

Swiss Club Toronto

Minutes of the Annual General Meeting 2019

Location: The Chelsea Hotel, Toronto

Date/Time: April 26, 2019 at 8:00pm

Attendees: 30 Members including Board Members, plus two proxies.

Present:	President	Thomas Guignard
	Vice President	Nadia Berger
	Treasurer	Claude Tieche
	Membership Chairperson	(Nadia Berger)
	Tell Tale and Website Editor	Heidy Lawrance
	Men's Section	Arno Sigrist
	Women's Section	Paula Rico
	5-Pin Bowling	Marie-Thérèse Artus-Velen
	Theatre Group	Maggie Hess
	Gym Section	Werner Flury
	Amicale Romande	Jean-Marc Velen
	Jass Section	Albert Lenz
	Swiss Social	(Nadia Berger)
	Finance Commission chair	Rene Waelti
Absent:	10-Pin Bowling	Doug Gross
	Secretary	vacant

Minutes taken by Nadia Berger

Special Guests:

Honorary Consul of Switzerland in Toronto	(regrets)
Delegate for Council of Swiss Abroad	Florence Pasche Guignard

1. Welcome

The president Thomas Guignard opened the meeting at 8:05 pm with a welcome and an update that the Honorary Consul of Switzerland in Toronto, Mr. Beat Guldemann is sick with the flu and won't be attending. However, the Delegate for the Council of Swiss Abroad for Ontario, Mrs. Florence Pasche Guignard is in attendance.

The president also welcomed any new Members and Long time Members. He also welcomed Albert Kehrli who has attended every Swiss Club AGM since 1964.

2. Introduction of Board members

The Board members were introduced:

President	Thomas Guignard
Vice President & Membership	Nadia Berger
Treasurer	Claude Tieche
Tell Tale & Website Editor	Heidy Lawrance
Finance commission chair	René Wälti

Chairpersons of the Sections:

Amicale Romande	Jean-Marc Velen
5 Pin Bowling	Marie-Thérèse Artus-Velen
10 Pin Bowling	Doug Gross (absent)
Gym Section	Werner Flury (representing Suzi Hubler)
Jass Section	Albert Lenz
Men's Section	Arno Sigrist
Theatre Group	Maggie Hess
Women's Section	Paula Rico
Swiss Social	Nadia Berger

3. 20178 AGM Minutes

The President informed members that printed minutes from the 2018 AGM were available on each table. No changes to the 2018 AGM minutes.

Motion: Urs Doerig moved that the minutes of the 2018 AGM be accepted. René Wälti seconded. All accepted.

4. Swiss Citizen of the Year Award

As every year, René Wälti made sure that ballots for nominations for this year's award were on the tables. The award will be announced and given out at the Swiss National Day event.

5. President's Report

The President Thomas Guignard read his report:

Our Annual General Meeting is an occasion to reflect on the past year, and what a year it was. As you are all aware, 2018 marked the 100th year anniversary of our club, and thanks to a dedicated team of volunteers, we celebrated this momentous event on two occasions.

On August 1st, which is the actual Swiss National Day, the Club was invited to a **flag raising ceremony** in front of Toronto City Hall, where the Swiss flag was raised for the first time ever. This event was coordinated by our Honorary Consul Beat Guldemann and sponsored by the

Consulate, the Swiss Canadian Chamber of Commerce as well as the Swiss Club. Entertainment was provided by The Trillium Alphorns and addresses were given by City Councilor Jim Karygiannis, Honorary Consul Beat Guldemann, President of the Chamber of Commerce Alexandra Soriano, as well as myself. The official part was followed by an apéro featuring delicious Swiss specialities.

The highlight of our 100th year was of course the **Anniversary Gala** that was held on September 29th at the Old Mill Hotel in Toronto. Led by our Master of Ceremonies Peter Schurmann, the event was attended by over 220 people, including special guests Dr Beat Nobs, Ambassador of Switzerland in Ottawa, Beat Guldemann, Honorary Consul and his wife Marcella and Beth Zurbuchen, CEO of the Swiss Center of North America in New Glarus, Wisconsin, who all gave thoughtful addresses. Entertainment was provided by the indefatigable Trillium Alphorns, accordionist Matt Lebar and the Howard Lopez Band, who also led the dance that followed the dinner. Pictures of past events were projected during the entire evening, as well as a short video which was commissioned specially to commemorate this event and which can be seen on our website. A “goodie bag” was presented to all attendees containing a specially engraved commemorative cheese board, as well as a booklet with a short history of the Swiss Club Toronto prepared by René Wälti and myself. We still have some copies of this booklet, which I have placed on the tables, please feel free to take one home if you want. I would like to extend my deepest thanks to the amazing team of volunteers who put this event together: Sascha and Denise Frassini, Peter and Susanne Schurmann, Erika Tièche, Sonja Evans, René Wälti and Arno Sigrist. Thank you all so much!

As every year since 1932, we celebrated the **Swiss National Day** on July 29 at the Country Heritage Park in Milton, where a good crowd of over 400 attendees gathered to enjoy lunch, have a drink, chat with friends, enjoy music and celebrate our heritage. We were honoured by the visit of Elizabeth Bösch Malinen from the Consulate of Switzerland in Montreal, who gave an address and congratulated the club for its 100th anniversary. We were also glad to welcome our Honorary Consul Beat Guldemann and his wife Marcella. Entertainment was provided by the Ländlertrio Seetal from Switzerland, as well as by two members of the Trillium Alphorns, Eva Hajda and Erwin Oechslin. As you can imagine, this large event could not happen without the help of many volunteers, which I'd like to thank again.

You may have heard that in 2019, we will celebrate the National Day at another location since we are no longer able to do it in Milton. We do have currently two very good prospects for this year's celebration, and a small group is actually going to visit those two locations tomorrow. While the date is fixed (July 28, 2019), we hope to be able to confirm the location soon. Putting together an event as large as the National Day is a lot of work, and we are always looking for volunteers. If you'd like to help, please let me know.

And then of course our sections kept busy throughout the year. Here are some highlights of the many activities they have put together:

As every year, the **Amicale Romande** made sure we kept our cheese intake to acceptable levels thanks to their signature events. First the Fondue night and dance on January 27, 2018 at St. Philippe Neri Church, which was again a resounding success, and then on September 9th, they got the raclette ovens going at Simeon Park. The warm cheese and potatoes made wonders to keep us

warm on a very windy and unseasonably cool day. Thank you Jean-Marc Velen and his little army of volunteers for keeping the cheese flowing and our spirits high.

The **Men's section** continued meeting every week for their Kaffeklatsch at the Lindt chocolate shop in Bayview village (every Monday). After their AGM in January, they attended the Canadysli Dinner and Dance on February 24, 2018 at the Black Creek Pioneer Village. On June 23, they held their annual BBQ at the Egger farm.

Soccer fans met at the Rushton pub on St. Clair on June 17, 22, 27 and July 3 to cheer for Switzerland at the 2018 FIFA World Cup. Spirits were high and a good crowd of supporters filled the patio for each game the Nati played. Even though Switzerland did not go further than the round of 16, those were good games and everyone had a great time.

The Men's section wrapped up the year with the Swiss Movie Matinee on November 18, a visit to the Frey chocolate factory and their Christmas lunch on December 7. Thank you Arno Sigrist for another year of interesting meetings of the Men's section.

The **Women's section**, led by the indefatigable Paula Rico, also kept busy. Besides their own ongoing bi-monthly Kaffeklatsch at the Baka Gallery Cafe (1st Wednesday of the month) and the Pickle Barrel on Leslie Street (last Wednesday of the month), and their participation in many other Swiss Club events, they held their AGM on March 21st, and enjoyed several plays at the Bloor West Playhouse. On June 8th, they went to the Races at the Woodbine Racetrack and on September 8th, they went on a nice cruise on the Lady Muskoka, with other club members and guests. In 2019, the Women's Section celebrated their 75th anniversary with an anniversary luncheon on October 23, and finished the year with their Christmas luncheon on December 6.

The **Gym section** organized their yearly canoe trip in Algonquin Park on August 4 to 6, and had a Samichlaus party with kids in December. Our thanks to Suzi Hubler and Werner Flury for their work with the gym section.

Our two **bowling sections**, 5-pin and 10-pin, continued to meet throughout the year, even though their numbers are dwindling. The 10-pin bowling section was founded at the same time as the club, back in 1918 and might be one of the city's oldest subsisting bowling leagues, also celebrating 100 years last year. Unfortunately, the number of players is no longer enough to support an official league, so this is no longer the case as of this year. The members are still meeting regularly to play, but they are no longer holding a tournament. If anyone is interested in helping to keep this tradition alive, please contact Doug Gross and let's keep bowling! The 5-pin section led by Marie-Thérèse Artus-Velen plays once a month, October to April.

The **Jass Section** enthusiasts were competing again during the past Fall and Winter months with a small group of players, for the various trophies, given to the best players at the end of the season in April. Winners will be announced in the next Tell Tale. The first competition was held in 1974 with about 60 players. We were saddened last year with the passing away of the Section's founder, Robert Walder, on July 4. Albert Lenz took over in 1987, making this his 33rd year as the section chairman.

The informal monthly **Swiss Socials** meetings happened pretty much every month, always at the Duke of York pub in downtown Toronto, with a special Raclette meeting at the Coq of the Walk

restaurant on March 1st, 2018. These informal meetings are open to all, members or not, and are often attended by newcomers, or Swiss that are in Toronto for a short time and people looking for advice on how to get settled. It's a great opportunity to let these people know about the activities of the club, invite them to become members and participate, and to welcome them to Toronto, so thank you Nadia Berger for keeping these meet-ups happening. Swiss Socials are usually on the 3rd Thursday of the month, the dates are always available on our website and social media.

On February 6 of last year, we also organized a brewery tour with the Swiss Academics Toronto group, which is a group that I'm trying to maintain to connect people who attended university in Switzerland. Because this year has been busy, we haven't had a chance to have another meeting, but the Consulate has told me they are interested in putting another such event together in 2019, more information to come.

On August 28, we partnered with the Toronto Public Library to host a lecture by Diccon Bewes, a British writer living in Switzerland and the author of the book *Swiss Watching*, who gave an entertaining lecture about life in Switzerland.

Last but not least, the **Theatre Group** regaled us last year with a very funny play called *Miss Sophie's Erbe*, of which they gave three well attended performances on April 8 in Wellesley, April 22nd at the Latvian Cultural Centre in Toronto and April 28, 2018 in Ottawa. Get ready to be entertained again this coming Sunday, April 28, 2019 again at the Latvian Cultural Centre for their 2019 production: *Im Meischter Sini Geischter*. This year is the Theatre Group's 50th year of existence and I'm sure we're in for a treat! Huge thanks to Maggie Hess and the entire Theatre Group.

In the interest of time, I have not mentioned all events that happened in the past year, you will find this information in past issues of the *Tell Tale*.

The last thing I'd like to mention is that as you may have read in recent *Tell Tale* issues and on your email, we are in the process of migrating our membership management system to a new software that will hopefully make it easier for us, and for members, to keep membership information up to date and to keep you all informed about what is going on with the club. Nadia will likely talk to it more during the membership report, but already huge thanks to Nadia for all the work getting this new system ready.

6. Consolidated Financial Statement 2017

The Treasurer Claude Tièche explained the financial statement of the year 2018. We used the same bookkeeper and auditor as last year. Key notes from his report include:

- Errors in last year's financials were addition errors in localized areas - did not affect final numbers, which were correct.
- Restricted fund was taken into income in 2017 and closed. Will no longer appear in financials. No more consolidated statements necessary, so will be much simpler going forward.

- This year's numbers higher in income and expenses due to 100 year anniversary event, and increased granting to sections in general.
- Claude is retiring as treasurer, effective immediately, but will shadow the new treasurer
- Reminded that investments need to be "safe" - term deposits/GIC/etc; CRA feedback to this effect made us collapse the mutual funds we were using at the time (2011-ish). Purpose is capital preservation, not capital growth.

Move to accept: Albert Kehrl
René Wälti seconds. All approved.

7. Finance Commission Report

René Wälti as the Finance Commission Chair provided this report, announcing that the Finance Commission is no longer required

- Last year we had discussions about the necessity of the committee. Because we don't have a building fund we consolidated it with the special fund. We decided there is no longer a need for a finance commission since we are no longer running investments for the purpose of generating interest. This year, we are now able to change the bylaws to reflect that we will no longer have a finance commission. The reason to abolish the finance commission is because as a non-profit, we are only allowed to invest money into funds like GICs. We used to manage different funds that were generating more interest, but this is no longer possible and we closed these funds. So now it will be much simpler. It will be one statement and the committee is no longer required.

8. Amendments to the by-laws

Thomas reviewed the by-law changes as follows:

CHAPTER 2 • MEMBERSHIP AND GENERAL MEETING

Expand definition of family membership

Reason: Family units can take many different forms and the club should welcome all. Also, the voting age should be updated to reflect the current legal voting age in Ontario.

CHANGE FROM:

Art.1 The membership shall consist of the applicants for the incorporation of the corporation and such other individuals, as are admitted to membership by the Board of Directors. Family membership shall consist of **husband and wife**, each having one vote, and their dependent children up to **21 years of age**, living in the same household. Such dependent children shall have no voting privileges.

TO:

Art.1 The membership shall consist of the applicants for the incorporation of the corporation and such other individuals, as are admitted to membership by the Board of Directors. Family membership shall consist of **two partners**, each having one vote, and their dependent children up to **18 years of age**, living in the same household. Such dependent children shall have no voting privileges.

Change membership terms from calendar year to annual

Reason: Under the current model, membership is for a calendar year and renews in January. Members joining partway through the year pay a reduced membership fee. This is complex to manage and doesn't incentivize members who wish to join in the latter part of the year. Moving to an annual membership model, with renewal happening on the anniversary date of joining the club, is more flexible. The new membership management software also makes it easier to process renewals at any time of the year.

If this change is approved, the renewal date for all current members who do not have a recorded date of joining the club will remain on January 1st. For those members, membership dues for 2019 will exceptionally be collected up to June 1st, 2019.

CHANGE FROM:

Art. 6 Membership dues in effect shall be collected **for the calendar year. New members only joining the Club after August 1st of each year shall pay half the yearly dues for the remainder of the calendar year.** Any change in membership dues proposed by the Board of Directors shall be approved by a majority of members at the Annual General Meeting. Membership dues **for the current year not paid by June 30th** will result in cancellation of membership.

TO:

Art. 6 Membership dues in effect shall be collected **annually.** Any change in membership dues proposed by the Board of Directors shall be approved by a majority of members at the Annual General Meeting. Membership dues not paid **within 90 days of the renewal date** will result in cancellation of membership.

CHANGE FROM

Art. 7 Honorary, life-time and active members **of the immediately preceding calendar year** shall be eligible to vote at the Annual General Meeting. Honorary, life-time and active members **of the current year** shall be eligible to vote at special meetings of which notice has been mailed at least ten days prior to such meeting.

TO:

Art. 7 Honorary, life-time and active members **in good standing as of March 31st** shall be eligible to vote at the Annual General Meeting. Honorary, life-time and active members **in good standing as of the date of the meeting** shall be

eligible to vote at special meetings of which notice has been mailed at least ten days prior to such meeting.

Dissolution of the Finance Commission

Reason: The Finance Commission was created to oversee and actively develop investments for the explicit purpose of generating interest. As a non-profit organization, however, the Club is not allowed to hold investments for the purpose of generating interest revenue. For this reason, all Club investment funds have since been closed and transferred to a Guaranteed Interest Certificate (GIC) and Savings account. As a result, the Finance Commission has lost its purpose. At their meeting on March 8, 2018, the members of the Finance Commission unanimously decided to recommend dissolving the Commission and transferring responsibility on any re-investment of the Club's funds to the Board.

CHANGE FROM:

- Art. 10 PROCEDURE OF ANNUAL GENERAL MEETINGS
- a) Reading of minutes of last General Meeting.
 - b) President report
 - c) Treasurer report of the preceding year and report of the Auditor to be submitted at the meeting and approved by the Membership.
 - d) **Finance commission report**
 - e) Amendments to the by-laws. Notice of any amendment to the by-laws shall be given to the members in writing at least thirty days prior to the meeting. Amendments to the by-laws shall require a two-thirds majority by the members voting in person or by proxy as defined in Art. 8.
 - f) Election of Directors, Officers **and Finance Commissioners** and appointment of the Auditor.
 - g) Motions and general business. A simple majority of members voting in person or by proxy as defined in Art. 8, is required.

TO:

- Art. 10 PROCEDURE OF ANNUAL GENERAL MEETINGS
- a) Reading of minutes of last General Meeting.
 - b) President report
 - c) Treasurer report of the preceding year and report of the Auditor to be submitted at the meeting and approved by the Membership.
 - d) Amendments to the by-laws. Notice of any amendment to the by-laws shall be given to the members in writing at least thirty days prior to the meeting.

Amendments to the by-laws shall require a two-thirds majority by the members voting in person or by proxy as defined in Art. 8.

- e) Election of Directors **and** Officers and appointment of the Auditor.
- f) Motions and general business. A simple majority of members voting in person or by proxy as defined in Art. 8, is required.

CHANGE FROM:

Art. 13 The members may by resolution passed by at least two-thirds of the votes cast at a General Meeting of which notice specifying the intention to pass such resolution has been given, remove any Director, Officer **or Finance Commissioner** before the expiration of his/her term of office, and may, by a majority of the votes cast at that meeting, elect any member in his stead for the remainder of his/her term.

TO:

Art. 13 The members may by resolution passed by at least two-thirds of the votes cast at a General Meeting of which notice specifying the intention to pass such resolution has been given, remove any Director **or** Officer before the expiration of his/her term of office, and may, by a majority of the votes cast at that meeting, elect any member in his stead for the remainder of his/her term.

Allow use of email to communicate with members

Reason: In addition to regular mail, the Board should also be able to communicate with members via email or any other mode of communication (when provided) to call a General Meeting.

CHANGE FROM:

Art. 11 The Board of Directors, or the President or Vice-President shall have the power to call a General Meeting of members on ten days notice sent **by prepaid mail** to last address recorded on the books of the Corporation.

TO:

Art. 11 The Board of Directors, or the President or Vice-President shall have the power to call a General Meeting of members on ten days notice sent to last address recorded on the books of the Corporation.

CHAPTER 3 • BOARD OF DIRECTORS

Reduce the number of Directors

Reason: The use of new membership management software makes it less onerous to manage the club's members and doesn't warrant a dedicated Board position

anymore. Membership management duties can be combined with those of the Secretary.

Social events organized by the sections are now mostly open to all Club members, reducing the need for a Director of Entertainment. Having a smaller Board makes it also less challenging to fill in open positions.

CHANGE FROM

Art. 1 The Board of Directors shall consist of: President, Vice-President, Secretary, Treasurer, **Director of Entertainment**, Editor of newsletter, **Membership Chairperson** and such other officers as are created from time to time, and the Chairman of each section as elected by the members of such sections; **provided that the number of directors shall be a minimum of eleven and each shall be a member of the corporation.**

TO:

Art. 1 The Board of Directors shall consist of: President, Vice-President, Secretary, Treasurer, Editor of newsletter and such other officers as are created from time to time, and the Chairman of each section as elected by the members of such sections; and each shall be a member of the corporation.

CHAPTER 5 • FINANCE COMMISSION

Dissolution of the Finance Commission

Reason: See Chapter 2, Article 10 above

CHANGE FROM

- Art. 1 Funds including interest thereon earmarked for the purpose of purchasing an interest in investments shall be entrusted to the Finance Commission.
- Art. 2 The Finance Commission shall be composed of seven members. The President of the Club shall automatically become a member of the Commission. The remaining six members shall be elected by the Annual General Meeting for a three year term.
- Art. 3 Candidates for the Finance Commission must have been members of the club for at least two full calendar years prior to their election.
- Art. 4 No member of the Finance Commission shall gain any personal or financial advantage by virtue of his honorary office.
- Art. 5 The commissioners shall elect a chairman among their members to hold office for one year. The President of the club can not be elected as chairman of the Commission.
- Art. 6 Five members of the Commission shall constitute a quorum.
- Art. 7 The commissioners shall actively seek and investigate investments suitable for the Club.
- Art. 8 The Finance Commission is authorized to acquire investments on behalf of the Swiss Club, Toronto. The total price of such investments is not to exceed 75% of the Corporation's (Club's) tangible net worth — which shall be based on the latest published Balance Sheet. Such purchase must however be approved by

five of the seven Finance Commissioners. All Commissioners must cast a vote “Yes” or “No”. No Commissioner shall abstain from voting.

Art. 9 The approval of real estate investments must be obtained at such General Meeting by at least 75% of votes cast, including proxies as defined in CHAPTER 2, Art. 9.

Art. 10 Should a vacancy occur in the Finance commission during a regular term of office, the Board of Directors shall propose candidates. The first candidate to obtain a two-third majority of the remaining commissioners shall become a member of the Commission until the next following Annual General Meeting.

TO:

(abrogated)

After reviewing the bylaw changes, Thomas asked to have all changes approved at one time.

Move to accept making all changes in one go: Rene Walti

Secunder: Paula Rico

Move to approve all changes: Arno Sigrist

Secunder: Vreni Ducommun. All approved

9. Membership Report

We implemented a new system for the membership system, and now you should be seeing more communications from us, but the majority of events and membership needs will be maintained and managed by the online system.

The number of memberships as of end of 2018 are as follows:

Single	90
Family	186
Total Memberships	276
Emails	219

10. Council of the Swiss Abroad Report

Florence Pasche Guignard, delegate to the Council of the Swiss Abroad for Central Canada, gave the following address:

Dear Mister President,

Dear Members of the Board of the Swiss Club Toronto,

Dear members of the Swiss Club Toronto.

August 10, 2018 was my first time attending the annual summer conference of the OSA as your official delegate. The meeting took place in Visp/Viège. I followed the March 2019 session, which took place in Bern, through the online streaming.

I will now only report briefly on a few key issues. Many of these remain the same as in previous years, without any significant changes with respect to bank accounts, health insurance, or pension plans in Switzerland. Noticeable though is that in December 2018, Sarah Mastantuoni resigned from her position as co-director of the OSA. The other co-director, Ariane Rusticelli, is now the only director, while Remo Gysin remains the President of the OSA.

The safety and relevance of electronic voting systems, however, is the issue that stood out in the last year, in a climate of growing resistance against it in Switzerland. Last year, the Organisation of the Swiss Abroad (OSA) handed to the Federal Chancellery more than 11,000 signatures gathered online among the Swiss Abroad, calling for electronic voting to be made available to all Swiss Abroad by 2021. Last month, an initiative committee in Switzerland started gathering signatures to vote a moratorium about —that is, really, against— any form of electronic vote. Unfortunately, it is realistic to think that they might gather a sufficient number of signatures and, if there is a vote, that it will be in favour of a moratorium, that is: against the e-vote, whether for citizens living in Switzerland or abroad. Perhaps you might have read that the most recent tests run by La Poste concluded that there still remain vulnerabilities in the safety of the present system... Which does not mean that these cannot be fixed, but this would require political pressures, technological research, and financial means that the OSA cannot provide. Support for the electronic vote is dwindling in Switzerland and even after several successful small-scale tests, most Swiss voters abroad will have to go back to the paper-based and postal mail system... if they receive their voting materials on time. Fortunately, this is generally the case in the GTA and in Canada in general.

This summer, from August 16 to 18, the summer congress of the Organization for the Swiss Abroad will take place in Montreux, Vaud and I will be able to attend.

I am also happy to report that I am in regular contact with the other delegates from Canada, as well as from all around the world. Thanks to the efforts of Silvia Schoch, who is also a Delegate and a member of the executive board of OSA, we now also have a new website for all Canadian delegates and Swiss clubs and associations: osa-canada.com I invite you to visit this website to get more information, or to connect with members of other Swiss clubs and Swiss living all across Canada.

Finally, let me again thank the Swiss Club Toronto and all of you for trusting me with this position as your elected delegate for Ontario and Central Canada to the Council of the Swiss Abroad.

11. Elections:

Thomas notified the crowd that we have two positions open for Treasurer and Secretary. Interest in the position of Treasurer was expressed by member Augustin Werner. Augustin (Auggie) recalled his story of coming to Canada from Switzerland and his home town of Thurgau. A vote was made to elect Augustin to the position of Treasurer, and all accepted.

12. Other Business

A question about the location of the Swiss National Day event was asked, and Thomas announced the location is still to be determined.

13. Adjournment

- Mover to Adjourn: Sascha Frassini
- Seconder: Florence Pasche Guignard

The meeting was adjourned at 9:15pm