

**PCBF Annual General Meeting
April 22, 2009
LaSalle Secondary School
7:00 p.m.**

Board members present: John Wilson, Chair
Jean Cooper, Vice-Chair
George Sutherland, Secretary
Jeff Szumlanski, Treasurer
Leonore Foster, Councillor, Pittsburgh District
Joyce MacLeod-Kane, Councillor, Countryside District
Bryon McConnell
Peter Dunnett
Hazel Lloyd

Also in attendance: Eric Bennett, Solicitor for the Board
Bruce Hoskin, CIBC Wood Gundy
Vicki Leakey, Auditor, KPMG
Laney Hurdle, Kingston Parks and Recreation
Dawn Ellis-Thornton, Administrative Assistant

1. **CONFIRMATION OF QUORUM AND CALL TO ORDER**

The meeting was called to order at 7:14 p.m. by Chair John Wilson who declared that there was a quorum (25+ members) in attendance.

2. **OPENING REMARKS**

Chair Wilson welcomed all in attendance, and introduced the Board solicitor, auditors, and scrutineers for the evening (Anne Levac, John Uliana and Gary Bullock). A special thank-you was extended to the principal of LaSalle Secondary for the use of the meeting space and set up.

The PCBF Board was successful in managing the fund prudently, and providing transparency by posting relevant information on the website. Dr. Wilson spoke to the agenda item regarding the soccer field motion, and advised that the PCBF fund is in a position to service both the soccer proposal as well as continue to fund grants and scholarships. The Board supports this motion as a win-win project, giving back to the former Pittsburgh Township community.

Over \$70,000 in grants and scholarships were awarded last year. The PCBF Board approved the following amounts within the unrestricted funding envelope:

- Up to fifteen (15) Secondary School Scholarships, \$1,000 each \$15,000
- Joyceville Women's Institute Seniors Christmas Dinner (Dec 2009) \$2,555
- Pittsburgh Women's Institute Seniors Valentine's Dinner (Feb 2010) \$2,500
- Barriefield Rock Garden Improvement and Maintenance \$6,000
- Point St. Mark Playground equipment \$45,000

A record number of nominees competed for the five (5) vacant positions. Chair Wilson thanked the current board for their hard work and dedication over the past year.

3. **ADOPTION OF AGENDA**

Motion by: George Sutherland
Seconded by: Amanda Milliken
THAT the agenda be adopted.

CARRIED

4. **MINUTES OF 2008 ANNUAL GENERAL MEETING – APRIL 23, 2008**

Secretary George Sutherland read the minutes of the 2008 AGM.

Motion by: John Uliana
Seconded by : Charlotte Dorn
THAT the minutes be approved as read.

CARRIED

5. **BUSINESS ARISING FROM MINUTES**

There was no new business arising from the 2008 minutes.

6. **COMMENTS FROM CANDIDATES FOR BOARD**

Four-hundred and eighty-eight (488) proxies were received and seventy-five (75) members were in attendance at the meeting, for a total 563 votes.

As John Wilson is also a candidate for the Board, the Chair was passed to the Vice-Chair, Jean Cooper, for the next part of the meeting.

There were five positions to be filled on the Board – 3 for three years and 2 for two years. The successful candidates will be given their choice of term in order of the number of votes received. Candidates were: Dave Campbell; Jeff Hook; William Keeler; Savas Kekkas; Hazel Lloyd; Kathleen Moulton; Mark Murphy; Gary Shultz; Edward Webb; and John Wilson

Each candidate was given an opportunity to briefly address the membership.

7. **VOTING FOR NEW BOARD MEMBERS**

A break was called in the proceedings to provide an opportunity for everyone to vote for up to five candidates for the Board of Directors. The meeting resumed at 8:15 p.m.

8. **2008 FINANCIAL STATEMENTS**

Treasurer Jeff Szumlanski presented a brief history of the fund since 1998, and a review of how the fund works. In 2000, the Board passed a motion to internally restrict the principal, which now sits at approximately \$4.152 million. Looking back at past financial figures, graphs were presented which showed that since the Fund was established, the total investment revenue, which is affected by inflation, has varied between 150K and 200K. Fixed administrative expenses (insurance, legal fees, payment of auditors, etc) remain relatively stable from year to year at approximately \$30K to \$35K. The balance remaining is available to fund projects and scholarships. Grants are dependent on the viability of the project, submission and how different Directors on the Board interpret the grant criteria from year to year.

At December 31, 2008, the fund had approximately \$4.38 million in assets. The audited statements for 2008 were discussed. Copies were made available at the meeting for member review and were posted on the website in advance of the meeting.

In 2008, the Board was authorized to spend \$115,548. Interest of \$97,325 was put back to recapitalize for inflation. \$53,472 was spent in scholarships and grants, leaving a surplus of approximately \$103,000 over what was brought in through investments.

Looking ahead to 2009, financial estimates show the unrestricted budget at \$115,548. The Board has approved \$15,000 for scholarships, \$56,055 for grants, \$1,000 for a memorial plaque for Bill Robb, leaving a balance \$43,493 left at its discretion to spend in fiscal year 2009.

The Treasurer addressed the soccer field motion and advised that the cash contributions by the PCBF will be based on five equal payments over five years beginning October 30, 2010. The

PCBF would also save approximately \$3,700 annually in land taxes after the land has been transferred to the City. The Board has continued to recapitalize the Fund in compliance with the motion passed in 2000; and, based on financial estimates, it is confident that the PCBF can both fund the soccer fields proposal and minimize the financial impact to the Fund. Because of this, the Board believes this is a worthwhile community project which will make a substantial community investment in the East end of Kingston.

The Treasurer responded to questions from the floor about the financial viability of the fund, given the current economic climate. He advised that if the amount of unrestricted funds decreases substantially, the ability to fund other projects would be hampered, however, the Board could choose not to recapitalize for one year. Other non-profit Boards of Directors have elected to make this decision to ensure community funding is still available during this period of financial turbulence.

Motion by: Savas Kekkas
Seconded by: Pete Fortier
That the Treasurer's Report be accepted.

CARRIED

9. **AUDITOR'S REPORT AND APPROVAL OF AUDITOR'S REPORT**

Vicki Leakey of KPMG presented the auditor's report, stating that the report was consistent with prior years and identified the financial position of the fund as of December 31, 2008. Ms. Leakey reported that all financial statements were in order and there were no matters to bring to the Board's attention.

The membership questioned why the audited statements do not include any information about investments. Chair Wilson advised that the Investment Policy is not part of the auditor's report and is posted on the website.

Motion by: Leonore Foster
Seconded by: Joyce MacLeod-Kane
THAT the auditor's report be approved.

CARRIED

10. **APPOINTMENT OF AUDITORS**

Motion by: Pete Fortier
Seconded by: Savas Kekkas
That KPMG be appointed as auditors for 2009.

CARRIED

11. **PRESENTATION FOR SOCCER FIELDS**

George Sutherland provided a brief history of the soccer fields project to date. As a result of the motion from the last AGM, a sub-committee was struck and numerous meetings were held with representatives from the City, with a goal to bring a draft agreement back to Board. Unfortunately, the project "got lost" due to staffing changes both at the City and within the Board of Directors. Mr. Sutherland was asked to work on the Committee earlier this year, and has since worked with the City representative, Laney Hurdle, towards preparing a draft agreement. This draft document will be presented to a City sub-committee tomorrow, as well as to the PCBF membership tonight. The goal of this agreement is to ensure the soccer fields are in place for the use of youth in the former Pittsburgh Township.

Laney Hurdle, Director of Recreation and Leisure made a presentation to the membership. She advised that the draft agreement will be presented to the Arts, Recreation and Community Policies Committee on April 23rd and to City Council in May. Ms. Hurdle provided the membership with background on the current situation with regards to soccer fields in the Greater

Kingston area, and how there is not enough capacity for the demand. Based on research, John Machin Park is the only location where the City can expand to international sized fields. Highlights of the agreement would see the PCBF donating \$500,000 in the form of \$133,000 in land the first year, and a cash contribution of \$367,000 over a five year term starting in 2010. The City will complete the construction of the fields, and will be responsible for parking and field maintenance. Details of project budget and the conceptual plan were discussed.

In the discussions that followed, there were questions about the inclusion of washroom and club facilities, as well as lighting for night games. Ms. Hurdle advised they were not included at this point, but could be added on in the future, possibly in co-operation with a funding partner. She also advised that Public Works staff would be responsible for park maintenance. Concerns about parking facilities were also raised and addressed.

A concern was raised that the City has significant infrastructure issues that should be dealt with first. Ms. Hurdle advised that in the City's operating plan, there is a specific allocation dedicated solely to parks and recreational use. She informed that the Capital Budget for 2009/10 has not yet been approved, and that City Council will be discussing the capital budget in June.

George Sutherland advised the membership that the motion needs AGM approval for the project. All negotiations are subject to both the PCBF and the City receiving their respective approvals before the project can go forward.

12. **MOTION: APPROVAL TO FUND SOCCER FIELD FACILITY IN THE ST. LAWRENCE BUSINESS PARK**

A ballot vote for the motion was requested by Councillor Joyce MacLeod-Kane.

Motion by: Jeff Szumlanski
Seconded by: George Sutherland

Whereas the Board of the PCBF requested and received the membership's permission to proceed with negotiations with the City of Kingston with respect to retention of, and making improvements to, the current John Machin fields within the St. Lawrence Business Park;

And Whereas the motion allowed the Board to negotiate to spend up to \$500,000 inclusive of the value of the current lands owned by the PCBF in the St. Lawrence Business Park;

And Whereas the result of the negotiation were to be brought back to the membership for approval;

And Whereas the membership has considered the information provided by the Board;

Now Therefore the Board is hereby authorized to:

Spend up to \$500,000, inclusive of the value of the land owned by the PCBF in the St. Lawrence Business Park, towards the improvements necessary to facilitate the joint efforts by the PCBF and the City of Kingston towards improvements to, but ensure the availability of, the lands for soccer fields and other complimentary recreation related uses.

13. **VOTE ON MOTION**

A break was called in the proceedings for the vote. The meeting resumed at 9:44 p.m.

14. **VOTING RESULTS AND INTRODUCTION OF NEW BOARD MEMBERS**

The following members were elected to the Board of Directors of the PCBF. The elected members are listed in order of number of votes received, with their choice of term of office indicated beside their name.

Gary Shultz – 3 year term
John Wilson – 3 year term
Dave Campbell – 3 year term
Savas Kekkas – 2 year term
Mark Murphy – 1 year term

Motion by: Savas Kekkas
Seconded by: Peter Dunnett
THAT the ballots be destroyed.

CARRIED

The Vice-Chair passed the meeting back to Chair John Wilson.

Chair Wilson announced the results of the soccer field motion vote at 445 for and 77 against, for a total of 522 votes. The motion as proposed is carried.

15. **OTHER BUSINESS**

Notice of motion was given that the Board commit funding to four (4) traditional community projects namely Pittsburgh Women's Institute Seniors Dinner (\$3,000), Joyceville Women's Institute Dinner (\$3,000), Barriefield Rock Garden (\$6,000) and the Sheepdog Trials (\$10,000) with amounts increased annually according to the CPI. A formal motion will be submitted.

16. **ADJOURNMENT**

Motion by: Gary Shultz
Seconded by: Savas Kekkas
That the meeting be adjourned at 9:50 p.m.

CARRIED

John Wilson, Chair

George Sutherland, Secretary