

**NATIONAL ASSOCIATION OF FEDERAL RETIREES
OTTAWA BRANCH**

MINUTES

Annual General Meeting

May 6, 2021

Ottawa Ontario

**NATIONAL ASSOCIATION OF FEDERAL RETIREES
OTTAWA BRANCH
2285 St Laurent Blvd – Unit B-2
Ottawa, Ontario. K1G 4Z5**

Annual General Meeting 2021

Held by Zoom, Thursday, May 6, 2021 at 10:00 a.m. to 11:00 a.m.

MINUTES

Welcome from Robert Giroux, Ottawa Branch President

President, **Robert Giroux**, opened the meeting by welcoming everyone to the first Ottawa Branch AGM ever conducted virtually, in this case by Zoom. He noted that there were over 70 members in attendance. He explained that the AGM was covering two years: 2019 and 2020 since we were not able to have an AGM in 2020 due to the pandemic. He then introduced the ten Board Directors in attendance: Leslie Lawry, David Bennett, Harry Ruthnum, Chris Ford, Darlene Boileau, Alain Corriveau, Christine Desloges, Terry Sing, Richard Wagner, and himself.

The President asked all present to join him in a moment of silence for departed members.

Afterward, the President explained how questions would be handled through the Zoom chat box and how voting would be conducted for eight motions during the meeting. Participants were referred to meeting materials on the branch website: nafrottawa.com. Thanks were extended to **Anna Blauveldt** and **Jennifer Pouliot** for their annual preparation of the English and French minutes of our AGMs.

Approval of the AGM Agenda and Minutes of the April 30, 2019 AGM

Chris Ford, Board Secretary, led the vote on two motions.

Participants voted unanimously to approve the AGM agenda.

Motion 1: To approve the AGM agenda

Moved by Chris Ford and seconded by Harry Ruthnum.

The motion was CARRIED.

A majority of participants voted to approve the 2019 AGM minutes.

Motion 2: To approve the April 30, 2019 minutes

Moved by Chris Ford and seconded by Harry Ruthnum.

The motion was CARRIED.

President's Report

The President noted that the 2019 and 2020 President's Reports were sent out in hard copy with Sage magazine and are on the branch website. The President thanked the Ottawa Branch Board, our wonderful volunteers and our great office team of **Linda Barber** and **Erin Higgins** for helping the Branch make so many significant achievements.

The President provided highlights of 2019 activities. These included collaboration with the Council on Aging and CARP on the Branch 2019 election advocacy strategy, and discussion of seniors' issues at five meetings with MPs and three townhalls attended by 30 local candidates and 400 participants. Moreover, the Branch held 34 learning workshops on financial literacy and other topics, that were attended in-person by 1,740 members and guests. In 2019, Ottawa Branch gained just over 600 net new members, which was the biggest branch increase in the Association. Ottawa Branch was awarded the 2020 National Association Award of Excellence.

For 2020, the President stated that the Branch's ambitious plans had to be adjusted in light of the pandemic. The physical office was closed, and business was subsequently conducted via Zoom. The Branch collaborated with the City and the Council on Aging to offer 1,000 seniors a COVID-19 update over the internet. Then we expanded our programming to include healthy aging and started offering webinars. In 2020, we offered twelve webinars to a total of 843 attendees. Since January 1, 2021, we have offered a further 25 webinars to a total of 1,928 attendees.

The President then described a new member discount of 15% on access to the Museums of Agriculture and Food, Aviation and Space, and Science and Technology through membership in **Ingenium**. There is also a new 33% discount from **AIM Fitness** on virtual group fitness training for seniors. Details on all Ottawa Branch Member Discounts are available on our website at nafrottawa.com.

Looking ahead, the Branch will build on its past successes in several areas. We will continue to enhance our connections to other seniors' organizations through our community liaison work. Our advocacy activities will continue via Zoom meetings with MPs, and we will focus on long-term care reform and other seniors' issues. We will also prepare in the event of a fall election and be ready to work with other seniors' organizations to advocate to candidates. New webinar topics, new ideas and new discounts will be developed to serve members. Recruitment and retention will be very important, and we will focus on strategies to bring back lapsed members and explore ways to recruit new ones. Our volunteers working on policy and governance will ensure that the Branch has the bylaws and authorities it needs and will review our governance structure for effectiveness.

The President identified the biggest issue ahead as the need for sufficient funding to meet members' expectations. Only \$9 from annual membership fees goes to the Branch. The remainder goes to the National Office.

Treasurer's Report

Treasurer **Harry Ruthnum** gave an overview of the 2019 and 2020 audited financial statements for the Branch. The bilingual statements are on our website, and members who registered to attend the 2021 AGM received links to these documents via email before the meeting. The link will be re-sent to attendees after the meeting.

He advised that the independent auditor, **Frouin Group**, gave the Branch a clean, unqualified audit report for both 2019 and 2020. The auditor confirmed that the financial statements present fairly, in all material aspects, the financial position of the Ottawa Branch as of December 31, 2019 and 2020, and the results of its operations and cash flows for the years then ended in accordance with Canadian accounting standards for not-for-profit organizations.

The auditor noted no internal control issues, no significant or unusual transactions, no disagreements with management, no major issues discussed that were not in the normal course of business, and no difficulties were encountered during the audit.

Highlights of the overview:

- Ottawa Branch stayed on budget and delivered on its commitments and still achieved a healthy surplus of \$19,874 in 2019, and a surplus of \$21,780 in 2020.
- Savings were achieved through the cancellation of the 2020 AGM, the closing of the physical office, and switching from in-person events to webinars via Zoom.
- Revenues from membership fees remained roughly the same - \$251,687 in 2019 and \$251,113 in 2020. The net loss of 1,000 members in 2020 was mitigated by the net gain of 604 members in 2019 and the 2.2% increase in membership fees in 2020.
- Sponsorships decreased from \$12,657 in 2019 to \$6,595 in 2020, while grants rose from \$5,000 in 2019 to \$20,805 in 2020.
- Our most significant expenditure is on staff to develop and deliver the services and value that our members expect.
- The Branch reserves that were established at the 2019 AGM are in good shape. The \$50,000 reserve for HR liabilities has not been touched. The \$30,000 reserve for capital improvements funded the 2019 office renovation with over \$9,000 left. Unrestricted net assets stand at \$41,886 at the end of 2020 built from annual surpluses. The goal is to accumulate the equivalent of a year's worth of operating expenses (\$250,000) as a recommended risk management best practice.

Motion 3: To attest that the 2019 audited financial statements for the Ottawa Branch, which show a surplus of \$19,874, have been presented to members.

Moved by Harry Ruthnum and seconded by Richard Wagner.

The Motion was CARRIED.

Motion 4: To attest that the 2020 audited financial statements for the Ottawa Branch, which show a surplus of \$21,780, have been presented to members.

Moved by Harry Ruthnum and seconded by Richard Wagner.

The Motion was CARRIED.

The Treasurer presented the 2021 budget as approved by the Board and the notional forecast for 2022 – both were for information only. The Branch is forecasting that membership fee revenues will drop from 2020 levels in both 2021 and 2022. We expect to see a similar loss in members as we saw in 2020 and the pandemic precludes active recruitment. We also cannot predict if the Branch will be successful with grant applications in 2022. The Treasurer reiterated that the Branch is hoping to find a way to increase the branch share of membership fees to be able to continue its good work.

Ottawa Branch invited three firms with experience in auditing non-profit organizations to submit bids to provide audit services for 2021. The Frouin Group, which has provided audit services for the Branch for many years, was included. Bids were evaluated based on qualifications of the firms, experience in working in the non-profit sector, and price. The Bid Evaluation Committee recommended that the Frouin Group provide audit services in 2021.

The majority of participants voted to appoint the Frouin Group as auditor for the Ottawa Branch for 2021.

Motion 5: To appoint Frouin Group as Auditor for Ottawa Branch for 2021

Moved by Harry Ruthnum and seconded by Leslie Lawry.

The Motion was CARRIED.

The Treasurer invited members to submit their questions through the Zoom Chat Box so that they could be addressed after the presentations.

Election of Directors

On behalf of the Branch, the President thanked departing Directors **Alain Corriveau, Elisabeth Renaud, and Patricia Walsh** for their service.

The President stated that a call for nominations for candidates to join the Board of Directors was included in the Spring 2021 edition of *Sage*. No outside nominations were received. In the meantime, the Board recruited three excellent candidates. In keeping with the by-laws, the proposed terms for the candidates have staggered end dates. The President advised that election by ballot was not necessary since no other candidates came forward. Therefore, he declared the following full slate of 12 Directors to be elected by acclamation:

New Director for a two-year term:

- **Jean-Claude Bouchard**

New Directors for a one-year term:

- **Myriam Boudreault**
- **Denis Lavoie**

Five returning Directors for two-year terms:

- **Robert Giroux**
- **David Bennett**
- **Leslie Lawry**
- **Harry Ruthnum**
- **Terry Sing**

Four returning Directors for one-year terms:

- **Darlene Boileau**
- **Christine Desloges**
- **Chris Ford**
- **Richard Wagner**

The President thanked all for their time and effort. On behalf of the Board, Ottawa Branch volunteers and members, David Bennett took a moment to thank our President, **Robert Giroux** for his many years of leadership and commitment to the Branch, especially including this difficult time of the pandemic.

Bylaw Amendments

David Bennett, Vice-President presented three bylaw amendments, stating that the Governance Committee developed amendments which were approved by the Ottawa Branch Board of Directors. Two amendments provide flexibility during the pandemic by permitting electronic meetings of members and permitting Directors to continue serving until replaced.

The latter amendment addresses the situation that arose in 2020 when Ottawa Branch was unable to hold an AGM due to the pandemic. The Board had to appoint the Directors whose terms were scheduled to expire at the 2020 AGM, so that they could continue to serve until the 2021 AGM.

One amendment corrects the definition of “majority” of votes by removing the (50% plus 1) formula, which is not accurate in the case of an odd number of eligible voters. The bylaw amendments are in both English and French on the website, with wording in accordance with the Canada Not-for-profit Corporations Act.

The majority of participants voted to amend the bylaws as presented.

Motion 6: To approve the resolution allowing electronic meetings of members.

Moved by David Bennett and seconded by Terry Sing.

The Motion was CARRIED.

Motion 7: To approve the resolution allowing Directors to serve until replaced.

Moved by David Bennett and seconded by Christine Desloges.

The Motion was CARRIED.

Motion 8: To approve the resolution to accurately define majority.

Moved by: David Bennett and seconded by: Richard Wagner.

The Motion was CARRIED.

Stephen Troy Volunteer of the Year Award 2021

The President announced that **David Gass** is the 2021 recipient of the Ottawa Branch Stephen Troy Volunteer of the Year award. Mr. Gass is a retired IT professional who has done outstanding work for the Branch as volunteer webmaster and IT services technical advisor. This year, Mr. Gass has accepted the challenge to help the Branch revamp our website and make it more interactive and easier to use. In times of tight finances, Mr. Gass has saved the Branch thousands of dollars. It is with great pride and delight that Ottawa Branch awards David Gass the 2021 Stephen Troy Volunteer of the Year Award for his exceptional contribution to our work.

Closing Remarks and Adjournment

The President extended thanks to the Branch's volunteers and staff, including **Frank Schilder** who was Zoom Master for the AGM. He also thanked **Hélène Nadeau** and **Daniel Brunet**, District Directors for Ottawa and Nunavut, and **Jean-Guy Soulière**, National Association President and all the **staff at the National Office** for their assistance and support.

Members were encouraged to get their COVID-19 vaccinations. They were also alerted to upcoming webinars that will be publicized in the Branch's electronic newsletters and on the website. They were also asked to invite non-members to try the webinars.

On wishing members to have a safe, healthy and happy summer ahead, the President adjourned the meeting.



Robert Giroux, President



Chris Ford, Secretary