



**MANUELS RIVER NATURAL HERITAGE SOCIETY, INC.
Minutes of the Annual General Meeting
for the year 2018
held Sunday, March 31, 2019, 2 pm
at the Manuels River Hibernia Interpretation Centre**

1.0 Call to Order

Don Sword, Chair, called the Annual General Meeting to order at 2:10 pm. Jillian Whittle, Executive Assistant, acted as recording secretary. The required quorum was met.

2.0 Approve Agenda

The draft agenda was posted on the Society's website and copies were available for review at the meeting. Following a motion by Dave Works and seconded by Doug Russell, the Agenda was approved as proposed.

3.0 Review and Approve Minutes of AGM held March 25, 2018

Minutes of the Annual General Meeting held on March 25, 2018 were posted on the Society's website and copies were available for review at the meeting. Following a motion by Andrea Gosse and seconded by Ryan Lawlor, the minutes were approved.

4.0 Chair's Report

Don Sword reviewed the activities of the Society. Don noted that 2018 was a successful year for the Society and extended thanks to the board, staff, committees, and volunteers for their contribution to the Society's success. Don recognized the efforts of board members Val Moulton, Lori Anderson and John Smith who will be stepping down from the board after this AGM. He also thanked Keith Drover for his service and dedication. Keith had previously resigned in 2018. 2018 saw a change in the Executive Director for the Society. We said goodbye to previous ED Michael Mooney as he charts a new course in his career and life, and welcomed Janet Rumsey as the new ED. Don extended thanks to Michael for his hard work and dedication during his time at Manuels River.

Don thanked Councillor Christine Butler and ex-officio Jennifer Lake for attending the meeting and recognized Mayor Terry French and the Town of CBS for their continued support of the Society, highlighting, in particular, the continuation of the four-year Memorandum of Understanding between the Society and the Town of CBS.

Don stated that Manuels River has become an essential part of the social, recreational, educational, tourism and business life on the Northeast Avalon – particularly in Conception Bay South - noting that we continue to work hard to do more and do better in the operation.

Don reported on highlights of 2018 in particular the completion of the Society's Marketing capacity building project, improving our branding and messaging, along with an update to the Manuels River website, including the option for visitors to purchase tickets to our events online.

In 2018 the Society completed Phase 1 of the Trails Master Plan, upgrading and widening of bridges and improving accessibility for wheelchairs and strollers. In preparation for Phase 2 of the Trails Master Plan, the Society launched the *Connect the Trails* fundraising campaign and website *connectthetrails.ca*, with the endorsement of Campaign Champions, community leaders Mayor Terry French, Ruth Bell Steinhauer, Christine Hand, Eric & Kirsten Schibler, Rick Stanley, Jeremy Hall, and Ken Birmingham. Don thanked our Champions and Fund Development Committee for their continued efforts in this fundraising campaign.

The 2018 Annual Report was dedicated to the memory of Dr. Riccardo Levi Setti, who passed away in 2018. Dr. Levi-Setti donated his collection of Manuels River trilobites to the Society and the best specimens are displayed in our exhibit area. Dr. Levi Setti was a long-time friend of Manuels River and we mourn his loss.

Don extended thanks to Jillian Whittle, Michael Downtown, and Janet Rumsey for putting together the Annual Report, which showcases all the wonderful things Manuels River achieved in 2018. Don encouraged everyone to review the Annual Report, and again extended thanks to everyone who supports Manuels River. We look forward to bigger and better things in 2019 and beyond.

5.0 Financial Statements for fiscal year January 1 – December 31, 2018

Treasurer, Doug Russell reported on the audited financial statements for 2018.

The 2018 fiscal year was impacted by the downturn in the current economic environment and resulted in a decline in our operating revenues and in spite of our best efforts resulted in a net income deficit of \$26,200. We pledge to return to a balanced budget position in 2019.

Doug remarked that our financial stability is ensured for the next few years, thanks to multi-year funding from Hibernia Management Development Company Ltd. and the Town of Conception Bay South. We are encouraged with the continued support of these organizations as well as the provincial and federal governments, and private and corporate supporters.

Doug invited questions or comments about the financial statements. He then thanked our volunteers and staff for all their hard work, as well as The Town of CBS for their continued support. Doug thanked John Berniquez, outgoing ED Michael Mooney, and new ED Janet Rumsey for their help in keeping the organization on the straight and narrow, ensuring our financial stability.

Following a motion by Dave Works and seconded by Lori Metcalfe, the Audited Financial Statements for the fiscal year January 1 – December 31, 2018 were approved.

William P. Collins would like to continue his relationship with the Society as auditor. Andrea Gosse moved to approve him as auditor for the year 2019. Ryan Lawlor seconded, and the motion passed unanimously.

6.0 Executive Director's Report

Janet reported she joined the organization in December 2018, noting she had one week with outgoing ED Michael Mooney, who eased her transition into her new responsibility. Janet thanked Michael for all his help and dedication to a smooth transition in passing over the reigns to Janet. Janet is loving working with the Society.

Janet noted there was a lot of change for the organization in 2018, from completion of Phase 1 of the Trails Master Plan to the Marketing Plan implementation, to updating our website and enabling online ticket sales.

Janet extended thanks to the Board, all of the staff, volunteers and committee members for welcoming her to the organization, and she looks forward to leading us into the next phase of growth for the Society.

7.0 Election of Directors

Don reported that we currently have 15 elected Directors out of a maximum of 16 directors, with one vacancy. There is one ex-officio Town representative, Krista House. There are no term limits.

Directors not returning to the board for 2019 are Lori Metcalfe, John Smith, and Val Moulton. Don extended thanks to them for bringing their experience and expertise to the board.

The current directors whose two-year term ends in 2020 were: Ryan Lawlor, Shelley Moores, Phil O'Connell, Doug Russell, Michelle Hawco, and Scot Croft. These Directors will be eligible for re-election at the 2021 AGM.

The current directors eligible for re-election at this AGM were: Don Sword, Dave Works, Andrea Gosse, Elizabeth Young, and Gail Butler, and Jan Spracklin.

The board met on March 5th and discussed board size. The consensus was that the maximum board size of 16 was larger than comparable not-for-profit boards and that a smaller board (12) would be just as effective. Lori Metcalfe moved and Ryan Lawlor seconded that the board size be set at 12 with 6 to be elected to serve two-year terms until the 2021 AGM. Carried

Janet Rumsey conducted the election for the Board. There being no other nominations from the floor, and following a motion by Ryan Lawlor, seconded by Lori Metcalfe, Janet declared the re-election of the current board members for either two-year or one-year terms as stated above.

8.0 Other Business - There was no other business.

9.0 Questions and Answers - There were no questions.

10.0 Adjournment - Following a motion by Barbara FitzGerald, the meeting adjourned at 2:45pm.

Note: Following the annual general meeting, the board retired to attend the annual organizational board meeting to elect the Officers. As recorded in board minutes dated March 31, 2019 the following were elected:

Chair: Don Sword

Vice-Chair: Phil O'Connell

Treasurer: Doug Russell

Secretary: Gail Butler

Recorded & Submitted by Jillian Whittle

DRAFT