



MERRICKVILLE DISTRICT HISTORICAL SOCIETY

Draft General Meeting Minutes

Tuesday, November 5 at 7:00 pm Merrickville Legion

- 1 Call to Order at 7:03pm by Jane Graham
Cheri Kemp-Long read the MDHS Indigenous Land Acknowledgement

Members In Attendance – quorum requirement is 15 attendance was 22
Chris Bidmead
Louis Birta
Irene Chahley
Greg Eamon
Cindi Delcorde
Rob Fournier
William Galbraith
Jane Graham
Yves Grandmaitre
Dick Hegan
Cheri Kemp-Long
Kate Lillemark-Galbraith
Bob Long
Chuck MacInnis
Sally MacInnis
Ann Martin
Michel Perron
Tanya Prinsep
Tony Shaw
Nancy Warr
Arlene Wilkins
Chuck Willemsen
- 2 Acceptance of agenda moved by Cindi Delcorde, seconded by Ann Martin,
carried
3. Presidents remarks – Jane Graham

Ontario Not for Profit Corporations Act was updated in 2021 and all organizations
were given until Oct 2024 to comply with the new Act. We will be late but

advised that is ok. MDHS current constitution was first prepared in 1965 with small modifications in 1985. We were originally established under the Ontario Historical Societies Act of 1899 and continue to work with them and have had support from them in redeveloping our revised documents.

MDHS is also a Charitable Organization so we need to protect our charitable status with CRA and had to engage with them on the revised constitution.

MDHS volunteers started research and drafting the revised constitution/articles and bylaw in 2023.

End result is a new Constitution/Articles with Bylaw 1 and then a Policies and Procedures Manual. Focus tonight is on the Constitution/Articles and Bylaw 1 which require member approval. Members were sent access to the documents for review, so tonight is an opportunity to ask questions.

4. Amendment of Constitution/Articles and Bylaws - Bob Long

Bob Long, Vice President reviewed the process and changes starting with the need to get confirmation from CRA that the changes we were making to our Constitution/Articles did not constitute a significant change in purpose related to our Charitable Status. The significant change is the operation of the Blockhouse Museum now being with the Village of Merrickville-Wolford, albeit with the MDHS Collection provided for display and use in the Museum. Letter to CRA on Feb 24, response from CRA Sept 11 with acceptance of our newly stated purpose.

Based on our current Bylaws MDHS is required to provide 6 weeks notice to the membership for a general meeting – the reason for a Nov 5 meeting date.

Chuck Willemsen operated a projection of the documents while Bob reviewed the significant changes in new constitution and bylaw – Yellow highlights.

Members were asked for questions/comments – note to correct numbering as 6.2 and 10.6 were missing, Past President should be Past Chair – otherwise all good. Friends of the Turbine thanked MDHS as they used our document to update theirs.

Acceptance of new Constitution and Bylaw 1

Motion to approve the new Constitution/Articles and Bylaw 1 for the Merrickville and District Historical Society as presented and approved at a General Meeting of the members on November 5, 2024, as per the requirements of Ontario Not for Profit Corporations Act of 2021. Moved by Bob Long, Seconded by Sally MacInnis. Carried unanimously.

Next Steps will be to submit to Ontario Not for Profit Registry and then with Not for Profit Corporation Registry approval submit to CRA.

Over the winter 2024/25 Draft and finish Policy and Procedures Manual – Bob read out the Table of Contents of the P&P Manual and remarked that it is not a document that requires Member approval as it is a Board document.

5 Wrap up – Jane Graham

Thank you to Ann Martin, Bob Long, Cheri Kemp-Long and Karen Finstad for all their work on the constitution process.

Special thank you to Chuck Willemsen for standing in to help with technology as Donna and Peter were not able to come due to Covid caught with the last Speaker event.

Keep in mind the Annual General Meeting will be coming up soon tentatively scheduled for January 21, 2025, details to follow. We will report on the year to October 31 and also a short November and December 'year' to realign our new yearend to December 31st as decided at last year's AGM. We are also looking for volunteers for committees and board positions.

6 Adjourn

Motion to Adjourn at 7:41pm by Greg Eamon