

DRAFT

DIXON HALL
2016 ANNUAL GENERAL MEETING OF MEMBERS

September 26, 2016

1. OPENING MEETING

Chair:

Chair Darren Cooney welcomed members to the 2016 Annual General Meeting of Dixon Hall.

Special guest Derryck Williams, Partner, Grant Thornton and auditor for Dixon Hall was introduced and welcomed.

The meeting was called to order. The Chair introduced the Board members present: Rod Bolger (Vice Chair), Martha Tory (Treasurer and Secretary), Cameron Scrivens (Chair, Governance Committee), Thompson Egbo-Egbo, Esther Tock and Barbara Volk. He also introduced Neil Hetherington (Chief Executive Officer) and Francine Lewis, who acted as secretary of the meeting.

2. DECLARATION OF MAILING

Secretary:

Martha Tory, Secretary of Dixon Hall read the Declaration of Mailing of the notice of the Meeting, confirming that the notice was properly sent to members.

“I, Martha Tory, Secretary for Dixon Hall, certify that, a notice of the Annual Meeting for today, September 26, 2016, was mailed to all members of Dixon Hall.”

3. CONSTITUTION OF MEETING

Chair:

The Chair confirmed the meeting had quorum and could proceed, and that those who had purchased their memberships before August 29, 2016 could vote.

4. MINUTES FROM PREVIOUS MEETING

Chair:

The Chair noted that the previous AGM took place in September 2015, and the minutes of that meeting were distributed as members arrived at this meeting. Members were invited to raise any questions regarding the minutes. No queries were raised.

RESOLVED that the minutes of the 2015 Annual General Meeting be accepted and approved without amendment.

MOVED: Patricia Reid
SECONDED: Carolyn Grey
ALL IN FAVOUR: CARRIED

5. CHAIR'S REPORT

Chair:

The Chair noted that by their nature, Annual General Meetings are once a year events, providing opportunities to reconnect people, take stock of what has happened over the past 12 months and to look forward to the year ahead. Dixon Hall has a diverse family of clients, volunteers and staff; a family as diverse as the mix of programs offered.

He noted that this has been a year of change. The agency's leadership has changed and one of the largest was the hiring of new CEO Neil Hetherington. It has also been a period of transition at the Board level, with retirements and welcoming new community members to the table.

The physical shape of the agency is also changing, with a new location for DHNS Employment Services at the Regent Park Community Centre, while George Street is changing with the City's revitalization, which will impact DHNS-operated Schoolhouse Shelter.

An important initiative is Youth Centre Capital Campaign. This year, DHNS officially launched the fundraising campaign, while community youth committed to raising \$10,000. DHNS welcomed a \$1 million contribution from Cathy and the Honourable Bill Graham, and to date, have raised nearly \$2.3 million, representing the generous gifts of community members, volunteers, staff and friends. The Chair also shared thanks to the Honourable Bob Rae, Vivien Dzau and Patrick Gossage for their leadership on this campaign.

The Chair noted the changes taking place in the Regent Park and St. James Town neighbourhoods and that Toronto often makes the top of the list of most liveable cities in the world. However, there are many challenges including skyrocketing housing costs and hard to find jobs, especially for youth and young adults.

On behalf of the Board of Directors, the Chair thanked all volunteers and staff for a job well done, and thanked all the agency's friends, members and clients, for being a part of the Dixon Hall family.

6. FINANCIAL STATEMENTS

Chair:

The Chair invited Treasurer, Martha Tory, to address the financial statements.

Treasurer:

The Audited Financial Statement was posted on the Dixon Hall website, available at 58 Sumach on request and was distributed alongside the Treasurer's report to members

entering the meeting. The Treasurer spoke briefly, noting that the agency recently moved its fiscal year-end from December 31st to March 31st to be more in line with funder cycles, and summarizing the year ending March 31, 2016.

Although the board budgeted for a break even position, there was again a small operating surplus of \$57,000 – less than 1% of the agency’s total operating expenses of almost \$14 million. The Treasurer acknowledged the hard work of the staff and leadership team working with funders and donors to raise money and deliver high quality services to clients in a cost effective and efficient manner. At year-end, the agency had an adequate cash position for the current year, reflecting the results of operations and fundraising.

The Treasurer explained financing plans for the new Youth Centre, which will be funded by donations. However, there will be a delay between when pledge commitments are received and when cash is received. DHNS will finance construction costs during the period before the donations are received using cash on hand and a 4-year bridge loan, which we expect to max out at approximately \$4 million.

The Treasurer thanked her fellow directors, the Finance and Audit Committee, management team and staff, and Finance Director Indra Latchu and her team for their dedication and hard work. She invited the membership to ask questions or request clarifications. No questions were raised.

7. APPOINTMENT OF AUDITORS

Treasurer:

The Treasurer noted that as it is not necessary for the members to approve the financial statements, the next item of business is the appointment of auditors.

The Treasurer asked for a member to move and for another member to second the following resolution:

RESOLVED that Grant Thornton LLP be appointed as auditors for the next year for a fee to be approved by the Board of Directors.

MOVED: Carolyn Grey

SECONDED: Bill McWilliam

ALL IN FAVOUR: CARRIED

8. ELECTION OF DIRECTORS

Secretary:

Secretary Martha Tory introduced the candidates for re-election and election to the board:

- Darren Cooney and Esther Tock (re-election)
- Jordana Greenberg and Lisa Smart (election)

Discussion was invited, and none arose.

RESOLVED that Darren Cooney and Esther Tock be re-elected to the Board of Directors for a second three-year term, and that Lisa Smart and Jordana Greenberg be elected for a three-year term.

MOVED: Carolyn Grey

SECONDED: Irene Ianello

ALL IN FAVOUR: CARRIED

9. ACKNOWLEDGEMENT OF RETIRING DIRECTORS

Chair:

Directors Anna Balinsky, Philip Unrau, Joanna Carroll, Elliott Jacobson, Andrew Noel and David Kennedy all retired at different points during the last year. The Chair thanked each of them for their contributions to Dixon Hall. Collectively, these members donated countless hours to the agency, as well as their passion, advice and guidance.

He also thanked the Dixon Hall Mill Centre team for creating the plaques for departing Board members.

10. CHIEF EXECUTIVE OFFICER'S REPORT

CEO:

Chief Executive Officer Neil Hetherington thanked the Board, membership, volunteers, staff, colleagues from CUPE and the management team. He expressed gratitude for Dixon Hall's 90-year heritage, represented by the tremendous success in many program areas. The CEO provided a brief update and statistics on DHNS' programs, including Housing Services, providing shelter to more people than before; an award-winning Employment Services, which has helped 3 out of 4 job-seekers find jobs; essential Seniors Services like hot meals in the Meals on Wheels program and the Dixon Hall Music School, renowned for bringing the joy of learning music to the children of Regent Park and nurturing talent at an affordable cost.

DHNS continues its Capital Campaign to build a new Youth Centre facility for the Children & Youth programs serving this community. The agency also looks to a triplet for success: Plans, People and Purpose. The CEO thanked the members for their time and reiterated that an important part of Dixon Hall's mission is a dignified life and success for the people it serves.

The CEO then invited questions from the audience and responded.

Members expressed concerns regarding St. Peter's Anglican Church closing down and the implications for DHNS. The CEO responded that the agency has made an application to the diocese to secure a long-term, renewable lease at 188 & 190 Carlton Street. Other contingency plans are also being carefully considered.

A question was raised about the current number of DHNS sites, to which the CEO responded that management and the Board are looking at all agency real estate for opportunities for greater integration and efficient use of space.

Regarding questions about DHNS cash position, the CEO noted that the current cash position is adequate, but does believe that there is an important sustainability goal to increase the reserve funds of the organization.

11. REVISION OF BY-LAWS

Chair:

The Chair thanked the CEO for his report and asked Governance Committee Chair Cameron Scrivens to address the proposed revisions to the Dixon Hall By-Laws.

Governance Chair:

Governance Committee Chair Cameron Scrivens noted the proposed revisions to the by-laws were posted on the DHNS website, available on request at 58 Sumach and distributed as members came into the meeting.

The Governance Chair explained that no major changes were made to the by-laws, but there will be more substantive changes when the new Ontario Not-for-Profit Corporations Act (ONCA) comes into force. Questions on specific issues were invited and answered.

A member questioned how the by-law changes affect accountability within the organization. The Governance Chair responded that Board of Directors would be accountable.

RESOLVED that the By-Laws be amended as distributed.

MOVED: Carolyn Grey

SECONDED: Theresa Brenna

ALL IN FAVOUR: CARRIED

12. OTHER BUSINESS

Chair:

Order of Dixon

At the Agency's 80th anniversary, in 2009, the Order of Dixon was created to recognize those special friends who have made an outstanding contribution to the organization, either through a gift of time, a gift of money or a gift of

their special expertise. Each year since 2009, the Agency selects two individuals to honour and recognize. This year there are two recipients; Elliott Jacobson and The Honourable Bob Rae.

The Chair honoured Mr. Elliott Jacobson, former Chair of Dixon Hall's Board of Directors, with the first Order of Dixon award. He praised Elliott's dedication to the agency as a supporter for over 20 years, during which he joined the Board in 2011, and served in many roles including Treasurer and Vice-Chair.

The Chair then introduced the second recipient, The Honourable Bob Rae, capital campaign chairperson for Dixon Hall's youth centre. He is recognizable from public life serving the people of Canada, as Premier of Ontario, MP and interim leader of the Liberal Party. After he left elected office, Bob returned to law practice and is a widely respected teacher, writer and commentator with a passion for social justice.

13. SPECIAL GUEST SPEAKER

Chair:

The Chair invited special guest speaker, The Honourable Bob Rae, to the podium to make his remarks. Bob thanked the Board for the honour of the award and for inviting him to speak. He also thanked fellow honouree, Elliott Jacobson, for his work with Dixon Hall and CEO Neil Hetherington for his leadership.

Bob was pleased to describe the success of the Youth Centre Capital Campaign in attracting generous donors; it is on track to reach and exceed targets. He noted a lot of work still to be done in the area of social justice; this Youth Centre will give children hope, provide guidance, mentorships and a place to call their own.

14. TERMINATION OF MEETING

Chair:

The business of this meeting was concluded.

The Chair requested a motion to close the official business of the meeting. The Chair added that once the official business meeting has been closed, members are welcome to ask questions on any subject.

MOVED: Carolyn Grey

SECONDED: Irene Ianello

ALL IN FAVOUR: CARRIED

STATEMENT OF VERIFICATION FOR
MAILING OF NOTICE OF ANNUAL GENERAL MEETING

I, Martha Tory, Secretary for Dixon Hall, certify that, a notice of the Annual Meeting for today, September 26, 2016, was mailed to all members of Dixon Hall.

Signature: Martha Tory Date: September 26, 2016