

Hope House Community Hospice Annual & Special Meeting of Members

September 20, 2023 @ 7:00pm

350 Industrial Parkway South, Aurora, ON

MINUTES

Members Present: Sandy Sheridan (Chair), Michael White, Hong Gao, Andrew Hsi, Laurie Calvert, Bryna Rabishaw, Margarete Carr, Heidi Bonner (recorder)

Non-Members Present: Michele Cole, Rhonda Flanagan, Suzie Quan

All materials for the meeting were posted online and made available to all attendees via email. Including: minutes of 2022 meeting, agenda of 2023 meeting, slate of officers, Annual Report, audited financials for the 2022-2023 fiscal year, and Special Resolution of Members Materials: Articles of Amendment, General Operating By-law no. 2, Restated Articles of Incorporation

1. Welcome, Call to Order and Land Acknowledgement:

The meeting was called to order at 7:14pm. Sandy Sheridan welcomed all attending to the 40th Meeting of Members. Sandy introduced and thanked the staff. Sandy thanked the staff for their work over the last year. A review of the agenda had no additions.

2. Adoption of the Agenda:

Sandy reviewed the Agenda and proposed the motion:

Motion #1: BE IT RESOLVED THAT THE AGENDA OF THE 40TH ANNUAL & SPECIAL MEETING OF MEMBERS BE ADOPTED AS CIRCULATED

Moved: Margarete Carr Seconded: Hong Motion carried

3. Approval of the Minutes of September 28, 2022:

There were no changes to the minutes as published. Sandy proposed the motion:

Motion #2: BE IT RESOLVED THAT THE MINUTES OF THE 39TH ANNUAL MEETING, HELD SEPTEMBER 28, 2022 BE APPROVED AS CIRCULATED

Moved: Laurie Calvert Seconded: Margarete Carr Motion carried

4. Presentation of the Annual Report:

Sandy Sheridan presented highlights of the Annual Report and encouraged attendees to review the report in more details. The annual report provides a detailed summary of the past year's accomplishments, highlights client service numbers; involvement in community groups, programs and services and acknowledgement of donors.

5. Treasurer's Report:

Andrew Hsi provided a summary based on the audited financials for the 2022-2023 fiscal year. He summarized the Treasurer's Report from the 2022-2023 Annual Report. Andrew proposed the motion:

Motion #3: BE IT RESOLVED THAT THE AUDITED STATEMENTS FOR THE 2022-2023 FISCAL YEAR BE ACCEPTED AS CIRCULATED

Moved: Michael White Seconded: Margarete Carr Motion carried

6. Appointment of the Auditor

Andrew Hsi then proposed a motion to reappoint the auditors Hogg, Shain & Scheck for the financial year 2023-2024.

Motion #4: BE IT RESOLVED THAT HOGG, SHAIN & SCHECK BE APPOINTED AS AUDITORS FOR THE 2023-2024 FISCAL YEAR AND THAT THE BOARD OF DIRECTORS SHALL DETERMINE REMUNERATION OF THE AUDITORS

Moved: Hong Gao

Seconded: Bryna Rabishaw

Motion carried

7. Presentation and Election of the Directors.

Sandy introduced the slate of directors. Board members were called individually. Sandy then presented the slate of Directors for the year 2023-2024 and proposed a motion.

Motion #5: BE IT RESOLVED THAT THE SLATE OF DIRECTORS AS PRESENTED FOR THE 2023-2024 FISCAL YEAR BE APPROVED

Moved: Laurie Calvert

Seconded: Bryna Rabishaw

Motion carried

8. Special Resolution of the Members: Approval of Articles of Amendment, General Operating By-Law No. 2 & Restated Articles of Incorporation.

Michael provided information regarding the process to bring Hope House Community Hospice in compliance with the Ontario Non-for-Profit Corporations Act and the actions taken to date.

Motion #6: BE IT RESOLVED BY SPECIAL RESOLUTION OF THE MEMBERS THAT:

1. THE ARTICLES OF AMENDMENT AND RESTATED ARTICLES OF INCORPORATION, AS CIRCULATED TO THE MEETING, ARE APPROVED AND CONFIRMED.
2. GENERAL OPERATING BY-LAW NO. 2 OF THE CORPORATION, AS CIRCULATED TO THE MEETING, IS APPROVED AND CONFIRMED TO REPLACE GENERAL OPERATING BY-LAW NO. 1.
3. IN THE EVENT THAT IT IS NECESSARY TO MAKE ANY MINOR AMENDMENTS TO THE ARTICLES OF AMENDMENT, RESTATED ARTICLES OF INCORPORATION, AND/OR GENERAL OPERATING BY-LAW NO. 2, ANY TWO DIRECTORS OF THE CORPORATION ARE AUTHORIZED TO MAKE SUCH MINOR AMENDMENTS SUBJECT TO FIRST OBTAINING ADVICE FROM LEGAL COUNSEL FOR THE CORPORATION.
4. ANY TWO DIRECTORS OF THE CORPORATION ARE AUTHORIZED TO SIGN THE ARTICLES OF AMENDMENT, RESTATED ARTICLES OF INCORPORATION AND GENERAL OPERATING BY-LAW NO. 2 ON THE CORPORATION'S BEHALF, AND TO SUBMIT THEM TO SUCH GOVERNMENTAL AUTHORITIES AS MAY BE NECESSARY

Moved: Andrew Hsi

Seconded: Sandy Sheridan

Motion carried

9. Adjournment

Sandy proposed the motion to close the meeting after thanking attendees

Motion #6: BE IT REVOLVED THAT THE 39TH ANNUAL GENERAL MEETING OF HOPE HOUSE COMMUNITY HOSPICE BE ADJOURNED

Moved: Laurie Calvert

Seconded: Michael White

Motion carried

Meeting was adjourned at 7:45pm