

# Annual General Meeting

## April 25, 2018 Fiduciary Minutes



**United Way**  
Calgary and Area

### 1. Welcome and Opening Prayer

Karen Young, President and CEO, United Way of Calgary and Area, welcomed everyone and acknowledged that the land we are on is traditional land of the Blackfoot Confederacy, as well as Treaty 7 Territory which includes Kainai, Siksika, Piikani, Tsuut'ina, and Stoney Nakoda nations. Karen also acknowledged the Metis people, and the Inuit people who have made their home here in Calgary.

Elder Reg Crowshoe, a Piikani Blackfoot Elder, spiritualist, ceremonialist, and teacher and Former Chief of his Piikani nation, opened the annual general meeting with a ceremonial prayer.

### 2. Call to Order

The fiduciary portion of the meeting was called to order at 3:40 p.m. A quorum was present. Bruce McFarlane stated that each person who has made a financial contribution to UWCA between January 1, 2017 and December 31, 2017 is a member and is therefore entitled to vote on matters brought before the meeting. He also confirmed that notice of the meeting was published in the Metro News on April 3, 2018, in accordance with our by-laws. In order to expedite the meeting, specific individuals who are members and donors were requested to make certain motions at the appropriate time. Voting on all motions was by a show of hands.

### 3. Approval of 2017 United Way of Calgary and Area's Annual General Meeting Minutes

Minutes from the 2017 Annual General Meeting and the 2017 Audited Financial statements have been posted on the United Way of Calgary and Area's website and are also available in hard copy upon request.

**MOVED** by Bruce McFarlane and **SECONDED** by Trevor Wills to approve the minutes of the April 26, 2017 Annual General meeting as posted. **CARRIED**

### 4. Presentation of Financial Statements

Ken Skingle, Chair of the Board Finance and Audit Committee presented the 2017 Audited Financial Statements. These statements were prepared by the finance staff at United Way and audited by our external audit firm, Deloitte. Deloitte has provided excellent service to United Way since 2000.

Thanks were expressed to the Deloitte audit team led by Harman Gill, Audit Partner, and Sherri Taylor and their team members for their contribution to the United Way financial reporting process, to Malcolm Gowie, United Way Chief Financial officer, and Virginia Baescu, Director of Finance and Account, and their Corporate Services Team for the great work they do year round. and his staff, and to the members of the Board Finance and Audit committee, for their excellent work and due diligence in the effective stewardship of United Way's financial resources during 2017.

**MOVED** by Ken Skingle and **SECONDED** by Deborah Yedlin that the Audited Financial Statements for United Way of Calgary and Area for the year ended December 31, 2017 be approved as presented.

**CARRIED**

#### **5. Appointment of Auditors**

**MOVED** by Ken Skingle and **SECONDED** by Darwin Smith that Deloitte be the appointed Auditors for United Way of Calgary and Area for the year 2018.

**CARRIED**

Thanks were also extended to the many workplaces that generously provide sponsorship donations to United Way. These sponsorships allow United Way to work cost-effectively and maximize investments into community.

#### **6. Board Governance and Development Committee Report**

Sue Riddell Rose, Chair of the Board Governance and Development Committee, stated that United Way Board Members are volunteers and reviewed their responsibilities. United Way of Calgary and Area is governed by an independent Board of Directors reflecting Calgary's diverse community members and workplaces. Members are generally nominated by current Board members and are elected for an initial three year term and one year renewals to a maximum of six years.

The Board Governance and Development Committee, chaired by the Past Chair of the Board, meets regularly and is responsible to ensure the Board is operating as it should, and recruiting and reviewing prospective candidates for the Board of Directors.

The slate presented to the Annual General Meeting was developed based on a matrix identifying skills required by the Board and taking into account such factors as the individual's commitment to United Way's mission; willingness to devote considerable volunteer time; years of volunteer service at UW and other organizations; and professional skills to assist in meeting United Way's strategic needs.

United Way's by-laws allow for nominations to be presented by members up to seven days prior to the date of the meeting. Each nomination must be supported by at least two members and show evidence that the nominee is prepared to serve as a Director. No nominations were received other than those presented by the Board Governance and Development Committee.

There are four nominees running for election to United Way's Board of Directors for an initial three-year term:

1. Kent Ferguson - Co-Head, Canadian Energy, RBC Capital Markets
2. Shane Fildes - Managing Director & Global Head, Energy Group at BMO Capital Markets
3. Manjit Minhas - CEO, Co-Founder, Minhas Brewery and Distillery, and Dragon
4. Seyi Oyewumi - Senior Business Analyst, Brookfield Residential

**MOVED** by Sue Riddell Rose and **SECONDED** by Don Marchand that Kent Ferguson, Shane Fildes, Manjit Minhas, and Seyi Oyewumi be elected to the 2018 United Way of Calgary and Area Board of Directors for a three year term. **CARRIED**

This year there are eleven nominations for re-election to the Board of Directors for an additional one year term:

- |                   |                    |                      |
|-------------------|--------------------|----------------------|
| 1. Dan Allen      | 5. Vance Langford  | 9. Leslie O'Donoghue |
| 2. Jason Hatcher  | 6. Gianna Manes    | 10. Adam Waterous    |
| 3. Alison Jackson | 7. Don Marchand    | 11. Phil Welch       |
| 4. Dave Kelly     | 8. Bruce McFarlane |                      |

**MOVED** by Sue Riddell Rose and **SECONDED** by Janet Drage Dan Allen, Jason Hatcher, Alison Jackson, Dave Kelly, Vance Langford, Gianna Manes, Don Marchand, Bruce McFarlane, Leslie O'Donoghue, Adam Waterous and Phil Welch be re-elected to the United Way of Calgary and Area Board of Directors for a one year term.

**CARRIED**

Sue Riddell Rose explained that we have several individuals who sit on our Board as non-voting, ex-officio Board members because of their involvement in various aspects of our work.

1. Ashley Anderson, Chair of our Gen Next initiative
2. Dr. Rhiannon MacDonnell Mesler, Chair of our Women's Leadership Council
3. Alexander (Alex) Shevalier, representing our Labour Partnership
4. Noralee Bradley and David Smith, Co-Chairs of our 2018 Campaign
5. Larry Macdonald, Board Member emeritus, and
6. Heather Culbert, representative to United Way Worldwide.

**MOVED** by Sue Riddell Rose and **SECONDED** by Rachel Moore that Ashley Anderson, Dr. Rhiannon MacDonnell Mesler, Alexander Shevalier, Noralee Bradley, David Smith, Larry Macdonald and Heather Culbert be approved as ex-officio members for 2018-2019. **CARRIED**

Sue announced that Rachel Moore has accepted the role of Board Vice Chair for 2018.

Sue recognized the nine members of the Board who have assisted United Way over the past year and who are continuing in their current term. They are: Janet Drage, Mike MacSween, Rachel Moore, John Rossall, Ken Skingle, Roc Spence, Darwin Smith, Trevor Wills, and Deborah Yedlin. Karen Young will also continue to serve on the Board as President of United Way of Calgary and Area.

## **7. Tribute to Retiring Board Members**

Bruce McFarlane, Board Chair, paid tribute to each of the five retiring Board Members and the four ex-officio members whose one year terms have ended. Ex-officio members recognized were Susan Swan (Chair of our Women's Leadership Council), Rich Kruger and Manjit Minhas (2017 Campaign Co-Chairs), and Jerrica Goodwin (Chair of our Gen Next initiative). Retiring Board members were Lindsay Blackett, Rich

Kruger, Bob Michaleski, Sue Riddell Rose, and Jaymal Ruarell. Bruce extended his sincere thanks to these individuals for their tireless commitment to United Way.

#### **8. Introduction of the Incoming United Way Board Chair**

Bruce McFarlane introduced Jason Hatcher as the 2018 - 2019 Chair of the UWCA Board of Directors. Jason brings great vision and skills to United Way. He is a Managing Principal of Navigator Ltd., leading Navigator's Western Canadian operations from Calgary, and is a long-time member and volunteer with the Calgary Chamber of Commerce.

#### **9. Recognition of the Outgoing United Way Board Chair**

Jason Hatcher, incoming Board Chair, spoke briefly about his personal motivation to get involved in United Way. He then thanked outgoing Board Chair, Bruce McFarlane, for his tremendous commitment as Board Chair over the past year.

#### **10. Closing Remarks**

Bruce McFarlane spoke about what he believed was achieved while Board Chair and thanked the Board members for their support, expertise, hard work and remarkable dedication of time. He also thanked the outstanding community volunteers, United Way staff and our many partners including agencies, workplaces and other organizations, which helped United Way deepen our impact in Calgary in 2017.

Bruce announced that the Board is in the process of creating a new special Committee of the Board, the Indigenous Advisory Committee. The Indigenous Advisory Committee will support us in implementing our Indigenous Strategy, and ensure that Indigenous and Western worldviews and practices are brought together in a safe, respectful, and ethical space.

Bruce expressed thanks to Reg Crowshoe who has led us through this learning journey these last several months along with other Indigenous Elders who have shared with us their Indigenous worldviews, perspectives, knowledge, and practices for consideration and knowledge-building into our decision-making processes.

#### **11. Adjournment**

Bruce McFarlane declared the fiduciary component of the AGM adjourned at 4:10 p.m.

# Annual General Meeting

## April 25, 2018 Non-Fiduciary Minutes



**United Way**  
Calgary and Area

### **1. Welcome, Indigenous Greeting, and Opening Remarks**

Ken Cameron offered greetings and a land acknowledgement, calling the non-fiduciary component of the meeting to order at 4:35 p.m.

### **2. Indigenous Prayer and Recognition of Elders in Attendance**

Elder Reg Crowshoe, a Piikani Blackfoot Elder, spiritualist, ceremonialist, and teacher and Former Chief of his Piikani nation, recognized the Elders in attendance and opened with a ceremonial prayer.

### **3. 2017 Impact Report Summary**

Karen Young, United Way CEO and President, provided a summary of the 2017 Impact Report and the work United Way accomplished, emphasizing partnerships as a key to success and highlighting several signature initiatives including Community Hubs, All In for Youth, and Financial Empowerment which have proven a significant collective impact.

### **4. Presentation of Francis Lefaivre Award**

Each year, this award is presented at our AGM to an outstanding United Way supporter who has demonstrated a passion and a significant commitment to improving social conditions in our community. The award is given in memory of Francis Lefaivre, a generous and gracious man who was an inspiration to many, a passionate supporter of United Way, and a remarkable contributor to our community.

In 2015, this year's winners, David and Leslie Bissett, worked together with United Way to establish the Bissett Foundational Program. They also contribute to our Major Donor Match program which is critical to the success of our Annual Campaign. Through David and Leslie's philanthropic leadership, United Way has been able to connect hundreds of hard working, at-risk youth across our city to the supports and resources they need to successfully complete high school, pursue post-secondary education, and transition into career opportunities. United Way is so grateful to have David and Leslie as philanthropic partners who are not only changing young lives today, but ensuring a lasting impact well into the future.

### **5. Moving Forward**

Karen provided some background on the United Way movement's history and context around the work that went into the strategic planning process as part of our quest for continuous improvement in the ways we work to make Calgary a better place. The new strategic plan will serve as a compass to guide our organization's work over the next five years, helping us improve lives through the power of communities.

### **6. Our Way Forward Video**

A video was shown highlighting the key details of the new strategic plan, including a renewed vision, mission, and value proposition.

**7. The Future is Now: living room conversation with Ken Cameron, Karen Young, and Beth Gignac about our organizational direction and digital strategy**

Karen and Beth spoke about the new strategic plan and what the community can expect going forward, focusing on areas of business intelligence, giving, and engagement.

**8. Video Tour of the Social Impact Lab**

A short video showcasing the Social Impact Lab was shown.

**9. The Future is Now: living room conversation with Ken Cameron, Karen Young, Beth Gignac, Paul Natland, and John Vardolos about the new Social Impact Lab**

Karen and Beth were joined by Paul Natland, co-founder of Output, and John Vardalos, CEO of J5, our new partner in the Social Impact Lab to talk about the Lab, its function, and how people can get involved.

**10. Recognition and Thanks, Closing Remarks**

Karen gave thanks to the Board, the United Way team, and all in attendance, thanking them for their commitment to United Way during this exciting time, and sharing her excitement to continue building on the great work we do with the new Strategic Plan. Together, we will create a caring and resilient city where everyone thrives.

**11. Adjournment**

The Annual General Meeting was adjourned at 6:00 p.m.