

**Nature Vancouver 100<sup>th</sup> Annual General Meeting**  
**April 26, 2018, 7:30 pm**  
**Unitarian Centre**

**DRAFT MINUTES**

**Welcome**

Meeting called to order by President Bill Kinkaid: 7:48 pm.  
Quorum was confirmed.

1. Approval of the agenda  
Moved/Seconded: Colin Clasen/ Jude Grass unanimous
2. Approval of the 99<sup>th</sup> Annual General Meeting minutes from April 27, 2017.  
Moved/Seconded: Cynthia Crampton/Shelia Byers unanimous
3. President's Report, Bill Kinkaid

VNHS founded in 1917 by John Davidson (picture of John Davidson at 1920 camp). VNHS was founded by John Davidson in 1918 and it's a privilege for me to be President for part of the centennial year. Nature Vancouver will be the subject of an exhibition at the Museum of Vancouver this summer and there'll be a chance to see many of these photos like this one of John Davidson in Garibaldi in 1927. I love to look at old photos from those days and over the past century and imagine the experiences they had enjoying the scenery and learning about nature just like us, and I like to think that fifty or a hundred years from now our descendants will be enjoying photos of us today using whatever technology they'll have then.

Last year I reported on a few major projects in the works which have now come to fruition. We now have an active Botany Section Committee which has completed its first "season" successfully, with growing attendance at their Botany evening programmes and more botany oriented field trips. The committee decided that they would operate with a revolving chair rather than having one person as head, and they're working very well together as a team.

At this 2018 AGM we will approve a new Constitution and Bylaws in accordance with the new BC Societies Act. The revision committee considered several different strategies, but had a consensus to do a full rewrite of the bylaws. It's taken several meetings, hundreds of emails involving the committee and the board, and I won't pretend that there wasn't some discord and controversy. However we now have an up to date set of bylaws for tonight. Thanks to the committee members, particularly Harry Crosby with his legal background and knowledge but also Helen Aqua, Daphne Nagorsen, and the committee chair Jeremy McCall.

About a month ago our new website finally went live and everyone I've talked to thinks it looks great. There will be bugs to iron out but we now have a new site on a more stable, reliable and user-friendly platform. Daphne has put in countless hours of work coordinating and planning the changeover, with assistance from committee members Helen, Denis Laplante and myself, and

new website coordinator Harvey Dueck. And from outside the society from Mike Jerowsky who did most of the technical work and Natalia Pisarek who worked on content and layout.

In a couple of weeks Nature Vancouver hosts the Annual General Meeting and Conference of BC Nature at UBC. Registration is going very well and we have an excellent program of field trips and speakers ready to share our knowledge with naturalist friends from across the province. A committee led by Bev Ramey has had multiple meetings and spent huge amounts of time exploring venues, dealing with caterers and various other contacts, planning programmes and communications, and a huge volume of other work to make this happen.

Once again I would like to thank our many volunteers, especially the other board members I've had the pleasure of working with in the past year and the thirteen years before that. I also want to give a special shout-out to a group of people who don't usually get the recognition they deserve: the spouses and partners of board members and committee members, who patiently let us spend our time in meetings, on phone and email, and listen (or maybe rather avoid listening) to us going on about things. So thank you to Ruth, Karen, Sue, Al, Jerome, Bill, Murat, and Cheryl (and apologies if I've missed anyone) and other "committee widows/widowers".

So here I am, moving on after fourteen years on the board and two years as President. My very first involvement with VNHS/Nature Vancouver began back in 1991; I felt very much in awe of the knowledge and experience everyone had back then, and it's hard to believe how far I came and how much I've learned. There have been a lot of stressful times, but I've had many great experiences and made some very good friends and most of the time I've spent has been positive. I've been gradually backing off most of my commitments, and moving on in a couple of other directions, but you'll still see me at many presentations and on the trail.

Thank you for this opportunity to serve.

#### 4. Treasurer's Report, Jeremy McCall

The financial statements have been approved by the Board of Directors and reviewed by Reid, Hurst, Nagy Inc.

Jeremy reviewed the summary of the financial statements that was distributed to AGM attendees and answered questions about the summary. Major points of the summary included Nature Vancouver finishing with a loss in the core operations which is part of a developing trend.

Questions were asked about the intention of the Directors with respect to the Endowment Fund and the use of the interest to support our core operations, especially the sections. It was suggested by Ron Long that a more dynamic approach to the Endowment Fund be considered, including capping the Fund. Questions raised about our investments and if they are ethical investments.

Motion: To receive the financial statements for the year ending December 31, 2017.

Moved/Seconded: Jeremy McCall/Elena Klein

unanimous

5. To authorize the directors to conduct a review engagement of the financial statements for the year ending December 31, 2018. (Jeremy McCall)  
Moved/Seconded: Jeremy McCall/Gail Kenner unanimous

Jeremy clarified what a review engagement involved.

6. Consitution & Bylaws Revision, Jeremy McCall

Whereas the Society is required to make certain changes to its bylaws to comply with the 2015 BC Societies Act (the Societies Act) by November 28, 2018, and

Whereas the Board of Directors established a Bylaws Committee to review the current bylaws, and

Whereas the Bylaws Committee prepared a revised version of the bylaws to include changes required by the Societies Act and certain other amendments, and

Whereas the Board of Directors has approved the 2018 Constitution and Bylaws as submitted by the Bylaws Committee;

Therefore be it resolved that the Society's members adopt the 2018 Constitution and Bylaws in the form circulated to members with the Notice of Annual General Meeting and take all steps necessary to transition the Society to comply with the Societies Act and, when the transition is completed, file the 2018 Constitution and Bylaws with BC Registries.

Moved/Seconded: Jeremy McCall/Stephen Partington [as amended]  
unanimous

Be it resolved that the bylaws be amended as presented and the amended bylaws be approved.

Moved/Seconded: Jeremy McCall/Cynthia Crampton unanimous

Approval of the amended bylaws: unanimous

Jeremy gave the background of the bylaw revisions, triggered by the change from the *BC Society Act* to the *BC Societies Act*. The Board of Directors decided that we would do a full revision of the bylaws rather than the minimal changes required to comply with the new *Act*. The Bylaws Committee was comprised of Jeremy McCall, Harry Crosby, Helen Aqua, Daphne Nagorsen, and Bill Kinkaid.

Questions were raised about member access to Society records, the restriction of access to the member registration list and the exceptions allowed by the *Societies Act*.

Jeremy provided clarifications requested for three of the bylaws amendments.

7. Electing the Society directors, Cynthia Crampton

Nominations Committee consisted of: Cynthia Crampton, David Cook and Bill Kinkaid.

Nominees:     Jeremy McCall  
                  Bev Ramey  
                  Jude Grass  
                  Joan Lopez  
                  Nigel Peck  
                  Colin Clasen  
                  Angela Bond  
                  Janet Snell  
                  Angela Liu  
                  Harvey Dueck

To accept the slate of nominees for the 2018-2019 Board of Directors.  
Moved/Seconded: Cynthia Crampton/Eva Nagy                     unanimous

8. Other business

Dan Overmyer raised the issue of the Conservation Committee as the Committee has disappeared. Dan would like to see the Committee revived.

Adjournment

Motion to adjourn the meeting.

Moved/Seconded: Al Grass/Maura Ccochachi                     unanimous

Meeting adjourned: 9:03 pm.

Recording Secretary: Daphne Nagorsen