ratifies the two appointed directors and the nomination of the three current directors stands. If more than four nominations are made from the floor, an election is held and the seven nominees receiving the greatest number of votes are elected as directors (bringing the total to eleven).

Further nominations for directors are sought three times from the floor before nominations are closed. Nominations require a mover and a seconder in accordance with Article 5.03 of By-law Number 1 but are not voted on.

Firstly, the Membership is asked to consider ratification of the two director appointments:

Resolved that; Board resolutions #2015-50 and #2015-79 appointing Cindy Sedore and Brigitte Gall to the Board of Directors of the Haliburton Highlands Land Trust be ratified.

Moved by: Bill Lewis

Seconded by: Shirley McCormack

Carried

Secondly, we have three current directors nominated and now seek nominations from the floor.

Dianne Mathes, Chris Whitmore and Simon Payn

Acclaimed

Election of Chair

Cindy Sedore has stated her willingness to take on the position of Chair for 2015 and the current Board of Directors makes this nomination:

Res. #2015-18

Moved by: Ian Macnab

Seconded by: Simon Payn

Resolved that: Cindy Sedore be nominated as Chair of the Haliburton Highlands Land Trust for 2015.

Nominations for Chair of the Haliburton Highlands Land Trust for 2015 will be taken from the floor using the same process as for directors (nominations will be called for three times and each requires a mover and seconder). Should there be multiple floor nominations an election will be held.

Cindy Sedore was acclaimed as Chair

Motion to Adjourn: made by Dave Lawrance

Meeting adjourned at 11:40 a.m.