

**LAKE CLEAR PROPERTY OWNERS ASSOCIATION**  
**ANNUAL GENERAL MEETING**  
**August 29, 2020**

**SEBASTOPOL HERITAGE**  
**AND HISTORICAL SOCIETY CENTER**  
**OPEONGO ROAD**

**DRAFT MINUTES**



Attendance: **48** Voting members  
2/3 majority to pass By-Laws (32)  
80% to approve the waiving of an audit (38)

9:05 – 9:10 am President’s Opening Remarks Judy Bates

This is my third year as President and it reconfirms the need to move forward with advocacy, lobbying, and partnerships; especially in the area of the environmental and water protection. We know that surrounding lakes have faced environmental and development challenges. Zebra mussels have been found in Lake Clear, Lake Dore has blue-green algae, and other invasive species (plants, insects [gypsy moths] and aquatic) are a concern and threaten the health of our water and surrounding environments. One of our primary concerns has been unregulated development and we continue to pursue a consultative and participatory approach to addressing the issue. The continuing challenge of unresponsive local government is frustrating and highlights the need for a coordinated, science-based, action-driven plan to protect our lake. The LCPOA has very limited funds to address these issues. We have many dedicated volunteers working on various committees, but not nearly enough resources to affect meaningful change. We have seen too many examples of emergency mitigation after the fact, and not enough proactive action. Please volunteer to help.

9:10 – 9:13 am Awarding of the Jacquie Lecuyer Environmental Scholarship Jean Davies

Recipient: Sage Haggarty  
Attending: Simon Fraser University, British Columbia  
Global Environment Systems program

9:13 am

Call to Order

Judy Bates

- Conscious of bad weather so commitment to keep the meeting short
- Emphasized that association documents and policies are reflective of feedback from the survey, emails and conversations with members
- Recognized the contributions of members who volunteer in many ways
- Recognized the valued contribution of Paul Beanish who completed term as Chair of Internet Committee
- Reminded members that there are still Shore Reps needed and a vacancy for Treasurer
- After personal reflection Judy announced that this would be her last year as President and encouraged others to think about joining the Board

9:15

### **MOTION #1**

Moved: Bob Peltzer

Seconded: Philip Lancaster

Motion to immediately proceed to the election of officers and then adjournment.

#### Discussion

- Members felt they had taken effort and time to come, particularly in the bad weather, and wanted to continue with the agenda items
- Member felt it was crucial to discuss the audit, so it was suggested that the motion include waiving the audit.
- Member wanted clarification before any voting regarding how many votes a member had when they owned more than one property and purchased more than one membership.
  - Judy and Larry Crossan (lawyer working with Board to understand the Ontario Corporation Act) agreed that one person had one vote, but if a spouse had separate deeded property then the spouse would have their own vote.

Motion Not Carried

Votes for: 7

Votes against: 37

9:20 am Adoption of the Agenda

**MOTION#2**

Moved: Colleen Beanish

Seconded: Liz Shultz

Motion to accept the Agenda for the 2020 Annual General Meeting.

Motion Carried

9:22 am Approval of the 2019 Annual General Meeting Minutes  
(separate document attached to the AGM email)

**MOTION #3**

Moved: Bob Peltzer

Seconded: Janet Smith

Motion to accept the 2019 Annual General Meeting Minutes as written with the amendment to include clarification for item #9.

Discussion

- Member asked that the specific clarification for item #9 on the 2019 minutes be included. The clarification would now include the statement that ad hoc committees could be established by the Board of Directors and not necessarily at an annual general meeting.

Motion Carried

9:25 – 9:30 am Questions related to Board Reports

Although invited to ask questions, no one did so.

9:30 – 9:45 am Approval of the Financial Report Karen Jerome  
(separate document attached to the AGM email)

**MOTION #4**

Moved: Karen Jerome

Seconded: Carolyn Desjardins

Whereas the LCPOA members have been presented with the annual financial report , Be It Resolved that the report be accepted.

#### Discussion

- Member inquired about how scholarship funds were tracked
- Karen explained that all of the monies for the association have always been kept in the one bank account, but there is a separate spreadsheet to track the money raised for the scholarship and the disbursement of money related to it.
- Member asked for confirmation that our FOCA fees have gone up this year. Yes
- Karen shared that if we cancel our membership with FOCA, then our insurance goes up.
- Individual members can also benefit from membership in FOCA.
- Member asked if we should increase our membership fee.
- While there have been discussions concerning raising fees, many felt that this year, with the Covid19 concerns and considerations, was not the year to bring that discussion to the membership.

Motion Carried

9:45 am

Motion to Waive the Appointment of Auditor

#### **MOTION #5**

Moved: Karen Jerome

Seconded: Bob Peltzer

Whereas the Corporations Act, R.S.O. 1990, c. C.38 allows that “Members of a corporation may pass an extraordinary resolution to not appoint an auditor and to not have audit in respect of the corporation’s financial year if the corporation had annual revenue in that financial year of no more that \$100,000...”, and Whereas the LCPOA provides detailed accounting of revenue and expenditures, and Whereas the cost of an audit is approximately \$2,000 - \$3,000, and Whereas the cost of such would have to be passed on to the members, Be It Resolved that the LCPOA members approve the waiving of an audit for the 2020 year.

9:50 am

Motion to revise or cease the Scholarship Program

Members were given a paper ballot at registration.

**MOTION #6**

Moved: Jean Davies

Seconded: Liz Murphy

Whereas the LCPOA members identified the scholarship program as one which may not have the support of more than 50% of the membership, and Whereas the LCPOA Board committed to addressing the results of the survey, and Whereas the membership may wish to explore the potential of continuing to recognize J.Lecuyer’s concern for the environment in the event that the scholarship program in the current form is discontinued, Be It Resolved that the LCPOA members in attendance at the 2020 AGM be asked the following:

#1. Do you support the continuation of the current J. Lecuyer Scholarship?

YES \_\_\_\_\_ OR NO  X

With a majority vote for no, the membership was then asked,

#2. Do you support ONE of the following alternatives? (Note: Each of the following calculates the “net” proceeds of the Poker Run to include an equitable percentage of overall general LCPOA expenditures. Please refer to the Financial Report for full details.) VOTE for ONE of the following:

1. The continuation of the current Scholarship Program with the inclusion of “general” LCPOA expenditures applied against the net proceeds. OR

2. The continuation of the Scholarship Program with the inclusion of “general” LCPOA expenditures applied against the net proceeds and with an eligibility limited to the immediate family (to be defined by the Scholarship Committee and approved by the LCPOA Board) of LCPOA members. OR

3. The continuation of the Scholarship Program with the inclusion of “general” LCPOA expenditures applied against the net proceeds and with

a limit of \$1,000 annually (contingent on Poker Run funding availability) and that any excess funds be added to the LCPOA general revenue. OR

4. Both #2 and #3

5. The elimination of the scholarship program to be replaced with the J. Lecuyer Environmental Program. Examples could include; boat washing facility, shoreline restoration, naturalization assistance, enforcement of environmental protections or education programs.

6. Do not support any of the above options.

#### Discussion

- Acknowledgement from member that the drafting of the questions and motion were a collaboration between Jean Davies, Chair of Scholarship committee, and Judy Bates with discussions including committee members and others over many months.
- Members shared the history of the Poker Run and Jacquie Lecuyer's involvement in the scholarship program.
- Member thanked and paid tribute to the many dedicated volunteers whose effort and generosity over the years contributed to the success of the Poker Run and the scholarship.
- Clarification that all scholarship awards came from funds generated by the Poker Run and not membership fees.
- Member asked for, and received, confirmation that all proceeds from past Poker Runs were allocated to the scholarship fund envelope and not considered part of the general funds.
- Member shared that the Environment Committee had been reaching out to past recipients of the scholarship award to assist with initiatives such as zebra mussel data collection and education.
- Reminder that the Board was obligated to act on priorities identified in the survey and therefore needed to put the question of continuing the scholarship to the general membership.

The majority voted for #5.

Motion Carried

10:05 am

Motion to approve the elimination of the Outreach Program

**MOTION #7**

Moved: Lorne Monahan

Seconded: Nelda Markham

Whereas the 2012 LCPOA AGM unanimously established the Outreach Committee with an annual budget of \$750, it is now moved that the committee be disbanded and its program ended.

Rationale: Given that the committee's mandate is not being realized as originally hoped for, and given that this program garnered less than 50% support from the membership-at-large in our latest membership survey, the committee's past and current members agree with the above motion.

The committee asks that it be recorded that the following community organizations have received financial assistance through this program: OPM Canada Day Fireworks Display, Bonnechere Union Public Library, LCC Island Camping Program, Eganville Farmer's Market, Sebastopol Heritage Society, Eganville Horticultural Society.

Motion Carried

10:10 am

Motion to approve the LCPOA By-Laws  
(separate document attached to the AGM email)

**MOTION #9**

Moved: John Earle

Seconded: Lianne Pepper

Whereas the LCPOA has been in operation for over 40 years, and Whereas the current "Constitution" is not reflective of historical operating practices, is lacking clarity in some articles, does not meet legislative requirements in others and limits the ability to adapt to changing priorities, Be It Resolved that the LCPOA By-Laws as attached to this package replace the current Constitution.

Discussion

- Recently and very fortunately for all of us, a very experienced helping hand was extended, by a member, Larry Crossan, with a background in corporate law. Ontario legislation, in the form of the Ontario Corporations Act (OCA), directs the form and content these kinds of documents must have.

- Organizations such as ours are governed by a combination of (1) Letters Patent and (2) Bylaws. The rules around bylaws are also set down in law in the OCA.
- Bylaws are drafted and if approved by the organization's board, are effective immediately and are then ratified (or not ) by the membership at the next AGM. Member asked for confirmation of this.
- Much of what you see in them will be quite similar. We deal with issues of membership eligibility and proximity to the lake, board composition and membership representation, voting and relationship to numbers of properties owned, election of officers and so on. The positions on these subjects are changed little.
- Member highlighted that we are an advocacy group for property owners on, or in close proximity to, Lake Clear and are not being exclusive by limiting membership to that criteria.
- Some discussion regarding membership qualification
- Member questioned whether an owner with more than one property can purchase multiple memberships and therefore have more than one vote.
- A member with a deeded property in their name, has one vote regardless of number of properties owned. By-Laws 8.1, 8.2
- By-Law 8.2 to be amended as it is not dictated by Legislation that each property owner has only one vote.
- members expressed appreciation to committee members who have spent many hours working on By-Laws
- member expressed concern regarding By-Law 4.1 in that member representatives on the Board do not have to be Shore Reps
- clarification for member that amendments to By-Laws must be ratified at the next annual general meeting by a 2/3 majority vote
- member had concern with By-Law 12 and that if the association should terminate, the existing Board should determine who to gift any remaining funds to.
- Regarding By-Law 8.4, the committee understood that not allowing proxy voting was already in legislation, however, that is not correct. While the Ontario Not-for-Profit Corporation Act was written in 2010, it has not been signed into law.
- Member correctly understood the legislation and came with a proxy vote, however, other members abided by the direction given with the AGM package and did not come with proxies.
- It was decided to allow the one proxy vote at the 2020 AGM.

- Member questioned 9.11.2 and felt a quorum being only property owners attending AGM and a majority required from that did not properly represent the membership on a vote as significant as By-Laws
- Member pointed out that the general membership had several opportunities and many months to discuss and share opinions regarding the By-Law review
- Larry Crossan was thanked for his assistance in helping to answer questions regarding the By-Laws

**MOTION #8**

Moved: Michael Donoghue

Seconded:

Motion to amend By-Laws so that a 2/3 majority is needed to pass.

Motion Not Carried

**MOTION #9**

Moved: John Earle

Seconded: Lianne Pepper

Whereas the LCPOA has been in operation for over 40 years, and Whereas the current “Constitution” is not reflective of historical operating practices, is lacking clarity in some articles, does not meet legislative requirements in others and limits the ability to adapt to changing priorities, Be It Resolved that the LCPOA By-Laws as attached to this package, with an amendment deleting reference to property owners having only one vote being dictated by legislation in 8.2, and replace the current Constitution.

Motion Carried

In Favour 34

Against 15

10:25 am

Election of Officers & Motion to accept the slate of Officers

**MOTION #10**

Moved: Lorne Monahan  
Seconded: Kathleen Kearney

Be It Resolved that the slate of officers, be accepted.

President: Judy Bates  
Vice President: John Earle  
Past President: Lorne Monahan (unelected position)  
Secretary: Kathleen Kearney  
Treasurer: Vacant  
Membership Director: Lianne Pepper  
Environment Director: John Taker  
Public Relations/Communication Director: Colleen Beanish  
Members At Large Carolyn Desjardins  
Herb Weckworth  
Jean Davies

Motion Carried

10:30 am

Adjournment

**MOTION #11**

Motion to adjourn the LCPOA 2020 AGM.

Motion Carried