



PO Box 1617 Almonte, Ontario K0A 1A0

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DRAFT - MINUTES OF MVFN ANNUAL GENERAL MEETING
THURSDAY, FEBRUARY 20, 2025
Nature Talks Meeting – 7:00 p.m.
AGM Meeting – 8:30 p.m.

PREAMBLE

The monthly Nature Talks meeting, followed by the Annual General Meeting of MVFN, were held in-person, on the above date, at the Almonte United Church Hall. Brian Gillespie, Chair of the Nature Talks Committee, welcomed attendees and proceeded to explain that three speakers were scheduled to make presentations tonight on topics of interest to Club members. Mr. Gillespie allowed time for several announcements to be made as follows:

- A request for a coffee maker with a 30-cup capacity
- MMLT's plan to organize a Birdhouse Auction as a fundraiser in the Spring. Donations are welcomed.
- MVFN Paddling Committee's plan to host a showing of a curated series of videos from the 2024 Waterwalker Film Festival on Sunday, March 23, 2025 at 1:30 p.m. in the Auditorium of the Almonte Town Hall. This represents a fundraiser for the Paddle Committee.

The first speaker, Ken Allison, presented a collage of compelling bird/nature sightings submitted by various members of MVFN. Sincere appreciation was extended to Ken for his continued involvement with the Club.

The second speaker, Anne Range, has been a Board member of the Bruce Peninsula Bird Observatory for many years. She was welcomed and introduced to Club members and proceeded to share the bird monitoring work that is being done at the Cabot Head Nature Reserve, a very remote research station in the Bruce Peninsula. She also highlighted future membership activities and encouraged members to someday plan a visit to this nature Sanctuary where two cottages are available for rent on a weekly basis.

The third speaker, Iain Wilkes, was welcomed to the meeting. He has been a significant contributor to MVFN over many years particularly with his involvement and experiences with the Carleton Place Christmas Bird-count. He presented the history behind the Bird-count referring to it as a Citizens' Science Project run by Audubon and supported by Birds Canada. Members were once again treated to bird/other sightings shown by Mr. Wilkes and encouraged to join the Birding group.

On behalf of the Club, all three speakers were thanked and presented with a gift of appreciation.

Members were thanked for attending tonight's presentations and encouraged to remain for the AGM, which followed.

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The total number of members attending the AGM was 46. The AGM was called to order at 8:30 p.m. with Valerie Wilkinson, President, in the Chair. She reminded members that in order to speak to any given item on the Agenda, a member must raise their hand to be recognized. She explained that a vote count will be taken on certain matters.

1. APPROVAL OF AGENDA:

Moved by Louise Beckinsale, seconded by Tom Coleman: THAT the Agenda be approved.

The Chair took this opportunity to make the following corrections to the Agenda:

- Election of the Board of Directors for **2025**
- The correct spelling for the NEW Director at Large should read **Pete MacEwen**

The Motion was **CARRIED** with the above changes.

2. Declaration of Pecuniary interest: None**3. MINUTES OF THE PREVIOUS MEETING: February 15, 2024**

Moved by Paul Frigon, seconded by Pete MacEwen: THAT the Minutes of the AGM meeting held on February 15, 2024, be approved. CARRIED.

4. MINUTES OF THE SPECIAL MEMBERS MEETING – OCTOBER 17, 2024

Moved by Ken Allison, seconded by Paul Frigon: THAT the Minutes of the Special Members meeting held on October 17, 2024, be approved. CARRIED.

5. 2024 ANNUAL REPORT/COMMITTEE REPORTS

The Chair referred to the Annual Report for 2024 and thanked Louise Beckinsale for its preparation.

Moved by Georgina Wigley, seconded by Louise Beckinsale: THAT the MVFN Committee Reports for 2024, as presented in the Annual Report, be accepted.

Nick de Boer made reference to several action items that were raised at the October 17th Special Meeting of the membership which, he pointed out, were not addressed in the Annual Report. The Chair assured him that his concern has been noted and a review will be undertaken to ensure that all actions from the Special Meeting have been carried out. The motion then **CARRIED.**

Moved by Bob Smith, seconded by Pete MacEwen that the Financial Report be accepted. CARRIED.

6. 2024 FINANCIAL REVIEW

Moved by Brenda Boyd, seconded by Brian Gillespie: THAT the 2024 Financial Review submitted by Mr. John Moore, be accepted.

Nick de Boer raised a number of concerns regarding the Financial Report, that had already been approved by the Membership, and was permitted, by the Chair, to comment as follows. Responses were

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sent to Nick de Boer by the Treasurer, John Blais on 23rd Feb 2025. These responses are shown in bold italics below) :

- 1) Discrepancy in the Revenue numbers for the Cliff Bennett Nature Bursary (CBNB); ***This was an error in manually transposing data from the report generated by the accounting software to Excel. Note that the totals for these categories are actually correct.***
- 2) No expense shown for the Youth Summit program ***Since we are using a cash accounting method as opposed to an accrual method, this expense will appear in the 2025 books, not 2024.***
- 3) No expense shown for the single CBNB 2024 award; ***no cheque was recorded. The financial report is correct. No cheque was sent out.***
- 4) Where is Elizabeth Kelly Foundation (EKF) support for the CBNB shown; ***no monies were received from EKF and so no EKF funds were disbursed by MVFN.***
- 5) No expense shown for the Loon survey; ***the report shows a \$400 expenditure which was for gasoline***
- 6) Why were the above items not identified by the Financial Review? ***The reviewer is a professional accountant who spent a lot of volunteer time reviewing all the aspects of the financials including bank statements and the accounting system ledger. He could only review what was presented to him and could not be expected to have extensive knowledge of the Nature Bursary or Youth Summit. He did a very thorough and credible job in my opinion and should not be unfairly discredited.***

The Chair assured him that, while some of the detail may be confusing, overall, the major items summarized in the report were correct. She further invited Nick to meet with the Treasurer to review the numbers. The Chair assured members that further review and analysis of the concerns raised tonight will be carried out (**see bold italics above**).

On a Point of Order, Cliff Bennett moved that the question be put to the membership regards proceeding with a vote. The membership **CARRIED** this motion to proceed.

The main motion then **CARRIED** with a majority vote in favour.

FINANCIAL REVIEWER

Moved by Cliff Bennett, seconded by Peter Moller THAT: Mr. John Moore be invited to serve as the Financial Reviewer for 2025. CARRIED.

On behalf of the Club, the President expressed thanks and appreciation to Mr. Moore for volunteering his services once again.

7. PROPOSED CHANGES AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

Paul Frigon took this opportunity to explain that this matter was raised at the October Special Members meeting and therefore, it was necessary for the AGM to approve the following changes and amendments to the Articles of Incorporation and to MVFN's By-Laws, prior to forwarding them on to the Ontario Business Registry. For ease of reference, they will read as follows:

OBJECTIVES:

- a) **The Board of Directors should range in number between seven (7) and fifteen (15) depending on the number of Special Committees struck by the Board.**

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- b) The Head Office address of the Mississippi Valley Field Naturalists is: 2854 Ramsay Concession 8, Mississippi Mills, ON, K0A 1A0.

SPECIAL PROVISIONS:

- (i) All funds and other property held by the Corporation immediately before the articles become effective or that are received subsequently by the Corporation pursuant to any will, deed or other instrument made before the articles become effective, together with any income or other accretions to the funds or other property, will be applied only to the purposes of the Corporation as they were immediately before the articles become effective.

Moved by Brenda Boyd, seconded by Sylvia Miller THAT: the Membership approve the above changes and amendments to the “Objectives” and “Special Provisions” of the MVFN Articles of Incorporation. **CARRIED.**

8. ELECTION OF MVFN BOARD MEMBERS FOR 2025

A list of proposed Board members, including the names of the three NEW Directors for the year 2025, was tabled. The three NEW appointees welcomed by the Chair are: Treasurer - Mr. Peter Moller, Mr. John Grierson – 2nd Vice-President and Mr. Pete MacEwen as Director at Large. The positions vacant are: President and Conservation and Habitat Restoration Chair. The Chair then requested nominations from the floor three times. No names were forthcoming at this time.

Moved by Cliff Bennett, seconded by Lauren Cupper: THAT the list of Board members for 2025 be approved as follows, with the understanding that the Board will seek actively to fill the other vacant positions.

• President:	Vacant
• 1st Vice-President:	Paul Frigon
• 2 nd Vice-President:	John Grierson
• Past President	Val Wilkinson
• Secretary	Brenda Boyd
• Director at Large	Cliff Bennett
• Director at Large	Pete MacEwen
• Finance Chair	John Blais
• Treasurer	Peter Moller
• Membership Chair	Sylvia Miller
• Environmental Education Chair	Bob Smith
• Nature Talks Chair	Brian Gillespie
• Publicity Chair	Louise Beckinsale
• Conservation & Habitat Restoration Chair	Vacant

Comments from the members:

- (i) perhaps the position of Conservation & Habitat Restoration Chair could be removed as a Committee of the Board since it has not been filled for at least two years. The Chair commented that this position will be reviewed by the Board.
- (ii) With respect to the lack of a new appointment for the role of “President”, Val Wilkinson explained that the 1st Vice-President, Paul Frigon, is ready to step up, along with the rest of the

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Executive Committee, and maintain continuity while a President is being sought. She noted she would continue to be on the Board as “Past President”. **The motion then CARRIED.**

9. PRESIDENT’S REPORT

Val Wilkinson addressed her comments/events outlined in the “President’s Report” which formed part of the Annual Report. Those members who have recently resigned from positions after serving for many years, were acknowledged and thanked. They included Ron Williamson, for his dedication and effort as Chair and Host of the Nature Talks Committee; Bill Pratt, a key member of the Tech Committee also known for his photography; and Rosalind Reid for her role as Co-Chair of the Nature Talks Committee as well as her involvement in organizing the 2023 Spring Gathering. Finally, she expressed her sincere thanks to the Board of Directors, in particular Past-President Brenda Boyd, First Vice-President Paul Frigon, Chair of Finance John Blais and Recording Secretary Beverly Blais. Also, thanks were extended to Brent Eades for his important role as Website Manager. Bruce Thompson was warmly welcomed as a member of the IT/AV team.

Please refer to the Annual Report for specifics on events held, progress achieved through the Club’s various programs and committees, volunteers’ involvement and future needs of the Club.

On behalf of the membership, Bill Pratt thanked Val for her efforts in her role as Club President for the past three years.

Moved by Pete MacEwen, seconded by Rosalind Reid THAT: the meeting be adjourned. CARRIED.
The meeting adjourned at 9:30 p.m.

Respectfully submitted,
Mrs. Beverly Blais, Recording Secretary