

**Oak Ridges Moraine Land Trust  
2019 Annual General Meeting - Virtual  
Saturday, October 3, 2020**

Chris Norris, Chair, welcomed members and invited non-members to attend. Michael Charles read a land acknowledgement.

**DRAFT Minutes**

**1. Welcome and Call to Order**

Jane Garthson, Secretary, called the meeting to order at 10:11 a.m.

18 members were in attendance, and none by proxy, for a total of 18. The quorum is 10% of members. There are 112 members, so she confirmed the quorum requirement of 12 had been met.

**2. Declaration of Official Notice of Meeting**

The Secretary confirmed that the notice of this Annual General Meeting was provided by e-mail or mail notice to all persons on the Trust's current mailing and membership lists on September 12, 2020 which meets the requirement of the Trust By-laws of at least 21 days prior.

**3. Request to Dispense with Reading & Approval of the Minutes of the Previous Annual General Meeting**

**MOTION 1: Moved by Jane Garthson, seconded by Patricia Short-Gallé to dispense with the reading of the minutes of the Annual General Meeting of the Oak Ridges Moraine Land Trust held on Saturday May 25, 2019 and that those minutes be approved, as presented. Carried**

**4. Report of the Chair**

Chris Norris spoke of his amazement at how much can be accomplished in one year by the small group of directors and staff at the Trust. He provided some achievement highlights including the Natural Heritage Values Mapping, the creation of a comprehensive risk register, the development of new bylaws, and Susan's sector leadership in helping to shape a major new federal grant.

Land securement efforts include newly protected properties in Simcoe Township and the inclusion of a historic barn complex, where active farmlands are surrounded by forest and wetlands home to species at risk, in a new Conservation Easement. The latter demonstrates our commitment for farming history to become farming future. Another major new property is a living legacy of the reforestation efforts of the property owners, shifting their land from a tree farm to a forever forest which is also a home to species at risk birds and Monarch butterflies.

In 2019 the Trust also accepted a donation of 108 acres of Beeton Heritage Forest, a local, ecological and cultural gem. With the help of the Beeton Heritage Forest Preservation Society, the forest will be cared for and maintained with single walking paths and as a nature reserve.

These private land conservation projects were made possible by many partners. The Land Trust especially wishes to thank land donors, including the Town of New Tecumseth, for their generosity. These projects were also supported by the Government of Canada through the Natural Heritage Conservation Program, part of Canada's Nature Fund (Adjala-Tosorontio & Beeton), and the Ecological Gifts Program Land Acquisition Support Fund (Innisfil). Thank you also to the ECHO Foundation for providing support for the protection of all three of these properties.

Chris also recognized the generosity of all the Trust's donors and members, and the efforts of all volunteers and staff, who together enable the Trust to strive for its vision of protecting environments and conserving land for the future.

## **5. Presentation of Audited Financial Statements and Treasurer's Report**

Brent Elson, Director and member of the Audit and Finance Committee presented the Treasurer's report and the Trust's 2019 Audited Financial Statements and spoke to the highlights.

2019 was another strong year for the Land Trust which was positive for entering 2020 which proved more challenging than everyone ever expected.

The balance sheet grew by \$1.5 million or 4% with the addition of 3 new easements/land acquisitions adding 280 acres to our protected lands, as well as positive growth in our land and federal endowment forever funds and general operating funds to support ongoing operations.

Revenues were up 6% at \$572 thousand with the growth primarily related to government grants received, although donations drive the bulk of revenues at 82%; 92% in the prior year.

From an expense perspective, the Land Trust continued to remain focused on putting our donations/grants to work on the core mission of the Trust to the greatest extent possible. Land securement, outreach/events/education and land stewardship and monitoring categories represented 71% of total expenditures. The core mission costs at 71% are lower than prior years (82% last year) reflecting a decision by the Board to allocate slightly more funds to fundraising than historically done to make an enhanced effort to raise funds to expand our protection of lands.

In 2020, Audit & Finance Committee and the Board are focused on managing costs as COVID-19 lock down restrictions have limited certain activities, much like many

other organizations. It is a challenging time, but we are focused on keeping our people safe and our finances stable, so as to maintain our ability to protect our precious lands forever.

Jan Oudenes asked for comments about the cash flow decrease. Brent noted that cash flow statement relates only to unrestricted cash, which does reflect a small decrease in 2019, however the Trust also has General Operating and Land Forever Funds which are available for specific Trust activities, such as land securement. Trust activities usually take place over multiple years, so funds may be with the Trust through grants or donations but not yet brought into revenue and the statement of cash flows. Recognizing 2020 has been a challenging year, the Board is monitoring the Trust's finances and cash position every month.

**MOTION 2: Moved by Brent Elson, seconded by Deb Pella Keen, that the 2019 Audited Financial Statements as prepared by Akler, Browning, Frimet & Landzberg LLP be accepted, as presented. Carried**

**6. Appointment of Auditor**

Brent reported that the Trust recommends the re-appointment of the audit firm.

**MOTION 3: Moved by Brent Elson, seconded by Sarah Chiasserini, that the Board of Directors be authorized to retain auditors to undertake the 2020 audit at a remuneration to be set by the Board of Directors and the Directors be hereby authorized to set such remuneration. Carried**

**7. Confirming Resolution**

**MOTION 4: Moved by Jane Garthson, seconded by Chris Norris that the actions of Board of Directors in the oversight and operation of the Oak Ridges Moraine Land Trust from May 26, 2019 to October 3, 2020 are confirmed. Carried**

**8. Nominating Sub-Committee Report and Election of Directors**

Patricia Short-Gallé reported the By-Laws allow a fixed number of 17 directors. The Board Directors who are retiring from the Board in 2020 are Ron Dewell, Malcolm Light, Leanne Stevens, Jamie Windle, Michael Zahra; they will all be missed.

The Board enjoys strong continuity on the Board with the following 5 Directors entering the second year of their elected term:

- Jane Garthson (since 2017)
- Christopher Norris (since 2013)
- Isobel Ralston (since 2017)
- Nicholas Trevisan (since 2015)
- Paul Thomas (since 2017)

We have 11 Directors seeking election to a three year term on the Board. Of these, six are returning Directors and five are new to our Board and all seek to further their efforts on behalf of the Moraine, our members and the Trust. \*Board Biographies for all 11 individuals seeking election were included in the AGM materials sent by email or mail on Sept 12.

The directors seeking re-election are:

- Sarah Chiasserini (since 2014)
- Mary Dube (since 2000)
- Brent Elson (since 2013)
- Deb Pella Keen (since 2018)
- Patricia Short-Gallé (since 2007)
- Jenna Siu (since 2018)

The following new candidates bring their business contributions, enthusiasm, environmental education and demonstrated appreciation of the Moraine to the Land Trust Board

- Kathryn Bakos
- Kerry-Ann Charles Norris
- Michael Charles
- Rodney Yip
- Zhasmina Zheleva

**MOTION 5: Moved by Chris Norris, seconded Patricia Short-Gallé by THAT Sarah Chiasserini, Mary Dube, Brent Elson, Deb Pella Keen, Patricia Short-Gallé, Jenna Siu, Kathryn Bakos, Kerry-Ann Charles Norris, Michael Charles, Rodney Yip and Zhasmina Zheleva be elected as Directors of the Oak Ridges Moraine Land Trust for a three-year term. Carried.**

## **9. New Bylaw**

Deb Pella Keen, Chair of the Bylaws Task Force, reported that the board of directors has updated the Trust's Bylaw No. 1, which was passed by the members in 2013. We worked with Robert Hayhoe, head of Miller Thompson's Social Impact group. On March 12, 2020, we circulated draft Bylaw No. 2 to members for comment. We carefully considered the comments received and prepared the final draft Trust Bylaw No. 2. You received a copy of or link to the final draft with the September 12, 2020 AGM meeting package.

**Motion 6: Moved by Deb Pella Keen, seconded by Isobel Ralston, THAT the New Bylaw No. 2 be approved as presented. Carried.**

## **10. Recognition of Long-Serving and Retiring Directors, Volunteers, Staff and Donors**

Chris thanked outgoing board members for their commitment to Oak Ridges Moraine Land Trust over the past years. The Board recognizes Ron Dewell, Malcolm Light, Leanne Stevens, Jamie Windle and Michael Zahra for their efforts in the service of the Land Trust.

Chris gave special recognition to Ron for his long service as a volunteer on land securement and stewardship, and to Jamie for his service as Treasurer for several year. Chris also thanked all members of the Audit and Finance Committee for their hard work.

Susan showed the Trust's new Gratitude Video. Susan noted who had done the photography and thanked Agents of Good for the video editing and contributions to the quality of the Trust's communications.

## **11. Questions from Members**

Jan Oudenes inquired about the strategic plan, the review process and the current status of the plan. Susan noted that while there may be no completed land securements in 2020, there are eight in process including some large properties. There is a need to acquire critical lands before prices escalate. Fundraising is somewhat behind, as for many organizations during COVID.

2021 will be the final year of the current Strategic Plan so a complete review will be done in 2021.

Jan also asked about membership levels, and Susan responded with an explanation of our fundraising focus areas. She also noted the need for more co-operative arrangements, such as the Oak Ridges Trail Association, to support resilience for the Trust. He compared the focus of the Bruce Trail Association which has a large number of members and significant membership revenue. In the past, ORTA has wanted to stay all-volunteer.

## **12. Adjournment of Annual General Meeting**

**Moved by Chris Norris THAT the 2019 Annual General Meeting of the Oak Ridges Moraine Land Trust of October 3, 2020 be adjourned at 11:20 a.m.**