



**ONTARIO HORTICULTURAL ASSOCIATION  
SPECIAL MEETING MINUTES  
May 28, 2021 at 7 p.m.  
Via Zoom and Telephone**

**FRIDAY, MAY 28, 2021**

The meeting opened at 7:00 p.m. via Zoom and over the telephone.

**OHA PRESIDENT'S WELCOME:** Katharine Smyth, OHA President, welcomed everyone to the OHA's Special Meeting, the first of its kind in our 115-year history. We have over 300 registered for tonight's meeting.

**ATTENDANCE ANNOUNCEMENT:** Kelly Taylor noted that we have met quorum with over 250 members present at tonight's OHA Special Meeting. Between in-person attendees and proxy submissions, we have 184 Societies and Clubs represented tonight.

**CONSTITUTION, BY-LAWS AND RESOLUTIONS – CHARLES FREEMAN:** Kathy introduced Charles Freeman, Chair of the Constitution, By-laws and Resolutions Committee to preside over the resolution. Kelly Taylor noted that there is a maximum of 445 votes on the floor which includes the 77 proxy votes through the OHA Secretary.

The resolution was shown on the screen for all of those on Zoom, and read aloud to those on the telephone. Charles Freeman requested a minor change to the resolution adding "...as provided by the by-laws." to the end of the by-law sentence.

**RESOLUTION 21-1: Be it resolved that:**

**By-Law 10, 10.4 be created as follows:**

**All meetings may be held at an in-person venue or may be held via electronic means provided such means allows all in attendance the ability to hear and also the opportunity and ability to have voice and to vote as provided by the by-laws. 0 Opposed, 1 Abstention. Carried.**

- From questions proposed on the floor, Charles noted that the addition of "**as provided by the by-laws**" to the end of the sentence removes any confusion with respect to who is entitled to vote.
- The use of "or" instead of "and/or" carries the same intent and is the trend in parliamentary proceedings today.
- Charles noted that the resolution in front of everyone is for the OHA only and should be reviewed for inclusion in all society/club's rules of governance.
- Charles noted that it will be up to future OHA Officers and District Hosts to determine if having a virtual component to the OHA Convention and AGM is feasible.
- Charles confirmed that today's resolution does not need to be made retroactive and comes into force immediately if it is passed. Pursuant to the Corporations Act, Regulation 544/21, the use of virtual platform meetings was extended to May 31st, 2021. Pursuant to Regulation 544/21, Regulation 251/21 extends the date for use of virtual platform meetings to December 31st, 2021.
- Charles confirmed that the new by-law does not have an expiry date on it. This new by-law will be the guiding verbiage until a new resolution is brought forward.

**ACTION:** Charles Freeman to draft a note about the use of "or" instead of "and/or" and have it distributed to all societies and clubs.

**ADJOURNMENT OF OHA SPECIAL MEETING:** Kathy Smyth noted that the business portion of the OHA Special Meeting was closed.

# DRAFT

**2021 OHA VIRTUAL CONVENTION:** Joyce Schlegel, District 10 Co-organizer, presented highlights of all the wonderful things to enjoy at the 2021 Virtual Convention. Vicky Culbert, OHA Competitions Chair, presented highlights of the 2021 Competitions classes and introduced the new Competitions website, which will be ready for uploading entries on June 15<sup>th</sup>.

The 2021 OHA Special Meeting was declared closed at 8:20 pm.

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Signature of President