



**Island Nature Trust (INT or the Trust)
Annual General Meeting
MINUTES
September 12, 2024
6:00pm | Charlottetown Learning Library**

Chair, Gordon MacKay	Secretary, Patricia Caporaso Kelly Bush	Scrutineer, Simon Andrea
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CALL TO ORDER & WELCOME

The Chair welcomed members to the 45th annual general meeting of the Trust, introduced himself and offered a land acknowledgement. The Chair announced the following housekeeping items:

1. Patricia Caporaso is the secretary of the Board. In her absence at this evening's meeting, Kelly Bush, Office Coordinator at INT is the minute-taker.
2. Simon Andrea, Land Acquisition Manager for Island Nature Trust is today's Scrutineer and has confirmed that there is a quorum present.
3. Every member present has been given voting cards; green for yes, red for no and yellow for abstentions.
4. Notice of the meeting was duly given on or before August 3rd by:
 - a. Paid publication in The Guardian Newspaper
 - b. Email notification sent to all members (active and lapsed) on July 6th. The email contained a link – <https://islandnaturetrust.ca/AGM> - to download the following documents:
 - i. Draft Agenda for 2024 AGM
 - ii. Minutes from the 2023 AGM
 - iii. Copy of INT Current By-laws
 - iv. Proposed changes to By-laws
 - c. The draft audited financials and Impact Report were uploaded to the shared link when they became available. Printed copies were available for all in attendance.
 - d. Notice was also posted in The Buzz, and a follow up reminder email was sent to all current and lapsed members.

It was noted that as per the Trust's By-Laws, due notice is set at 14 days, but the Trust observes

21 days to give members ample time to plan to attend and read the required documentation provided.

Notice having been duly given, and quorum being present, the Chair declared the meeting open for transaction of business at 6:04pm.

APPROVAL OF 2024 ANNUAL GENERAL MEETING AGENDA

The Agenda for the Annual General Meeting held on September 12, 2024, was presented.

AGM Motion 09-24.01: Be it moved that the Agenda from Island Nature Trust's Annual General Meeting, held on September 12, 2024, be approved as presented. Moved by Diane Griffin. Seconded by Keila Miller. A vote was called. All in favour. Motion carried.

APPROVAL OF 2023 ANNUAL GENERAL MEETING MINUTES

The Minutes for the Annual General Meeting held on September 19, 2023, were presented.

AGM Motion 09-24.02: Be it moved that the minutes from Island Nature Trust's annual general meeting, held on September 19, 2023, be approved as presented. Moved by Gordon Mackay. Seconded by Marie-Ann Bowden. A vote was called. All in favour. Motion carried.

INTRODUCTION OF BOARD MEMBERS

The Chair introduced the INT Board of Directors

Executive: Gordon MacKay (President), Kim Horrelt (Vice President), Patricia Caporaso (Secretary) and George Mason (Treasurer) and Marie-Ann Bowden (Past Vice President).

Members at Large: Andrea McManus, David Hooley, Roger Roy, Dwaine Oakley, and Dr. Kathy Martin.

Appointed Members: Keila Miller (PEI Wildlife Federation) and Barb MacDonald (Nature PEI).

RECOGNITION OF OUT-GOING MEMBERS

The Chair recognized out-going appointed member Jeanne Maki (Nature PEI).

OPERATIONAL REPORT

Melissa Cameron, Executive Director, provided a brief overview of accomplishments during the fiscal year ending March 31, 2024. Highlights included accomplishments in land protection, stewardship, species at risk monitoring, outreach, and engagement. Donor, partner, and volunteer contributions were recognized along with a presentation of the current staff. All in attendance were provided with a printed copy of the latest Impact Report for reference.

TREASURER'S REPORT

Presentation of Audited Financial Statements

George Mason (Treasurer) presented the draft audited financial statements for 2023/24. They were prepared by Fitzpatrick and Company Chartered Accountants. The Treasurer summarized

the audited financial statements by providing an overview of revenues, expenditures, and assets.

A graph showing the investment in conservation lands (excluding MCPEI purchases) dating back to 2013 was also shared.

AGM Motion 09-24.03 *Be it moved that the 2023-2024 audited financial prepared by Fitzpatrick and Company be approved as presented. Moved by George Mason; seconded by Dwaine Oakley. A vote was called. All in favour. Motion carried.*

Appointment of Auditors for 2023/2024

AGM Motion 09-24.04: *Be it moved that the appointment of the auditor for Island Nature Trust for the fiscal year 2023/2024 be deferred to a Special General meeting later. Moved by George Mason; seconded by Dwaine Oakley. A vote was called. All in favour. Motion carried.*

NOMINATING COMMITTEE REPORT

Marie-Ann Bowden, Member-at-Large presented the Nominating Committee's report. The first order of business was to re-appoint Kim Horrelt, George Mason, and Andrea McManus to second terms on the Trust's Board of Directors. As per the By-laws, board members can serve two consecutive, three-year terms.

Nature PEI has appointed Barb MacDonald to be their representative on the Board. The Wildlife Federation has appointed Keila Miller to be their representative.

A call for nominations from the floor was made three times with no further nominations put forward.

AGM Motion 09-24.05: *Be it moved that Kim Horrelt, George Mason, Andrea McManus, Barb MacDonald, and Keila Miller be appointed to the board of directors of Island Nature Trust to serve terms in accordance with the By-laws of Island Nature Trust. Moved by Marie-Ann Bowden; seconded by Roger Roy. A vote was called. All in favour. Motion carried.*

By-Law Changes

The Board of Directors reviewed the existing By-laws of the Trust which were ratified in September of 2021 as part of their annual due diligence. It was noted during that review that there were some grammatical and typographical errors.

Further, it was noted that Article 3: Membership did not accurately reflect the membership categories at the Trust.

The proposed changes to Article 3: Membership are as follow:

3.02.02: the addition of 'family' to the definition of Associate Member;

3.02.03: the addition of Life Member;

The existing By-laws as well as a copy of the proposed new By-laws reflecting the changes proposed above were circulated to the membership in early July 2024 and were also posted to the INT website.

A call for questions was made. No questions from the floor.

AGM Motion 09-24-06: Be it moved that the Island Nature Trust By-laws be amended to reflect the current categories of membership of the Trust as outlined in Article 3 and that the typographical and grammatical errors be corrected. Moved by Gordon Mackay; seconded by Roger Roy. A vote was called. All in Favour. Motion carried.

OTHER BUSINESS

No other business was brought forth by the membership in advance of the meeting.

CLOSING REMARKS

The Chair outlined some of the Trust's plans for the current fiscal year including:

- The Trust continues to work with provincial and regional conservation groups to do our part in achieving conservation goals on PEI.
- The Trust will continue working for species at risk.
- The Trust will continue to strengthen our conservation partnerships realizing that we cannot reach our goals without meaningful collaborations.
- The Trust continue to upgrade their knowledge, skills, and endeavour to lead by example when it comes to land stewardship and species monitoring.

ADJOURNMENT

The Chair adjourned the meeting at 7:06 pm. Moved by Gordon Mackay; seconded by Diane Griffin.

Drafted by: Kelly Bush

Approved for circulation by: Gordon MacKay