



**Halifax Pride Society  
Annual General Meeting Minutes  
Thursday, October 2, 2025  
6:00pm - 8:00pm**

**1. Welcome**

- Land acknowledgement by Connor McKiggan

**2. Call to Order**

- Lisa Buchanan chairing meeting, called to order at 6:08pm
- All those in the room entitled to vote going forward
- Explained procedure to use raise hand function to indicate motion and seconding

**3. Approval of the Agenda**

Motioner: Justin Greek  
Secunder: Vanessa Burns  
**Carried: YES**

Discussion:

- No discussion raised
- Poll started to approve / not approve the agenda
- Majority approve, motion carried.

**4. Approval of the 2024 AGM Minutes**

Motioner: Nathan Elling  
Secunder: Travis Thompson  
**Carried: YES**

Discussion:

- No discussion raised
- Poll started to approve / not approve the agenda
- Majority approve, motion carried.

## 5. Identify Scrutineers (3)

- Presented opportunity to be scrutineer, volunteers below (alongside Fiona)
  - Cat McKeigan, Jen Waugh, Fiona Kerr.

## 6. Annual General Report

- Connor McKiggan presentation of general overview of the year, Fiona Kerr presentation of the annual general report (high level overview).
- Full report available [here](#) (scroll down).

Discussion:

- Mitchell Archibald: noted that progress has been made as someone who has attended AGMs in the past
- Jonathan Cheverie: question regarding surveys result, directed to full report on the website
  - Fiona can create more specific results if there is interest, but more details available in the annual general report

From the chat (Adam Reid):

- “Amazing work. I hope the team is very proud. It’s nice to take this time to reflect on and review everything you’ve accomplished over the course of the year.”

## 7. Approval of the Financial Report

- Justin Greek provided overview of financial report
- Full report available here (scroll down).

*Few key notes:*

- Team and staff and programming has grown
- 60% growth year over year from a revenue perspective
- Spent a lot of time and effort rebuilding internal financial controls
- Equipping ourselves to deal with updated / upgrading features in the future
- Justin to move statement as presented

Motioner: Justin Greek

Secunder: Hugh Gillis

**Discussion:**

Vanessa Burns:

- commended Justin for thorough and clear explanation of the financial statements

Morgan Manzer:


- Confirm that the notes at the end of the financial statements will explain the GST/HST situation, going back the many years and having a payment plan
- Justin: answer is yes, more footnotes and important information will be included in the statements
  - When going through the HST review we engaged the services of a CPA
  - Discussion on whether we would go back and re-file or keep the previous years statements the same and decided to keep them the same to reflect the financial situation at those times
- To confirm that the CRA was amenable to working out a payment plan
  - Justin: current staffing shortfall so request for payment plan is not answered yet but expectation is that there will not be much push back (given previous discussions with CRA this past year)
  - Plan to eliminate this liability as soon as possible
- Sometimes corporations have dealt with longer term payment plans but CRA is not usually amenable to this so a shorter payment plan seems doable.

**From the chat:**

Chris Cochrane:

- “Thank you Justin for not only a well detailed report. But taking the time to explain, as someone who does not speak financial talk . This made me understand the finance report that much better.”

Melody Lumen:

- “I just want to say a huge thank you to Justin Greek, he has done an absolutely amazing job as treasurer and we are all better off for having him on the board!  


**Carried: YES**

## **8. Proposed By-law Amendments**

Amendments can be viewed [here](#)

Chair proposed will vote on first two amendments separately, 3-16 resolutions will be viewed as omnibus. Option to separate out certain resolutions if desired.

<p>Be it resolved that the bylaws be amended to state that the fiscal year of the Society shall run from November 1 to October 31.</p>	<p>Motioner: Justin Greek Second: Mark Gobin</p> <p>Discussion: (Justin Greek) current fiscal year is September 1st to August 31st. Proposed change to give more time after the summer festival to reconcile financial statements and finalize reporting before AGM.</p>
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	<p>(Fiona Kerr) Increased grant funding and each has their own fiscal year, but some reporting on major grants is more difficult and not accurate given our current unique financial year.</p> <p>(Cat MacKeigan): Why October 31st?</p> <p>(Justin Greek): trying to keep it as close to the festival while also giving additional needed time.</p> <p>(Morgan Manzer): thought is that this will resolve some of the timing issues i.e. in receivables and payables?</p> <p>(Justin Greek): potentially, can see differences in cash balances, and could see difference in receivables. Would see a difference in having exact amounts from bills and other expenses following the festival (sometimes estimated in current financial reporting).</p> <p>From the chat: (Mitchell Archibal) Was there any consideration to aligning with the government's FYE?  <b>(Fiona Kerr)</b> Yes, but it's too close to the beginning of our "festival season".</p> <p><b>Carried: YES</b></p>
<p>Be it resolved that the bylaws be amended to require that the annual general meeting be held no later than ninety-five (95) days after the end of the fiscal year.</p>	<p>Motioner: Justin Greek  Seconder: Fiona Kerr</p> <p>Discussion:</p> <p>(Cat MacKeigan): Current length of time?</p> <p>(Justin Greek / Fiona Kerr): it is currently a fixed date, has to</p>

	<p>happen before October 7th, this new format gives us flexibility in the date and time chosen.</p> <p>(Mitchell Archibald): Why not push for a number larger than 95? Or other lengths of time?</p> <p>(Justin Greek): real rational is wanting to hold it before December 31st, but 95 days gives us to January 5th to ensure flexibility if needed.</p> <p>(Cat MacKeigan): appointing new board members would impact the AGM date?</p> <p>(Justin Greek): exactly, the longer we wait the more difficult it may be to onboard new board members.</p> <p><b>Carried: YES</b></p>
<p>Be it resolved that the bylaws be amended to require that all cheques, drafts, or orders for payment of money must carry the signatures of two authorized signing officers.</p>	
<p>Be it resolved that the bylaws be amended to state that the books and records of the Society may be inspected by any member upon reasonable written request.</p>	
<p>Be it resolved that the bylaws be amended to remove separate membership classifications, eliminating the "Supporter" class, so that the Society maintains a single category of membership.</p>	
<p>Be it resolved that the bylaws be amended to clarify membership conditions as follows:</p> <ul style="list-style-type: none"> <li>- Individuals must have an interest in the Society;</li> <li>- Must complete the Halifax Pride membership registration form;</li> <li>- Must attend a meeting of members before the meeting is called to order;</li> <li>- Must acknowledge in writing support for the mission and values of the Society;</li> <li>- Must self-identify as a member of a minority community based on sexual orientation, gender identity, or gender expression;</li> <li>- Exemptions may be granted at the discretion of the Board.</li> </ul>	
<p>Be it resolved that the bylaws be amended to clarify that membership is non-transferable and may not be assigned.</p>	
<p>Be it resolved that the bylaws be amended to require the Board to adopt and make publicly available a Code of Conduct for all directors, officers, and members. Violation of the Code of Conduct may be grounds for disciplinary action, including removal from the Board or revocation of membership.</p>	

Be it resolved that the bylaws be amended to clarify that the terms of directors shall be staggered to promote continuity and effective governance, and that in situations where more terms than usual expire at the same time, the Board may permit this but must take steps to re-establish a staggered pattern as soon as practicable.

Be it resolved that the bylaws be amended to clarify the Board's authority to:

- Appoint, evaluate, and where necessary terminate the Executive Director or equivalent senior staff;
- Delegate authority to staff while retaining overall accountability;
- Establish committees and set their terms of reference;
- Appoint committee Chairs.

Be it resolved that the bylaws be amended to include an indemnification clause protecting directors and officers, consistent with the provisions of the Societies Act.

Be it resolved that the bylaws be amended to state that meetings of members and the Board may be held in person, electronically, or in a hybrid format that allows real-time participation.

Be it resolved that the bylaws be amended to clarify that participation by electronic means counts toward quorum.

Be it resolved that the bylaws be amended to state that the Board shall hold up to three community meetings between each AGM and the following year's festival.

Be it resolved that the bylaws be amended to require that members submit proposed resolutions at least twenty-one (21) days prior to the annual general meeting in order to be included in the notice to members, and that resolutions in order may be passed by a majority of votes cast unless otherwise required by law or the bylaws.

Be it resolved that the bylaws be amended to clarify that the Board shall commission a financial review engagement or audit when required by law, by resolution of the Board, or by special resolution of the members, and that audits may also be commissioned where revenues exceed \$2,000,000, where required by funders, or when deemed necessary due to risk or complexity.

## **BY LAW RESOLUTIONS 3-16 OMNIBUS VOTE**

Motioner: Justin Greek

Secunder: Hugh Gillis

Discussion:

Morgan Manzer: points of clarification, item #8, the power and authority to remove a board member or membership would be contained in the by-laws rather than in the code of conduct itself. Just to ensure there was clarity with the boards' authority.

- Justin: read the full by-law to provide further clarity and that it is contained in the by-laws

Item #10, question on what defines senior staff, and job titles, with respect to multiple people

- Justin: it is the equivalency of the position, not to circumvent certain positions

Cat MacKeigan: cross table question to Morgan, around the code of conduct, was that suggesting that the code of conduct be *in* the by-laws, or separate? Code of conduct is currently able to be adjusted by board vote not to general membership. Board vote can determine changes to Code of conduct

- Justin: confirmed

Morgan Manzer: supporter class amendment?

- Fiona: discussion was about why do we have members who do not have voting power, helps clarify membership and importance of voices from the LGBTQ+
- Never was really used and currently not a purpose for this class especially because this meeting is open to the public also, regardless of self-identification (only those self-identified as LGBTQ+ would be considered a member and given voting power)

**Carried: YES**

## **9. Board of Director Nominations**

- List of nominees presented, videos from Caitlin Chee and Simone North
- Opened the floor to open call for nominations
- Currently 8 seats open on the board, currently 12 named nominees.
- Mark Gobin self nomination in the chat

Invited current nominees to share more about themselves (60 seconds)

Mitchell Archibald: question regarding the Board's effort in reaching out to underrepresented groups within Pride to ensure diverse representation on the Pride Board

- Justin agreed that work needs to continue to ensure diverse representation
- Connor continued that relationships are being rebuilt within various communities in the region and importantly continue to be prioritized, including through programs such as the WAGE program
- Jenn Waugh provided detail that there is a difference in how racialized individuals (staff, volunteers, and board members) are represented and treated throughout the year and during pride festival, and speaks to the general need for non-profit organizations to consider how they take on update labour from racialized / underrepresented community members.

## **10. Election of Board Directors**

There was clarification on the threshold of the vote required. Nominees must receive 50% plus 1 of the vote. Lower than that and you are not appointed to the board. Result of that clarification is that we have six vacant seats being filled on the board this evening. The board does have the authority within the by-laws to appoint new directors between now and the next AGM.

## **11. Introduction of New Board Directors**

Elected board members:

Vanessa Burns  
Connor McKiggan  
Caitlin Chee  
Simone North  
Ryan Nearing  
Hugh Gillis

## **12. Motion to destroy the ballots**

Motioner: Michael Farrell  
Secunder: Kathleen King

**Carried: YES**

## **13. Adjourn**

Mark