

Heritage BC



2021 ANNUAL GENERAL MEETING

DOGWOOD HERITAGE SOCIETY OF B.C. doing business as Heritage BC

May 28, 2021 at 1:00pm
Online Meeting

Attending: 39 members in attendance. Quorum established. Listing of attendees on file.

MINUTES

1. CALL TO ORDER

Britney Dack called the meeting to order at 1:04pm. Britney welcomed the membership and described the voting process. The AGM had been announced on February 3, 2021, along with the announcement of the annual conference; all materials for the meeting had been available on the website prior to the meeting.

Laura Saretsky provided an introduction to the meeting platform and Jennifer Dunkerson indicated the meeting as attended by voting members.

Attending

1. AGENDA

Britney moved to approve the agenda as circulated. Jennifer Iredale seconded. The motion passed.

2. MINUTES 2020 AGM

Britney moved to approve the minutes of the Annual General Meeting dated May 8, 2020. Lynda Lafleur seconded the motion. The motion passed.

3. MANAGEMENT REPORT

Paul Gravett provided the management report, which surveyed activities since the 2020 and reflected on the strategies set forth in "Strategic Directions 2019-2021".

4. FINANCIAL REPORT

Paul Gravett provided the financial report for the Financial Statement dated December 31, 2020.

Tim Ankenman moved to approve the audited financial statement prepared by Thompkins Wozny Chartered Professional Accountants and dated December 31, 2020. Lynda Lafleur seconded. The motion passed.

Lynda Lafleur moved to appoint Thompkins Wozny Chartered Professional Accountants as auditor for the 2021 fiscal year. Jennifer Iredale seconded. The motion passed.

5. NOMINATIONS REPORT

Jennifer Iredale provided the nominations report.

Jennifer acknowledged retiring directors Tim Ankenman, Matthew Francis, and Lynda Lafleur, who was instrumental in establishing the relationship with the Columbia Basin Trust.

The directors who are mid-term and not up for re-election are Angie Bain, Berdine Jonker, Katherine Carlson, Jennifer Iredale, Vincent Kwan, and John Somogyi.

The directors who are at the end of their terms and have indicated a desire to return to the board are Richard Bennett, Britney Dack, and Nelson Wight.

Jennifer provided an introduction to the individuals to be nominated to the board of directors:

- Kate Cox, CEO, Barkerville Historic Town and Park
- Kathryn Gagnon, curator/manager, Cowichan Valley Museum and Archives
- Adam Hatch, architect, Merrick Architecture
- Dianne Hinckley, Director, Research at Cowichan Tribes
- Christina Reid, Executive Director, Heritage Abbotsford

To permit the slate of 3 returning directors and 5 nominees, Jennifer presented a special resolution for the membership's consideration:

- **SPECIAL RESOLUTION:** Be it resolved by special resolution that the number of directors permitted at one time be increased from 12 to 14 as of the 2021 annual general meeting. This special resolution will be in place until the 2023 annual general meeting, at which time the number of directors permitted at one time will return to 12 (as stated in the by-laws), or to such number as the membership permits by a new special resolution.

The special resolution was seconded by Britney Dack.

Jennifer provided a rationale for the proposal to increase the board size, which included stability, succession planning and continuity, as well as the organization's commitment to strengthen its diversity, recognition and equity.

After an opportunity for questions, Jennifer asked the membership to vote on the special resolution. The special resolution passed with a vote of 19 to 1.

Jennifer asked the membership for nominations from the floor three times. Hearing none, and with the increased board size as per the passing of the special resolution, Jennifer declared the nominations closed and the slate of nominees approved at acclamation as permitted by the bylaws.

6. Adjournment

Britney Dack moved to adjourn the meeting at 2:11pm. Lynda Lafleur seconded.