

**Minutes of the United Way of Calgary and Area's Annual General Meeting**  
**Fiduciary Component**  
**April 19, 2014, 12:00 noon**  
**Telus Convention Centre, 120 9 Ave SE, Exhibition Hall C**

**1. Welcome and Opening Remarks**

Heather Culbert, Board Chair, United Way of Calgary and Area, welcomed attendees and spoke briefly about the agenda. She mentioned that even amid disaster, we stayed focused on the three critical areas of poverty, kids and communities, and that Calgarians delivered when it mattered most.

**2. Call to order**

The Meeting was called to order at 12:02 p.m. A quorum was present. Heather stated that each person who has made a financial contribution to UWCA between January 1, 2013 and December 31, 2013 is a member and is therefore entitled to vote on matters brought before the meeting. She also confirmed that notice of the meeting was published in the Calgary Herald on March 12, 2014, 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 2013 United Way of Calgary and Area's Annual General Meeting Minutes**

Minutes from the 2013 Annual General Meeting and the 2013 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 Heather Culbert and **seconded** by Chris Burley to approve the minutes of the April 17, 2013 Annual General meeting as posted. **Carried.**

**4. Presentation of Financial Statements**

Marlie Burttt, Chair of the Board Finance and Audit Committee presented the 2013 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 2013 condensed financial statements are included in the Annual Report overview at each table setting. 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.

Thanks were expressed to the Deloitte audit team led by Tracey Zehl, Audit Partner as well as United Way CFO Malcolm Gowie and his staff, and the members of the Board Finance and Audit committee, for their excellent work and due diligence in the effective stewardship of United Way's financial resources during 2013. 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 Burttt and **seconded** by Ellen Dungen that the Audited Financial Statements for United Way of Calgary and Area for the year ended December 31, 2013 be approved as presented. **Carried**

**5. Appointment of Auditors**

**Moved** by Marlie Burttt and **seconded** by Nick Johnson that Deloitte be the appointed Auditors for United Way of Calgary and Area for the year 2014. **Carried**

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

Art Korpach, Chair of the Board Governance and Development Committee, stated that United Way Board Members are volunteers and reviewed their responsibilities. 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. He also 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 an initial term of three years and then 1 year renewals to a maximum of 6 years.

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.

There are five nominees running for election to United Way's Board of Directors for an initial three-year term:

- Monique Bateman, Senior Vice President, Prairie Region, TD Canada Trust
- Lindsay Blackett, Principal, Lindsay Blackett Consulting Inc.
- Wayne Chiu, Chief Executive Officer, The Trico Group
- Bruce McFarlane, Vice President, Business Development, RMP Energy Inc.
- Phil Welch, President and Managing Director, McDaniel & Associates Consultants Ltd.

**Moved** by Art Korpach and **Seconded** by Bob Michaleski that Monique Bateman, Lindsay Blackett, Wayne Chiu, Bruce McFarlane and Phil Welch each be elected to United Way of Calgary and Area Board of Directors for a three year term. **Carried**

This year there are seven nominations for re-election to the Board of Directors for an additional one year term:

- Ryan Bechard
- Marlie Burt
- Ellen Dungen
- Rod Gray
- Nick Johnson
- John Masters
- Jeff Pearson

**Moved** by Art Korpach and **seconded** by Chris Seasons that Ryan Bechard, Marlie Burt, Ellen Dungen, Rod Gray, Nick Johnson, John Masters and Jeff Pearson be re-elected to the United Way of Calgary and Area Board of Directors for a one year term. **Carried**

Art Korpach explained that six individuals sit on our Board as non-voting, ex-officio Board members because of their involvement in various aspects of our work.

**Moved** by Art Korpach and **seconded** by Sue Riddell Rose that Larry Macdonald, Board Member Emeritus, Megan Marshall, Co-Chair of our Gen Next initiative, Rachel Moore, Co-Chair of our Women's Leadership Council, Alex Shevalier representing our Labour Partnership, and Gianna Manes and Dave Kelly, 2014 Campaign Co-Chairs, be elected as ex officio members for 2014-2015. **Carried**

Art announced that Bob Michaleski has accepted the role of Board Vice Chair for 2014.

Art recognized the 13 members of the Board who have assisted United Way over the past year and who are continuing in their current term. They are: Chris Burley, Heather Culbert, Jason Hatcher, Barb Higgins, Rich Kruger, Joe Lougheed, Bob Michaleski, Leslie O'Donoghue, Sue Riddell Rose, Jaymal Ruparell, Chris Seasons, Salimah Walji-Shivji and Adam Waterous. Dr. Lucy Miller will also continue to serve on the Board as President of United Way of Calgary and Area.

#### **7. Tribute to Retiring Board Members**

Heather Culbert, Board Chair, paid tribute to each of the 4 retiring Board Members and the 4 ex-officio members whose one year terms have ended. Ex-officio members recognized were Sue Ditchburn (Women's Leadership Council), Joe Connors (Gen Next), Dawn Farrell and Chief Rick Hanson (2014 Campaign Co-Chairs). Retiring Board members were Beth Diamond, Marie Delorme, Shannon Ryhorchuk and Past President Art Korpach. Heather extended her sincere thanks to these individuals for their tireless commitment to United Way.

#### **8. Introduction of the Incoming United Way Board Chair**

Heather Culbert introduced Jeff Pearson as the 2014 - 2015 Chair of the United Way of Calgary and Area Board of Directors. Jeff is Manager of Business Development at TAQA North Ltd. He has been a United Way supporter for a number of years and brings many skills to our Board. He joined the Board in 2011, has served on several Board committees, and has been our Vice Chair for the past year.

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

Jeff Pearson spoke briefly about his vision for 2014. He then thanked outgoing Board Chair, Heather Culbert for her leadership of the Board and within the community over the past year. Jeff acknowledged Heather's expertise in strategic planning and noted her involvement as a key investor in our All In for Youth initiative.

#### **10. Closing Remarks**

Heather Culbert thanked the Board members for their support, expertise, hard work and remarkable dedication of time. She also thanked the outstanding community volunteers, United Way staff and our many partners including agencies, workplaces and other organizations, who helped United Way deepen our impact in Calgary in 2013.

#### **11. Adjournment**

Heather Culbert declared the fiduciary component of the AGM adjourned at 12:25 p.m.

**DRAFT**  
**Minutes of the United Way of Calgary and Area's Annual General Meeting**  
**Non-Fiduciary Component**  
**April 9, 2014, 12:30 p.m.**  
**Telus Convention Centre, 120 9 Ave SE, Exhibition Hall C**

**1. Welcome and Opening Remarks**

Heather Culbert introduced United Way of Calgary and Area's President and CEO, Dr. Lucy Miller. She thanked Lucy for her extraordinary leadership in a year when our city needed it most.

**2. Francis Lefaivre Award Presentation**

Lucy Miller explained the background and history of the Francis Lefaivre Award, and announced that this year's winner is Calgary Police Chief Rick Hanson. Lucy introduced Chief Hanson, and spoke about the many reasons he has been chosen to receive this award. In particular, he has long advocated for addressing social problems at the earliest stages and played a leadership role in establishing many of the preventative and early intervention strategies that are so successful at addressing root causes of social issues in our community. He is also closely aligned with local organizations that support homeless people, victims of domestic violence and youth. He is a man of action who brings people together to remove barriers and establish networks of care. He has been a committed supporter of United Way's UpStart initiative, which focuses on supporting kids from cradle to career. Most recently, Rick took on the considerable role of 2013 Cabinet Co-Chair. Working with his co-chair Dawn Farrell, Rick spearheaded a record-breaking campaign in a challenging year.

Chief Hanson spoke briefly about his commitment to the community and how addressing root causes of social issues will be what makes a lasting difference in the areas of poverty, kids and communities.

**3. 2013 Annual Report Highlights**

Lucy reminded attendees that in 2012 we introduced an on-line Annual Report as a more visual, interactive and cost effective way of sharing our work. We have continued in that format for 2013, with community superheroes guiding you through our three focus areas of poverty, kids and communities, as well as areas of innovation, our supporters, some of the work we did in 2013 and our financial statements. She demonstrated how to navigate the on-line report, and highlighted certain parts of our work in each of the focus areas – the Calgary Poverty Reduction Initiative (Poverty), All In for Youth (Kids) and the Shell Immigrant Employment Project (Communities). The Shell Project Shaw TV video was shown.

The final review of 2013 was our response to the June flood. We brought agency and funding partners to the table to talk about working together to response to needs. We activated our emergency fund and distributed \$1.4 million in recovery support to agencies and community partners, including the Town of High River. These funds were released to agencies within days of receiving the requests. Our community stepped up and donated over \$1million to this flood fund.

**4. Vision for 2014**

Lucy spoke about building on the momentum from 2013 and the continuing need for community superheroes. She emphasized the importance of high school completion and how critical it is for the success of our city, showing a video about the All In for Youth initiative. The next step in 2014 is to go even deeper in our community engagement and collaboration, bringing everyone on board.

Lucy noted that people here today are community builders, and challenged everyone to say "I'm in" and to ask themselves "what else can I do?"

**5. Closing remarks**

Lucy noted that thanks to our supporters and partners, vulnerable Calgarians are being connected to resources and opportunities that will help them flourish. The more Calgarians we can connect, the stronger our city will be. Together, we can help people reach their potential and build an event stronger city in 2014. She thanked all in attendance today for their support.

**6. Adjournment**

The Annual General Meeting was adjourned at 12:55 p.m.