



# 34<sup>th</sup> annual general meeting minutes

**September 28, 2020 – 7:00 p.m.**

---

<b>Voting Members:</b>	Kirsten J. Madsen, Cornelis (Cees) van Oosten, Neil Cutler, Barb Read, Paul Best, Karen Milner, Dave Fraser, Marg Fraser, Daniel (Dan) Johnston, Phyllis Horn, John Horn, Sandy McNicol, Robin Chapman, Marilyn Chapman, Glen Husband
<b>Proxy Members:</b>	Johanna (Joanne) van Oosten <ul style="list-style-type: none"><li>▪ Named Cornelis (Cees) van Oosten as Proxy</li></ul> Patricia (Trish) Johnston <ul style="list-style-type: none"><li>▪ Named Daniel (Dan) Johnston as Proxy</li></ul> Carolyn Johnston <ul style="list-style-type: none"><li>▪ Named Daniel (Dan) Johnston as Proxy</li></ul> Stephen Johnston <ul style="list-style-type: none"><li>▪ Named Daniel (Dan) Johnston as Proxy</li></ul> Larissa Chin <ul style="list-style-type: none"><li>▪ Named Daniel (Dan) Johnston as Proxy</li></ul> Michele McNeill <ul style="list-style-type: none"><li>▪ Named John McNeill as Proxy</li></ul> Jessica Bondi <ul style="list-style-type: none"><li>▪ Named Daniel (Dan) Johnston as Proxy</li></ul> Graeme Johnston <ul style="list-style-type: none"><li>▪ Named Daniel (Dan) Johnston as Proxy</li></ul>
<b>Joining Members:</b>	Tony Gilks
<b>AGM Chair:</b>	Daniel (Dan) Johnston
<b>Executive Director:</b>	Graham Morry
<b>Meeting Recorder:</b>	Marlena Stewart (Executive Assistant)
<b>NACL Staff:</b>	Graham Morry, Randy Humchitt, Marlena Stewart, Peter Letts, Thinley Dradul, Sara Gilks, Barb Barry, Jennifer Carano, John McNeill, Gary Edwards, Peter Letts, Gail Quigg, Matthew Stephens
<b>Guests:</b>	Cory Vanderhorst (MNP)

---

## CALL TO ORDER/OPENING REMARKS

- President Daniel (Dan) Johnston introduced himself, opening the 34<sup>th</sup> Annual General Meeting of Nanaimo Association for Community Living (NACL) held online (via Zoom) on September 28, 2020, calling the meeting to order at 7:05 p.m. and giving opening remarks
  - Attendees were recognized, housekeeping items noted, and general remarks made about NACL's past year
    - Everyone's co-operation/patience is appreciated navigating this virtual meeting
    - Chat feature is enabled at the bottom of the screen – please use if desired
    - Request that all participants mute their mics if not speaking
- Marlena Stewart (Executive Assistant) was nominated to be the meeting's recording secretary



<b>Motion:</b>	To appoint Marlena Stewart as recording secretary for the September 28, 2020 Annual General Meeting
<b>MSC:</b>	Phyllis Horn/Cees van Oosten

- Eight (8) members submitted proxy declarations for tonight’s meeting – one (1) naming Cornelis (Cees) van Oosten to be their representative, one (1) naming John McNeill to be their representative, and the other six (6) naming Daniel (Dan) Johnston (and/or the “Chair”) 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 in advance of the AGM and posted on NACL’s website for public view
- Dan Johnston (President) gave a few remarks
  - Mentioned the eventful/significant year due to COVID-19, expansion of children’s services, and completion of the Uplands project
  - Re Uplands:
    - Acknowledged the work of both Board, Graham, and the staff working on Uplands for years to bring it to fruition
    - It’s a proud accomplishment that could be a blueprint for future developments
  - Re NACL’s COVID-19 response:
    - Commended the organization’s response to the pandemic under Graham’s leadership; thanked staff on the Board’s behalf for their hard work, innovation, and leadership
    - Adapted to different ways to deliver programs/services as seamlessly as possible while adhering to public health orders/protocols
      - Actions Day Program/Community Inclusion continues to evolve due to ongoing COVID-19 challenges
    - We’ll undertake a “deep dive” of NACL’s Strategic Plan in 2021, developing a long-term plan to deliver our mission in a sustainable, durable way that sets the standard for other organizations while benefitting all we serve in our various programs
- Graham Morry (Executive Director) followed with a verbal report
  - It has been a very good year for NACL; all was stable up until the last few weeks of fiscal year when COVID-19 hit
    - Remarkd on our ability to “pivot on a dime” into a different world – thanking Randy Humchitt (Deputy Executive Director) for masterminding NACL’s internal pandemic protocols
    - We purchased a significant amount of PPE and made some operational changes
  - Our performance report shows we have a robust infrastructure to quantify the quality of our services
- Q&A session:
  - No questions were asked, but member Cees van Oosten said “well done!”



**2. PERFORMANCE ANALYSIS AND OUTCOMES MEASUREMENT SUMMARY REPORT**

- The Performance Analysis and Outcomes Measurement Summary Report (called “Performance Review 2019/2020”) was e-mailed to all members in good standing before the AGM and posted on NACL’s website
- Feedback:
  - No questions asked – but in relation to overall organizational performance, Phyllis Horn (Vice President) spoke on behalf of the parents/families involved with Uplands to relay the immensely positive impact it has had on all involved
    - A decade-long dream has finally been realized; parents/families are seeing their adult children/family members move into a safe, welcoming, and inclusive community of their own making
    - Provides a sense of security/peace of mind for the future, with already-forged or new friends and family now neighbours who can support each other – with trusted staff close by if needed
    - Magical moments witnessed include one person served excitedly trying to figure out where their friends’ units were in relation to their new home; one person calling to another from their balcony; knowing a grandfather/granddaughter would be living next door to each other; a person served singing
    - Other families present also expressed heartfelt gratitude to Graham Morry, John Jessup, plus NACL staff and Board members (past and present) for helping this dream come to fruition – felt their loved ones will have wonderful lives at Uplands

**3. STRATEGIC PLAN 2020/2021**

- The 2020/2021 Strategic Plan was e-mailed to all members in good standing before the AGM and posted on NACL’s website
- As mentioned, we will be doing a “deep dive” over the coming year to see what changes/modifications will make sense for NACL’s future

**BUSINESS MEETING**

**1. APPROVAL OF MINUTES**

<b>Motion:</b>	To approve the minutes of the September 23, 2019 Annual General Meeting
<b>MSC:</b>	Cees van Oosten/Neil Cutler

Discussion:

- None

**2. PRESENTATION OF 2019/20 FINANCIAL STATEMENTS**

- Paul Best (Treasurer) thanked and welcomed Cory Vanderhorst of MNP, who presented the audited financial statements at March 31, 2020 plus 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 and members for inviting him tonight, and staff for helping MNP complete the annual audit during this pandemic
- Cory summarized the auditing process and relayed some highlights from the statements
  - NACL was in a very good financial position moving into the pandemic
  - **Statement of Operations and Changes in Fund Balances – Page 2**
    - Operations rose from \$10.7M to just under \$12M this year, due to program expansion; incorporating the \$3.5M Uplands loan increases revenues to \$15.6M
    - Expenses rose from \$10.3M to \$11.8M this year, mostly due to Home Share costs plus wages/benefits
  - **Balance Sheet (Statement of Financial Position) – Page 1**
    - At March 31, 2020 NACL had \$847K in cash (Operating Fund)
    - Investments were at \$337K
    - BC Housing’s \$3.5M grant for Uplands comprised most of the Capital Asset Fund
    - Internally restricted funds (reserves) were \$198K
    - Unrestricted surplus was \$919K
  - NACL was in a strong position going into a time of uncertainty, ably handling what has come since; however, COVID-19’s financial impacts will be reflected next year
- The Auditor’s Report is accepted by the Board, not the membership – no motion is required

**5. APPOINTMENT OF AUDITORS**

- Paul Best (Treasurer) made the motion to appoint MNP as NACL’s auditing firm for the coming year

<b>Motion:</b>	To appoint MNP as the auditors for the 2020/2021 fiscal year
<b>MSC:</b>	Paul Best/Karen Milner

Discussion:

- None

**6. ELECTION OF DIRECTORS**

- Phyllis Horn (Vice President) presented this section of the meeting, noting that active Board recruitment continues

**A. Board Member Farewells/Changes**

- Cornelis (Cees) van Oosten is retiring from NACL’s Board of Directors after six (6) years of service
  - Cees joined the Board on September 25, 2014, serving as Director, President (for 4/6 years), and Secretary during his tenure
  - Cees was thanked for his invaluable contributions to the Board, often going above and beyond the call of duty; completed intensive strategic planning and performance evaluation processes



**B. Election of NACL Directors**

- The election of the Board of Directors is a critical piece of our organization, governed by NACL Bylaws (revised last year)
- Phyllis 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:

**Paul Best**  
**Neil Cutler**  
**Margaret (Marg) Fraser**  
**Phyllis Horn**  
**Daniel (Dan) Johnston**  
**Kirsten J. Madsen**

- The Board was appointed by acclamation

<b>Motion:</b>	That the slate of nominees being: <b>Paul Best, Neil Cutler, Margaret (Marg) Fraser, Phyllis Horn, Daniel (Dan) Johnston,</b> and <b>Kirsten J. Madsen</b> be accepted as Directors for the fiscal year 2020/2021, pending completion of due diligence where applicable
<b>MSC:</b>	Phyllis Horn/Karen Milner

**6. NEW BUSINESS FROM THE FLOOR**

- None



**CONCLUDING REMARKS/ADJOURNMENT**

- NACL’s feature video was shown for those who had not yet seen it on NACL’s website/YouTube channel
- Dan Johnston (President) thanked everyone for attending/being involved, noting the meeting ran seamlessly
  - Requested the new Board convene via Zoom for a post-AGM meeting following adjournment

<b>Motion:</b>	To adjourn NACL’s 34 <sup>th</sup> Annual General Meeting at 7:54 p.m.
<b>MC:</b>	Dan Johnston

CHAIR – SIGNATURE

DATE

DRAFT