1. Welcome

President Marcie Laking acted as Chair and called the meeting to order at 6:10pm. She welcomed the members to the 2013 AGM and, with their approval, appointed Lisa Gibbens to act as Secretary and Ian Wintrip to act as Scrutineer, assisted by chartered accountants Mark Chan, Daniel Ma and Diana Zhong. Marcie Laking then introduced the members of the Board of Directors and asked the Secretary to read the notice calling the meeting, which had been sent to all members.

1.1 THAT we dispense with the reading of the notice.

Moved: John White Seconded: Dean Maher Carried.

Having been informed by the Scrutineer that a quorum of members was present, with 129 people attending in person and 667 valid proxies received, the President declared the meeting to be duly called and properly constituted for the transaction of such business as may come before it.

2. Minutes

Noting that the minutes of the last AGM, held May 29, 2012, were available for inspection, Marcie Laking asked the members to dispense with reading the minutes and approve them as written.

2.1 THAT we dispense with the reading of the minutes of the 2012 Toronto Humane Society AGM, and that they be taken as read and adopted.

Moved: John White Seconded: Melanie Laking Carried.

3. President’s Remarks

The President updated the members on some of the successes of the past year, including a 20% increase in adoption rate and 6% drop in the euthanasia rate since 2009. She celebrated THS’ partnerships with shelters across Ontario, and in particular with Toronto Animal Services (TAS) – with THS’ help, TAS was able to reduce their euthanasia rate by 35%! Similarly, THS’ support and funding helped Toronto Street Cats to achieve their milestone 2,000th Trap-Neuter-Return (TNR) this year. Whether pulling dogs from Quebec shelters, where inhumane euthanasias are common, or rescuing 80
cats from the Muskoka flood, the Toronto Humane Society works with surrounding communities to save lives.

As many, if not most, of the animals that arrive at THS need medical and/or behavioural help, foster parents are essential – and THS’ 256 foster parents helped 1,120 animals last year. In 2012, 736 volunteers donated more than 36,000 hours of their time, and Ontario’s Ministry of Citizenship and Immigration recognized four THS volunteers who had each dedicated ten years to the Society and the animals.

On the advocacy front, THS spoke out against Breed Specific Legislation, worked with the City of Toronto on amending the animals by-law, and met with the Minister of Community Safety and Correctional Services on proposed amendments to the OSPCA Act.

4. CEO’s Remarks

Jacques Messier, THS’ Chief Executive Officer, took the podium and thanked the members for coming to the AGM, despite the inclement weather. He reviewed some key shelter metrics, including that the majority of THS’s animals come from owner surrenders, with the rest coming from other shelters – more than 1,000 animals had already been brought in 2013 and 804 had been adopted. In 2012, THS touched the lives of more than 9,000 animals (including the spay/neuter and TNR clinics, plus behaviour modification classes) and more than 3,000 animals were adopted.

The CEO introduced some of the key staff at the shelter, including Dr. Karen Ward, the Director of Medical Care who received the 2012-13 UC Davis Shelter Medicine fellowship; Phil Nichols, the Director of Operations who was recognized by NOW Magazine; and Executive Director Barbara Steinhoff who was invited to present at the Purina Animal Hall of Fame Awards. Dr. Linda Jacobson got a grant to research disease prevention in animal shelters and will be speaking at the OVMA conference on shelter vaccination; Mary Bowyer, the Senior Director of Fundraising, sits on the AFP foundation research council; and the Toronto Star recognized THS’ Vicky Corken as a local legend for her more than 38 years of service as a registered veterinary technician.

Ongoing improvements at the shelter included indoor/outdoor dog runs and more cage-free cat housing; a new backup generator to ensure surgeries can be completed safely in the event of a power-outage; retrofitted energy-efficient lighting and more environmentally friendly cleaning products. New programs included the launch of the spay/neuter clinic, public vaccination clinics and promoting responsible pet ownership to school children, while a new set of Canada Post stamps featured THS animals. More than 20 different media programs – including the Toronto Star, Globe and Mail, CBC, CTV and CityTV – mentioned THS more than 500 times in 2012, and the transfer of shelter dogs from Quebec received international coverage and generated hundreds of emails.
On the fundraising front, THS retained 96% of monthly donors in 2012 and spent only 15¢ to raise $1 – significantly below the 35¢ industry average. In 2012, corporate sponsors contributed their time, money and free products/services, including visits from Toronto FC players, coaches and staff; $250,000 in free advertising from Zoomer media; and animal transfers/adoptions sponsored by Royal Envelope and CaTECH systems. An additional investment in fundraising in 2013 will focus on increasing the number of monthly donors.

5. **Election of Directors**

As the meeting moved on to the election of Directors, Marcie Laking encouraged members to be respectful of the candidates and of their fellow members. She acknowledged a motion from the floor:

5.1 THAT the agenda be amended to move the financial statements and question/answer session ahead of the election of Directors.

Moved: Ken Wood  Seconded: Monica Little  **Defeated.**

A recorded vote was requested: 38 members voted in favour the motion; 61 members voted against; the proxy votes were not exercised; the motion was defeated.

A member interrupted the meeting to raise concerns about the voting process; the Scrutineer took the podium and reassured the audience that the Scrutineers are volunteers and professional accountants; they are independent and will protect members’ privacy and their right to vote as they choose.

The Chair acknowledged a second motion from the floor:

5.2 THAT members be allowed to ask individual candidates questions after each speech, for a maximum of two minutes per candidate.

Moved: Margaret Ann Johnson  Seconded: Ken Wood  **Defeated.**

David Bronskill assumed the role of Chair of the meeting and declared the nominations closed at 6:55pm. He announced the 11 candidates who were running for the six seats available on the THS’ Board of Directors:

- Jennie Birnbaum
- Elizabeth Cabral
- Lesley Clark
- Rose Cook
- Jennifer Downe
- Cathy Kinloch
- Colette Miller
- Peter Newell
- Fred Ni
- Jason Peetsma
- Ferne Sinkins

All were nominated in accordance with the Society’s by-laws and the information they submitted was sent to members. The candidates were introduced in alphabetical order and invited to give a short speech.
David Bronskill thanked the candidates for coming forward, the members for listening and showing respect, and Claudette Turner for her dedication and hard work in organizing the meeting. The meeting then recessed for fifteen minutes to allow members to speak to candidates and cast their ballots.

6. **Financial Statements & Auditor**

Stephen Steele, the Society’s Treasurer, informed the meeting that the audit went exceedingly well and asked Catherine Anne MacDonald, THS’ Controller, to read the Auditor’s report. He recognized the challenging economic times, and that THS had budgeted very carefully to ensure the Society could care for, and adopt, more animals. He thanked the members for their ongoing support – in time and money – to ensure THS could continue to pursue its mission and help more animals. Then, noting that copies were available at the meeting and on THS’ website, he asked the members to receive the financial statements:

6.1 THAT the financial statements for the fiscal year ended December 31, 2012, and the auditor’s report, be accepted.

Moved: Carol Hroncek Seconded: John Vonderlieth Carried.

The Treasurer then asked the members to approve KPMG as the Society’s auditors for 2012.

6.2 THAT KPMG be appointed as the Toronto Humane Society’s auditors until the close of the next AGM or until a successor is appointed, at such remuneration as may be fixed by the Board of Directors, and the Directors are authorized to fix such remuneration.


7. **Confirmation of Proceedings**

Marcie Laking, having resumed the Chair of the meeting, recognized a motion from the floor:

7.1 THAT the agenda be amended to move the question and answer section ahead of the confirmation of proceedings.

Moved: Ken Wood Seconded: Monica Little Defeated.

She then asked the members to confirm the proceedings of the prior year:

7.2 THAT all resolutions, contracts, acts and proceedings of the Board of Directors of the Society enacted, passed, made, done or taken since the last Annual General Meeting of members be approved, ratified, sanctioned and confirmed.

Moved: Catherine Becket Seconded: Melanie Laking Carried.
8. Other Business

The Chair asked for any other business to come before the meeting, recognizing several motions:

8.1 THAT the package of election material, including the proxy and the bio booklet, be fair and equitable to all candidates and that this principle of fairness and equity towards all members be encoded in the by-laws to be voted on at the 2014 AGM.

Moved: Ferne Sinkins    Seconded: Monica Little    Carried.

8.2 THAT the Board of Directors have a member of the administrative staff as its recording secretary.

Moved: Ferne Sinkins    Seconded: Monica Little    Defeated.

A recorded vote was requested: 21 members voted in favour the motion; 31 members voted against; 13 members abstained; the proxy votes were not exercised; the motion was defeated.

8.3 THAT the Board consider that members of the Board executive, excluding the Treasurer, be limited to two consecutive years in any one position, and that this motion apply retroactively.

Moved: Ferne Sinkins    Seconded: Ken Wood    Defeated.

A recorded vote was requested: 21 members voted in favour the motion; 41 members voted against; 9 members abstained; the proxy votes were not exercised; the motion was defeated.

John Wilkinson, the Society’s Counsel, informed the membership that the motion was out of order. Matters regarding Officers must be brought by the Board and passed by the Board.

8.4 THAT the minutes of Board meetings, which have been approved by the Board, be posted on the THS website as soon as is practicable and be available and accessible to all members, excluding in camera minutes.

Moved: Bill Howes    Seconded: Ferne Sinkins    Carried.

A member was concerned that THS sends animals to Toronto Animal Services, and TAS kills animals. The Chair reminded the member that TAS had reduced its euthanasia rate by 35%; and much of that reduction was due to partnering with THS. Closing the door to that relationship would have a negative effect on the community as a whole.

8.5 THAT THS not send any animals to TAS ever again.

Moved: Rosemary Dickson    Seconded: Don Roebuck    Defeated.
9. **Question & Answer Session**
During the question and answer period, a number of concerns were raised and discussed, including staffing levels, remuneration and communication; promotion of the spay/neuter clinic, hours of operation and dogs vs. cats; and THS’ website.

10. **Termination of Meeting**
The Chair thanked the members for their continuing support of the THS and asked for a motion to terminate the meeting.

10.1 THAT the meeting be terminated.

    Moved: Dean Maher    Seconded: Carolina Rayo    Carried.

11. **Election Results**
Members were informed that the results of the election of Directors would be posted on the Toronto Humane Society website within 48 hours; any members who did not have Internet access may contact Claudette Turner.