



THE GEORGINA CENTRE FOR ARTS AND CULTURE

Annual General Meeting
July 22, 2024
6:00 PM Annual General Meeting
149 High Street Sutton L0E1R0

1. **Welcome** – Meeting called to order 6:02pm
2. **Is there any discussion required about the agenda?**
Christine Arnold – By-law proposals will be added to agenda before Board of Directors.
Proposed bylaw amendments will occur after the Treasurer's report.

MOTION to approve the agenda with the addition of proposed bylaw amendments.

- **Motion by: Charlene Biggerstaff**
- **Seconded by: Tom Zsolt**
- **All in favour: Yes**
- **Carried**

3. **Is there any discussion required about the September 18, 2023 AGM minutes?**

MOTION to approve the minutes from the September 18th, 2023 Annual General Meeting.

- **Motion by: Dale Genge**
- **Seconded by: Tom Zsolt**
- **All in favour: Yes**
- **Carried**

4. **Introduction of the Board of Directors**
Pursuant to the GCAC By-Laws, Section 2: Board of Directors, Vacancies,
“Vacancies on the Board of Directors, however caused, may be filled so long as a quorum of Directors remain in office, be filled by the Directors as they shall see fit to do so”.

We have four new Directors in the 2023/24 year

- **Linda Lyons – Chair**
- **Dale Genge – Vice Chair**
- **Danyal Ahmed – Treasurer – *Danyal joined the Board of Directors in April 2024.***
- **Madalyn Calzavara – Secretary**
- **Dee Lawrence – Director**
- **Tom Zsolt - Director**



THE GEORGINA CENTRE FOR ARTS AND CULTURE

- **Susan Day – Director – *Susan joined the Board of Directors in September 2024.***
- **Mary Ann Cooper – Director - *Mary Ann joined the Board of Directors in April 2024***
- **Councillor Charlene Biggerstaff – Director – *Charlene is a Town of Georgina representative appointed by the Town in April 2024***
- **Jodi Pridham – Director/Non-Voting, and a Town of Georgina appointed representative**

5. **Message from the Board Chair – As presented**

6. **Message from the Town of Georgina representative – As presented**

7. **Message from the Executive Director – As presented**

8. **Financial Report – As presented**

Highlights:

- Cash flow: main contributing factor of low cash at EOY is due to the organization making large capital purchases.
- Liabilities: Existing loan has been paid off.
- Question from Elizabeth McLean: Where does the interest come from? 5,000 in a GIC
- Question from Elizabeth McLean: Does the art collection reflect all art? Yes, except 2 new pieces.
- Purchased art is not broken down by piece. It is requested by members to have this breakdown next year.
- Question from Elizabeth McLean: How much do we pay on insurance? A new insurance company has been procured at 2600 due to the value of the art.

9. **Is there any discussion required about the 2023 Financial Statements?**

MOTION to approve 2023 Financial Statements

- **Motion by: Tom Zsolt**
- **Seconded by: Dale Genge**
- **All in favour: Yes**
- **Carried**

10. **MOTION to further retain the services of Clarkson Rouble LLP for the 2024 fiscal year.**

- **Motion by: Charlene Biggerstaff**
- **Seconded by: Dee Lawrence**



THE GEORGINA CENTRE FOR ARTS AND CULTURE

- All in favour: Yes
- Carried Y

11. By-Law Proposed Amendments

“Subject to the articles, the Board of Directors may, by resolution, make, amend or repeal any by-laws that regulate the activities or affairs of the Corporation. Any such by-law, amendment or repeal shall be effective from the date of the resolution of Directors until the next meeting of members (the Annual General Meeting) where it may be confirmed, rejected or amended by the members by ordinary resolution.” In order to comply with the Ontario Not-for-Profit Corporations Act by October 2024 and to align By-Laws with operations, By-Law amendments have been proposed, and accepted by the GCAC Board of Directors.

MOTION to approve each:

Definitions Page 2, Section 1.1

- Motion by: Charlene Biggerstaff
- Seconded by: Elizabeth McLean
- All in favour: Yes
- Carried

Definitions Page 2, Section 1.7

- Motion by: Madalyn Calzavara
- Seconded by: Dee Lawrence
- All in favour: Yes
- Carried

Interpretations Page 3, Addition of last two paragraphs

- Motion by: Charlene Biggerstaff
- Seconded by: Danyal Ahmed
- All in favour: Yes
- Carried

Bylaw SECTION 1. Page 3, “Membership” under “Definitions”, addition in the last sentence

- Motion by: Tom Zsolt
- Seconded by: Elizabeth McLean
- All in favour: Yes
- Carried



THE GEORGINA CENTRE FOR ARTS AND CULTURE

Bylaw SECTION 1. Page 3, “Membership” under Active Membership Defined, Addition of Senior Membership and Family Membership

- Discussion by Dale Genge: Should we indicate that 4 guests should be related? Answer: Member may use this for their businesses or other purposes vs. just family.
Dale Genge: We should then introduce a new membership, like a corporate membership.
- Charlene Biggerstaff: Suggested we change the name of the membership to “community”.
- Christine: If we introduce only relatives, we would need to ask for IDs when guests come which would require a new policy.
- Elizabeth McLean suggested that we call the membership a group or family membership.
- Dale Genge: Proposed to change the wording to individuals vs. guests to promote family members.
- Can not read as members as it indicates voting.
- Adjust by-law to read: *Family membership – One cardholder (voting member) who is fully paid-up member and up to 4 additional non-voting individuals.*
- **Motion by: Elizabeth McLean**
- **Seconded by: Tom Zsolt**
- **All in favour: Yes**
- **Carried**

Bylaw SECTION 1. Page 4, “Membership” under Active Membership Defined, removal of Non-Active Membership Defined

- **Motion by: Dale Genge**
- **Seconded by: Charlene Biggerstaff**
- **All in favour: Yes**
- **Carried**

Bylaw SECTION 1. Page 4 “Member in Good Standing” adjustment of member in good standing. Removal from page 4, adding to 1.11 in page 2

Member in Good Standing” shall be defined as an active member in the category of Individual, Senior, Family or Life Membership, who has been a member for at least three months prior to the AGM in order to have voting status.

- **Motion by: Dee Lawrence**



THE GEORGINA CENTRE FOR ARTS AND CULTURE

- **Seconded by: Charlene Biggerstaff**
- **All in favour: Yes**
- **Carried**

Bylaw SECTION 1. Page 4, “Membership” under Membership Fees, removal of types of membership

- **Motion by: Madalyn Calzavara**
- **Seconded by: Charlene Biggerstaff**
- **All in favour: Yes**
- **Carried**

Bylaw SECTION 1. Page 4, “Membership” under Expiry Date, change in date of expiry

- **Motion by: Tom Zsolt**
- **Seconded by: Dale Genge**
- **All in favour: Yes**
- **Carried**

Bylaw SECTION 2. Page 5, “Board of Directors” under “Board of Directors Positions”, change in first sentence

- **Motion by: Elizabeth Mclean**
- **Seconded by: Susan Day**
- **All in favour: Yes**
- **Carried**

Bylaw SECTION 3. Page 10, “Membership Meetings” under “Members calling a Members’ Meeting, part a)

Adjust the “Nominations will be closed 10 working days”

Question: Regarding quorum what needs to be reached in order to qualify? 25% of members.

- **Motion by: Charlene Biggerstaff**
- **Seconded by: Tom Zsolt**
- **All in favour: Yes**
- **Carried**

Annual Financial Statements Page 13, second line

- **Motion by: Dale Genge**
- **Seconded by: Elizabeth McLean**



THE GEORGINA CENTRE FOR ARTS AND CULTURE

- All in favour: Yes
- Carried

Annual Financial Statements Page 13, fourth line

- Motion by: Dale Genge
- Seconded by: Dee Lawrence
- All in favour: Yes
- Carried

12. Term of Directors

“Directors shall be elected to hold office for a term of two years from the date of the annual general meeting. Directors may be elected to stand for more than one term of office but not more than three terms without a break of one year.”

Three Directors are at the end of a term.

Tom Zsolt
Dee Lawrence
And me, Linda Lyons.

Linda Lyons will stand for another term.

Tom Zsolt, will stand for another term.

Dee Lawrence will not stand for another term

13. Announce the 2024 Slate of Directors

- Linda Lyons
- Dale Genge
- Danyal Ahmed
- Madalyn Calzavara
- Tom Zsolt
- Susan Day
- Mary Ann Cooper
- Anita David
- Jacques Bergeron
- Charlene Biggerstaff
- Jodi Pridham

14. Motion to approve the current full slate of 11 directors.



THE GEORGINA CENTRE FOR ARTS AND CULTURE

- **Motion by: Elizabeth McKay**
- **Seconded by: Susan Day**
- **All in favour: Yes**
- **Carried**

15. Motion to Adjourn the 2024 AGM.

- **Motion by: Elizabeth McLean**
- **All in favour: Yes**
- **Carried**