



**UFV Alumni Association
Annual General Meeting Minutes**

Wednesday, Sept 26, 2018

7:00 – 8:00pm

RM B121

33844 King Road, Abbotsford, BC V2S 7M8

Present: Nav Bains, Chair; Ali Siemens, Vice-Chair; Wayne Ortner, Associate Vice-Chair; Melissa Kendzierski, Associate Vice-Chair; Nik Venema, Chair Emeritus; Joe Johnson, Director-At-Large; Ashley Ward-Hall, Director-At-Large; Mark Filiatrault, Director-At-Large; Auriel Niven, Director-At-Large; Derek Ward-Hall, Director-At-Large; Ishpreet Singh Anand, Director-At-Large; Joel Feenstra, Director-At-Large; Tricia Taylor, Director-At-Large; Whitney Fordham, Manager of Alumni Relations; Marta Cruz, Coordinator of Alumni Relations; Maggi Davis, Coordinator of Alumni Relations (recording); Dustin Anderlini, Parmjit S. Bains, Hannah Black, Seamus Heffernan, Tina Kirkham, Haris Bin Munawar, John Pankratz, Lynn Perrin, Betty Poettcker

Regrets: Danielle Synotte, Director-At-Large; Ashley Ward-Hall, Director-At-Large

Guests: Martin Kelly, Darren McDonald (photographer), Deanna McIntyre, Craig Toews

1. Call to Order (Mr. Nav Bains)

The meeting was called to order at 7:15pm by Mr. Nav Bains; Chair.

2. Approval of Agenda (Mr. Nav Bains)

Motion: To approve the September 26th 2018 Annual General Meeting Agenda

**TAYLOR/ORTNER
CARRIED**

3. Approval of Minutes (Mr. Nav Bains)

Motion: To approve the minutes for the September 27th 2017 Annual General Meeting as presented.

**TAYLOR/PERRIN
CARRIED**

4. Auditor waiver (Ms. Ali Siemens)

Siemens put forward the motion to waive the option to audit the 2017/2018 Financial Statements, as the Association does not require an auditor to be appointed according to the bylaws.

Motion: Waive the option to audit the 2017/2018 Financial Statements

**SIEMENS/KENDZIERSKI
CARRIED**

5. Financial Statements 2017/2018 (Ms. Ali Siemens)

Siemens presented the 2017/18 financial statements from the AGM meeting package. Questions from the floor: one regarding events revenue which was answered in that new events will be cobranded; as well as a question regarding the disbursement of net proceeds was answered through reviewing the new fiscal year's budget.

Motion: To approve the financial statements as presented.

**SIEMENS/VENEMA
CARRIED**

6. Report from the Alumni Relations Office (Ms. Whitney Fordham)

Fordham reported on the office's continued support of the Association's previous strategic plan to see every alum engaged, then shifted to planning new initiatives based on the new strategic plan released in January 2018.

Funds were raised and revenues increased through the many benefits and affinity programs.

Alumni database now has 39,000+ records, with 2,000 new alumni being added annually. This database has allowed for the office to send out 7 eNewsletters this past year.

The Alumni Association social media presence has been steadily growing.

The office orchestrated and participated in over 14 alumni related events.

The 3rd Annual UFV Alumni Open Golf Tournament in September 2017 saw 96 golfers, with \$10,060 raised for the Alumni Changing Lives Leadership and Bursary endowments.

The 2017 Distinguished and Young Distinguished Alumni awards were presented to Emily Henry and Alexis Warmerdam.

The Alumni Relations office continues to be staffed by an all-alumni team.

Motion: To accept the report presented by Whitney Fordham from the Alumni Relations Office.

**KENDZIERSKI/TAYLOR
CARRIED**

7. Committee Reports (Mr. Nav Bains)

Bains reported that the board revisited the strategic plan, creating new Vision, Mission, Value Statements as well as five strategic pillars. These pillars are the guides for the Alumni Association's committees; Collaborations and Outreach, Giving and Philanthropy, Supporting Students and Alumni, Community and Diversity, and Building Affinity.

Mentorship Committee saw another year of Solve It: Community Challenge. Next year the focus will be on working with UFV Lead, a multi-tiered mentorship program.

Awards and Rewards Committee selected Emily Henry and Alexis Warmerdam as the 2017 Distinguished and Young Distinguished Alumni.

Two committees were joined to create the Outreach Committee to work on the five pillars set in the new strategic plan.

The Fundraising Committee continues to work with the UFV Advancement department to grow the Alumni Changing Lives Leadership and Bursary endowments.

8. Bylaw Review and Changes (Mr. Wayne Ortner)

Ortner explained that due to the new BC Societies Act, in order to transition to the new Act, the UFV Alumni Association must make several bylaw changes. Ortner presented an omnibus motion for these changes.

1) Requirement to disclose financial assistance

Whereas the new Societies Act requires that financial assistance given outside of the ordinary course of activities of the society must be disclosed on the financial statements

Be it resolved that a bylaw be added in between bylaws (58) and (59) that reads:
Any financial assistance given outside of the ordinary course of activities of the UFV Alumni Association must be detailed on financial statements

2) Governance and Board of Directors

Whereas the new Societies Act requires that Directors meet qualifications, disclose conflicts of interest, and provide consent to act as Directors.

Be it further resolved that four new subclauses be added to Bylaw (31) that read:

(b) Directors must disclose to all other UFV Alumni Association directors all material interests in matters that may conflict with their duties to the society

(c) The Board of Directors must ensure that all of its directors and senior managers meet qualifications. An individual who is an undischarged bankrupt is not qualified, nor are individuals found incapable by a court, nor are individuals under the age of 18 years old, nor are individuals convicted of fraud-related offences, nor are individuals convicted of certain criminal offences in the past five years.

(d) All directors, except those elected or appointed at a meeting they attend, must provide written consent to act as a director of the UFV Alumni Association

(h) The UFV Alumni Association must ensure that a majority of its directors are not employed by or under contract with the society

Be it further resolved that Bylaw (31) be re-lettered such that (b), (c), and (d) become the new (e), (f), and (g)

3) Declaration of conflict of interest

Whereas the new Societies Act requires that Directors disclose conflicts of interest

Be it further resolved that a new subclause (c) be added to Bylaw (42) that reads: Directors must disclose conflicts of interest at every meeting as soon as possible. Board members are expected to disclose the conflict of interest themselves and recuse themselves from votes. The Board Chair may determine there is a conflict of interest, and require the member to abstain from votes

Be it further resolved that Bylaw (42) be re-lettered such that (c) and (d) become the new (d), and (e)

4) Remuneration

Whereas the new Societies Act requires that the society report on remuneration paid to its directors and its highest paid employees on its financial statements

Be it further resolved that a new Part (11) Remuneration be added in between the current parts (10) and (11)

Be it further resolved that a new bylaw (61) be added under part 11 Remuneration that reads:

The UFV Alumni Association must report on remuneration paid to its directors and its highest paid (\$75,000 plus) employees/contractors on its financial statements

Be it further resolved that the existent Part 11 and parts following be renumbered to accommodate the new part, and any references to these newly-renumbered parts be likewise updated.

Be it further resolved that the existent Bylaw 61 and bylaws following be renumbered to accommodate the new bylaw, and any references to these newly-renumbered bylaws be likewise updated.

**ORTNER/TAYLOR
CARRIED**

9. Call for Nominations (Mr. Wayne Ortner)

The Governance Committee has put forward the following names for election to the office of Director-at-Large, for a two-year term:

**Joel Feenstra
Seamus Heffernan
Joe Johnson
Kevin Renso
Ashley Ward-Hall**

Motion: to nominate the candidates listed above for the office of Director-at-Large for a two-year term. It is declared that they are elected by acclamation.

**ORTNER
ACCLAIMED**

10. New Business (Mr. Nav Bains)


Mr. Bains reported back on a motion that was made at the 2017 AGM to look into the feasibility of divesting any Alumni Association endowments from investments including companies operating in the fossil fuel industry. Since then, many stakeholders have been engaged in discussions surrounding the issue. Mr. Bains introduced Betty Poettcker, UFV's Chief Financial Officer and Vice-President Administration, who presented on the work that has been done to examine divestment from the fossil fuel industry.

9. Adjournment (Mr. Nav Bains)

Motion: To adjourn the 2018 Annual General Meeting of the UFV Alumni Association at 7:55PM.

**SIEMENS/HEFFERNAN
CARRIED**

Minutes approved:

Chair:  Date: Sept. 26, 2019