

**Regional Municipality of Waterloo  
Waterloo Regional Heritage Foundation  
Annual General Meeting Agenda**



Wednesday, June 5, 2024

5:30 p.m.

Waterloo County Room/Electronic

Should you require an alternative format please contact the Regional Clerk at Tel.: 519-575-4400,  
TTY: 519-575-4605, or [regionalclerk@regionofwaterloo.ca](mailto:regionalclerk@regionofwaterloo.ca)

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	<b>Pages</b>
1. Call to Order	
2. Land Acknowledgement	
3. Approval of Minutes - June 7, 2023	2
Recommended Motion: That the minutes of Waterloo Regional Heritage Foundation Annual General Meeting from June 7, 2023 be approved.	
4. Adoption of the Annual Report	5
Recommended Motion: That the Annual Report of the Waterloo Regional Heritage Foundation for the year ending December 31, 2023 be adopted, as presented.	
5. Adoption of the 2023 Financial Statements	12
Recommended Motion: That the Auditor's Statements of the Waterloo Regional Heritage Foundation for the year ending 2023 be adopted as presented.	
6. Election of Directors	
7. Next Regular Meeting - June 25, 2024	
8. Adjourn	
Recommended Motion: That the meeting adjourn at xx:xx p.m.	

# Waterloo Regional Heritage Foundation

## Board Minutes



June 7, 2023

5:30 p.m.

Waterloo County Room

Present: J. Glass, D. Emberly, P. Elsworthy, M. Lee, J. Baker, P. Wolf, N. Salonen, S. Burke, H. Peller-Oliver

Also Present: K. Redman, Regional Chair as ex-officio.

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### 1. Call to Order

Chair J. Glass called the meeting to order at 5:38 p.m.

### 2. Approval of Minutes - June 14, 2022

Moved by D. Emberly

Seconded by P. Elsworthy

That the minutes of Waterloo Regional Heritage Foundation Annual General Meeting from June 14, 2022 be approved.

**Carried**

### 3. Adoption of the Annual Report

Moved by D. Emberly

Seconded by J. Baker

That the Annual Report of the Waterloo Regional Heritage Foundation for the year ending December 31, 2022 be adopted, as presented.

**Carried**

**4. Adoption of the 2022 Financial Statements**

Moved by J. Baker

Seconded by N. Salonen

That the Auditor's Statements of the Waterloo Regional Heritage Foundation for the year ending December 31, 2022 be adopted as dated June 7, 2023.

**Carried**

**5. Election of Directors**

Chair J. Glass conducted the election of the Directors of the Foundation. He noted that there are four vacancies on the Foundation Board for 3-year terms and three applications were received from Andrea Carswell, Brian Dietrich, and Philippe Elsworthy. The Foundation discussed and debated Andrea Carswell and Brian Dietrich. Philippe Elsworthy declared a conflict of interest on item 5 related as his application was being considered and did not participate in the discussion. The motions were taken separately to permit P. Elsworthy to participate in the other appointments.

Staff were directed to call the successful new applicants and inform them about the opportunity to participate on the Strategic Planning Committee.

Moved by D. Emberly

Seconded by N. Salonen

That the Waterloo Regional Heritage Foundation approve the applications of Andrea Carswell and Brian Dietrich for a three year term as Directors of the Waterloo Regional Heritage Foundation.

**Carried**

Moved by D. Emberly

Seconded by M. Lee

That the Waterloo Regional Heritage Foundation approve the application of Philippe Elsworthy for a three year term as Director of the Waterloo Regional Heritage Foundation.

**Carried**

**6. Next Regular Meeting - June 27, 2023**

The next regular Board meeting will be held June 27, 2023.

**7. Adjourn**

Moved by D. Emberly

Seconded by N. Salonen

That the meeting adjourn at 5:55 p.m.

**Carried**

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Committee Clerk

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Committee Chair



Annual Report  
of the  
Waterloo Regional Heritage  
Foundation

2023

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## **Message from the Chair**

Waterloo Regional Heritage Foundation (WRHF) was incorporated as a non-profit organization on February 13, 1974. This year marked the Foundation's 50<sup>th</sup> birthday! Its mandate then, as now, is to preserve and promote the unique heritage of Waterloo Region – the cities of Kitchener, Waterloo and Cambridge and the townships of North Dumfries, Woolwich, Wellesley and Wilmot.

While WRHF did not process any new grant applications or drive any heritage initiatives or activities in our 50<sup>th</sup> year of operation, we were still very busy. In last year's message I reported that Region of Waterloo Council voted to pause funding to WRHF. This decision was announced in December 2021. In January 2022, we struck a strategic committee whose mandate was to align our grant policies with Waterloo Region's strategic plan. That plan includes in part, diversity, inclusiveness and climate actions. The strategic committee often met twice a month. Goals included documenting our guiding principles, aligning these principles with the Region's strategic plan and building an execution plan.

WRHF is a volunteer board comprised of residents of Waterloo Region. The Region provides staff members to support our administrative needs. In normal years, the board members attend 9 board meetings and an Annual General Meeting. These activities continued through 2023/24, but the strategic committee also had the burden of the additional committee meetings. By the autumn of 2022, it was apparent that WRHF needed to hire a consultant to help verify and execute the plan. With that decision, a detailed request for proposal was written, tenders were sent, replies were analyzed and a consulting firm, The Centre for Community Based Research (CCBR) was selected. The contract was then drafted, reviewed and signed.

The WRHF Strategic Committee launched the project with CCBR on April 27, 2023. The engagement was scheduled to end by August 14, 2023. By then, CCBR will have finished their work and presented a final report. The Strategic Committee met with CCBR several times during that period to ensure that the work had progressed as planned. The board was hoping to present the final plan to Regional Council at the end of 2023, but we are now on track to present in the late spring of 2024. Our goal is to regain funding, restart our grant application intake, analysis and approval processes, and ultimately begin awarding grants before the end of 2024.

In our 50+ years of operation, WRHF has disbursed approximately \$3 million to heritage projects in the Waterloo Region. Currently, we have a balance of slightly over \$100,000 in unallocated funds. We are on track to restart allocating these funds, along with any new contributions we receive. Our confidence stems from our close alignment to the Region's strategic initiatives, which will contribute to our sustained success in the years ahead.

### Membership 2023-2024

<b>Member</b>	<b>Municipality</b>
John Glass, Chair	Wilmot
Karen Redman, Regional Chair (ex-officio)	Kitchener
Jordan Baker	Kitchener
Susan Burke	Kitchener
Andrea Carswell	Cambridge
Brian Dietrich (deceased)	Kitchener
Philippe Elsworthy	Waterloo
David Emberly	Cambridge
Michelle Lee (resigned)	Waterloo
Heidi Peller-Oliver	Kitchener
Robert Shipley	Waterloo
Natasha Salonen, Regional Councillor	Wilmot
Pam Wolf, Regional Councillor	Cambridge

Secretary – Julie Hale

Treasurer – Cheryl Braan, Acting Regional Treasurer



## **Allocations and Finance Committee**

The Allocations and Finance (A&F) sub-committee is responsible for reviewing all grant applications and making grant approval and rejection recommendations to the Foundation's Board of Directors. In the past, grant applications have been considered for building projects, publication and events that support heritage in Waterloo Region. The board discusses recommendations by A&F before making motions and voting on those motions.

2023/2024 continued to offer many challenges. As discussed elsewhere in this Annual Report, funding to Waterloo Regional Heritage Foundation (WRHF) was paused by Waterloo Region Council in December 2021. This action had a significant impact on A&F and its ability to continue funding projects. As a result of a board vote, the A&R Committee stopped accepting grant applications in January 2022.

During this time, the WRHF board has been working with internal and external parties to ensure that our grant review process is aligned with the Region's Diversity, Equity and Inclusion (DEI) initiatives. We have also been seeking guidance on how to communicate possible grant opportunities to a wider audience that would provide a wider range of potentially fundable items and events than previously received by WRHF for consideration.

Before the end of 2024, the WRHF board is hopeful that we will be able to get a decision from Waterloo Region Council on whether they will resume WRHF's funding. Once funding is re-established, WRHF will continue to work with applicants to ensure that they are submitting appropriate and complete grant applications for the board's consideration.

## **Heritage Advisory & Communications Committee**

The Heritage Advisory & Communications (HAC) Committee is responsible for the granting of awards to all deserving recipients and to the planning and executing public events and communications, including our Annual General Meeting (AGM). The AGM had become one of the highlights of our year. At this event, we recognized winners of our heritage awards and shared WRHF's successes with the award winners, their families, friends and colleagues, and members of the general public.

Even with all COVID restrictions virtually eliminated, the Foundation still has not been holding public events. The pause in funding by the Region of Waterloo Council in December 2021 has prompted the Foundation's board members to be fully engaged in a Strategic Planning Review. The purpose of this review is to examine our grant application review policies to ensure that they are aligned with the Region's Diversity, Equity and Inclusion initiatives. With this review in its final stages, WRHF is poised to be back out in the Community by the end of 2024.

No further funds were spent on awards or events. HAC is waiting for recommendations from our Strategic Planning Committee to determine how we will operate in 2024 and beyond. The current awards, which may be subject to change, are outlined below. We encourage all people, groups and organizations to nominate a person, business or institution for one of these awards. The Board is hopeful that we will be able to resume the awards programs for the 2025 AGM. The current awards are:

### **Awards of Excellence**

The Awards of Excellence are intended to recognize outstanding contributions by individuals, institutions and organizations to heritage preservation in Waterloo Region, in such areas as archaeological, archival, cultural, education, genealogical, historical, individual, literary, media, natural, other. The program began in 1983.

#### **Sally Thorsen Award of Excellence**

This award of excellence was created in 1998 in honor of the former commissioner of the Planning and Culture Department for the Region of Waterloo. This award may be presented to only one person in a year who has demonstrated, in the course of at least ten years of their professional lives, an outstanding level of commitment to heritage concerns.

#### **Dr. Jean Steckle Award of Heritage Education**

This award for excellence in heritage education is presented to an individual who has demonstrated leadership in heritage education through teaching, writing or by example, and who has encouraged and mentored others in the understanding and appreciation of the natural or cultural heritage of Waterloo Region.

## **Strategic Planning Committee**

The Strategic Planning Committee is a subcommittee of the Waterloo Regional Heritage Foundation tasked with leading the Foundation's internal strategic review. Over the past two years, Committee members have met regularly to review and evaluate the Foundation's guiding documents, standard practices and award distributions.

In 2023, the Committee developed a terms of reference and hired an engagement consultant to lead the public engagement process. The Committee also refined its vision, mission and strategic objectives to help guide its strategic review. Community feedback and guiding documents were used to help the Foundation refine its programs and processes to ensure greater transparency, consistency, equity, and inclusion in its decision making and allocation of funds.

The Foundation has approved the Committee's suggested new definition of Heritage as "what we receive from the past, what we live with today and what we pass on to future generations. Heritage can be cultural or natural, tangible or intangible, and can apply to all creations of the past that have acquired cultural significance with the passage of time."

As the Foundation completes its strategic review it is working to also consider how the role of our heritage and historic environments are evolving as we mature as a community. The review aims to ensure grant funding is robust, transparent, equitable, and purposeful, as well as making sure it meets the needs of a growing and diverse community, while supporting the Region's strategic objectives.

On April 23, 2024, the Foundation approved the Equity, Diversity and Inclusion Fund (EDI) as a new funding stream intended to encourage initiatives that will conserve and celebrate our region's diverse heritage and help build community and belonging. The EDI Fund provides funding to eligible individuals and organizations for heritage projects, publications and conservation initiatives that promote or foster equity, diversity, inclusion, reconciliation, and accessibility. Also, the Committee has established a new granting window intake to ensure equitable review of applications. The strategic review will also consider the Foundation's alignment with the strategic goals and objectives of the Region of Waterloo, which is the Foundation's primary funder.

Jordan Baker, Committee Chair

Financial Statements of

**WATERLOO REGIONAL  
HERITAGE FOUNDATION**

And Independent Auditor's Report thereon

Year ended December 31, 2023



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## **INDEPENDENT AUDITOR'S REPORT**

To the Board of Directors of Waterloo Regional Heritage Foundation

We have audited the financial statements of The Waterloo Regional Heritage Foundation (the Entity), which comprise:

- the statement of financial position as at December 31, 2023
- the statement of revenues and expenses and accumulated net revenue for the year then ended
- and notes and schedule to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2023, and its results of operations for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

### ***Basis for Opinion***

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the “***Auditor's Responsibilities for the Audit of the Financial Statements***” section of our auditor's report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



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### ***Responsibilities of Management and Those Charged with Governance for the Financial Statements***

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

A handwritten signature in black ink that reads 'KPMG LLP'. The signature is written in a cursive, stylized font and is underlined with a single horizontal stroke.

Chartered Professional Accountants, Licensed Public Accountants

Kitchener, Canada

May 30, 2024

# WATERLOO REGIONAL HERITAGE FOUNDATION

## Statement of Financial Position

December 31, 2023, with comparative information for 2022

	2023	2022
<b>Assets</b>		
Cash	\$ 150,318	\$ 161,778
Prepaid expenses	–	3,705
	<u>\$ 150,318</u>	<u>\$ 165,483</u>
<b>Liabilities and Fund Balance</b>		
Liabilities:		
Accounts payable	\$ 38,781	\$ 65
Grants committed	–	13,740
	<u>38,781</u>	<u>13,805</u>
Fund balance:		
Accumulated net revenue	111,537	151,678
	<u>\$ 150,318</u>	<u>\$ 165,483</u>

See accompanying notes to financial statements.



# WATERLOO REGIONAL HERITAGE FOUNDATION

## Statement of Revenues and Expenses and Accumulated Net Revenue

Year ended December 31, 2023, with comparative information for 2022

	2023	2022
Revenue		
Interest	\$ 8,517	\$ 9,062
	8,517	9,062
Expenses (Schedule)	48,658	5,426
Net revenue (expense)	(40,141)	3,636
Accumulated net revenue, beginning of year	151,678	148,042
Accumulated net revenue, end of year	\$ 111,537	\$ 151,678

See accompanying notes to financial statements.

# WATERLOO REGIONAL HERITAGE FOUNDATION

## Notes to Financial Statements

Year ended December 31, 2023

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### **Purpose of foundation:**

The Waterloo Regional Heritage Foundation is primarily a grant making organization which supports heritage initiatives in Waterloo Region. Its primary purpose is to preserve and financially assist in the preservation of heritage landmarks, historical buildings and other projects of historical significance to the Region of Waterloo.

### **1. Significant accounting policies:**

These financial statements are prepared in accordance with the Chartered Professional Accountants of Canada Handbook Part III - Canadian accounting standards for not-for-profit organizations. The Foundation's significant accounting policies are as follows:

#### **(a) Basis of accounting:**

The accrual basis of accounting is used for financial reporting.

#### **(b) Fixed assets:**

The historical cost and accumulated depreciation of fixed assets is not reported. Expenses of a capital nature are charged against revenues in the year they are incurred.

### **2. Grants committed:**

The Region of Waterloo paused grant funding to the Waterloo Regional Heritage Foundation. The Region is revising its overall approach to discretionary grants. Accordingly, on February 8, 2022, the Heritage Foundation passed a resolution to pause granting or accepting any new applications until an internal strategic review is completed. This pause will provide the Heritage Foundation with an opportunity to review and evaluate how it fits with the Regional Council's strategic priorities, including Thriving Economy, Climate Action, and Healthy, Safe and Inclusive Communities.

### **3. Statement of cash flows:**

A statement of cash flows has not been presented as it would not provide any additional useful information.

# WATERLOO REGIONAL HERITAGE FOUNDATION

## Schedule of Expenses

Year ended December 31, 2023

	2023	2022
Grants paid (refunded):		
2023		
Kitchener Public Library – Oral History	\$ 1,786	\$ –
2022		
Paul Langan - One Publication	–	(1,000)
	1,786	(1,000)
Administration:		
Consultants	38,500	–
Insurance	2,482	2,274
Promotion and advertising	3,154	1,377
Miscellaneous	1,222	2,710
Annual general meeting	990	–
Foundation meetings and seminars	524	65
	46,872	6,426
	\$ 48,658	\$ 5,426