



37th annual general meeting minutes

September 25, 2023 – 7:00 p.m.

Voting Members:	John Jessup, Neil Cutler, Kirsten J. Madsen, Daniel (Dan) Johnston, Anthony (Tony) Gilks, Tracie St. Luke, Riley St. Luke, Carson St. Luke, Saima Ijaz, Saad Ijaz, Marilyn Chapman, Robin Chapman, Julie Foster, Phyllis Horn, John Horn, Glen Husband, Marg Fraser, Dave Fraser, Viraat BK Thammanna, Karen Milner, John McNeill, Heather Pritchard, Bill Eadie, Alexandria Stuart
Proxy Members:	Jacqueline (Jacquie) Howardson <ul style="list-style-type: none">Named John Jessup as Proxy Michele McNeill <ul style="list-style-type: none">Named John McNeill as Proxy
Joining Members:	None
AGM Chair:	Daniel (Dan) Johnston
Executive Director:	Graham Morry
Meeting Recorder:	Marlena Stewart (Executive Assistant)
NACL Staff:	Graham Morry, Randy Humchitt, Marlena Stewart, Peter Letts, Sara Gilks, Kelly Moore, Natalie Pryce, Jennifer Carano, Sean Enns, Neha Gupta, Barb Barry, Brianna Otto, Mark Robinson
Guests:	Cory Vanderhorst (MNP), Alexis Baird, Barb Anderson, Noel Schneider

CALL TO ORDER/OPENING REMARKS

- President Dan Johnston introduced himself, opening the 37th Annual General Meeting of Nanaimo Association for Community Living (NACL) held online (via Zoom) on September 25, 2023, calling the meeting to order at 7:01 p.m
- Attendees were recognized and thanked for attending, and a territorial acknowledgement made:

We are fortunate to meet on the traditional and unceded territory of the Coast Salish Peoples; the lands of the Snuneymuxw, Sna'naw'as, and Stzu'minus First Nations, plus the Mid-Island Metis.

- Housekeeping items were noted:
 - Chat feature is enabled at the bottom of the screen – please use if desired
 - All participants are requested to mute their mics if not speaking
 - Voting will be done via online polling
 - 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 for additional people 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 25, 2023 Annual General Meeting
MSC:	John Jessup/Phyllis Horn

- Two (2) members submitted a proxy declaration for tonight's meeting – one (1) naming John Jessup to represent them, and the other one (1) naming John McNeill 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
- Dan Johnston (President) spoke to the report
 - COVID is becoming more of a memory, but continues to present challenges for organizations; all things considered, NACL has performed exceptionally
 - Highlights/observations:
 - Once again, CARF did extremely well with its latest CARF accreditation; an important indicator re being on track with governance and our ability to most effectively serve people
 - NACL being a service provider of choice is a testament to the staff
 - Board is considering where we go from here
 - Primary focus will be actioning/delivering on the Strategic Plan – with one visible manifestation being the purchase of the farm; more announcements will follow in the coming years
 - We're looking to expand who we serve, as there is huge demand for the supports we provide
- Graham Morry (Executive Director) reflected on the year
 - This is Graham's 33rd NACL AGM – started as volunteer; different place from back then
 - Noted this being a watershed year for us; although still reeling from COVID
 - Lasting ramifications such as critical staff shortage, government groups struggling around us (i.e. CLBC, health authority, government partners)
 - However, we've been a rock in rough seas
 - Purchase of the farm is a pivotal moment; one we will reflect on as we see how services and how we care for people evolve
 - We've been examined closely and came strongly through five (5) audits this year – our annual audit from MNP, plus the Commission on Accreditation of Rehabilitation Facilities (CARF), WorkSafe BC Certificate of Recognition (CoR), and our primary funders (Community Living BC and the Ministry of Children and Family Development)
 - It's a testament to the staff; they're the backbone of NACL, and are brilliant
 - Grateful to the Board's vision; buying the farm was scary, but the right move
 - We'll be able to feed ourselves and be sustainable on a number of fronts
 - We'll have therapeutic services there, plus partner with Vancouver Island University (VIU) and other groups
 - Livestock on the property will include cows and goats
 - Renovations are underway; hope to have operational by spring



- Also subdivided property next to the Uplands complex; now three parcels – two homes (one of which will be sold), and the parcel where we’ll build a 49-unit development
- Our housing projects include working with Ballenas Housing Society on seniors housing at Buttertubs and more apartments in Parksville; now also have 36 apartments through Woodgrove Seniors Housing Society
 - Supporting people in a different way through less labour-dependent models wherever possible
- Felt like a tough year, turning for the better this spring – feeling fortunate when seeking farms to have found “the one” – will be a legacy piece of NACL’s history
- Q&A/comments:
 - Great job, everyone!

2. PERFORMANCE ANALYSIS AND OUTCOMES MEASUREMENT SUMMARY REPORT

- The Performance Analysis and Outcomes Measurement Summary Report (called “Performance Review 2022/2023”) was e-mailed to all members in good standing before the AGM and posted on NACL’s website
- Peter Letts (Director of Quality Assurance) shared the “Public PAOM” on the screen
 - This is a shorter version of a larger 50-page report; contact Marlena Stewart (Executive Assistant) if interested in seeing the full copy
 - Provided highlights, including expansion of services, successful audits, the ongoing process of Person Centered Planning (PCP), development of the Indigenous Relations Team (IRT), and Management review/restructuring to be as effective/efficient as possible
 - Upcoming priorities include PCP, the new farm, the second Uplands development, includeMe! project with CLBC, OH&S initiatives, housing expansion, etc.
 - Survey results plus Management, Program, PCP, and Efficiency Reviews were highlighted
 - Person Centered Planning goals are all categorized into Quality of Life domains
- Questions/feedback:
 - Peter was thanked for his hard work, noting he’s available anytime for feedback/questions about the reports

BUSINESS MEETING

1. APPROVAL OF MINUTES

Motion:	To approve the minutes of the September 26, 2022 Annual General Meeting
MSC:	John McNeill/Neil Cutler

- Discussion:
 - None

2. PRESENTATION OF 2022/2023 FINANCIAL STATEMENTS

- Kirsten J. Madsen (Treasurer) thanked and welcomed Cory Vanderhorst of MNP (Regional Assurance Partner), who presented the audited financial statements at March 31, 2023 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
- Highlights from the statements were shared on screen:
 - Statement of Financial Position
 - At March 31, 2023 (before farm purchase, etc.), shows healthy cash position of \$3.6M
 - Large Accounts Receivable was mostly due to retroactive payments (\$1M to staff funded by CLBC and other bodies)
 - Current assets \$4.8M
 - Restricted accounts were \$360K for BC Housing and \$191K set aside by the Board; we have \$360K in investments
 - Total assets \$17.6M
 - Total liabilities \$2.1M; mostly wages and benefits (\$1.6M primarily retro and overtime payments from CLBC), deferred contributions, and demand loans
 - Fund balances mostly involve capital asset investments
 - Internally restricted cash is \$185K
 - Externally restricted cash is \$136K
 - Statement of Operations (Income Statement)
 - Increased to \$18.4M from \$14.8M in 2022
 - Expenses increased from \$14.7M to \$16.3M – includes retroactive payments and home share fees expanding
 - Result is \$2M surplus (\$1.9M after adjustments)
 - End of year fund balance is \$11.3M
- Questions/feedback:
 - Forgiveness of \$175K debt with COCO Café is now resolved
- The Auditor’s Report is accepted by the Board, not the membership – therefore, no motion is required

5. APPOINTMENT OF AUDITORS FOR 2023/2024

- 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 2023/2024 fiscal year
MSC:	Kirsten J. Madsen/John Jessup

- Discussion:
 - None

7. ELECTION OF DIRECTORS

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

- 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, Kirsten J. Madsen, and Tracie St. Luke be accepted as Directors for 2023/2024, pending completion of due diligence where applicable
MSC:	Phyllis Horn/John McNeill

6. NEW BUSINESS FROM THE FLOOR

- None

CONCLUDING REMARKS/ADJOURNMENT

- A special “sequel” YouTube video was shared of (person served) Alexis B. having her second skydive with Skydive Vancouver Island
 - Alexis was in attendance, noting the experience as her “ticket to freedom,” and it has become an annual tradition – an amazing feeling



- Alexis was congratulated by the group for her adventurous spirit/bravery, and for her upcoming keynote speech representing Inclusion BC at the BC Non-Profit Housing Association’s “Housing Central” conference in Vancouver this November
 - She is also excited to represent/speak on behalf of the NACL family
- Final remarks:
 - Phyllis Horn was grateful for the support her family received this year;
 - Viraat BK Thammanna appreciated attending his first NACL AGM; and
 - Karen Milner said “here’s to another great year!”
- Dan Johnston (President) thanked everyone for attending, requesting that new Board convene via Zoom for a post-AGM meeting following adjournment

Motion:	To adjourn NACL’s 37 th Annual General Meeting at 7:56 p.m.
MC:	Dan Johnston

CHAIR – SIGNATURE

DATE

