

**Minutes of the United Way of Calgary and Area's Annual General Meeting  
Fiduciary Component  
April 18, 2012, 12:00 p.m.  
Telus Convention Centre, 120 9 Ave SE**

**1. Welcome and Opening Remarks**

Nashir Samanani, Chair of the Board, of United Way of Calgary and Area, presented a brief review of the 2011 highlights, including new initiatives, major reports and a change in leadership. He noted that even with the global economic uncertainty, the 2011 campaign raised a record \$54 million. He thanked Ruth Ramsden-Wood for her dedication and hard work right up to her retirement on December 31<sup>st</sup>. Nashir also thanked Heather MacDonald, Vice President and COO for her stellar job as Acting President while awaiting the arrival of Lucy Miller at the beginning of March.

**2. Call to order**

The Meeting was called to order at 12:05 p.m. A quorum was present. Nashir stated that each person who has made a financial contribution to UWCA between January 1, 2011 and December 31, 2011 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 Calgary Herald on March 28, 2012, 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 2011 United Way of Calgary and Area's Annual General Meeting Minutes**

Minutes from the 2011 Annual General Meeting and the 2011 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 Nashir Samanani and **seconded** by Chris Burley to approve the minutes of the April 19, 2011 Annual General meeting as posted. **Carried.**

**4. Presentation of Financial Statements**

Marlie Burt, Vice Chair of the Board Finance and Audit Committee presented the 2011 Audited Financial Statements on behalf of the Committee Chair, Shannon Ryhorchuk. She noted that Shannon is responsible, with committee support, for stewardship of United Way's finances. Our Board and staff take this responsibility very seriously. As part of our stewardship of donor dollars, we have a rigorous process in place to ensure the best investment of resources into the community with the greatest possible impact. Experienced staff and community volunteers make decisions based on community needs, research and funding criteria. Program results are continuously monitored. We apply the same standards to ourselves as we apply to our partners – to demonstrate outcome measurements, to operate with sound business practices, and to ensure we are role models of accountability and stewardship. We believe we have strong governance of all matters. We have included the 2011 condensed financial statements on pages 6 and 7 in the Annual Report on your chair. You can obtain a complete set of the audited financial statements by contacting United Way. The financial statements are prepared by the finance staff at United Way and audited by our external audit firm Deloitte, who have provided excellent service to United Way since 2000.

Tracey Zehl, Audit Partner and Sherri Taylor, Audit Manager and the team at Deloitte, Malcolm Gowie, United Way's Chief Financial Officer and his staff, and the members of the Board Finance and Audit committee were recognized for their excellent work and due diligence in the effective stewardship of United Way's financial resources during 2011. Thanks were also extended to the many organizations that were generous to United Way with gifts-in-kind and sponsorship donations that enable United Way to work cost-effectively. These organizations are listed in the Annual Report.

**Moved** by Marlie Burt and **seconded** by Heather Culbert that the Audited Financial Statements for United Way of Calgary and Area for the year ended December 31, 2011 be approved as presented. **Carried**

**5. Appointment of Auditors**

**Moved** by Marlie Burt and **Seconded** by Linda Hohol that Deloitte be the appointed Auditors for United Way of Calgary and Area for the year 2012. **Carried**

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

Scott Thon, Chair of the Board Governance and Development Committee provided an overview of the process of Board recruitment. United Way is governed by an independent Board of Directors reflecting Calgary's diverse community members and workplaces. Members are elected for fixed terms of three years and do not usually serve longer than two terms. Board members determine United Way's direction to ensure positive, sustainable impact is made in our community; they help to invest in the most effective partnerships to maximize cost-efficiency and results; and they take responsibility for financial decisions and performance.

The Board Governance and Development Committee, chaired by the Past Chair of the Board, meets regularly to review and interview 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.

This year there are three nominations for re-election to the Board of Directors for a second three-year term:

- Chris Burley
- Heather Culbert
- Chris Seasons

**Moved** by Scott Thon and **seconded** by Dick Hehr that the above-named be re-elected to United Way of Calgary and Area Board of Directors from 2012 to 2015. **Carried**

Heather Culbert has accepted the role of Board Vice-Chair for 2012.

In addition to the re-elected Board members, there are two new nominees are running for election to United Way's Board of Directors for a three-year term:

- Sue Riddell-Rose, President and CEO, Perpetual Energy Inc
- Jaymal Ruparell, President and CEO, RJR Enterprises Ltd.

**Moved** by Scott Thon and **Seconded** by Cameron Plewes that the above-named be elected to United Way of Calgary and Area Board of Directors, each to serve from 2012 to 2015. **Carried**

The Board Governance and Development Committee recommends that Larry Macdonald be re-appointed as an ex officio Board member and that Sheenah Rogers and her alternate, Joe Connors, representing our BeCause initiative, be elected as ex-officio members for 2012-2013.

**Moved** by Scott Thon and **seconded** by John Masters that the above-named be elected as ex officio members for 2012-2013. **Carried**

Scott Thon recognized the 20 members of the Board who have assisted United Way over the past year and who are continuing in their current term. They are: Ryan Bechard, Marlie Burt, Marie Delorme, Beth Diamond, Ellen Dungen, Rod Gray, Dick Hehr, Barb Higgins, Linda Hohol, Nick Johnson, Art Korpach, Adam Legge, Joe Loughheed, Bruce March, John Masters, Jeff Pearson, Cameron Plewes, Andrea Robertson, Shannon Ryhorchuk, and Nashir Samanani. Dr. Lucy Miller will continue to serve on the Board as President of United Way of Calgary and Area.

**7. Tribute to the Four Retiring Board Members by Nashir Samanani**

Alice Chan, Blaine Favel, Ryan Jennings, and Scott Thon

**8. Recognition of the Incoming United Way Board Chair**

Nashir Samanani introduced Art Korpach as the 2012 – 2013 Chair of the United Way of Calgary and Area Board of Directors. Art has been intensely immersed in the work of United Way starting as Campaign Co-Chair in 2009, joining the Board in 2010 and serving this past year as Board Vice-Chair, as well as many hours involved with the Finance and Audit, Governance and Development, Community Services and Strategic Planning Committees.

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

Art Korpach, incoming Chair of Board of Directors, thanked outgoing Board Chair, Nashir Samanani for his leadership of the Board and within the community over the past year, and being a role model for many members of the Board.

**10. Concluding Remarks**

Nashir Samanani thanked the Board members for their support, expertise, hard work and remarkable dedication of time. He also thanked the thousands of volunteers, our many partners and the great staff of United Way who work so hard to find the lasting solutions to the social issues that matter the most.

**11. Adjournment**

Nashir Samanani declared the fiduciary component of the AGM adjourned at 12:30 p.m.

**DRAFT**  
**Minutes of the United Way of Calgary and Area's Annual General Meeting**  
**Non-Fiduciary Component**  
**April 18, 2012, 12:30 p.m.**  
**Telus Convention Centre, 120 9 Ave SE**

**1. Welcome and Opening Remarks**

Nashir Samanani introduced United Way of Calgary and Area's new President and CEO, Dr. Lucy Miller. He also thanked executive search firm, Odgers Berndtson, for waiving its professional fees and conducting such a thorough consultation and search process for our new leader. He stated that in our collective search for excellence we found exactly what we were seeking to take United Way in bold new directions - the right person, right place, right time.

**2. Francis Lefavre Award Presentation**

Lucy Miller started by thanking everyone in attendance today, particularly Board Members, Cabinet Members, Donors, Volunteers and Agencies. She then explained the background and history of the Francis Lefavre Award.

This year's winners are Mac and Susan Van Wielingen. Mac and Susan have been long time supporters of United Way as generous donors, volunteers and advisors to our work. They are leaders within Calgary's non-profit sector - championing many issues and giving to a wide variety of programs and services. Lucy outlined a number of the initiatives that Mac and Susan have been involved with starting with the launch of United Way's Major Donor program 15 years ago which has seen unprecedented success. They are one of the founding families in the donor consortium that supports United Way's Financial Stability Initiative. Recently, their generous support allowed United Way to bring Jason Saul to Calgary for a two-day workshop. In 2011, they also invested in a program for teenage mothers by adding a new coaching element to the program which maximized the program's effectiveness. This support is all over and above their ongoing commitment to United Way's annual campaign. Outside the United Way, as lead donors in a recent multi-million dollar gift to the University of Calgary's Haskayne School of Business Mac and Susan's commitment to ethics in business and the business leaders of tomorrow will help shape our city in the future. We are very privileged to have Mac and Susan as such great friends of United Way, and we are delighted to present this award to them today.

**3. Change video**

Lucy Miller explained that we had a brief video clip created last year to help convey the message of change that is taking place in our city, its communities and how United Way and its partners are a big part of making that change happen. It also tells a story of how change can begin outside locations or circumstances most frequently associated with those life-altering 'ah ha' moments in our lives. Change can begin with the passing of a budget, with a new policy drafted in a committee meeting, in a coffee circle conversation with new ideas shared or simply finding the right words that inspire others. We would like to recognize our United Way staff involved in the production, our good friends at the Deluxe Design Group for their video production work, our good friend and United Way volunteer and Board member, Barb Higgins, for her direction and editing skills and, most of all, the real people who appear in the video telling their story. Video was shown and can be viewed on UW website, You Tube and Vimeo.

**4. Keynote Speech - Lucy Miller**

Lucy spoke about her family background and history leading her to United Way. She provided facts about some of the challenges in Calgary, particularly regarding poverty, homelessness and children not completing high school, and then provided examples of what United Way achieved in 2011 to address those and other issues. Lucy spoke of what can be done and how it will happen, emphasizing the value of one - that it is individuals being intentional about how they live their lives and do their work who change the world. Lucy closed her speech by suggesting to start with our children. She shared a poem that reminds her of the importance of recognizing how totally dependent our children are on the decisions that we make about how we want to live our lives or do our work, entitled *And So They Come To Us*. Lucy issued a challenge to everyone to Stand Up with her, to stand up shoulder to shoulder to share responsibility for moving our city forward.

The meeting ended with a video of 2 young Calgarians (called *Sykologist*) performing their rap song "All the Dreamers Stand Up", with great audience participation!

**5. Adjournment**

The Annual General Meeting was adjourned at 1:30 p.m.