

LEARNING DISABILITIES ASSOCIATION OF ONTARIO

Minutes of the LDAO Annual General Meeting
Friday, October 17 – Saturday, October 18, 2008
Marriott Toronto Bloor Yorkville Hotel, Toronto, Ontario

FRIDAY, OCTOBER 17, 2008

5:00 – 6:30 PM	Delegate Registration
6:30 – 7:30 PM	Welcome and Business Meeting

LDAO Business Meeting

- 1. Call to Order and Approval of Agenda – Howard**
The meeting was called to order at 6:35 PM. Quorum for the meeting was 30 and was met (66 votes eligible to be cast).

M/S: V. Greco/P Chaban
“THAT THE LDAO BUSINESS MEETING AGENDA BE APPROVED, AS PRESENTED.”
Carried
- 2. Appointment of Recording Secretary – Howard**
M/S: D. Waxman/S. Pryce
“KAREN QUINN IS APPOINTED RECORDING SECRETARY FOR THE BUSINESS MEETING.”
Carried
- 3. Minutes of the 2007 Annual General Meeting – Howard**
M/S: L. Ziraldo/L. Coccimiglio
“THAT THE MINUTES OF THE 2007 LDAO ANNUAL GENERAL MEETING BE APPROVED, AS PRESENTED.”
Carried
- 4. Annual Report of Activities for 2007 – 2008 from the Chair/Executive Director’s - Howard**
The Annual Report for this past fiscal was emailed out to chapters prior to the meeting and an official print copy was included in the delegate package. Individual reports from each Committee can be found in the Annual Report therefore Ms. Howard, Chair, highlighted some of the achievements of the last year. Delegates are invited to ask questions about any Committee activities.

 - This past fiscal year LDAO finished in a good financial position. Thanks were expressed to the staff and board members who worked very hard to make the necessary changes to make this possible.

- Ms. Howard thanked the Chairs and individual members of each of the LDAO Standing Committees for all their efforts to move the work of the Association forward.
- There has been a great deal of time by both the staff and the board in two specific areas – chapter support and development and fund development. LDAO initiated a Plan of Action for chapter support and development activities and through a series of teleconference calls with all chapters on a quarterly basis chapters have helped to design and implement this plan of action. Fund development continues to be an ongoing challenge but the Fund Development Committee and the Board are committed to supporting staff activities.

Ms. Wygant welcomed delegates and acknowledged the work of the staff and board over the past year. She is encouraged by the commitment of both the provincial and chapter agencies to working together to strengthen the Association as a whole. The Round Table discussions, the plenary session and specific workshops offered after this meeting and for Saturday are designed to build on the commitment to work together for shared solutions and success for all chapters and LDAO. She also thanked chapters for extending invitations to visit their chapters as it provided her with a great opportunity to meet with chapter staff and volunteers and see the local operations first hand.

Special thanks were expressed for two of LDAO's retiring Board Members – Peter Chaban, Past Chair, and Steve Lee, Treasurer. Both have served on the board for 6 years and helped to steer the organization through some pretty tumultuous years of financial insecurity and staff turnover. Our current financial stability and positive outlook are due in great part to both these individuals and they will be sorely missed.

M/S: H. Bogie/S. Pryce

“That the Annual General Meeting Report on 2007-2008 activities be received.”

Carried

5. Treasurer's Report, 2007-2008 Audited Financial Statement, and Appointment of Auditors for 2008-2009 - Lee

Mr. Lee reported that the audit this year went very smoothly. We have a clear opinion from the Auditors that the books were in good order. The Executive Director, the Financial Consultant and staff have made a concerted effort to ensure that the accounting practices and procedures over the past year are effective and transparent and they are to be commended for these efforts. The auditors commented on the improvement and ease for their work due to these efforts. Fundraising efforts increased over the past year and are reflected in the revenues earned by the Association. Expenses were monitored closely and the result is that we are in a good financial position at the end of this fiscal.

M/S: G. DiPasquale/V. Greco

“That the audited financial statement for the period ending March 31, 2009 be approved, as presented.”

Carried

M/S: D. Pawlett/D. Waxman

“That it be hereby resolved that Beale Wallington Chong, Chartered Accountants, of Toronto, Ontario, be duly appointed to act as Auditors for the Learning Disabilities Association of Ontario for the fiscal year 2008-2009.

Carried

6. Confirmation of Acts – Howard

M/S: L. Ziraldo/D. Waxman

“That all acts, by-laws, policies, proceedings, appointments, election and payments enacted, made and taken by the Board of Directors and Officers of the Learning Disabilities Association of Ontario since the last meeting of members held on Saturday, October 20, 2007 in Toronto, Ontario, referred to in the minutes of June 25, 2007, November 12, 2007, January 21, 2008 and March 26, 2008 are hereby approved”.

Carried

7. Nominating Committee Report & Election of Directors – Chaban

Mr. Chaban presented the report of the Nominating Committee to the delegates. He thanked the committee for their help in preparing a slate for presentation to the AGM. The Committee did not meet in person, but through teleconference calls discussed the proposed re-election of current eligible members and new nominees.

M/S: V. Greco/M. Handley-Derry

“Be it hereby resolved that Dr. Glenn DiPasquale, Dr. Mark Handley-Derry and Carol Lyons be re-elected for a further two year term to end at the 2010 Annual General Meeting and that nominees Cathy Cobey, Marianne Hasold-Schilter and Cheryl Zinszer be duly elected as Directors for LDAO for the years 2008-2010. They will join those Directors and Officers with terms of office in effect until the Annual General Meeting in 2009 – Hellen Bogie, Vincent Greco, Pam Howard, Susan Kennedy, Jay Mandarino, Voula Michaelidis, Bruce Todd and Douglas Waxman.”

Carried

Ms. Howard thanked Peter Chaban, LDAO Past Chair, for his dedication and leadership over the past 8 years. Peter had agreed to extend his term of office by two years to help guide the Association through some very tumultuous times and retires from the LDAO Board having achieved a state where the organization is in a much better position than it had been previously. It is with regret that we say goodbye to him, but he will still be a part of LDAO through his connection with Sick Kids and our Education Workshop Series.

Treasurer Steve Lee is also leaving the Board at the end of his 6 year term. His professional expertise as a CA and Senior Partner in the Assurance and Advisory Business Services Group at Ernst & Young LLP has served the Association well as we underwent a significant revision to our financial reporting and statements. He and our Financial Consultant have provided the leadership

for the Association to get its accounting procedures up to date. We wish him well with this future endeavours.

8. Appointment of the 2007-2008 Nominating Committee – Chaban

This Committee traditionally consists of the Chair, 2 LDAO Board members, 2 chapter representatives and the Executive Director. Invitations were extended to the delegates to put forward names from the floor.

M/S: V. Greco/D. Waxman

“That the 2008-2009 Nominating Committee be comprise of LDAO Chair Pam Howard, LDAO Board Members Carol Lyons and Douglas Waxman, and Janis Dominato, LDA Windsor-Essex and Lorna Duggan, LDA York Region.”

Carried

9. Acknowledgments – Howard

In addition to the retiring Board members, LDAO will miss the services of Randolph Sealy, who is a former LDAO Board member and has ably represented persons with Learning Disabilities on the LDA Canada Board as an Adult Consumer. Randolph will keep in touch through his work on the LDAO Adult Advocacy Committee and will continue to engage the public through workshops and presentations. We wish him well.

After a long battle with cancer, former LDAO Board/Committee and Chapter representative Roy Cooper passed away in September 2008 in Ottawa. Roy has been involved with the various levels of the LD organization for over 30 years and in recognition of his service, LDAO in 1999 set up a scholarship in his name. He never shirked his responsibilities to speak out on behalf of those with LD and was always interested in ways to make it easier for persons with LD to work to their strengths rather than their weaknesses. Donations to perpetuate the scholarship increased significantly this past year and we look forward to awarding scholarships in his name for some years to come. Our thanks to Lynn Ziraldo and Barouch Chai for keeping us informed of Roy’s illness. He will be missed.

Pam also offered thanks to the LDAO Board and the Chapter for all their efforts to move the association forward over the past year. The Board is very active, and the Chapters are taking the “Working Together, Succeeding Together” theme of this year’s AGM to heart. The sessions to follow the meeting tonight and tomorrow reflect the commitment to make LDAO a stronger organization and leaders in the field of learning disabilities.

10. New Business – Howard

LDAO Governance Policy Change to Policy 1, Section 1.2 a) re Committees

The LDAO Board has suggested that a new Standing Committee be introduced into our Governance Policy. A newly created Finance Committee will oversee the

policies and procedures of the LDAO accounting system and make suggestions for change for LDAO and the chapters in the future.

M/S: C. Cobey/H. Bogie

“That LDAO make an amendment to LDAO Governance Policy #1, Section 1.2 a) re Committees that will include a Finance Committee as part of the Standing Committees of the Learning Disabilities Association of Ontario.”

Carried

The Committee will be chaired by LDAO Board Member Don Pawlett and will be comprised of the, LDAO Treasurer, the Executive Director, the Chair of the Fund Development Committee and the LDAO Financial Consultant.

11. Date for 2009 Annual General Meeting - Howard

The proposed dates are Friday, October 16 and Saturday, October 17, 2009 at the Marriott Toronto Bloor-Yorkville Hotel in Toronto.

Pam took this opportunity to recognize Ruth Taber’s contributions to the Board and LDAO in general. She also asked that delegates recognize the efforts of Peter Chaban through the last 8 months and that she was glad he would still be around as a resource for her as she takes the Chair. Ms. Howard acknowledged ED Maggie Wygant and gave a quick outline of her mandate to support the fund development activities and increase revenues over the next year. Pam is looking forward to working with the new Board, LDAO staff and all the chapters to make a stronger, and more sustainable organization.

12. Adjournment - Howard

M/S: G. DiPasquale/D. Waxman

“That the Business Meeting be adjourned.”

Carried

The Business Meeting was adjourned at 7:25 PM

Please note that the Round Table Discussion Session that occurred at 7:30 -9:30 PM on October 17, 2008 and the Plenary/Workshop sessions held on Saturday, October 18, 2008 between 9:00 AM– 3:45 PM are summarized in separate documents.