

Toronto Waldorf School

MINUTES OF THE **ANNUAL GENERAL MEETING** OF THE CORPORATION
HELD IN THE MUSIC ROOM AT THE TORONTO WALDORF SCHOOL,
9100 BATHURST ST. THORNHILL, ONTARIO
26TH OF NOVEMBER 2008 at 7:30 P.M.

Board Members in attendance: Bill Harlow (Chair), David West (Vice-chair), Steve Hall (Secretary), Mohamed Dostmohamed (Treasurer), Les Black, Kevin Moynagh (ex-officio Parent Circle), Versha Prakash, Michèle Andrews Rossi (ex-officio Administrative Director); Todd Royer (ex-officio Faculty Chair), Greg Scott.
Regrets: Jacques Gaboury

Members of the Corporation in attendance (in addition to the Board Members listed above): Elisabeth Chomko, Deborah Egan, Helene Gross, Diana Hughes, George Ivanoff, Jim Mallory, Neil Martin, Adriana Molder, Anahid Movel, David Nesbitt, Paul Sheardown, Christine Tansley, Ralf Wieser.
Regrets: Janet Markus, Ingrid Wharton, Tom Wharton, Annette Wintjes, Jan Wintjes.

1. Welcome and Meeting Introduction

Bill Harlow welcomed members of the corporation, parents, and the community at large, about 70 people in all. He read the school's mission statement, Todd Royer read Rudolf Steiner's Motto of the Social Ethic.

Bill introduced the members of the Board; the Finance Committee: Steve Hall, Mohamed Dostmohamed, Michèle Andrews Rossi, Veronica VanLeeuwen, Mark Oakes, Darlene Gregoire, and Todd Royer; and the Circle of Chairs: Todd Royer, Faculty Chair; Michèle Andrews Rossi, Administrative Director; Patti Wolfe, Early Childhood Chair; Les Black, Lower School Chair; and Helene Gross, High School Chair.

Bill outlined the purpose of the meeting: to meet legal requirements, to report on the past year, and to look ahead to the coming year. He explained that only Members of the Corporation can vote, and established that there was a quorum (which is 10).

2. General Business

2a) Review and Approve AGM 07 Minutes

The minutes of the 2007 AGM were approved, with the addition of Helene Gross's name to the list of members of the corporation present, on a motion proposed by Les Black and seconded by George Ivanoff.

The possibility was raised that not all discussion items were included in the minutes; the discussion was not purposely misrepresented. There was a request to post the PowerPoint presentation used at the meeting on the school's web site along with the minutes for the future.

Some members of the corporation would like to have been notified of the date of the 2008 AGM before the provisional date; the invitations were sent when the new date was set.

2b) 07-08 Financial Statements

Greg Ferguson, of Powell Jones, presented the 2007-2008 financial statement (distributed). Working capital remains in a significant deficit position. A substantial bequest from Pat Kettle at present in the general fund will be transferred to the capital fund. Greg thanked Darlene Gregoire, Michèle Andrews Rossi, and other staff and Finance Committee members for their efficient and timely work, leading to a clean audit.

In answer to questions, Greg confirmed a cumulative operating deficit of \$1.6m. As at June 30th, the school had not used its line of credit, but the general fund has borrowed internally. Greg described our financial position as "sound, as a whole", but the deficit in the general fund needs to be addressed urgently.

The Financial Statements for 2007-2008 were approved, on a motion by Deborah Egan, seconded by Jim Mallory.

2c) Appointment of Auditor for 2008-2009

On a motion proposed by Paul Sheardown and seconded by David Nesbitt the appointment of Powell Jones as auditors for the coming year was approved.

2d) Recommended Bylaw Change for Approval

A bylaw to address conflict of interest situations for Board members was read by Alan Ward.

16. A conflict of interest arises whenever the personal or professional interests of a board member ("Member") are potentially at odds with the best interests of the school.

Members must act in good faith and in the interests of the School. If a Member, acting reasonably and in good faith, concludes that there is a conflict of interest, or that there are reasonable grounds for a perception of conflict of interest, with respect to an agenda item, then he or she will disclose this fact to the meeting, disqualify himself or herself, and be excused from the meeting until discussion is over on the matter involved.

Where a conflict of interest is disclosed to the meeting by a Member, the Member's name, the existence of the conflict and the action taken shall be recorded in the Minutes under the appropriate agenda item.

The final paragraph was amended to read:

Where a conflict of interest, or that there are reasonable grounds for a perception of conflict of interest, is disclosed to the meeting by a Member, the Member's name, the existence of the conflict, or that there are reasonable grounds for the perception of a conflict, and the action taken shall be recorded in the Minutes under the appropriate agenda item.

The updated by-laws ("By-Law 1") reflecting this amendment were approved on a motion proposed by George Ivanoff, seconded by Helene Gross.

There was a reminder from the meeting that according to our bylaws, notification of meetings must be sent by mail.

2e) Acknowledge Outgoing Board Members, past Chair

Bill Harlow thanked Alan Ward for his three years' service as Board Chair, and acknowledged with gratitude that Alan will spend the next year on the Board as Past Chair.

Todd Royer thanked Les Black for his long service on the Board, and for his joy and enthusiasm in that service. Les is passionate about encouraging diversity in our community, and has "put his feet where his mouth is". Les expressed his pleasure in working closely with many parents through his years at the school, and noted the exceptional challenge of such close working together, which can make us vulnerable to criticism.

Bill Harlow thanked Janet Markus in her absence for the insight, information, perspective and encouragement she brought to us. Her professional expertise in assessing academic programs was invaluable. Though Janet has resigned from the Board because of her promotion at OISE, she will continue to give us whatever help she can.

2f) Presentation of the Board of Trustees for 2008-2009

The number of Board members was fixed at 12 on a motion by Helene Gross, seconded by Anahid Movel.

The slate of Board members was presented by Bill Harlow: himself as Chair, Alan Ward as Past Chair, David West as Vice Chair, Steve Hall as Secretary, Mohamed Dostmohamed as Treasurer, Jacques Gaboury, Kevin Moynagh (Parent Circle), Versha Prakash, Michèle Andrews Rossi (Administrative Director), Todd Royer (Faculty Chair), Greg Scott, and a vacancy reserved for a TWS Alumni/ae, to be appointed by the remaining members of the Board.

The slate of Board members was approved on a motion by Les Black, seconded by Helene Gross.

2g) Nomination of Members of the Corporation

The honour of membership in the corporation is conferred on those who have made a significant and sustained contribution to the school.

George Ivanoff brought forward the name of Robert Massoud, whose connection to the school dates back to his work on the Building Committee from 1987, and his membership of the Social and Economic Renewal Group around that time, and

then in the parent group. His pre-eminent strengths are in organization and communication, and he has continued to contribute to the Hesperus Board and the wider community.

David West brought forward the name of Lori Tersigni, who has been a selfless and tireless volunteer in her many years as a parent of the school. Her most notable work has been over many years with the Candlelight Fair, for five years as chair. Lori is known as “the best” class treasurer, and she volunteers her time with generosity, levelheadedness, and grace.

Paul Sheardown brought forward the name of Stewart Wilson, as someone who is always ready to plunge into whatever work needs doing. Among other activities he has served on the Ombuds Committee, done woodwork for classrooms and the Fair, and played in the *Three Kings Play* and the *Shepherds Play*. Stewart laughs a lot, and always treats children with respect.

Robert Massoud, Lori Tersigni and Stewart Wilson, all notably parents in our Grade 12 class, were enthusiastically approved for membership in the corporation on a motion by Helene Gross, seconded by Paul Sheardown.

Slide Show

David West presented a slide show of pictures he has taken around the school.

3. Strategic Plan

3a) Background & Goals

Bill reminded us of our ideal: a strong Waldorf school, committed to Rudolf Steiner’s work, and actively contributing to research and to our colleagues in other schools in the Association of Waldorf Schools of North America. A year ago we launched our strategic plan, our “new look”, our Parent Circle, and our financial plan, and we were awaiting a decision on our re-accreditation with the Association of Waldorf Schools of North America (“AWSNA”) and potential accreditation with the Canadian Educational Standards Institute (“CESI”).

3b) Where are we today

Now in her fourth year as our Administrative Director, Michèle Andrews Rossi described the school as gathering momentum. We received our double accreditation, with acknowledgment of the excellence of our teaching, and with encouragement to work hard on the provisions of our strategic plan. (An executive summary of the plan was available as a handout.)

3c) Looking Ahead

Michèle listed the 10 core areas of focus for the coming year. The school is working with possible lenders, so that we can undertake this work and begin to reverse our deficits. We also need to increase enrolment from the current 325 to 380 or more.

3d) How the Members of the Corporation, Parents, Alumni/ae and others in our Community Can Help

Michèle asked for community support in two ways: to walk with us without fear, as we meet our challenges in unity and with a clear sense of who we are; and to bring positivity as we talk about the school to others.

To help give the information needed for understanding, positivity and engagement in our future, Michèle presented a list of 16 possible questions, plus three more from the floor, from which the meeting selected the most needed by majority vote. Detailed answers were available for each question. The remaining time in the evening was used to address the questions in order of priority, and engage in dialogue with the assembled group. Some highlights from those discussions are found in section 4.

4. Topics of Interest, Questions & Answers

Retention

The reasons families have given for leaving the school were presented, in some statistical detail; more thorough research is still in progress. We are still finding more effective ways to get this information. This year, Board and Finance Committee members called many families for an individual conversation. It was pointed out that we lack a database program to analyse the information we collect. “Why do people stay?” was suggested as another question to explore.

Noting that families are more likely to leave in their first 2-5 years, we are focussing on making ourselves more explicit to new families, and trying to do away with misconceptions. We continue to improve our tuition adjustment program. We want to help parents to be our advocates.

Marketing

Our new web site is really important, attracting 60 new visitors a day. We are also developing tools to help teachers in their work with parents, improving report cards and interviews, holding more open houses, and increasing our involvement in the wider community.

There was a comment from the floor on the need to keep the common misconceptions in mind in all our marketing.

6. Closing

Les Black asked the meeting to hold in our hearts Michèle Andrews Rossi and Todd Royer, who can feel themselves identified as targets as they lead us in facing our challenges. This was received with warm applause.

The meeting was adjourned on a motion by Stewart Wilson, seconded by Lori Tersigni.

Conversations around the list of questions continued after the close of the meeting.

DRAFT