



36th annual general meeting minutes

September 26, 2022 – 7:00 p.m.

Voting Members:	John Jessup, Anthony (Tony) Gilks, John Horn, Phyllis Horn, Leanne Fraser, Jaqueline (Jacquie) Howardson, Neil Cutler, Dave Fraser, Marg Fraser, Cheryl Lien, Olivia Lien, Robin Chapman, Marilyn Chapman, Kirsten J. Madsen, Karen Milner
Proxy Members:	Wendy Merler <ul style="list-style-type: none">▪ Named John Jessup (Chair) as Proxy
Joining Members:	None
AGM Chair:	John Jessup
Executive Director:	Graham Morry
Meeting Recorder:	Marlena Stewart (Executive Assistant)
NACL Staff:	Graham Morry, Randy Humchitt, Marlena Stewart, Peter Letts, Gary Edwards, Sara Gilks, Barb Barry, Jennifer Carano
Guests:	Cory Vanderhorst (MNP)

CALL TO ORDER/OPENING REMARKS

- Vice President John Jessup introduced himself, opening the 36th Annual General Meeting of Nanaimo Association for Community Living (NACL) held online (via Zoom) on September 26, 2022, calling the meeting to order at 7:01 p.m. and giving opening remarks
 - Attendees were recognized and thanked for attending and housekeeping items noted
 - Chat feature is enabled at the bottom of the screen – please use if desired
 - Requested that all participants please mute their mics if not speaking
 - For voting purposes, an online polling system is being used; if more than one person is attending via the same Zoom session, it is assumed that all are voting the same way unless declared otherwise via the chat; the “hand up” command can also be used to vote affirmative
- Marlena Stewart (Executive Assistant) was nominated to be the meeting’s recording secretary

Motion:	To appoint Marlena Stewart as recording secretary for the September 26, 2022 Annual General Meeting
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MSC:	John Jessup/Neil Cutler
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- One (1) member submitted a proxy declaration for tonight’s meeting – naming “The Chair” (John Jessup) to represent them

REPORTS/PRESENTATIONS

1. PRESIDENT’S/EXECUTIVE DIRECTOR’S REPORT

- The President’s/Executive Director’s Report was e-mailed to all members in good standing ahead of the AGM and posted publicly on NACL’s website



- In Dan Johnston (President)’s absence, Graham Morry (Executive Director) spoke to the report
 - Things have changed radically over his past 32 AGMs; we’ve learned a lot about ourselves the past few years, coming together as a team with a greater focus on more relevant, contemporary, and focused services based on the wants/needs of persons served
 - Graham thanked staff for their steadfast dedication amidst challenging labour shortages this past year (including Management working front-line), ensuring our folks are supported
 - Graham feels proud of where we’re at, hopeful for the future, and that we’re stronger than ever
- Q&A/comments:
 - John Jessup appreciated staff responding to the challenges presented by COVID-19; recognizing Senior Managers doing front-line work with their usual dedication and competence

2. PERFORMANCE ANALYSIS AND OUTCOMES MEASUREMENT SUMMARY REPORT

- The Performance Analysis and Outcomes Measurement Summary Report (called “Performance Review 2021/2022”) was e-mailed to all members in good standing before the AGM and posted on NACL’s website
- Questions/feedback:
 - Neil Cutler appreciated how thorough the report was
 - Peter Letts (Quality Assurance Manager) noted he’s available for feedback/questions about the reports anytime by e-mail or phone

BUSINESS MEETING

1. APPROVAL OF MINUTES

Motion:	To approve the minutes of the September 27, 2021 Annual General Meeting
MSC:	John Jessup/Marg Fraser

- Discussion:
 - None

2. PRESENTATION OF 2021/22 FINANCIAL STATEMENTS

- Kirsten J. Madsen (Treasurer) thanked and welcomed Cory Vanderhorst of MNP, who presented the audited financial statements at March 31, 2022 with a summary overview of NACL’s financial status
 - The statements were e-mailed to all members in good standing before the AGM and posted on NACL’s website
- Cory thanked the Board/members for tonight’s invitation, and NACL staff for helping MNP complete the annual audit in a third pandemic year
- Highlights from the statements:
 - It was another successful year for program delivery, with \$14.8M of funding received
 - Some additional monies received re the pandemic this past year went to Home Share Providers and employees
 - Expenses increased from \$14.1M to \$14.6M due mostly to wages/benefits and inflation



- Operations showed a positive surplus of \$102K and the disposal of Hammond Bay Home resulted in a \$742K gain, resulting in a \$844K accounting surplus; out of that, \$400K paid down debt, \$40K went into reserves as required by BC Housing, and work at Uplands represented \$518K of capital spending
- Questions/feedback:
 - Kirsten J. Madsen asked what amount of NACL’s debt servicing is at floating rates, with interest rates going up?
 - None; all are fixed rates at the moment
 - Need to watch renewal dates, with most mortgages coming due in a few years
 - It’s hoped interest rates will stabilize
 - This year’s audit was seamless, and should be even easier next year
 - Mike Bonkowski will be with MNP for one more audit before he retires
 - Gary Edwards (Accountant) has appreciated working with Mike, including his promptness responding to queries
- The Auditor’s Report is accepted by the Board, not the membership – therefore, no motion is required

5. APPOINTMENT OF AUDITORS

- Kirsten J. Madsen (Treasurer) made the motion to appoint MNP as NACL’s auditing firm for the coming year

Motion:	To appoint MNP as the auditors for the 2022/2023 fiscal year
MSC:	Kirsten J. Madsen/Anthony (Tony) Gilks

- Discussion:
 - None

7. ELECTION OF DIRECTORS

- Marg Fraser (Secretary) presented this section of the meeting, noting that active Board recruitment continues

A. Board Member Farewells/Changes

- Phyllis Horn is retiring from NACL’s Board of Directors after her most recent nearly four years of service
 - Phyllis initially joined our Board in April 2008, serving as Director, Treasurer, Vice President, and President during her first 9-year term. After taking time away in 2017 and 2018, she returned to the Board in November 2018 and since served as Director and Vice President during her second term
 - Phyllis was one of the parents spearheading what became our Uplands townhouse development – an amazing accomplishment, enduring legacy, and critical part of NACL’s history as we’ve worked to expand housing options for those we serve
 - Quotes were read and appreciation shared, thanking Phyllis for her dedication, passion, knowledge (including financial expertise), and immeasurable contributions to NACL as both a parent and advocate



- Phyllis wished us well, with love – noting that she will really miss being on the Board of Directors, that it’s good to keep refreshing the Board with fresh perspectives, and to “keep asking questions”

B. Election of NACL Directors

- The election of the Board of Directors is a critical piece of our organization, governed by NACL Bylaws
- Marg reminded everyone of NACL’s Bylaw Article IV, Clause 2, which states:

“The Board of Directors shall consist of such number of Directors as determined by the Board from time to time, and in no case less than five (5) and no more than eleven (11) Directors.”

- In addition, Article IV, Clause 6 states:

“All nominations for Director must be made in writing and received by the President a minimum of fourteen (14) days in advance of the Annual General Meeting:

- a) Anyone nominated to the Board must be a member in good standing of the Society at the time of being nominated and must consent in writing to the nomination.*
- b) A person can only be nominated by a member in good standing of the Society; and*
- c) Nominations for Director from the floor at Annual General Meetings are not permitted.”*

- Board Nominees bios were e-mailed to members in good standing before the AGM and posted on NACL’s website
- The slate of names (alphabetically by last name) presented for consideration is as follows:

Neil Cutler
Margaret (Marg) Fraser
Jacqueline (Jacquie) Howardson
John Jessup
Daniel (Dan) Johnston
Kirsten J. Madsen

- The Board was appointed by acclamation

Motion:	That the slate of nominees being: Neil Cutler, Margaret (Marg) Fraser, Jacqueline (Jacquie) Howardson, John Jessup, Daniel (Dan) Johnston, and Kirsten J. Madsen be accepted as Directors for 2022/2023, pending completion of due diligence where applicable
MSC:	Marg Fraser/Phyllis Horn

6. NEW BUSINESS FROM THE FLOOR

- None



CONCLUDING REMARKS/ADJOURNMENT

- A special YouTube video was shared of (person served) Alexis B. realizing her dream of skydiving for the first time with Skydive Vancouver Island
- John Jessup (Vice President) thanked everyone for attending, requesting that new Board convene via Zoom for a post-AGM meeting following adjournment

Motion:	To adjourn NACL’s 36 th Annual General Meeting at 7:45 p.m.
MC:	Marg Fraser

CHAIR – SIGNATURE

DATE

DRAFT