

Minutes of the United Way of Calgary and Area's Annual General Meeting
Fiduciary Component
April 17, 2013, 12:00 p.m.
Telus Convention Centre, 120 9 Ave SE, Macleod Hall

1. Welcome and Opening Remarks

Art Korpach, Chair of the Board, of United Way of Calgary and Area, presented a brief review of the 2012 highlights including major reports, change in leadership, and United Way of Calgary and Area's vision for 2013. Art acknowledged the partnerships United Way has formed with agencies, school boards, corporate Calgary, the community, the Province, The City, and the commitment of individuals which allows us to tackle difficult issues together. The 2012 campaign raised a record \$55.2 million. Art expressed gratitude to everyone who has contributed to this work and thanked Lucy Miller, President and CEO for her outstanding leadership over this past year including her incredible energy; enthusiasm and passion that helped bring our city together like never before.

2. Call to order

The Meeting was called to order at 12:02 p.m. A quorum was present. Art stated that each person who has made a financial contribution to UWCA between January 1, 2012 and December 31, 2012 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 25, 2013, 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 is by a show of hands.

3. Approval of 2012 United Way of Calgary and Area's Annual General Meeting Minutes

Minutes from the 2012 Annual General Meeting and the 2012 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 Art Korpach and **seconded** by Ryan Bechard to approve the minutes of the April 18, 2012 Annual General meeting as posted. **Carried.**

4. Presentation of Financial Statements

Marlie Burt, Chair of the Board Finance and Audit Committee presented the 2012 Audited Financial Statements. Marlie noted that we have a rigorous process in place to ensure the best investment of resources into the community based on needs, research and funding as we are very serious about our responsibility to ensure donated dollars have the greatest impact on community. Program results are continuously monitored. Outcome measurements, operating with sound business practices, accountability and stewardship are standards which we apply to ourselves and our partners with a strong governance of all matters. The 2012 condensed financial statements are included in the Annual Report and have been placed in chairs. These statements are prepared by the finance staff at United Way and audited by our external audit firm, Deloitte. A complete set of the audited financial statements are available by contacting United Way.

Tracey Zehl, Audit Partner, Krista Murray, 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 2012. 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 Shannon Ryhorchuk that the Audited Financial Statements for United Way of Calgary and Area for the year ended December 31, 2012 be approved as presented. **Carried**

5. Appointment of Auditors

Moved by Marlie Burt and **Seconded** by Ellen Dungen that Deloitte be the appointed Auditors for United Way of Calgary and Area for the year 2013. **Carried**

6. Board Governance and Development Committee Report

Nashir Samanani, 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 selected by current board members and 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 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 two nominations for re-election to the Board of Directors for a second three-year term and one nomination for re-election to the Board of Directors for a one year term:

- Barb Higgins - nominated for re-election for a second three-year term
- Joe Lougheed - nominated for re-election for a second three-year term
- Art Korpach - nominated for re-election for a one year term

Moved by Nashir Samanani and **seconded** by John Masters that Barb Higgins and Joe Lougheed be re-elected to the United Way of Calgary and Area Board of Directors for 3 year terms and Art Korpach for a one year term. **Carried**

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

- Jason Hatcher, Managing Principal, Navigator Ltd.
- Rich Kruger, Chairman, President and CEO of Imperial Oil Ltd.
- Bob Michaeleski, CEO of Pembina Pipeline Corporation
- Leslie O'Donoghue, Executive Vice President of Corporate Development & Strategy and Chief Risk Officer of Agrium Inc.
- Salimah Walji-Shivji, Associate General Counsel, Clinical, Alberta Health Services
- Adam Waterous, Vice Chairman and Global Head of Investment Banking, Scotiabank and Head of Scotia Waterous

Moved by Nashir Samanani and **Seconded** by Sue Riddell Rose that the above-named be elected to United Way of Calgary and Area Board of Directors, each to serve from 2013 to 2016. **Carried**

The Board Governance and Development Committee recommends that Larry Macdonald be re-appointed as an ex officio Board member emeritus and that Joe Connors, Co-Chair of our BeCause initiative, and Sue Ditchburn, Co-Chair of our Women's Leadership Council be elected as ex-officio members for 2013-2014.

Moved by Nashir Samanani and **seconded** by Jaymal Ruparell that the above-named be elected as ex officio members for 2013-2014. **Carried**

Nashir Samanani recognized the 15 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, Chris Burley, Marlie Burt, Heather Culbert, Marie Delorme, Beth Diamond, Ellen Dungen, Rod Gray, Nick Johnson, John Masters, Jeff Pearson, Sue Riddell Rose, Jaymal Ruparell, Shannon Ryhorchuk, and Chris Seasons. Jeff Pearson has accepted the role of Board Vice-Chair for 2013. Dr. Lucy Miller will continue to serve on the Board as President of United Way of Calgary and Area.

7. Tribute to Retiring Board Members

Dick Hehr, Linda Hohol, Adam Legge, Bruce March, Cameron Plewes, Andrea Robertson and Nashir Samanani are all finishing their terms on the United Way Board. Art Korpach individually recognized and thanked each of them for their years of service to United Way of Calgary and Area.

8. Recognition of the Incoming United Way Board Chair

Art Korpach introduced Heather Culbert as the 2013 - 2014 Chair of the United Way of Calgary and Area Board of Directors. Heather retired from Enerplus where she was Senior Vice President of Corporate Services. She brings great vision and skills to United Way and has been extensively involved in community service for many years and with a number of different agencies or foundations. Heather has served on most of the Board Committee or Advisory groups of United Way of Calgary and has been our Vice Chair for the past year.

9. Recognition of the Outgoing United Way Board Chair

Heather Culbert, incoming Board Chair, thanked outgoing Board Chair, Art Korpach for his leadership of the Board and within the community over the past year. Heather acknowledged Art is a role model for many of us on the Board as someone who works hard to ensure Calgary is a place where people feel valued, live with dignity and contribute to our community.

10. Concluding Remarks

Art Korpach 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

Art Korpach declared the fiduciary component of the AGM adjourned at 12:40 p.m.

APPROVED - April 9, 2014 AGM
Minutes of the United Way of Calgary and Area's Annual General Meeting
Non-Fiduciary Component
April 17, 2013, 12:00 p.m.
Telus Convention Centre, 120 9 Ave SE, Macleod Hall

1. Welcome and Opening Remarks

Art Korpach introduced United Way of Calgary and Area's President and CEO, Dr. Lucy Miller. Lucy thanked everyone in attendance today, particularly Board Members, Cabinet Members, Donors, Volunteers and Agencies.

2. Francis Lefavre Award Presentation

Lucy explained the background and history of the Francis Lefavre Award.

This year's winners are Sharon and Bill Siebens. Lucy shared that Sharon and Bill are generous contributors to numerous areas of our community, including the arts, politics, health and non-profit sectors. They are strong supporters and advocates of the work of United Way of Calgary and Area. Throughout the years, Bill and Sharon have contributed greatly to their community through their ongoing support of United Way both for ongoing foundational work as well as for pilot projects like the Financial Stability Initiative. They have also provided countless volunteer hours; they have assisted in identifying ways to link other individuals and organizations to address the complex issues in our community and specifically they helped to shape and lead our Major Gifts and Significant Gifts programs. Lucy expressed how privileged United Way is to have Sharon and Bill as such great friends and how deserving they are of this award.

3. Online Annual Report Introduction

Lucy explained that United Way of Calgary and Area is moving in a bold new direction and our organization is adopting innovative new approaches to the way we complete our work in the community, including the way we share information with our stakeholders. Lucy added that we wanted to do something different, inventive and fresh for our 2012 Annual Report and to create a report that was visually stimulating, enjoyable to read, cost less and be environmentally friendly to produce. The result is this interactive online community that allows us to showcase our seven key areas of work like never before.

After a short video featuring Board Chair, Art Korpach, welcoming viewers to our on-line Annual Report, Lucy demonstrated how to navigate our online community and keep abreast of United Way of Calgary's initiatives. She shared highlights of the year's achievements and noteworthy successes in each of our 3 focus areas of Children & Youth, Reducing Poverty and Strong Communities.

Lucy spoke as well of recent municipal and provincial policy changes that we have championed with the Alberta Education Act and Calgary Transit. Lucy mentioned our work over the past year with our Leading Boldly Network and our "All In" for Youth initiative, in addition to other collaborative work. A short video, "2013 at a Glance" provided insight into United Way's direction in 2013.

4. Keynote Speech - Chief Rick Hanson

Lucy Miller introduced our keynote speaker, Chief Rick Hanson, with a short biography. Chief Hanson joined the Calgary Police Service in 1975, and has over 37 years of policing experience in a number of different investigative and operational areas. For more than half of his law enforcement career, Chief Hanson has worked at a senior management level, both within the Calgary Police Service and the Royal Canadian Mounted Police. She noted that we are very honoured that Chief Hanson has agreed to Co-Chair our 2013 campaign.

Chief Rick Hanson spoke candidly about his contact with the community he serves and the ties to organizations supporting the city's homeless, victims of domestic violence and programs geared towards youth intervention and education. He feels strongly about establishing effective diversion and treatment programs, and aligning the Calgary Police Service with other important agencies to address social disorder and addictions at the earliest stages.

5. Video: Great City

Dave Kelly helped United Way of Calgary & Area create a video that reminds us that a great city is within reach, but it's up to us to build it. We all have a role to play in building our city's future. This is our city and it's up to us to make it the best it can be and by working together, we truly can create a city that is great for everyone. The video was shared and Lucy thanked everyone for joining us today.

6. Adjournment

The Annual General Meeting was adjourned at 1:20 p.m.