

Annual General Meeting

April 25, 2019 Fiduciary Minutes



1. Welcome and Opening Prayer

Jason Hatcher, United Way of Calgary and Area Board Chair, 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. Jason 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, teacher and Former Chief of his Piikani nation, and United Way Indigenous Protocol and Cultural Technician, opened the annual general meeting with a ceremonial prayer.

2. Call to Order

The fiduciary portion of the meeting was called to order at 8:05 a.m. A quorum was present. Jason Hatcher stated that each person who has made a financial contribution to UWCA between January 1, 2018 and December 31, 2018 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 March 28, 2019, 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 2018 United Way of Calgary and Area's Annual General Meeting Minutes

Minutes from the 2018 Annual General Meeting and the 2018 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 Jason Hatcher and **SECONDED** by Vance Langford to approve the minutes of the April 25, 2018 Annual General meeting as posted. **CARRIED**

4. Presentation of Financial Statements

Ken Skingle, Chair of the Board Finance and Audit Committee presented the 2018 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 including Harman Gill, Sonya Stoesz, Suzanne Delisle, and Callum Thomson-Barks 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 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 2018.

MOVED by Ken Skingle and **SECONDED** by Seyi Oyewumi that the Audited Financial Statements for United Way of Calgary and Area for the year ended December 31, 2018 be approved as presented. **CARRIED**

5. Appointment of Auditors

MOVED by Ken Skingle and **SECONDED** by John Rossall that Deloitte be the appointed Auditors for United Way of Calgary and Area for the year 2019. **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

Bruce McFarlane, 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 three nominees running for election to United Way's Board of Directors for an initial three-year term:

1. Ashley Anderson – Manager, Consumer Sales and Learning, Shaw
2. David Smith – President and CEO, Keyera Corp; last year's Campaign Co-Chair
3. Noralee Bradley – Partner, Blakes; last year's Campaign Co-Chair

MOVED by Bruce McFarlane and **SECONDED** by Darwin Smith that Ashley Anderson, David Smith, and Noralee Bradley be elected to the 2019 United Way of Calgary and Area Board of Directors for a three year term. **CARRIED**

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

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| 1. Alison Jackson | 4. Jason Hatcher | 7. Roc Spence |
| 2. Bruce McFarlane | 5. Ken Skingle | 8. Vance Langford |
| 3. Dan Allen | 6. Rachel Moore | |

MOVED by Bruce McFarlane and **SECONDED** by Roc Spence that Alison Jackson, Bruce McFarlane, Dan Allen, Jason Hatcher, Ken Skingle, Rachel Moore, Roc Spence, and Vance Langford be re-elected to the United Way of Calgary and Area Board of Directors for a one year term.

CARRIED

Bruce McFarlane 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. Robb Hart, Chair of our Gen Next initiative
2. Stephanie Pankratz, Chair of our Women United initiative
3. Alexander Shevalier, representing our Labour Partnership
4. Nancy Foster and Marc Joiner, Co-Chairs of our 2019 Campaign
5. Larry Macdonald, Board Member emeritus, and
6. Heather Culbert, representative to United Way Worldwide.

MOVED by Bruce McFarlane and **SECONDED** by Rhiannon MacDonnell Mesler that Robb Hart, Stephanie Pankratz, Alexander Shevalier, Nancy Foster, Marc Joiner, Larry Macdonald, and Heather Culbert be approved as ex-officio members for 2019-2020.

CARRIED

Bruce recognized the nine members of the Board who are continuing in their current term. They are: Darwin Smith, Deborah Yedlin, Janet Drage, John Rossall, Kent Ferguson, Mike MacSween, Seyi Oyewumi, Shane Fildes, and Trevor Wills.

Bruce announced that Dan Allen has accepted the role of Board Vice Chair for 2019.

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

Jason Hatcher, Board Chair, paid tribute to each of the six retiring Board Members and one ex-officio member whose one year terms have ended. The ex-officio member recognized was Rhiannon MacDonnell Mesler, Chair of the Women United initiative. Retiring Board members were Adam Waterous, Dave Kelly, Don Marchand, Leslie O'Donoghue, Manjit Minhas, and Phil Welch. Jason extended his sincere thanks to these individuals for their tireless commitment to United Way.

8. Introduction of the Incoming United Way Board Chair

Jason Hatcher introduced Rachel Moore as the 2019 - 2020 Chair of the UWCA Board of Directors. Rachel brings great vision and skills to United Way. She is Vice-President Human Resources of Encana Service Company Ltd and is the past Alberta Chair of the Canadian Forces Liaison Council.

9. Recognition of the Outgoing United Way Board Chair

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

10. Closing Remarks

Jason Hatcher 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 2018.

Jason opened the floor to questions.

11. Adjournment

Jason Hatcher declared the fiduciary component of the AGM adjourned at 8:25 a.m.

Annual General Meeting

April 25, 2019 Non-Fiduciary Minutes



United Way
Calgary and Area

1. **Welcome**

Karen Young, United Way CEO and President, offered greetings, calling the non-fiduciary component of the meeting to order at 8:30 a.m.

2. **Presentation of Francis Lefaivre Award**

Francis Lefaivre passed away on April 22, 2007. He was a generous and gracious man who was an inspiration and friend to many of us. He was a passionate supporter of United Way and a remarkable contributor to the larger community. The Francis Lefaivre Award was created in memory of Francis—a passionate supporter of United Way and a generous and gracious man who was an inspiration and friend to many of us. This award recognizes individuals who have shown the same passion for the community and generosity of spirit that Francis showed throughout his life.

This year's recipient of the Francis Lefaivre Award is Adam Waterous.

Adam Waterous' journey with United Way began more than a decade ago, when he and his wife Jan came on board as Major Donors and joined the Philanthropist Circle a few years later. Since then, Adam has displayed his passion for United Way through a variety of volunteer roles and has been instrumental in propelling the Tomorrow Fund and for supporting its goal of ensuring a bright future for our city for generations to follow. Adam's spirit of volunteerism is mirrored in his remarkable contribution to our city – one that will have an impact on our community for years to come.

3. **Presentation of George Blondeau Award**

This award recognizes agencies, and their employees, who exemplify a commitment to support Indigenous communities, while building awareness through their services. The award is presented to agencies that are true leaders in incorporating Indigenous inclusiveness in their policies, planning, service design, or staff development.

This year's George Blondeau award goes to Calgary Legal Guidance

4. **Indigenous Strategy**

Karen and Reg had a conversation about United Way's Indigenous Strategy and the work done in that area over the last year.

5. **2018 Impact Report Summary**

Karen Young provided a summary of the 2018 Impact Report and the work United Way accomplished in the context of impact, the shifting landscape, and UWCA's role as a convener, emphasizing partnerships as a key to success and highlighting several signature initiatives including Enough for All, Planet Youth, and the City of Calgary Mental Health & Addictions Strategy which have proven a significant collective impact. Karen spoke also to the work being done with the Social Impact Lab and Salesforce Philanthropy Cloud and the opportunities to use these tools to bring communities together and to leverage impact.

6. Looking Forward to 2019

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.

7. 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, and sharing her excitement to continue building on the great work we do together to create a resilient and caring community where everyone thrives.

8. United Way Song

Frank and Darcy Turning Robe played the United Way song to wrap up the program.

9. Adjournment

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