

**MINUTES OF THE ANNUAL GENERAL MEETING  
OF NATURE LONDON  
FRIDAY, FEBRUARY 16TH, 2024**

This was a hybrid meeting

Prior to the official start of the meeting, Don Taves, President of Nature London, read the following land acknowledgement:

“We are gathered today on the traditional lands of the Anishinaabek, Haudenosaunee, Lunaapeesak and Attawandaron. The three Indigenous Nations that are neighbours to London are the Chippewas of the Thames First Nation; the Oneida Nation of the Thames; and the Munsee Delaware Nation who all continue to live as sovereign Nations with individual and unique languages, cultures and customs. This land continues to be home to diverse Indigenous whom we recognize as contemporary stewards of the land and vital contributors to our society.”

### **1.0 Call to Order**

Don called the 2024 Annual General Meeting to order at 7.30pm. Thirty (30) members constitutes a quorum. There were 51 members in attendance — 40 in person and 11 via Zoom.

### **2.0 Minutes of the 2023 Annual General Meeting**

The minutes of the 2023 Annual General Meeting were posted on the Nature London website prior to the meeting for members to read.

**Motion:** It was moved by Cathy Quinlan and seconded by Gordon Neish: **That the minutes of the February 17th, 2023, Annual General Meeting be approved as presented.** Carried

### **3.0 2022-2023 Annual Report**

The Annual Report is a comprehensive report of the happenings within Nature London over the past year. Don thanked Gordon Neish for putting the report together and all the volunteers who contributed. The report was posted on the website prior to the meeting for members to access.

Don gave a snapshot account of the report and encouraged everyone to read it emphasizing that we are a vibrant and busy organization.

**4.0 Financial Report**

The unaudited Financial Statements to August 31st, 2023 were also posted on our website prior to the meeting . Lesley Pergau, Treasurer, presented the report and reported that Nature London is in a sound financial position.

As of August 31st, 2023 our assets/liabilities were as follows:

Assets \$140, 272  
Liabilities. \$ 2.968  
Net Assets 137,304

Revenue \$37,551  
Operating Expenses \$32 916  
Net Income \$4,635

Last year’s deficit (ending August 2022) was due to having to have a tree removed at Cedarcroft.

The Board allocated \$15,000 for our Eco-Grants program in 2022-2023. \$14,315 was actually spent.

Our cash in hand as of December 31st, 2023, was \$239, 214

Lesley Pergau and Bernie VanDenBelt answered questions from the membership about the Solar shares, endowments, and the London Community Foundation.

**Motion:** It was moved by Lesley and seconded by David Wake: **That the 2022-2023 Financial Statements be adopted.** Carried

## **5.0 Bequest from the Turner Estate**

Nature London has received a bequest from the Turner Estate in the amount of \$110,000. Don presented the following for information purposes only and noted that no action is required at the present time:

- Dr. Katherine Turner - previous President of Nature London
- Residuary Gift to Nature London in her Will - \$110,000 received to date.
- Invested in short term GIC's.
- Discussions held within Nature London Board and the Nature London Finance Committee
- Exploratory meeting with the London Community Foundation re options for the funds including the use of endowment funds.
- Offered to circle back with the Turner family with our preliminary considerations.
- Upcoming gift from the Attridge Estate

## **6.0 Review Engagement**

In past years we have dispensed with an external audit, but it is proposed to conduct a Review Engagement for the 2023-2024 fiscal year ending August 31st, 2024. This is now required as Nature London is a Public Benefit Corporation whose revenue is more than \$100,000 but less than \$500,000 for the fiscal year 2023-2024. The reason for this extra revenue is the bequest from the Turner Estate.

The fee for a Review Engagement will be somewhere between \$3,500 and \$5,000.

By having a Review Engagement, we are in compliance with the Ontario Not-For-Profit Corporations Act (ONCA).

This resolution requires a majority of at least 80% to pass and, if passed, only applies to the current year.

**Motion:** It was moved by Gordon Neish and seconded by Kathleen Holland: **That the members of Nature London resolve that the Corporation undertake a Review Engagement for the year ending August 31st, 2024.** Carried

**Motion:** It was moved by Glenn Berry and seconded by Ric Symmes: **That the Nature London Board of Directors be authorized to select a qualified accounting firm to undertake the Review Engagement.** Carried

## **7.0 Approval of Revised By-Laws**

Gordon Neish (Past President) explained the reasoning for the revised By-Laws. Nature London Inc. is incorporated as a nonprofit under Ontario's Corporations Act which was replaced by Ontario's Not-for-Profit Corporations Act (ONCA) on October 19th, 2021. We and other existing non-profit corporations have until October 19th, 2024 to bring their governance documents into conformity with ONCA. Apart from complying with ONCA, this also provides us with an opportunity to review and update our governance documents.

The new bylaws were developed by the Bylaw Subcommittee of the Board of Nature London Inc. with substantial support from Community Legal Education Ontario's (CLEO) Benjamin Miller and CLEO's bylaw builder.

A draft was made available prior to the AGM to Nature London members for review and comment. The Bylaws were approved by the Board. At this AGM approval is needed by a two-thirds majority of the members

Questions were raised by the membership regarding the start date of appointees and the Board of Directors (last sentence in Appendix of the By-Laws) and also the start/end dates of membership ( Section 6 of the By-Laws). Gordon responded by saying the By- laws are not written in stone and can still be reviewed, fine-tuned and changed by the membership at any AGM. Also, any tweaks that may be needed can be addressed in our Procedures Manual.

It was agreed that the last sentence in Appendix A be deleted and that the Board will look at the start/end dates of memberships.

**Motion:** It was moved by Susan Berry and seconded by Sandy Symmes: **That the Revised Bylaws be approved as amended.** Carried

## **8.0 Articles of Amendment**

Form 5271E Articles of Amendment, Not-for- Profit Corporations Act, 2010, along with our current Letters Patent dated March 17th, 1972, and our Supplementary Letters Patent dated June 10th, 2021, will constitute Nature London Inc's Articles.

Again a two thirds majority was needed to approve this change.

**Motion:** It was moved by Glenn Berry and seconded by Kathleen Holland: **That Nature London members authorize the Board to proceed with the filing of the Articles of Amendment.** Carried

## **9.0 Election of Directors**

Don noted that 3 members of the Board are stepping down either through resignation or because their term has come to an end. Bob Wright resigned effective January 5th, 2024. Elizabeth Bell and John Berry will end their terms effective August 31st, 2024. Don thanked these members for their work and commitment during their terms in office.

Don announced that Brienna French will be joining the Board effective September 1st, 2024. Brienna introduced herself to the membership

**Don declared the state of candidates for the 2024-2025 Nature London Board of Directors elected by acclamation.**

The Board members for September 1st, 2024 - August 31st, 2025 are as follows:

Gordon Neish	Past President
Don Taves	President
Jennifer Evans	Vice President
Lesley Pergau	Treasurer
<i>Vacant</i>	Recording Secretary
Grant Hopcroft	Director at Large and Chair of Finance Committee
Darby Alderson	Director at Large
Garry Cruickshank	Director at Large
Brienna French	Director at Large
Stacey Jaczko	Director at Large
Matthew Palarchio	Director at Large

## 10.0 Appointees for 2024-2025

Prior to announcing the appointees from 2024-2025 Don thanked all those volunteers who had stepped down from their positions, those who are continuing in the roles and those who have agreed to take on a new position. As Don noted it takes a village to make an organization like us run smoothly.

### **Object #1: To acquire and disseminate knowledge of natural history**

Archivists - Winifred and David Wake

Brochure Editor - Ray Robertson

E- Newsletter Coordinators - Ric and Sandy Symmes

Email Coordinators - Ric and Sandy Symmes

*The Cardinal* Editorial Committee - John Berry, Susan Berry, Mike Channon, Carrie Long, Ellen Mamandras

Image Database - John Berry

*Natural Areas Guide* Editor - Mike Channon

Facebook Coordinator - Mady Hymowitz

Video Manager - Kathleen Holland

Webmaster - Glenn Berry

### **Object #2: To conserve wildlife and protect its natural habitat**

Cedarcroft Managers - Carrie Long, Rich Voros  
Conservation Action Committee Chair - Sandy Levin  
Friends of the Coves Liaison - Bill Maddeford  
Ontario Nature Representative - *Vacant*  
Thames Talbot Land Trust Liaison - David Wake  
Urban League Representative - Susan Price  
London Environmental Network Representative - Susan Price  
Bird Friendly City Representative - Stacey Jaczko

**Object #3: To stimulate public interest in and understanding of nature and its protections and preservation.**

Field Trips Coordinator - Cathy McCrae  
Indoor Meetings Coordinators - Glenn Berry, Ruth Dickau, Rick Martin  
Nature in the City Coordinator - Kathleen Holland  
Saunders Library Liaison - Pat Tripp

**Object #4: To develop and sponsor special interest groups in the various fields of natural history**

Butterfly Count Coordinator - George Prieksaitis  
Birding Wing Program Coordinators - Stacey Jaczko, Garth Casbourn, Alice Kirk, Leslie Baker  
Chimney Swift Liaison - *Vacant*  
Christmas Bird Count Compile - Pete Read  
Osprey Monitoring Coordinators - Ric and Sandy Symmes

### **Club administration**

Audio Visual Technician - Glenn Berry  
Awards Banquet Coordinator - Darby Alderson  
Awards Banquet Prizes Coordinator - Deb Gorman-Smith  
Giving Program Coordinator - Grace Edwards  
Cookie, Coffee and Tea Coordinator - Linda Bristow - *on hold*  
Manual Secretary - Cathy Quinlan

Membership Database Support - Hugh Casbourn  
Membership Secretary - Gail McNeil  
Sales Coordinator - Ann Henderson  
Book Donations Coordinator - Betsy Baldwin  
Volunteer Coordinator - *Vacant*

## **Special Committees**

Awards Committee - Muriel Andreae, Anita Caveney  
Eco-Grants Committee - Carol Agocs, Garry Cruickshank, Jennifer Evans,  
Susan Hall, Sandy Levin, Lesley Pergau, Bernie VanDenBelt  
Finance Committee - Garry Cruickshank, Grant Hopcroft, Sandy Levin, Lesley  
Pergau, Bernie VanDenBelt

### **11.0 Nature London Nomination Form**

Don advised everyone present that when nominating a member for a special award they should use the official nomination form which can be found on the Nature London website.

### **12.0 Other Business**

#### **12.1 Conservation Action Committee**

On behalf of the Conservation Action Committee, David Wake announced that following budget deliberations, the London city councilors agreed to provide more money for the upkeep of the Environmentally Sensitive Areas (ESA's). That budget was reduced 10 years ago and although it hasn't been increased to the amount requested the increase agreed upon by this council is better than nothing.

#### **12.2 Raffle**

A raffle for a sweatshirt rounded out the meeting.



### **13.0 Adjournment**

Don Taves moved that the meeting be adjourned at 8.50pm.