

Friends of Guild Park

www.guildpark.ca



INFORMATION PACKAGE

for the

10th ANNUAL GENERAL MEETING OF FRIENDS OF GUILD PARK

THURSDAY OCTOBER 26, 2023

Starts at 7:30 pm

Held at Guild Park's

Clark Centre for the Arts

191 Guildwood Pkwy., Scarborough M1E 1P5



Friends of Guild Park
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NOTICE OF FRIENDS OF GUILD PARK ANNUAL GENERAL MEETING (AGM)

TO: MEMBERS OF FRIENDS OF GUILD PARK

TAKE NOTICE that the 10th Annual General Meeting of Friends of Guild Park takes place Thursday, October 26, 2023

TIME: Doors open at 7:00 pm
In-person and on-line meeting starts at 7:30 pm

LOCATION: Clark Centre for the Arts
191 Guildwood Pkwy., Scarborough M1E 1P5
Free parking in front of centre

Members can also participate on-line via Google Meet at [Link to FGP-2023AGM](#)

All organization members are welcome to attend. Meeting Agenda, Financial Report, other meeting documents are available at **XXXX**

NOTICE OF SPECIAL BUSINESS:

This AGM includes two items of special business:

- 1) A request to waive an independent financial review since the organization operates with less than \$500,000 in annual revenue.
- 2) A request to approve an updated set of organization By-laws to comply with requirements of the Ontario Not-for-profit Corporations Act.

Additional information and background about this special business is available at XXXXXX

MEMBERSHIP

- Guild Park supporters are encouraged to become members of Friends of Guild Park or renew their existing memberships on-line in advance of this meeting. **Visit XXXXXX for membership information.**
- Annual memberships will be available at the door for renewing and new members (cash only, please).
- Annual memberships are \$20/person.; \$10/senior or student

Dated the 2nd day of October 2023 On Behalf of the Board of Directors.



AGENDA

FOR THE 10TH ANNUAL GENERAL MEETING (AGM) OF FRIENDS OF GUILD PARK

**THURSDAY, OCTOBER 26, 2023 AT THE
CLARK CENTRE FOR THE ARTS,
191 GUILDWOOD PKWY., SCARBOROUGH M1E 1P5**

**DOORS OPEN & MEMBERS REGISTRATION 7:00 P.M.
MEETING STARTS AT 7:30 P.M.**

1. Call to order, Introduction of meeting chair, approval of agenda
2. Approval of the minutes of the 2022 AGM
3. Approve of the financial report
4. Special Resolution #1: Motion to waive an independent financial review.
5. Special Resolution #2: Motion to approve Proposed By-Laws in compliance with Ontario Not-for-profit Corporations Act.
6. Election of Directors
7. Other Business
8. Adjournment



Friends of Guild Park 2023 AGM – For Members' Approval Minutes of Annual General Meeting Oct. 26, 2022 Clark Centre for the Arts, Guild Park and virtually via Zoom

- 1. Call to Order:** John Mason as Chair called the meeting to order, welcoming 19 in-person and 8 virtual attendees. He noted that 90 years ago this month, Rosa and Spencer Clark announced the founding of the Guild of All Arts.
- 2. Introductions by Chair:** John Mason introduced the current board of directors of Friends of Guild Park.
- 3. Annual General Meeting Minutes** from Oct. 19, 2021 were presented by Janet Heise. Gerard Baribeau moved acceptance of the minutes, seconded by Wendy Hooker. Carried.
- 4. Treasurers' Report:** Rose Mitchell Spohn presented the financial report for the fiscal year ended Apr. 30, 2022 (as circulated). In summary:
 - Bank Balance: Start of fiscal year: \$7,451
 - Total Revenue: \$12,146
 - Expenses: \$6,042
 - Bank Balance: End of fiscal year: \$13,555
 - Change in Financial Position: + \$6,104Revenue was provided from memberships, donations, awards and event sponsorships. Expenses were primarily insurance and event costs. Acceptance of the financial report was moved by Rose, seconded by Gerard Baribeau. Carried.
- 5. Extraordinary Motion to Waive Independent Financial Review:**

Being incorporated, Friends of Guild Park is required to request confirmation from the members to waive independent financial review each year, with an approval of 80%. We have less than \$500,000 in revenue and a review would cost approximately \$2,000.

Moved by John Mason, seconded by Heidi Bornstein. Carried by 100%.
- 6. Certificates of Appreciation** for exceptional service to Guild Park were presented to:
 - Guild Park Grounds Crew and Horticultural Team
 - Allison Murray and the Guildwood Butterflyway volunteers
 - Kate Kennedy Brown, retiring vice-president and website manager for Friends of Guild Park
- 7. Election of Directors:** Ralph van Putten described election procedures and presented the slate of nominees: John Mason (current board member) has completed his current term and is eligible for re-election for a three-year term. With no other nominations, John was elected by acclamation. If members are interested in filling a board vacancy, please advise the board.
- 8. Adjournment:** Moved by Gerard Baribeau. Carried. Formal meeting adjourned.

Friends of Guild Park 2023 AGM – For Members’ Approval

Financial Report – Five Year Summary to April 30, 2023

(10/24)

Balance at end of latest fiscal year is \$9,647, second highest balance in past five years

Line #	Fiscal Year	2018-2019	2019-2020	2020-2021	2021-2022	2022-2023	
1	Starting Balance	5,657.56	6,575.23	7,085.07	7,451.47	13,555.29	
2	Revenue						
3	Memberships	765.00	495.00	610.00	730.00	1,140.00	
4	Donations/Tours/Honoraria/Sales	2,553.55	2,139.60	675.10	3,198.54	1,860.00	
5	Awards/Grants/Prizes	2,000.00	2,100.00	1,000.00	3,690.00		
6	Event Sponsorships	100.00	100.00		4,500.00	330.00	
7	HT Plaque/park improvements	2,794.00	110.00		27.45	88.00	
8	Total Revenue	8,212.55	4,944.60	2,285.10	12,145.99	3,418.00	
9	Expenses						
10	Insurance - Public liability & directors	1,966.40	2,050.28	1,213.00	1,769.76	1,406.16	
11	Event expenses	1,798.34	1,546.15	665.33	3,469.20	4,156.05	^
12	Heritage Toronto Plaque	3,286.79				524.45	
13	Promotion and Partnerships	228.39	530.07		112.44	354.08	^^
14	Other		287.60	14.68	530.71	735.69	^^^
15	Fees - Paypal, bank, other	14.96	20.66	25.69	160.06	149.83	
16	Total Expenses	7,294.88	4,434.76	1,918.70	6,042.17	7,326.26	
17	Change in 1 yr financial position	917.67	509.84	366.40	6,103.82	3,908.26	
18	Year end balance	6,575.23	7,085.07	7,451.47	13,555.29	9,647.03	
19	Allocated funds (HT Plaque; Sr Walks)	3,010.65	3,035.75	2,539.87	6,380.27	2,732.11	
20	Funds available	3,564.58	4,049.32	4,911.60	7,175.02	6,914.92	

Park operations / FGP activities curtailed by Covid as of March 2020

NOTES for 2021-2022

- Includes \$2,000 donation from Canadian Contemporary Dance Theatre
- ** Pollinator Garden grant
- *** City of Toronto payment for Clark Centre soft opening programs
- † Includes costs for Clark Centre soft opening programs
- ‡ Includes incorporation costs as provincial not-for-profit

NOTES for 2022 - 2023

- ^ Includes Pollinator Garden expenses (plants, sign, launch)
- ^^ Includes website renewals, memberships, other events
- ^^^ Includes marketing items: canopy/equipment, guide vests



Special Resolution 1 (Waiver of annual audit):

Motion: To waive the requirement to conduct an independent financial review or audit of Friends of Guild Park's finances for the 2023-2024 fiscal year.

The Board of Friends of Guild Park (FGP) **recommends acceptance of this motion** for the following reasons:

- Under current regulations, not-for-profit corporations with less than \$500,000 in annual revenue aren't required to conduct an annual audit or independent financial review. Last year, FGP's annual revenue was less than \$3,500. A financial audit/review isn't necessary due to the organization's limited revenue.
- The estimated cost of an independent financial review is about \$2,000. This expense would put FGP in a deficit position without a new source of substantial funding.
- Current financial reporting provides FGP members and directors with information required to monitor and manage the organization's operations.

Notes:

- FGP Members are required to approve this Special Resolution each year.
 - To pass, this motion must be approved by at least 80% of eligible FGP members.
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Special Resolution 2 (Proposed By-laws)

Motion: To approve the Proposed By-laws as circulated to FGP members in advance of the 2023 Annual General Meeting.

The Board of FGP **recommends acceptance of this motion** for the following reasons:

- As a provincially-registered not-for-profit corporation, FGP must comply with the Ontario Not-for-profit Act (ONCA)
- After reviewing FGP's original Charter (which sets out FGP's operating procedures), FGP directors updated the operating procedures to comply with ONCA. (Under ONCA, the updated operating procedures are called By-laws),
- FGP's legal counsel, Tatham, Pearson LLP, reviewed the By-laws and determined they comply with ONCA.
- FGP directors voted to bring forward the Proposed By-laws for FGP members to approve at the 2023 AGM
- The full text of the Proposed By-laws, along with supporting material, is available for review by FGP member in advance of the AGM. Members are encouraged to provide comments by email. Members can also comment on the Proposed By-laws at the AGM.

Note:

- To pass, this motion must be approved by a majority of eligible FGP members.



FOR THE 10TH ANNUAL GENERAL MEETING (AGM) OF FRIENDS OF GUILD PARK, THURS. OCT. 26, 2023

Director Qualifications, Election Procedures and Instructions For Balloting

1. Directors serving on the Board must meet the following qualifications:
 - be a minimum 18 years of age and a paid-in-full member of the Friends of Guild Park
 - be of sound mind and mental capacity
 - not have previously been convicted in a court of law of fraud, theft, and/or breach of trust
 - not be an undischarged bankrupt.
2. Each person seeking election to the Board of Directors shall be nominated by at least one member; members may nominate themselves.
3. A Returning Officer shall be selected at the Election Meeting and he/she shall appoint a Deputy Returning Officer and the Deputy Returning Officer shall direct the collection of ballots and supervise the count. Each Nominee may appoint one scrutineer to scrutinize the count.
4. To encourage continuity of service, the terms of office for the initial Board of Directors were staggered so the terms of no more than three directors would expire each year. The term of one current member of the Board of Directors expires as of the 2023 AGM:

Rose Mitchell Spohn (Treasurer) has completed her current term. She is eligible for a three-year term renewal. She has agreed to stand for re-election to the Board of Directors.
5. There are additional vacancies on the Board. One vacancy is for a term that expires at the AGM held in 2024. To fill this vacancy, nominations will be open during the AGM for those qualified. The Board may put forth a nominee/ nominee(s). The second vacancy is designated for a Director appointed by the Guildwood Village Community Association to serve as its representative.
6. If more than two people are nominated and an election proceeds, the nominee gaining the most votes will fill the director position. If no nominations are made at the AGM, the Board may at a future date appoint a Director to fill any vacancies
7. At each meeting of members, every member shall be entitled to one vote if they are entered on the Register on the date of the meeting and their membership dues are paid in full. Balloting is done on a one vote per member basis. Proxy votes are allowed when absent members complete the proxy form (included in this package) and the form is received in time for the AGM.



PROXY AND BALLOT FOR THE ANNUAL GENERAL MEETING (AGM) OF FRIENDS OF GUILD PARK

THURSDAY, OCTOBER 26, 2023 AT THE CLARK CENTRE FOR THE ARTS,

For those members unable to attend the 2023 AGM and wish to designate another person to vote on their behalf at the meeting. Please complete and sign this form, then:

- Send a scan or an image of the completed form to friends@guildpark.ca; or
- Have it brought to the 2023 AGM

To: Friends of Guild Park

1. I am (print your name) _____ a current member of the Friends of Guild Park in good standing.
2. I appoint _____, if present, or failing him or her, the President, to be a proxy (known as the "Proxy") and to attend and vote on my behalf at the meeting of members to be held on October 25, 2023 (known as the "Meeting").
3. The Proxy may vote on my behalf in respect of all matters that may come before the Meeting, including the election of Directors, as I could do if personally present at the Meeting.
4. I revoke all proxies previously given.

Dated this..... day of, 2023 at.....
(date) (month) (location)

Signature: _____

Address: _____