

October 21, 2018 Minutes

Gabriola Commons Foundation AGM

Present:

Bob Andrew, Louise Amuir, Danielle Artuse, Michelle Benjamin, Heide Brown, David Chorneyko, Deborah Ferens, Jinny Hayes, Nancy Hetherington Peirce, Robbie Huston, Erica Jackson, Rose Jones, Kim Kasasiam, Heather Menzies, Maggie Mooney, Allison Nowatzki-Charron, Alex Pedel, Darryl Receveur, Judith Roux, Maya Ruggles, Don Smardon, Lynda Toews, Raymond Tremblay, K Louise Vincent, Stuart Wulff

Agenda:

Welcome and Introductions
Adoption of 2017 AGM Minutes
Annual Report
Financial Report
Bylaw Amendments
Election of Trustees
Wrap Up

Minutes:

Welcome and Introductions

Bob acknowledged that we are on unceded Snuneymuxw land.

By Deb Ferens, World Commons Week Oct 4-12, 2018
International Association for the Study of the Commons

The [International Association for the Study of the Commons](#) – the academic body founded by the late Professor Elinor Ostrom and other scholars in 1989 – organized a designated global event to celebrate the commons and explore it many ways. [World Commons Week](#) from October 4 to 12 occurred at many locations around the world hosting public talks and discussing various aspects of the commons,

World Commons Week and the IASC is building on a half century of scholarship, commons research and practice in areas including water, forests, fisheries, marine settings, the global atmosphere, infrastructure, urban & rural settings, technology and software, knowledge sharing.

The local events ranged from teach-ins and workshops to mini-conferences and talks delivered by local scholars or commons practitioners. In Mexico, there was a conference on watershed sustainability. In Germany, a talk on “Pseudo-Commons in Post-Socialist Countries.” In Africa, an examination of transboundary wildlife protection entitled “Commons Without Borders.” The Urban Commons in India; Environmental

Governance of an Ocean Commons – the Arctic; Indigenous Peoples, climate change and the Commons Peru. Cooperation and Collective Action in Northeast Siberia.

A wide range of shared resources can be sustainably managed through commons governance approaches. Analysis of large scale regional and global environmental problems through the lens of commons governance may offer pathways to alternative solutions to some of the most intractable problems facing the world today that is beyond market, state and private self interest.

On Gabriola, we are in the midst of our own Commons experiment as we work together to share responsibility and steward the land and amenities here in this 26 acre space where land and people meet. We are learning together how to balance the ecological values and biodiversity with the agricultural and farming focus with the facilities and outdoor spaces for community to gather, celebrate and do their important work.

Adoption of 2017 AGM Minutes

Adoption of agenda

2017 AGM meeting minutes accepted by consensus.

Trustees Report by Danielle Artuso

Trustee Team Mandate

The Trustee team oversees the financial and legal aspects of the Commons to meet the requirements of a non-profit registered charity. The Gabriola Commons Foundation (GCF) is the entity which holds title to the property for the benefit of the community and through which charitable donations flow.

Legal and Financial issues are addressed with due diligence and transparency in the best interests of the health and well-being of the Commons.

The Trustees are a team in keeping with the governance and organizational structure of the Gabriola Commons, holding a place of shared responsibility with all other Teams around the Gabriola Commons Coordinating Council table.

Goals: Legal and financial structures and systems are aligned with Commons values and principles without automatically assuming that the traditional structures and systems are the way it must be done.

Objectives:

- 1. To continually re-assess and re-think traditional ways of interface with legal and financial bodies*
- 2. To develop creative, effective and transformational strategies and practices while still meeting legal and financial requirements*

It was a busy year for the Trustees with each meeting working with full agendas and many tasks to see through each month.

The Commons year started off with an anonymous donation that allowed us to officially discharge the Mortgage. At this time the Trustees contacted past and present donors. This was one of my first tasks as a Trustee and such a beautiful introduction to the support and pride that surrounds this place. The exciting news was followed with the planning and execution of a “Mortgage Burning” celebration.

C O M M O N S

This year the Commons saw the expansion and continuation of community events such as; Farm to Table, the Fall Fair and the first successful Arts and Theatre Festival which included a positive and constructive collaboration with Gabriola Arts Council. These events breathe life into the trails, gardens and buildings fulfilling the Gabriola Commons's purpose as a public amenity for the enjoyment of people and stewardship of the land.

A dedicated team reviewed and revised MOUs the Commons held with various Gabriola organizations including Poetry Gabriola, Lions Club, GERTIE and the Tool Library and created a template for the creation of future MOU's.

The trustees continue to liaison between the Commons and PHC in an annual review of the lease and to invite opportunities to meet to build relationship and understanding between the two organizations.

Membership Bylaws were reviewed and membership list updated.

The Finance team worked diligently meeting monthly and overseeing the accounting and financial realities of the Commons. This team welcomes volunteers from other teams at the Commons.

The hard working Covenant Group has finalized a covenant draft. This document will enshrine not only of the land and its buildings, but also the vision of the Commons as detailed in the Commons Charter. It includes a Baseline Report and Stewardship Plan Agreement and Template. A covenant holder will hopefully be found soon with the Covenant presented to the Council and ready for registration within this year.

The Trustees work cooperatively alongside other Commons teams to further transparency, interdependence and shared decision making at the Commons. Trustees also attend Council meetings to generate the sharing of knowledge and information and consider the Council to be the heart of the Commons.

To top the whole year off Trustees were entrusted with another exciting announcement at the Fall Fair. Amazing Grace Ecological Society represented by Shelagh Houston and Heide Brown donated its final assets in the amount of \$63,000 to the Commons. The donation will be allocated toward a legacy, maintenance and vision fund in the memory of Jay Mussell.

Financial Report

- Thanks to the donors and the Finance Team.
- Acknowledged the work that each individual team does in managing their own accounts.
- The mortgage is paid off. Yeh.
- Deb went through the Income Statement and Balance Sheet. There was some discussion.
- Motion to approve financial report by Heather. Seconded by Heide. Accepted unanimously.

Bylaw Amendment

- The Trustees brought forward a bylaw amendment that would remove Part 2 - Membership of the Gabriola Commons Foundation's bylaws and be replaced with a rewritten Part 2 - Membership. These changes are below and were previously announced in this meeting's notice.

The following current Membership bylaws Part 2 (4) to (10) be removed

Part 2 — Membership

4 The members of the Society are the applicants for incorporation of the Society, and those persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.

5 All Gabriola Islanders are eligible to become members of the Society, and may register with the Society as such, unless such person has ceased to be a member as provided herein.

6 (1) Every member must uphold the constitution and comply with these bylaws.

(2) No member may be denied those rights and privileges which are contingent on membership.

7 The amount of the first annual membership dues must be determined by the trustees and after that the annual membership dues must be determined at the annual general meeting of the Society.

8 A person may choose not to be a member of the Society by delivering his or her resignation in writing to the secretary of the Society or by mailing or delivering it to the address of the Society.

9 (1) A member may be expelled by a special resolution of the members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

10 All members are in good standing except a member who has failed to pay any subscription or debt due and owing by the member to the Society, and the member is not in good standing so long as the debt remains unpaid.

And replaced with the following Membership provisions:

Part 2 — Membership

4. Only Gabriola Island residents are eligible to become members of the Society.

5. Every member must uphold the constitution and comply with these bylaws.

6. To become a member of the Society, a person must register with the Society as a member and the person becomes a member on the Trustees' acceptance of the application.

7.(1) Membership in the Society is on an annual basis and membership ceases after at an Annual General Meeting provided the membership is not renewed by registering at that Annual General Meeting.

(2) An application for membership received in the 15 days before the annual general meeting is held shall be postponed until after that meeting.

C O M M O N S

8. A person may resign their membership by delivering or mailing their resignation in writing to the Trustees of the Society.

9. (1) A member may be expelled by a special resolution of the members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

- **Much discussion ensued. There was a general consensus to amend the proposed Membership bylaws to the following:**

Part 2 — Membership

4. Only Gabriola Island residents are eligible to become members of the Society.

5. Every member must uphold the constitution and comply with these bylaws.

6.(1) To become a member of the Society, a person must register with the Society as a member.

(2) Registration for membership received in the 12 days before the annual general meeting is held shall be postponed until after that meeting.

7. There is no initial fee or annual renewal fee for membership.

8. A person may resign their membership by delivering or mailing their resignation in writing to the Trustees of the Society.

9. (1) A member may be expelled by a special resolution of the members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

- **Deb made a motion to accept the amended membership bylaws. Seconded by Heidi. Passed. None opposed.**
- **There was a second proposed bylaw amendment, to change the definition of Gabriola Islander. From:**
 - **“Gabriola Islander”** means any individual whose principal residence is on Gabriola Island, BC and others, such as part-time, seasonal and off-island, who from time to time the Society trustees determine may be eligible.
- **To:**
 - **“Gabriola Island residents”** means any individual whose principal residence is on Gabriola Island, B.C.
- **Discussion ensued. There was a friendly amendment to make “Gabriola Island residents” singular not plural.**
- **Heide called for a motion on this definition change. Seconded by Judith. Motion passed.**
 - **This motion was opposed by one person, who wished that we retain, “and others, such as part-time, seasonal and off-island” This was a softer type of opposition, not blocking.**

Election of Trustees

- Nomination Committee nominated Don Smardon.
 - Don Smardon is a new Trustee by acclamation.

Wrap Up

- Motion to adjourn by Rose, seconded by David. All approved.