

3.3 Barriefield Rock Garden

In attendance representing the Rock Garden was Ron Peterson. He thanked the Board for their past support of the garden and mentioned how essential it is for the operation of the garden. About \$1000 comes from individual donations and the rest comes from PCBF. The Rock Garden is asking for \$6,000 this year. J. Uliana asked for questions. B. McConnell asked who owns the land. Ron replied that the Dept. of National Defence and the City of Kingston own the land. F. Ivimey asked Ron if he had been able to put together expenditures from last year. Ron explained that it was in the proposal. F. Ivimey also questioned about who the cheque should be made out to. F. Ivimey would prefer to write the cheque to the Barriefield Rock Garden instead of to an individual.

3.4 John Machin Soccer Fields

In attendance representing the soccer fields was Dave Menard. He explained that they are looking for money to change the nets on the John Machin soccer fields. J. Uliana asked for questions. J. Wilson asked if the nets could be removed from there if they had to since they are portable. Dave responded that they are made of tubular steel, staked into the ground and are fairly heavy. They could be moved but it would take a few men to do this. F. Ivimey asked who would own the nets. Dave said that the City of Kingston would own them. F. Ivimey asked if they could be paid for by the City of Kingston to save the GST and then reimburse the City. Dave noted that included in the proposal was \$674 to remove the nets but the city said they would look after that so it will be slightly less. J. Uliana asked Dave to send him an email with the new revised amount.

3.5 CNIB

Unfortunately Sabrina Howe was unable to attend to represent the CNIB so she sent 2 representatives, Rick Farndon and Armondo Delgobbo. Armondo explained about the new support group they have called New Horizons New Dreams. They run an 8 week program 2 hours/week for people that have just been informed that they are blind. The program helps them learn the daily living skills to get through their daily life. J. Uliana asked for questions. L. Foster asked how many programs they run a year. Rick responded that they have one in the spring and one in the fall. It is restricted to 8-12 people that are blind but there is no restriction on the number of significant others that can attend. J. Uliana questioned that their budget is about \$6,200 but are only asking for \$1,000. They explained that they will raise the rest of the funds themselves.

3.6 St. Mark's Church

In attendance representing the church was William Patterson. He was joined by two of the wardens from the church. William explained that they are looking for help with

the reroofing of the church. They are requesting \$10,000 which will be matched by two parishioners who will each make a special one-time gift of \$5,000.

3.7 Point St. Mark Playground

B. McConnell spoke on behalf of the Point St. Mark playground. He explained that the park serves as a focal point for the community and that it would be nice to have a play structure there intended for the older children ages 5 through 12. They are asking the PCBF for \$35,000 towards the structure. J. Uliana asked for questions. F. Ivimey asked about the location of the park and also whether or not the structure could be paid by the City of Kingston and then the cheque paid to them so that the GST could be saved. B. McConnell responded that the park is just as you turn onto Point St. Mark and also that yes the City of Kingston would pay. B. McConnell also reported that the city will contribute \$10,000 - \$15,000 in kind. J. Uliana asked how much the neighbourhood could commit. B. McConnell replied that they had no specific commitment at this point but he felt there would be a willingness to fundraise.

Before moving on to item 4 on the agenda, J. Uliana had L. Anderson read the death announcement for Rae Stoness. Rae who was a current member of the Board passed away on January 25, 2006. The Board decided that they should send a card and also make a donation in memory of Rae.

A motion was made by J. Szumlanski that a donation of \$100 in memory of Rae Stoness be made to the Kidney Foundation. Seconded by L. Foster. CARRIED.

4. Approval of Agenda.

J. Szumlanski asked that Board meetings and review of the bylaws be added under item 11. J. Wilson would like to see access to the building also added to the agenda.

A motion was made by A. Levac that the agenda be approved as amended. Seconded by J. Szumlanski. CARRIED.

It was decided to discuss Item 11 so that Eric Bennett could be dismissed after the discussion.

11. Solicitor

11.1 Membership List and Alternatives

J. Szumlanski discussed the membership list and how inaccurate it is. He also explained how it could make the proxies invalid since they are compared to the membership list. They asked Eric for any legal suggestions. He responded that the requirement under the Act says that the Board needs to maintain an accurate and up to date list of all the members. He noted that due to the size of the membership the

administrative costs of doing this could be substantial. L. Foster suggested that maybe the Board could hire some summer students to get the list updated. J. Wilson added that within a week it becomes out of date. Eric suggested that it be kept up on an annual basis.

A motion was made by B. McConnell that a committee be established to recommend a course of action to deal with the membership list and proxies. Seconded by J. Szumlanski. CARRIED.

11.2 Proxies

Discussed above.

11.3 Meetings of the Board of Directors and By-Laws

J. Szumlanski referred to Paragraph 11 of the By-Laws. He asked Lawyer Eric Bennett to explain the By-Law. Eric explained that 14 days notice needs to be properly given to all directors in order for the meeting to be valid. If a meeting is called with less than 14 days notice then every director would need to waive the notice requirements in order for the meeting to be valid. This would be the 1st item of business at that meeting. If a director was not in attendance at the meeting, the Board should ensure that the notice requirement was being waived by that Director.

J. Szumlanski also questioned Paragraph 21 of the By-Laws where it refers to the President. It was explained that the President and Chair are the same person in our case.

It was noted that the amendment that was made to the By-Laws at the last AGM has not been added to the By-Laws. L. Anderson will forward this to J. Uliana to be added to the By-Laws.

A motion was made by L. Foster that at the AGM we present a By-Law amendment that the Board meetings will be open to the public except for in camera sessions. Legal council will draw up the amendment. Seconded by J. Szumlanski.

F. Ivimey spoke against the motion stating that a group of 30 or 40 people could crowd around the room and this could have an influence that night on the meeting. B. MacAdoo also spoke against the motion stating that we can only spend up to a certain amount on projects and anything over that goes to membership, therefore questioning why we would need to have public meetings.

L. Foster responded that it is a dangerous situation to leave it the way it is currently. She felt that it is public money therefore the public should have the right to attend.

J. Uliana called for a vote. 4 in favour and 4 against. J. Uliana voted to break the tie and voted in favour of the motion. Therefore the motion was carried.

L. Anderson will send a copy of the motion to Eric so that he can draw up the amendment.

B. McConnell asked about the committee meetings being open to the public. The Board asked Eric for his comments. He responded that the Board needs to determine whether or not the topics being discussed relate to items that would properly fall under in camera guidelines. For example, Committee meetings may involve discussions about identifiable individuals or property matters. In addition, it is not always practical to invite the public to Committee meetings since they are sometimes held in Board member's homes and there is no regular meeting schedule. All Committee decisions come back to the full Board for approval, and the Board is proposing that the Board meetings would be open, subject to specific in camera requirements.

5. Approval of Minutes – October 16, 2006

A motion was made by J. Wilson that the minutes of October 16, 2006 be adopted. Seconded by J. Szumlanski. CARRIED.

6. Election of Vice Chair

J. Uliana called for nominations for Vice Chair.

B. MacAdoo nominated B. McConnell. B. McConnell declined.

F. Ivimey nominated J. Szumlanski. J. Szumlanski accepted. A motion was made by F. Ivimey that J. Szumlanski be Vice Chair. Seconded by L. Foster. There were no other nominations. B. MacAdoo moved that nominations be closed. Seconded by F. Ivimey. CARRIED.

7. Committees and Confidentiality

J. Uliana mentioned that a situation had occurred where a member had discussed a proposal outside of the committee. J. Uliana stressed the importance that when we talk about these applications we treat them in a confidential matter.

8. Committee Chairs

J. Uliana went over the members on each committee.

G. Sutherland needs to be replaced on the Investment Committee. J. Uliana will replace G. Sutherland.

J. Uliana asked for volunteers for Membership List & Proxies Committee. B. McConnell and J. Szumlanski asked to be on this committee. A. Levac will be approached by J. Uliana about also sitting on this committee.

9. Pecuniary Interest/Conflict of Interest

This item should be moved to the beginning of the agenda.

B. McConnell declared his conflict of interest with the 2 proposals that he is involved with.

10. Business Arising from Minutes

10.1 Web Page

J. Szumlanski noted that there are some things that need to be removed from the website that will improve the professional image. The cost for this per year would be \$42.

A motion was made by L. Foster that the \$42 be paid so that we can delete these items from the website. Seconded by J. Wilson. CARRIED.

10.2 Application Process 2007

J. Szumlanski distributed the election process that will be put on the website. L. Foster suggested that it be put into simpler language for the website. J. Szumlanski will make changes and bring back to the Board at the next meeting.

10.3 Annual General Meeting

J. Uliana reported that a Nominating Committee needs to be established. John Wilson, Joyce MacLeod-Kane and Bill MacAdoo will be on this committee. J. Uliana will approach George Sutherland about also being on the committee as Past President.

It was decided that the Annual General Meeting will be on Wednesday April 25, 2007.

12. Reports

12.1 Chair

J. Uliana reported that a receipt for \$25,000 had been received by the Grand Theatre. We also received a big thank you from Market Square.

The Projects Committee will be having another meeting.

The Scholarship Committee had met and B. McConnell mentioned that the application forms are being rewritten. B. MacAdoo felt that the principals of the

schools are only approaching the students that are planning to attend at the university level. B. McConnell agreed and noted that hopefully the revised application forms will help with that. J. Wilson explained that now there are 4 criteria that are being looked at equally. They are academic, community, sports and volunteering.

B. McConnell will forward the new forms to L. Anderson who will send them out with the minutes.

12.2 Vice Chair

No report as discussed in 12.1.

12.3 Treasurer

F. Ivimey reported the following items that needed to be paid.

Thomson, Jemmett \$8,232.84 (liability insurance for directors)

Lisa Anderson \$388.37

The Whig Standard \$437.25

Kidney Foundation \$100.00

Kingston Frontenac Public Library \$27,000

A motion was made by F. Ivimey that the expenditures above be paid. Seconded by L. Foster. CARRIED.

F. Ivimey noted that J. Szumlanski needs to go to the bank to get on the signing list. He will need to take a copy of the minutes.

F. Ivimey distributed a draft copy of the financial statements. He explained that it was missing the Library payment of \$27,000. He reported that the unrestricted funds would be approximately \$169,000 less the \$27,000.

12.4 Secretary

On behalf of Secretary Anne Levac who had to leave the meeting early, L. Anderson reported that 3 thank you letters had been received from the bursary winners from St. Lawrence College.

12.5 Investment Committee

F. Ivimey reported that the Investment Committee had met on January 8, 2007. Bob Joyce and Josée Thériault from RBC also came to the meeting. L. Anderson will send out the minutes from the Investment Committee to all the Board members. The motions from the Investment Committee were brought to the Board. F. Ivimey

explained that the first step will be to get the policy in place with the help of RBC and the second step will be to decide who the brokers are going to be.

13. New Business

13.1 Scholarship

Discussed above.

13.2 Other

J. Wilson felt that the Board should have been warned about the access to the building and that we should have been given a key to another door for entrance into the building or have met elsewhere.

14. Next meeting - Monday February 19, 2007

15. Adjournment

A motion was made by F. Ivimey that the Pittsburgh Community Benefit Fund Board of Directors Meeting be adjourned at 11:46 pm. Seconded by J. Wilson. CARRIED

John Uliana, Chair

Anne Levac, Secretary