



**ONTARIO HORTICULTURAL ASSOCIATION
ANNUAL GENERAL MEETING and CONVENTION
July 16-18, 2021
via Zoom and Pheedloop – (by Western University)**

“Inspired by Nature, Learning, Growing, Blooming”

FRIDAY, JULY 16, 2021

Early bird draws were held prior to the start of today's session.

The meeting opened at 9:00 a.m. via Zoom and Pheedloop.

Convention Theme: ***“Inspired by Nature, Learning, Growing, Blooming”***

OPENING CEREMONIES:

Proclamation: Dian Chute, District 10 Director and Convention Host proclaimed that the 2021 OHA Convention was now open.

Welcome: Dian Chute brought greetings from District 10 and welcomed everyone to the virtual Convention.

Master of Ceremonies: Katharine Smyth, OHA President, welcomed everyone to the OHA Convention and Annual General Meeting hosted by District 10.

Canadian National Anthem: The Canadian National Anthem was played for all delegates.

Land Acknowledgement Statement: Jim Mabee read the Land Acknowledgement Statement on behalf of the OHA “The land we meet upon today is the traditional territory of the Anishinaabeg, Haudenosaunee, Attawandaron (Neutral), and Wendat. This territory is covered by the Upper Canada Treaties.”

Introduction of Dignitaries: Kathy Smyth brought greetings from the dignitaries to the 114th Convention. Greetings were received from Minister Lisa Thompson, OMAFRA, Beth Howell-Vervaecke, Ontario Association of Agricultural Societies, Shawn LaPalm, Cooperators and Karen Sciuk, Master Gardeners of Ontario.

OHA Annual General Meeting Opening: Katharine Smyth, OHA President opened the 114th OHA Convention.

OHA PRESIDENT'S WELCOME: Katharine Smyth welcomed everyone to the first ever virtual Convention. Katharine wished everyone a weekend of learning and enjoyment.

IN MEMORIAM: Kelly Taylor, OHA Secretary, was introduced and read 2 poems for those that we have lost since the last convention. Past Presidents, Dave Money, Ann Bourke, James (Jim) Anderson, Earl Walker and Suzanne Hanna were acknowledged. The names and several pictures were highlighted on the screen by District. The Passing of the Past Presidents' Tree Dedication will take place on October 1, 2021 at the OHA Oak Grove at the Guelph Arboretum.

ROLL CALL: Kelly Taylor recognized the OHA Officers, District Directors, Districts and Past Presidents.

MINUTES OF THE 2019 CONVENTION: The minutes of the 2019 OHA Convention were made available on the OHA GardenOntario website for review and were emailed to each Society/Club. OHA Secretary, Kelly Taylor noted that the minutes will not be read out loud.

MOTION 21-40: **That the OHA corrected Convention Minutes of July 19-21, 2019 be approved as corrected. M/S: Kelly Taylor, District 10/Rose Odell, District 19. 126 For, 0 Opposed, 3 Abstentions, CARRIED.**

MINUTES OF THE 2021 SPECIAL MEETING: The minutes of the 2021 OHA Special Meeting were made available on the OHA GardenOntario website for review and were emailed to each Society/Club. OHA Secretary, Kelly Taylor noted that the minutes will not be read out loud.

MOTION 21-41: That the OHA Special Meeting Minutes of May 28, 2021 be approved as presented. M/S: Kelly Taylor, District 10/Esme Smith, District 15. 127 For, 1 Opposed, 1 Abstention. CARRIED.

NOMINATING COMMITTEE: Kelly Taylor introduced Past President and Nominating Committee Chair, Rose Odell who presented the report of the Nominating Committee and introduced the candidates as follows: **President – Charles Freeman, Vice President – Sharlene Desjardins, 2nd Vice President – Vicky Culbert.**

The first call for nominations from the floor was requested and no nominations were received for any position. The elections will take place on Sunday, July 18, 2021.

CONSTITUTION, BY-LAWS AND RESOLUTIONS – CHARLES FREEMAN: There is a maximum of 345 votes on the floor with 64 proxies through the OHA Secretary for a total of 409 votes today.

MOTION 21-42: That the time allotted to each resolution brought before the membership for debate and consideration be limited to ten minutes. M/S: Charles Freeman/Russ Talbot. 102 For, 7 Opposed, 1 Abstention. CARRIED.

RESOLUTION 21-2: Be it resolved that: The Ontario Horticultural Association express appreciation to the Province of Ontario for assistance provided to Affiliated Societies/Clubs and to this Association by means of grants and by the continued review and implementation of policies aimed towards the promotion of interest and participation in horticulture. 293 For, 0 Opposed, 2 Abstentions. CARRIED.

RESOLUTION 21-3: Be it resolved that: The Ontario Horticultural Association convey to the Minister of Agriculture, Food and Rural Affairs, their Deputies and Staff, our thanks for the support, assistance and co-operation accorded this Association by Ministry personnel. 163 For, 0 Opposed, 1 Abstention. CARRIED.

RESOLUTION 21-4: Be it resolved that: The Ontario Horticultural Association extend its thanks to the District 10 Convention Host, Director, Assistant Directors, Affiliated Societies/Clubs and members of District 10 who worked to plan and conduct the 2021 Convention and to all others who had any part in contributing to its success. 190 For, 0 Opposed, 1 Abstention. CARRIED.

MOTION 21-43: Be It Resolved That: Resolutions 21-7, 21-8, 21-9, 21-10, 21-11, 21-12, 21-15, and 21-16 as circulated and explained being amendments to the wording of the Ontario Horticultural Association By-laws be and the same are hereby approved and adopted. M/S: Bob Heil, District 6/Liz Chapple, District 6. 122 For, 10 Opposed, 4 Abstain. CARRIED. (See Appendix A for Grouped Resolutions)

RESOLUTION 21-5: Be it resolved that: Article II of the Constitution be repealed and replaced as follows:

CURRENT WORDING:
Article II Mission

The mission of the Association shall be to provide leadership and assist in the promotion of education and interest in all areas of horticulture and related environmental issues in Ontario, through an expanding network of horticultural societies dedicated to the beautification of their communities, as outlined in Article 36 of the Agricultural and Horticultural Organizations Act, R.S.O. 1990, Chapter A.9, hereinafter called the Act.

PROPOSED AMENDMENT:
Article II Mission

The Ontario Horticultural Association is a volunteer charitable organization that provides leadership, education and promotes interest in gardening and related environmental issues with affiliated Horticultural Societies/Garden Clubs and like-minded organizations.

Concern was brought forward that the mission statement is missing “community” from its statement.

MOTION 21-44: That we set Resolution 21-5 on the table. M/S: Nancy Thompson/Dian Chute. 86 For, 38 Opposed, 4 Abstentions. CARRIED.

ADJOURNMENT OF ANNUAL GENERAL MEETING: The AGM was adjourned to July 17, 2021.

SPEAKER: Andrew Fleet, Growing Chefs presented on “Food Literacy Now and in the Future”.

ANNOUNCEMENTS: Dian Chute invited attendees to visit the Pheedloop Marketplace to check out all the vendor booths as well as the showcase information about District 10 and all of its Societies/Clubs. As a reminder virtual Convention t-shirts and hoodies are available for purchase on the portal this weekend. We have 8 speaker’s sessions this afternoon as well as virtual bus trips and garden tours. Don’t forget to take part in the scavenger hunt held on the GardenOntario Pheedloop site. Delegates were reminded of the evening event “Gone Country” hosted by District 10. Come join us in the Saloon for some fun.

EVENING EVENT “GONE COUNTRY” HIGHLIGHTS: Highlights for tonight’s event in the “Gone Country, Meet us in the Saloon” included live entertainment with Bill Knapp.

SATURDAY, JULY 17, 2021

Early bird draws were held prior to the start of today’s session.

The meeting opened at 9:00 a.m. via Zoom and Pheedloop.

Katharine welcomed all delegates back to the OHA Annual General Meeting.

Jeff Blackadar raised a point of order with respect to the voting on motions and resolutions. This point of order was set aside until we started the resolutions. Jeff Blackadar was in agreement.

TREASURER’S 2019 and 2020 FINANCIAL REPORT: Marian Heil, OHA Treasurer, presented the audited financial statements to the delegates, reviewed the Statement of Operations and Fund Balances. Marian noted that the detailed, audited financial statements with all notes are available on the GardenOntario website. Marian noted that we now take payments via e-transfer to treasurer4oha@gmail.com or via cheque. Payments may also be made via PayPal or for donations via Canada Helps, however, a fee is charged to the OHA for payments received by these two means.

Revenues from 2019: Convention - \$74,215, Membership - \$81,684, Insurance - \$46,886, Donations - \$4,188, Supplies - \$27,718, Interest - \$4,292, Fundraisers – \$1,972, Other Income - \$863 For a Total Revenue in 2019 of \$241,818.

Expenses from 2019: Convention - \$75,800, Insurance - \$47,290, Board & Committees - \$47,609, Awards, Grants and Trees - \$10,377, Operating and Website Expenses - \$15,825, Employee Wages - \$20,809, District & Officers - \$14,774, Promotion and Supplies - \$10,678, Professional Fees - \$6,249.

For 2019, the OHA realized a loss of \$7,593. It was noted that there have been losses over the past 4 years.

Revenues from 2020: Convention - \$0, Membership - \$83,742, Insurance - \$48,038, Donations - \$1,275, Supplies - \$5,084, Interest - \$2,307, Fundraisers – \$4,176, Other Income - \$1521. For a Total Revenue in 2020 of \$146,143.

Expenses from 2020: Convention - \$566, Insurance - \$47,885, Board & Committees - \$3,835, Awards, Grants and Trees - \$6,758, Operating and Website Expenses - \$9,633, Employee Wages - \$24,561, District & Officers - \$4,061, Promotion and Supplies - \$9,652, Professional Fees - \$6,444.

For 2020, the OHA realized a profit of \$33,880. It was noted that 2020 was an anomaly – with no Convention, very few expenses for Districts, no in-person meetings and OHA grants being postponed.

MOTION 21-45: That the 2019/2020 Treasurer’s Report be approved, as presented. M/S: Marian Heil, District 6/Sandra Mazur, District 14. 144 For, 0 Opposed, 1 Abstention. CARRIED.

MOTION 21-46: That we retain Takalo & Burt as our auditors (Chartered Accountants) for 2022. M/S: Marian Heil, District 6/ Marie Decker, District 6. 126 For, 0 Opposed, 0 Abstentions. CARRIED.

SECRETARY'S YEAR 2019 and 2020 ACTIVITY REPORT

Volunteer Hours: For 2019, Societies/Clubs reported 511,152 volunteer hours, plus OHA Officers reported 6,055 hours, District Directors and District Executives reported 16,466 for a total of 533,673 volunteer hours. This is an increase of 6,432 volunteer hours.

In 2020, Societies/Clubs faced an unprecedented lockdown due to COVID-19. All Society/Club, District and OHA events were cancelled including meetings, garden walks, educational events, garden plantings, AGMs, Board Meetings, etc. Even though the Societies/Clubs, Districts and the OHA had very limited opportunities to participate in gardening, planting and volunteering in their Society/Club or community they still reported 237,968 volunteer hours, plus OHA Officers reported 4,360 hours, District Directors and District Executives reported 8,799 for a total of 251,127 volunteer hours. This is a decrease of 282,546 volunteer hours. Societies/Clubs, Districts and the OHA still rose to the occasion and found a way to volunteer and give back to their communities. I know that the Societies and Clubs reached out to individuals online and gave them tips and tricks on how to garden, how to grow food and did your best to continue with your gardens in the communities and meet in new and interesting ways including virtually. Thank you for continuing to share your knowledge and give your time. I truly believe that over these past 18 months our gardens have given back to us in ways we couldn't have appreciated before now.

Membership Numbers: The OHA membership numbers reported for 2019 were 273 Societies/Clubs with 28,006 members. The membership number has increased by 540+ members from 2018.

The OHA membership numbers reported for 2020 were 271 Societies/Clubs with 22,357 members. The membership number has decreased by 5650 members from 2019. This loss represents 20% of our overall membership. This is an enormous loss for the Societies/Clubs, Districts and the OHA. This pandemic has taught us a lot about sustainability, about resilience and about thinking outside of the box to achieve our goals. I hope as we near the "new normal" that you will continue to think outside of the box in finding interesting and new ways to offer your programs. This new thinking and ways may see a new generation of members participate in our Societies/Clubs. Keep up with the good fight.

The OHA worked hard to stay connected with the Societies and Clubs during COVID lockdowns and worked closely with OMAFRA to advocate for funding, use of previous membership numbers and to keep everyone apprised of the latest information.

The OHA put together, for the first time in its 115-year history, a Special Meeting to have a new bylaw added allowing us to continue holding meetings in a virtual capacity.

The 2021 Virtual Convention preparations included a complete change over from in-person Conventions including the acquisition of a competition showcase website and the use of Pheedloop, online registrations and Zoom as well as the creation of electronic voting forms for each resolution and motion. District 10 has done an amazing job in changing over every bus trip and speaker to a virtual offering for you this weekend.

MOTION 21-47: That the 2019 and 2020 Secretary's Report be approved, as presented. M/S: Kelly Taylor, District 10/Anne Harbord, District 2. 116 For, 0 Opposed, 0 Abstentions. CARRIED.

A point of order was brought forward regarding not being able to use the proxies for voting on the motions. The discussion brought forward indicated that the proxy forms do not allow for voting on motions as the wording is not provided on the form. It was confirmed that our form is a split proxy form and not a general proxy form. The Chair decided that we would not use the proxies for motions this year and that we will fix the proxy forms for next year. A challenge was brought forward on the Chair's decision. A motion was brought forward for the membership, in attendance, to vote on to decide if they wish to use the proxies on motion voting.

MOTION 21-48: That the proxy votes be counted for votes on motions in accordance with Roberts Rules. M/S: Jeff Blackadar, District 2/Sheila King, District 2. 96 For, 36 Opposed, 11 Abstain. CARRIED.

It was noted that the version of the Robert's Rules used by Jeff Blackadar is not the most recent edition. The current edition in use by the OHA is Edition 12. Even though an older edition of Robert's Rules was used to bring forward the motion, the vote has been cast and carried.

A short break was held to allow time for the OHA Secretary to modify the electronic voting forms for motions.

PRESIDENT'S REPORT: Katharine Smyth presented her President's Report for 2019 and 2020 with highlights from the start of her term in 2018. Kathy attended Ridgetown's 100th Anniversary, Society/Club Workshops and AGMs and presided over the Passing of a Past President Tree Dedication at the Guelph Arboretum. Katharine attended District Annual General Meetings this past year virtually in Districts 1, 3, 7, 8, 15, 16, 18, and 19 and participated in many meetings of the Association. Kathy noted that 2019 was a very busy year preparing for the 2019 Convention in Windsor. Kathy shared that visiting and speaking with members of different Societies/Clubs will always be the highlight of her presidency.

Kathy shared that she has received the report from Carter's Law Firm on July 9th that the Canadian Intellectual Property Office has now approved the OHA Trademark "GardenOntario". GardenOntario has now been approved for advertisement. There are 2 more stages before final registration can take place.

The COVID-19 Global Pandemic affected us all. Meetings, speakers, garden tours, plant sales, flower shows, membership drives were cancelled and we were asked to isolate ourselves at home. The OHA worked extremely long hours communicating with OMAFRA, on your behalf, to ensure they understood the hardship the Societies/Clubs were facing and pushed to have your grant money provided early to tide you over until things started to open up again. The OHA participated in discussions with OMAFRA to determine how to get the recovery money out to you all as well. These were unprecedented times for the Officers with the workload higher than it had ever been managing the day-to-day work to continue on with our Association's mission and managing the constantly changing COVID-19 parameters and guidelines and communicating out to everyone with the changes.

It was an inspiring time to see how the Societies/Clubs rallied and came up with new and innovative ways to continue on with their work including the use of Zoom, WebEx and Microsoft Teams. Societies and Clubs were bringing in speakers from all over Ontario and the world, virtually, YouTube videos were being shared and the term "Garden" was at the top of the Google search. Resiliency and determination to continue on the Societies/Clubs work became the norm during this time. Kathy thanked everyone for their efforts during this most difficult time.

Kathy thanked the Officers of the Association and the Directors who make up the Board and keep in touch with all the Societies/Clubs in their Districts. I would like to thank Shelley MacKenzie, Dian Chute, Joyce Schlegel and Jim Mabee for their work on organizing this year's Convention. I would also like to thank all the volunteers who have helped to make this a memorable Convention.

MOTION 21-49: That the 2019 and 2020 President's Report be accepted, as presented. Katharine Smyth, District 11/ Bob Heil, District 6.
Vote spoiled due to proxy voting misuse.
Vote called again after membership re-informed of the proper voting process.
349 For, 0 Opposed, 1 Abstentions. CARRIED.

NOMINATIONS: Rose Odell presented the report of the Nominating Committee. Rose read section 6, 6.4 and 6.5 of the Nomination Section of the Bylaws. Rose Odell introduced the candidates as follows:

President – Charles Freeman, Vice President – Sharlene Desjardins, 2nd Vice President – Vicky Culbert.

The second call for nominations from the floor was requested and no nominations were received from the floor at this time for any position. The elections will take place on Sunday, July 18, 2021.

CONSTITUTION, BY-LAWS AND RESOLUTIONS – CHARLES FREEMAN:

There is a maximum of 345 votes on the floor with 64 proxies through the OHA Secretary for a total of 409 possible votes.

MOTION 21-50: That we take Resolution 21-5 from the table. M/S: Nancy Thompson, District 18/Rose Odell, District 19. 303 For, 16 Opposed, 2 Abstain. CARRIED.

MOTION 21-51: That Resolution 21-5 be postponed until the next AGM or Special Meeting called to consider it. M/S: Nancy Thompson, District 18/Catherine McGill, District 6. First vote spoiled due to proxy voting misuse.

Vote called again after membership re-informed of the proper voting process. Second vote spoiled due to proxy voting misuse.

Vote called again after membership re-informed of the proper voting process. Third vote called.
65 For, 256 Opposed, 7 Abstentions. FAIL.

ADJOURNMENT OF ANNUAL GENERAL MEETING: The AGM was adjourned to July 18, 2021.

SPEAKER: Ben Porchuk & Jamila Becka Lee presented "It's Time to Make Native Mainstream".

ANNOUNCEMENTS: Dian Chute invited attendees to visit the Pheedloop Marketplace to check out all the vendor booths as well as the showcase information about District 10 and all of its Societies and Clubs. As a reminder virtual Convention t-shirts and hoodies are available for purchase on the portal this weekend. We have 8 speaker's sessions this afternoon as well as virtual bus trips and garden tours. Don't forget to take part in the scavenger hunt held on the GardenOntario Pheedloop site. Delegates were reminded of the Awards Ceremony this evening which starts at 7 pm and includes OHA Awards, Key Note Speaker and a grand prize.

AWARDS CEREMONY HIGHLIGHTS: Highlights for tonight's Awards Ceremony included Charles Freeman, Master of Ceremonies and Keynote Speaker Dr. Jeremy McNeil, UWO Professor who spoke on "How Globalization, Urbanism and Climate Change Impact Insects". OHA 2nd Vice President, Sharlene Desjardins, announced the following awards to honour OHA members for their contributions to their Society/Club, District and the OHA.

Community Improvement Award – 2 awarded: presented to Joanne Hoelke, Eganville and Area Horticultural Society, District 2 and Norfolk 4H, Let's Get Growing Club, District 6. This award is a plaque provided by the Ontario Horticultural Association. It may be given to an individual, organization or company that, in the estimation of the Awards Committee, has enhanced the beauty of the landscape and/or added to the quality of life of a community with a horticultural project.

Youth Leader Award: presented to Gloria Greaves, Oro-Medonte Horticultural Society, District 16. This plaque is presented to a person who has been a Youth Club leader for a minimum of 5-years.

Award of Merit – 2 awarded: presented to Allan Goddard, Almonte & District Horticultural Society, District 2 and Ann Levison, Kingston Horticultural Society, District 3. The certificate is given to an individual(s) for notable contributions to the programs of the Association or a Society/Club in special beautification, outstanding work in the science or art of horticulture or supporting individuals or organizations in the area of communication or any other worthy efforts such as contribution towards advancement of sound horticultural practices, ecological and conservation practices.

Honour Roll – 2 awarded: presented to Adrian Cooper, Kingston Horticultural Society, District 3 and Sheila King, Manotick Horticultural Society, District 2. Nominations should be for members of a horticultural Society/Club with at least fifteen years of service to one or more Society/Club who should have made a contribution of horticultural service to the community, District or Association and should have given outstanding service at the Society/Club and District level.

Technical Advancement Award – 2 awarded: presented to Ottawa Horticultural Society, District 2 and District 2. This award is a framed special achievement certificate and is given to a Society/Club or District in recognition of their demonstrated drive and determination to fulfil their mandate by using a virtual platform (web conferencing) to remain engaged with their Society/Club or District members.

Trillium/Silver Fir Award – 2 awarded: presented to Isla Reed, Callendar Horticultural Society, District 18 and Ron Nelsons, Oro-Medonte Horticultural Society, District 16. This award as designated in 2009 is given to the two worthiest candidates who have given outstanding service to horticultural Societies/Clubs and to the Ontario Horticultural Association.

Silver Medal Award – 1 awarded: presented to Penny Stewart, Gananoque Horticultural Society, District 3. The Ontario Horticultural Association Silver Medal is the highest award of the Association. The award is given for outstanding work in the advancement of horticulture in accordance with the aims of the Association.

Youth Society Competition Award – Ruby Lobban Award: A \$25 award, based on the highest point aggregate for a Youth Club in the Youth Competition was awarded to Wilmot Horticultural Society, District 19.

OHA Tree Grants: The following Societies/Clubs received tree grants, up to \$200, in 2021.

- Gloucester, District 1
- Kemptville, District 1
- Martintown & District, District 1
- Maxville & District, District 1
- Russell & District, District 1
- Deep River, District 2
- Pembroke, District 2
- Ennismore, District 4
- East Gwillimbury, District 5
- St. George Garden Club, District 6
- Milton & District, District 6
- Oakville, District 6
- Paris, District 6
- Leamington, District 11
- Blind River, District 13
- Bowmanville, District 17
- Magnetawan, District 18
- Galt, District 19
- Kitchener, District 19
- Wilmot, District 19

OHA Special Project Grants: To assist Societies/Clubs in meeting the objectives of the Ontario Horticultural Association, the board will provide a Special Project Grant to a maximum of \$500 for each project.

- Gloucester, District 1
- Paris, District 6
- London, District 10
- Oshawa, District 17

Community Garden Grants: The Ontario Horticultural Association (OHA) encourages its member Societies/Clubs to create or contribute to community gardens whether urban or rural. OHA will award a grant of \$500 to assist in the funding of a new community garden or the upgrading of an existing community garden.

- Port Dover/Wood House, District 6

Technical Advancement Grants: To assist Societies/Clubs in meeting the objectives of the Ontario Horticultural Association, the board will provide a Technical Advancement Grant to a maximum of \$250.00 to up to four Societies/Clubs.

- Kemptville, District 1
- Bath, District 3
- Lennox & Addington, District 3
- Peterborough, District 4
- Lake Simcoe South Shore, District 5
- Haldimand, District 6
- Milton & District, District 6
- Durham & District, District 8

Pollinator Project Grants: The Ontario Horticultural Association will provide a grant of \$200 annually to eligible member Societies/Clubs to create habitat in the form of pollinator friendly gardens or nesting sites on public land.

- Thessalon, District 13
- Rosseau, District 18

Seedy Saturday/Sunday Grants: The Ontario Horticultural Association will provide a grant of \$250 annually to a member Society/Club to organize a first-time Seedy Saturday/Sunday event in their community.

- Galt Horticultural Society, District 19

Youth Help Grant: This program is to provide Youth Clubs/Groups with financial support. Any active Youth Club/Group in Good Standing with the Ontario Horticultural Association may apply for the grant.

- Fenelon Falls, District 4

SUNDAY, JULY 18, 2021

Early bird draws were held prior to the start of today's session.

Katharine Smyth, OHA President welcomed everyone back to the Annual General Meeting.

CONSTITUTION, BY-LAWS AND RESOLUTIONS – CHARLES FREEMAN:

There is a maximum of 345 votes on the floor with 64 proxies through the OHA Secretary for a total of 409 possible votes.

A motion was put forward to have the duplicate or spoiled votes rejected and not included in the tally. Discussion ensued and the secretary indicated that she would not be able to efficiently pull the duplicate or spoiled votes from the voting tally.

MOTION 21-52: THAT any spoiled or duplicate votes be recorded and reported as such but rejected and not included in the tally of the voting results. M/S Bob Heil: Liz Chapple. WITHDRAWN.

RESOLUTION 21-5: Be it resolved that: Article II of the Constitution be repealed and replaced as follows:

CURRENT WORDING:

Article II Mission

The mission of the Association shall be to provide leadership and assist in the promotion of education and interest in all areas of horticulture and related environmental issues in Ontario, through an expanding network of horticultural Societies/Clubs dedicated to the beautification of their communities, as outlined in Article 36 of the Agricultural and Horticultural Organizations Act, R.S.O. 1990, Chapter A.9, hereinafter called the Act.

PROPOSED AMENDMENT:

Article II Mission

The Ontario Horticultural Association is a volunteer charitable organization that provides leadership, education and promotes interest in gardening and related environmental issues with affiliated Horticultural Societies/Garden Clubs and like-minded organizations.

Concern was brought forward that the mission statement is missing community from its statement and that "like-minded" is too broad and not clear. It was clarified that the Association's role is to support the Horticultural Societies/Clubs.

Angela Davies, District 1, attempted to make a Motion however after 2 minutes she was unable to communicate due to a lost connection. No communication via chat or phone line was received.

298 For, 35 Opposed, 6 Abstentions. CARRIED.

RESOLUTION 21-6: Be it resolved that: By-Law 1, 8. be amended as follows:

CURRENT WORDING:

By-Law 1 INTERPRETATION

In the By-Laws and in the Constitution of the Association, unless the context otherwise specifies or requires:

1. "Act" means the Agricultural and Horticultural Organizations Act, R.S.O. 1990, Chapter A.9, as amended from time to time and every statute that may be substituted thereafter;
2. "Association" means the Ontario Horticultural Association;
3. "Audit" means an examination of books and records by a qualified Auditor;
4. "Auditor" is an individual or individuals who are qualified Chartered Accountants, and who are therefore qualified to conduct an audit of the books and records of the Association in accordance with Canadian generally accepted accounting principles.
5. "Board" means the Board of Directors of the Association;
6. "District" refers to a group of societies designated by the Association as a geographic entity within the Province;
7. "Financial Reviews" are conducted by independent, objective and knowledgeable persons at least once a year, in accordance with generally accepted accounting principles. To meet the requirements of the Act, a financial review is considered a sufficient audit for Societies and Districts.
8. "Horticultural Society" or "Society" means Horticultural Society, Garden Club or Garden and Horticultural Society incorporated under the Act.

9. "Affiliated Society/Club" shall be any organization that has paid their current affiliation fees as set from time to time by the delegates at an Annual General Meeting and has fulfilled the duties which may be determined from time to time by the Board of Directors of the Association. (19-7)
11. "Member"- an individual who pays the annual fee to an Affiliated Society/Club according to the Act (19-9)

PROPOSED AMENDMENT:

By-Law 1 INTERPRETATION

In the By-Laws and in the Constitution of the Association, unless the context otherwise specifies or requires:

1. "Act" means the Agricultural and Horticultural Organizations Act, R.S.O. 1990, Chapter A.9, as amended from time to time and every statute that may be substituted thereafter;
2. "Affiliated Society/Club" shall be any organization that has paid their current affiliation fees as set from time to time by the delegates at an Annual General Meeting and has fulfilled the duties which may be determined from time to time by the Board of Directors of the Association. (19-7)
3. "Association" means the Ontario Horticultural Association;
4. "Audit" means an examination of books and records by a qualified Auditor;
5. "Auditor" is an individual or individuals who are qualified Chartered Accountants, and who are therefore qualified to conduct an audit of the books and records of the Association in accordance with Canadian generally accepted accounting principles.
6. "Board" means the Board of Directors of the Association;
7. "District" refers to a group of Societies designated by the Association as a geographic entity within the Province;
8. "Financial Reviews" are conducted by independent, objective and knowledgeable persons at least once a year, in accordance with generally accepted accounting principles. To meet the requirements of the Act, a financial review is considered a sufficient audit for Societies and Districts.
9. "Horticultural Society" or "Society" means Horticultural Society, Garden Club or Garden Club and Horticultural Society incorporated under the act.
10. "Member"- an individual who pays the annual fee to an Affiliated Society/Club according to the Act (19-9)

Resolution modified to ensure complete text of 9. was understood by the membership as some of the text may have been missing from the pre-circulated document.

335 For, 0 Opposed, 3 Abstain. CARRIED.

RESOLUTION 21-13: Be it resolved that: By-Law 7, 7.7 be created as follows:

7.7 In the event that an Officer is unable to cast a vote at an Association Board Meeting, the proxy voting rights of the Officer shall be assigned to the Association Secretary.

Rationale:

1. This allows an Officer, who would have, under normal circumstance, been able to vote on a matter, the right to vote by proxy.
2. Currently, Officers and District Directors hold the right to vote via proxy for all Annual General Meetings. This simply expands that voting right to the Board Meetings of the Association.

Resolution modified to remove "or District Director" from line 1.

First vote spoiled due to proxy voting misuse.

The inappropriate proxy votes were removed from the count and the membership was informed of the proper voting process again. The Secretary advised that she could identify the source email and the email holder left the Zoom platform.

339 For, 1 Opposed, 9 Abstain. CARRIED.

RESOLUTION 21-14: Be it resolved that: By-Law 11, 11.2 be amended as follows:

CURRENT WORDING:

- 11.2 Each society shall be entitled to two voting delegates; any society having membership exceeding one hundred, shall be entitled to an additional delegate for each fifty members or fraction thereof up to a maximum of 20 delegates.

PROPOSED AMENDMENT:

11.2 Each **Affiliated Society/Club** shall be entitled to two voting delegates; any **Affiliated Society/Club** having membership exceeding one hundred, shall be entitled to an additional voting delegate for each fifty **Affiliated Society/Club** members or fraction thereof up to a maximum of 20 voting delegates.

Amendment made by consent to add the word "voting" before delegate in line 2 and before delegates in line 3.
344 For, 0 Opposed, 1 Abstain. CARRIED.

RESOLUTION 21-17: Be it resolved that: By-Law 13, 13.7 be amended as follows:
Discussion ensued regarding the

CURRENT WORDING:

The District Treasurer shall present to the Affiliated Societies/Clubs of the District at the AGM the reviewed financial statements of assets and liabilities as well as income and expenditures for the prior fiscal year, with copies for each society. The District Treasurer, having made copies, shall transmit the original documents, statements, bills and receipts, along with the reviewers' comments, to the Association Treasurer no later than 2 weeks after their AGM but no later than May 31st each year. The District financial year shall be from the 1st of January to the 31st of December.

PROPOSED AMENDMENT:

The District Treasurer shall present to the Affiliated Societies/Clubs of the District at the **District** AGM the reviewed financial statements of assets and liabilities as well as income and expenditures for the prior fiscal year, with copies for each Society/Club. The District Treasurer, having made copies, shall transmit the original documents, statements, bills and receipts, along with the reviewers' comments, to the Association Treasurer no later than 2 weeks after their AGM but no later than **30 days prior to the Association's AGM**. The District financial year shall be from the 1st of January to the 31st of December.

This amendment comes into force on January 1st, 2022. Discussion ensued regarding whether there is need for the Districts to submit their documentation to the OHA as Roger Harbord had inquired with OMAFRA and received a response back that they do not require the District records. A copy of the response from OMAFRA is to be forwarded to the OHA Treasurer by Roger Harbord. It was clarified that CRA may audit the OHA at any time and the OHA would be required to supply all of the District records for review as Districts are part of the OHA.

ACTION: Roger Harbord to forward a copy of the response from OMAFRA to the OHA Treasurer.

MOTION 21-53: That we set Resolution 21-17 on the table. M/S: Roger Harbord, District 2/Judy Jaeger, District 17.

MOTION 21-54: That we split Resolution 21-17. M/S: Bob Heil, District 6.

MOTION 21-55: That we amend Motion 21-54 to split the resolution to apply only to who has completed the work and who has not. M/S: Bob Heil, District 6.

Motion 21-55 WITHDRAWN. Motion 21-54 WITHDRAWN. Motion 21-53 WITHDRAWN.

Bob Heil advised that he intends to submit a resolution for the 2022 OHA AGM to address this matter.
287 For, 48 Opposed, 7 Abstentions. CARRIED.

RESOLUTION 21-18: Be it resolved that: By-Law 11, 11.4.2 be amended as follows:

CURRENT WORDING:

In the event that any Director, the Immediate Past President, any person holding a position under By-Law 6, 6.9, any person holding a position under By-Law 13, 13.5.1 or any Officer is unable to cast a vote, the proxy voting rights of such person(s) shall only be assigned to the Association Secretary.

PROPOSED AMENDMENT:

In the event that [redacted] the Immediate Past President, any person holding a position under By-Law 6, 6.9 [redacted] or any Officer is unable to cast a vote, the proxy voting rights of such person(s) shall only be assigned to the Association Secretary.

Resolution modified to remove the words “any Director” in line 1 and “any person holding a position under By-Law 13, 13.5.1”.

MOTION 21-56: That Resolution 21-18 be set on the table. M/S: Bob Heil, District 6/ Roger Harbord, District 2. 216 For, 108 Opposed, 8 Abstain. CARRIED.

Charles explained when laying a resolution on the table on the Friday or Saturday of the AGM, it can be carried forward to the following day’s AGM. However, when a resolution is tabled on the Sunday AGM, it must follow the guidance of Robert’s Rules with respect to bringing from the table and the killing of the motion, if not done properly.

It was suggested that when using terms from Robert’s Rules, the reference of the article should be provided so all are in the understanding where this information is found.

Point of Order.

A short break was taken before the start of Resolution 21-19.

A modification as per Roberts Rules, Section 33-12 was made to Resolution 21-19 changing the billing to take effect in the spring of 2022.

RESOLUTION 21-19: Be it resolved that:

The OHA increase the dues charged to each member of each Affiliated Society/Club by \$1.00 to a total of \$4.00 per Affiliated Society/Club member per year commencing with the billing in the spring of 2022.

It was noted that information was pre-circulated related to consequences of the increase for Societies/Clubs. An inquiry went to OMAFRA asking which Societies/Clubs closed in 2005 and 2006. OMAFRA confirmed that no Societies/Clubs closed in 2005 or 2006. A Society applied for their grant for 2006 and closed in 2007 or sometime thereafter.

Discussion ensued regarding the need for the \$1/member increase as it will provide some increase to the Association to provide education, grants and further the work that it is currently doing.

Marian Heil, OHA Treasurer, presented that an increase of \$1 is like a 6 cent per year increase since 2005. In 2020 Stats Canada shows that average prices are 26.77% higher than they were in 2005. Predictions for the inflation rate could be as high as 5% over the next year. The fees for 2021 are based on the 2020 membership numbers that are provided in the annual reporting to the OHA. The billing in 2021 will reflect a ~\$17,000 decrease in membership dues. Interest income rates are down, so the interest revenue is almost nothing. The Affiliation Fees are used to cover operating expenses of the OHA. Insurance is billed as a recovery of the actual cost that the OHA is charged,

If Societies/Clubs have ideas or suggestions as to how to save money or increase revenues, please submit those ideas to your District Directors to bring forward.

MOTION 21-57: A motion that the time for debate be extended. M/S: Bob Heil, District 6. WITHDRAWN.

The vote was called from the floor.

218 For, 132 Opposed, 2 Abstentions. CARRIED.

MOTION 21-58: That we destroy the ballots in 93 days from the completion of the AGM. M/S: Kelly Taylor, District 10, Charles Freeman. 308 For, 3 Opposed, 1 Abstain. CARRIED.

FINAL NOMINATIONS:

The slate of Officers, as received by the Nominating Committee, had been presented on the first and second day of the Convention. Final calls were made for further nominations from the floor. No further nominations were brought forward from the floor for the positions of President, Vice President and 2nd Vice President.

ELECTION OF ASSOCIATION OFFICERS – Rose Odell:

Charles Freeman was declared, by acclamation, the President for 2021-2022.

Sharlene Desjardins was declared, by acclamation, the Vice President for 2021-2022.

Vicky Culbert was declared, by acclamation, the 2nd Vice President for 2021-2022.

THANK YOU TO RETIRING BOARD MEMBERS: Katharine Smyth thanked the retired Board Members for their years of service and dedication to the OHA. Thanks went out to Diane Westlake, Linda Forster, Bruce MacNeil, Christine Marsh, Peggy McIntyre, Candace Dressler, Rick Causton, and Shelley MacKenzie who have retired over the past two years. They have all represented their Districts to the best of their abilities and I wish them all the best in the future. I also want to thank Barb O'Malley who retired as Registrar, Jane Leonard who retired as Treasurer and April Davies, who brought us a great website and has gone on to other things.

OUTGOING PRESIDENT'S SPEECH: Katharine Smyth noted that there have been many challenges, but this board is ready for the year ahead and will continue to work hard on the many projects currently underway. Katharine noted that this has been a wonderful group of people to work with. Katharine thanked everyone for their support over the last three years and noted how rewarding this position has been for her and was excited to continue on as OHA Past President. Katharine congratulated Kelly Taylor for her 10 years of service as OHA Secretary.

CHAIN OF OFFICE: Katharine indicated that at this time she wished she could put this chain of office around our new president's neck in-person, but I can only do it virtually. Kathy noted that it has long been a tradition to give the new president a pair of boots. Kathy couldn't recall which president started this tradition, but I think it's great because sometimes we have "to get in the muck and keep our feet clean". Katharine virtually presented Charles Freeman with a new pair of boots.

INCOMING PRESIDENT'S SPEECH: Charles thanked Kathy for her work as President. Charles said he would do his best as President and would be working hard to get things back to normal as we move out of the pandemic.

ADJOURNMENT OF ANNUAL GENERAL MEETING: The OHA AGM was declared closed.

SPEAKER: Kristen Martyn presented on *Gardening for the Future*.

CLOSING CEREMONIES:

Thank you from Dain Chute: Dian thanked all the volunteers of District 10 and gave out the last of the prizes.

Invitation to 2022 OHA Convention: A video was played inviting everyone to the next Convention. In 2022, the OHA Convention and AGM will be held at the Delta Hotel in Guelph, co-hosted by District 7 and 8.

Thank You from Charles Freeman: Charles thanked the District 10 organizers and all the volunteers for taking on a task that was a learning curve for all of us. Thank you to all of the participants who were engaged and participated this weekend. Please consider joining us in Guelph in 2022.

Adjournment: Charles Freeman, OHA President, thanked the delegates for attending.

The 2021 Convention was declared closed at 1:10 pm.

Signature of President

APPENDIX A – GROUPED RESOLUTIONS IN MOTION 21-43:

RESOLUTION 21-7: Be it resolved that: The following definition be added to By-Law 1 as 1, 2. and that if passed, all subsequent definitions be renumbered sequentially to reflect this addition. 1, 2."Annual General Meeting" (AGM) also means Annual Meeting as is found in the Corporation Act RSO 1990 c.C.38 and the Agricultural and Horticultural Organizations Act RSO 1990 c.A.9.

RESOLUTION 21-8: Be it resolved that: By-Law 6, 6.1 be amended as follows:

CURRENT WORDING:

6.1 The Board shall hire the Secretary and the Treasurer. The Board shall appoint from within itself two Regional Representatives from different identified regions of the province to serve as Officers. The President, Vice President and 2nd Vice President are elected annually by the general membership. The two Regional Representatives shall be elected during the Post-Convention Board Meeting held in conjunction with the Convention and AGM. The term of the Regional Representatives shall start at the time of election and terminate at the Post Convention Board meeting held at the Convention and AGM the following year. (18-13, 18-16)

PROPOSED AMENDMENT:

6.1 The Board shall hire the Secretary and the Treasurer. The Board shall appoint from within itself two Regional Representatives from different identified regions of the province to serve as Officers. The President, Vice President and 2nd Vice President are elected annually by the **voting delegates**. The two Regional Representatives shall be elected during the Post-**AGM** Board Meeting **subsequent Post AGM Board Meeting**. The term of the Regional Representatives shall start at the time of election and terminate at the **subsequent Post AGM Board Meeting**.

RESOLUTION 21-9: Be it resolved that: By-Law 6, 6.2 be amended as follows:

CURRENT WORDING:

6.2 An Auditor(s) shall be recommended by the Board, and elected by the voting members at the Annual General Meeting to carry out the audit of the ensuing year.

PROPOSED AMENDMENT:

6.2 An Auditor(s) shall be recommended by the Board, and elected by the voting **delegates** at the Annual General Meeting, to carry out the audit of the ensuing year.

RESOLUTION 21-10: Be it resolved that: By-Law 6, 6.9 be amended as follows:

CURRENT WORDING:

6.9 If the Immediate Past President is unwilling or unable to carry out the responsibility of the office, the Board will approach the Chair of the Past Presidents' Council for guidance to fill the position for the remainder of the term. the Board must review and by vote approve any person identified by the Past Presidents' Council to fill the position under this process. (17-8)

PROPOSED AMENDMENT:

6.9 If the Immediate Past President **or the person identified in By-Law 6, 6.9** is unwilling or unable to carry out the responsibility of the office, the Board will approach the Chair of the Past Presidents' Council for guidance to fill the position for the remainder of the term. The Board must review and by vote approve any person identified by the Past Presidents' Council to fill the position under this process. (17-8)

RESOLUTION 21-11: Be it resolved that: By-Law 7, 7.1 be amended as follows:

CURRENT WORDING:

7.1 President. The President, as Chief Executive Officer, shall be responsible for the general management and direction of the business and affairs of the Association, and perform duties incident to the office and those prescribed from time to time by the Officers and the Board of Directors. The President shall be a member of all Committees. The President or designate shall preside at all meetings of the Officers, Board of Directors and meetings of members. (19-38)

PROPOSED AMENDMENT:

7.1 President. The President, as Chief Executive Officer, shall be responsible for the general management and direction of the business and affairs of the Association, and perform duties incident to the office and those prescribed from time to time by the Officers and the Board of Directors. The President shall be a member of all Committees. The President or designate shall preside at all meetings of the Officers, Board of Directors and **any Special Meeting(s) and the Annual General Meeting of the Association.** (19-38)

RESOLUTION 21-12: Be it resolved that:

CURRENT WORDING:

7.5 Treasurer. The Treasurer shall receive and account annually, or as often as may be required by the Board and applicable government authorities, for all monies, bonds and other securities belonging to the Association, which shall be invested in accordance with the direction of the Finance Committee. All books and records of the Association shall be audited at the end of the fiscal year. The Treasurer shall submit all invoices for payment to the Secretary and the President or Vice President or 2nd Vice President who shall approve for payment. The Treasurer chairs the Finance Committee and on a regular basis reports all financial matters to this committee. The Treasurer has a voice but no vote. (18-16)

PROPOSED AMENDMENT:

7.5 Treasurer. The Treasurer shall receive and account annually, or as often as may be required by the Board and applicable government authorities, for all monies, bonds and other securities belonging to the Association, which shall be invested in accordance with the direction of the Finance Committee. All books and records of the Association shall be audited at the end of the fiscal year. The Treasurer shall submit all invoices for payment to the **Officers** who shall **review same for approval** for payment. The Treasurer chairs the Finance Committee and on a regular basis reports all financial matters to this committee. The Treasurer has a voice but no vote. (18-16)

RESOLUTION 21-15: Be it resolved that: By-Law 12, 12.3 be created as follows:

12.3 The Board may appoint a District Director or Officer to sign a contract related to the hosting of the Convention and Annual General Meeting subject to prior approval of the contract by the Officers.

RESOLUTION 21-16: Be it resolved that: By-Law 13, 13.6 be amended as follows:

CURRENT WORDING:

13.6 The Director or the person appointed under By-Law 13, 13.3.2 and District Secretary shall prepare an agenda and order of business for all district meetings. A copy of the agenda shall be distributed to all district societies prior to the meeting. The Secretary shall maintain the minutes of such meetings, and the other written records of the district. The minutes of the Annual General Meeting shall be made available to all members within two months of the meeting. (17-14)

PROPOSED AMENDMENT:

13.6 The Director or the person appointed under By-Law 13, 13.3.2 and District Secretary shall prepare an agenda and order of business for all district meetings. A copy of the agenda of all District Meetings to which Affiliated Societies/Clubs are invited shall be distributed to all **Affiliated Societies/Clubs** in the District prior to the meetings. The Secretary shall maintain the minutes of such meetings, and the other written records of the District. The minutes of **all District meetings** to which Affiliated Societies/Clubs are invited shall be made available to all **Affiliated Societies/Clubs in the District** within two months of the meetings. This may be done by e-mail, posting to a web site, etc.