

Later Life Learning Annual General Meeting 2024 – April 18, 2024
Final Approved Minutes

1 Call to order and traditional acknowledgement

LLL President Kathy Nolan-Garner called the meeting to order at 12:00 p.m., beginning the meeting with a traditional land acknowledgment to express gratitude to all the Indigenous groups who share this land with us. The timing of agenda items was re-ordered to accommodate a brief delay in arrival by Principal Charlie Keil to bring greetings on behalf of Innis College.

2 Review and Approval of the Minutes of the 2023 AGM

MOTION (Julie Kurniewicz/Mike Orr) That the minutes of the 2023 Annual General Meeting (AGM) of Later Life Learning be approved. **Carried**

3 President's Review

Kathy Nolan-Garner began her year in review by expressing gratitude to all present, to the great LLL membership and community, for all the wonderful speakers and most importantly for all the great volunteers who have contributed to LLL's success and significant accomplishments. The work could not be done, without the invaluable contributions of Anita Chamberlain, LLL administrator, who also contributes her time on the Programme Committee, supports us with her extensive historical knowledge of our organization, in addition to the work she does in facilitating over 1800 course registrations by our members this year.

LLL has been fortunate to benefit from excellent technical support from the Innis College Town Hall team. We have negotiated a new LLL-Innis College contract which runs through to April 30, 2025, which includes Zoom support and hosting for hybrid course delivery.

Special recognition and thanks go to LLL past president and ongoing volunteer, Merle McMurray, here today. Acknowledgements go to hosts Colin (Discussion Group), and Liz Cashman and Maria Alicia Rubin (Books and Beyond Co-Chairs). We know our members value and appreciate their work and skills in leading and facilitating these discussion groups.

LLL is part of a wider Third Age Network (TAN) group of learning organizations, ably represented on TAN by Jenny Birrell who is already a recipient of an LLL lifetime membership for her prior work on the LLL board. We thank Jenny for all her many contributions as she concludes her term on the Board. We will continue to benefit from her work going forward, including the TAN

guidance on copyright issues to which she contributed. Thank you and best wishes to Jenny Birrell.

Hetty Bolhuis was also a life member when she joined the board. With her board term now finished today, we are grateful for Hetty's many contributions over the years as a longtime volunteer, including on the Communications team, help with event planning such as the 40th anniversary celebration, in addition to serving as a member of the Board. Thank you and best wishes to Hetty Bolhuis.

Cathy Ward joined the Board and quickly became engaged as Chair of the Volunteers and Facilities team. She is a person who connects us all and is doing a terrific job in this regard as a member of the Nominations Committee too.

Board member and Programme Committee Chair, Natasha Baage will be leaving the Board this year. We thank and recognize her significant contributions with a lifetime membership. Notably she began as a volunteer with the Facilities team and then served as Program Committee member and Chair for several years thereafter. Thank you and best wishes to Natasha Baage.

We recognize and thank Lisa Taylor with a life membership for her many and varied contributions over the years. Among these, Lisa has chaired the Discussion group for many years, been a member of the Board and on the Programme Committee, and extended her term on the Board by an additional year this year in order to complete the all important work of Chairing the ad hoc ONCA committee to update the LLL bylaws, in compliance with new legislation governing the not-for-profit sector. We look forward to continuing to benefit from Lisa's cheerful and professional contributions in the role of Host for future lecture series. Thank you and best wishes to Lisa Taylor.

Retired Board Member and former Secretary, Sam Laredo is recognized with a life membership for all his many and significant contributions to LLL across the years. Among other roles, Sam has been an engaging Host of several lecture series, and instrumental to the work of the ad hoc ONCA committee which has enabled us to update the LLL bylaws, in compliance with new legislation for not-for-profit organizations. We continue to turn to and rely upon Sam for his measured, thoughtful advice, patience and good humour and generosity of spirit whenever we call. Thank you and best wishes, Sam Laredo.

Eunice Dong is Chair of the Donations Committee and has worked closely with her Innis counterpart Andrea Blackner (Note, Andrea is moving on from her role in April 2024 and will be missed) on many a successful Week of Giving campaign across the years. Under Eunice's

leadership, with active LLL member support and donations, LLL is well on its way toward fulfilling our five-year goal pledge of \$250K toward the Innis Building Capital Fund. To-date, \$215K of the total \$250K pledge has been donated by the LLL community to Innis College.

In addition to this impactful role, Eunice also contributes her volunteer efforts as a member of the LLL Programming Committee and by serving as our volunteer independent financial reviewer each year.

Julia Kurniewicz is Chair of the Communications committee, working together with the Board and Anita Chamberlain to update the LLL website. She also has become an active member of the Programme Committee.

Tara Carothers has moved up from her initial role as Chair, Registrations Committee to become Vice-President. We welcome her 'can do' and 'how can I help' attitude and leadership style in her new responsibilities, working together in partnership with George Steiner who is LLL's incoming President.

Mike Carter (who is unable to be here today) will continue in his able and important role as our Treasurer. Thanks to Mike for keeping our investments on track and our financial records in order and balanced.

Catherine Sim will continue as our Secretary, whom we appreciate for offering thoughtful advice and uplifting positivity in keeping the Board organized.

Finally, it is my pleasure to thank and recognize Mike Orr with a lifetime membership, as he concludes his term on the Board as Past President. Mike has been instrumental to LLL's success in so many ways. Notably, LLL's pivot to online delivery during the COVID pandemic lockdowns (2020-2022) would not have been possible without him. The new LLL website and adoption of member survey tools are also all thanks in large part to Mike's leadership, perseverance and technological knowledge and expertise. He has become a terrific lecture series Host recently. A personal thank you for this year's transition, hard work and friendship. Thank you and best wishes, Mike Orr.

4 Innis College Greetings – Principal Charlie Keil

Charlie Keil, Principal of Innis College, arrived to bring greetings. Typically, he enjoys being present for the whole AGM, and apologized for his tight schedule this year. He always enjoys this time and opportunity to meet with LLL members and to express the College's appreciation directly for this mutually advantageous relationship. Innis College and LLL have enjoyed a long, long relationship that even pre-dates the building. Please accept a warm welcome and expression of gratitude from Innis College to the LLL community.

In particular, he and the Innis community look forward to growing the opportunities for more interaction among LLL members and Innis College students. There are many benefits for strengthening intergenerational communication and collaboration. It is great to be back from his year of leave and he is keen to be back engaging with LLL members in Town Hall in the coming year. We love having LLL members back in person! We would welcome even more to fill Town Hall – please encourage your friends and family to register for LLL courses!

5 Presentation of LLL Donation to Innis College

Kathy Nolan-Garner took the opportunity of Charlie Keil's presence at the AGM to present a cheque for \$25,000 as this year's LLL donation gift toward the Innis College building capital fundraising campaign.

6 Treasurer's Report

On behalf of Mike Carter, Kathy Nolan-Garner presented the Treasurer's Report. In essence, LLL's finances are in great shape overall as presented in the financial statement on the screen.

Highlights for the fiscal year ending December 31, 2023, included our \$10K donation to the Innis College Building Renewal Fund and registration revenues which were down for the Fall lecture session but fabulous for enrolments in the Winter lecture series. Note, we continue to hold in reserve one year's operating costs in case of unforeseen catastrophic event(s).

MOTION (Eunice Dong/Julia Kurniewicz) That the treasurer's report for the fiscal year ending December 31, 2023, be approved as presented. **Carried**

Kathy Nolan-Garner reviewed the financial controls that are in place for LLL as these relate to external review or audit. Among these measures include the requirement for cheques and GICs to be authorized by two officers of the Board with signing authority and the annual review of LLL's background books and accounts by Eunice Dong.

MOTION (Lisa Taylor/Eunice Dong) That LLL will not appoint an auditor and/or not have an audit or review engagement regarding the Corporations financial year. This resolution is valid until the next Annual General Meeting. **Carried**

7 Articles of Incorporation

Lisa Taylor, chair of the ad hoc ONCA Review committee, presented an overview of the revised LLL bylaws, necessitated by government changes to legislation applying to not-forprofit organizations. These bylaws have been accessible to members and posted on LLL's website for

the past month. The LLL Board of Directors has carefully studied and approved these bylaws which bring LLL's bylaws into compliance with ONCA legislation. At this meeting, the Board seeks the memberships ratification of the revised bylaws.

Once approved, one related next step and ONCA requirement will be the filing of LLL's revised articles of incorporation with the Ontario government by October 2024. We seek your approval of these bylaws.

MOTION (Julia Kurniewicz/Eunice Dong) That members ratify the Revised Articles of Incorporation approved by the LLL Board of Directors. **Carried**

MOTION (Cathy Ward/Julia Kurniewicz) That members ratify the Revised Bylaw 2024-01 approved by the LLL Board of Directors which replaces previous Bylaws. **Carried**

8 Determine the Number of Directors

Kathy Nolan-Garner spoke to the context for this motion, which is required under ONCA. Since LLL has a flexible number of directors it means that from time-to-time the Board will make this determination, once initially ratified at the AGM.

MOTION (Mike Orr/Catherine Sim) That it be ratified and approved for the 2024-25 year starting with the 2024 AGM, that the LLL Board will be comprised of 14 Directors. **Carried**

MOTION (Eunice Dong/Julia Kurniewicz) That it be approved that the Board of Directors of Later Life Learning Inc. can define the number of directors from time to time within the boundaries set out by the Revised Articles of Incorporation. **Carried**

9 Nomination and Election of New Board Members

MOTION (Mike Orr/Catherine Sim) That the election of Jill Andersons, Valmai Armstrong, Marcela Christi, Leonard Muti and Emma Pavlov as directors of LLL for 2024-27 be approved. **Carried**

10 Term Extensions of Board Members

MOTION (Julia Kurniewicz/Lisa Taylor) That extension of the terms of two current board members be approved for three years – Catherine Sim and George Steiner. **Carried**

11 Induction of Life Members

Kathy Nolan-Garner shared as an information item that a motion was moved and approved at the March 2024 Board of Directors' meeting to recognize the following members with induction as LLL life members:

Mike Orr
Lisa Taylor
Sam Loreda
Natasha Baage (not present)

She invited those present to stand and be recognized by the membership with a most deserving round of applause in appreciation and congratulations.

12 Adjournment

New president George Steiner provided brief closing remarks.

On behalf of the Board and all present, he thanked Kathy Nolan-Garner for her leadership and wisdom extended to the LLL community over the years, and on offer to him personally in recent times as she helped to prepare him to take up the role of President.

He added his thanks to those provided already to the five outgoing members of the Board and provided his warm welcome to the five new members to the Board.

In conclusion, he offered a special note of thanks for Vice President, Tara Carothers with whom he is keen to work in a new two-person partnership approach to leading LLL. Tara and George emphasized the importance they hold for open communications with LLL members and among the Board. Members are invited to reach out and connect with George, Tara and any member of the Board – the Board functions as 'your' group, working on behalf of the members' wishes.

We look forward to an exciting year to come. Thank you for your vote of confidence in me as Chair and President.

MOTION (Catherine Sim/Mike Orr) That the LLL Annual General Meeting (AGM) 2024 be adjourned at 12:45 p.m. **Carried**