

2016 Green Calgary Annual General Meeting

Wed. April 20 @ 6 pm - John Dutton Theatre (Central Library)

AGENDA

5:30 pm Registration & Reception

6:00 pm Call to Order for the 2016 Annual General Meeting

1. President's Opening Remarks
2. Approval of 2016 AGM Agenda
3. Approval of 2015 AGM Minutes
4. Presentation of the 2015 Audited Financial Statements
5. Appointment of 2016 Auditors
6. Green Calgary Bylaw Revisions
7. Election of Board of Directors
New directors slate: Stephanie Crepin, Jordan Deering
Returning directors slate: Stephen Cooper, Dustin Engel, Meghan Perry, David Silburn
8. Other Business
9. Adjournment of the 2016 AGM

6:30 pm Green Calgary Year in Review - 2015 Annual Report

6:50 pm Volunteer Ceremony

7:00 pm Film Screening: Elemental



Draft Minutes of the 2015 Annual General Meeting

On Wed April 22, 2015 @ 6 pm at the John Dutton Theatre, Central Library, Calgary
Don Fairgrieve-Park, the President of the Green Calgary Board of Directors chaired the meeting.

I. CALL TO ORDER & INTRODUCTORY REMARKS BY THE CHAIR

Meeting called to order at 6:08 pm. Don Fairgrieve-Park (Green Calgary President) chair of the meeting

Green Calgary Directors introduced:

Dustin Engel (Vice President)	Jill McPhee (Treasurer)	Nishi Thusoo (Acting Secretary)
Stephen Cooper	Meghan Perry	David Silburn
Barb Davies	Donald Jantz	Matt Mayer

Regrets: Candice Paton.

Appointment of Secretary: Nishi Thusoo Nishi (Acting Secretary): Agrees

Quorum confirmed. Meeting is compliant with Bylaws. [Note: Quorum=18]

2. APPROVAL OF AGENDA

Motion: that the resolution for the agenda to be accepted as presented.

Moved: Dustin Engel

Seconded by: Birgitte Michie

Resolution Approved: Yes

Votes For: 35

Votes Against: nil

Abstentions: nil

3. APPROVAL OF 2014 ANNUAL GENERAL MEETING MINUTES

Minutes had been circulated to membership prior to meeting. Motion: that the resolution that the minutes of May 22nd 2014 be accepted as presented.

Moved: Dustin Engel

Seconded by: Art Skow

Resolution Approved: Yes

Votes For: 37

Votes Against: nil

Abstentions: nil

4. APPROVAL OF FINANCIAL STATEMENTS

Financial statements for the year ended December 31, 2014 discussed:

- Green Calgary remains a strong not for profit and continues to maintain a prudent approach to its fiscal management which resulted in better year-over-year statement of financial position in 2014.
- Overall revenues for Green Calgary in 2014 were \$888,540, down slightly from 2013 revenues of 905,320 primarily related to lower fee for service and sponsorship revenues.
- Total expenses for Green Calgary in 2014 were \$894,652 which resulted in a slight loss of \$6,112.

The Finance Committee has reviewed the 2014 Financial Statements and received a clean audit in 2014 from Dart Bryant. The Finance Committee, the Executive Committee, and the Executive Director have reviewed and recommended approval of the 2014 Green Calgary Audited Financial Statements, and the Board has approved the distribution of the financial statements to the members for approval at the Annual General Meeting.

There are no questions from the floor.



Draft Minutes of the 2015 Annual General Meeting Cont'd

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Don Fairgrieve-Park, the President of the Green Calgary Board of Directors chaired the meeting.

APPROVAL OF FINANCIAL STATEMENTS CONT'D

Motion: Be it resolved that the audited financial statements for Green Calgary for the year ended December 31, 2014 be and are hereby approved.

Moved: Jill McPhee

Seconded by: Barb Davies

Resolution Approved: Yes

Votes For: 37

Votes Against: nil

Abstentions: nil

5. APPOINTMENT OF AUDITORS

Motion: Appoint the firm Dart Bryant Chartered Accountants as Auditor for the 2015 Financial Statements.

Moved: Jill McPhee

Seconded by: Barb Davies

Resolution Approved: Yes

Votes For: 37

Votes Against: nil

Abstentions: nil

6. BYLAWS REVISION

An update to the existing bylaws currently filed with Alberta Corporate Registry was provided to membership in advance of the meeting along with a complete set of revised bylaws.

Motion: Be it resolved that the existing bylaws file with the registry are hereby repealed and immediately replaced with the new bylaws which will be filed with the registry as soon as practical.

Moved: Stephen Cooper

Seconded by: David Silburn

Resolution Approved: Yes

Votes For: 37

Votes Against: nil

Abstentions: nil

7. ELECTION OF BOARD OF DIRECTORS

Outgoing Green Calgary Directors, Matt Mayer (4 years of service) and Candice Patton (2 years of service) are thanked for their dedication and service to the organization.

Nomination process is briefly explained and a list of nominated candidates is presented to membership. There are no nominations from the floor.

Motion to approve Kristen Rehn Adema, Mirela Hiti, Donald Jantz & Art Skow be elected for a 2 year term to the Green Calgary Board of Directors.

Moved: Barb Davies

Seconded by: Dustin Engel

Resolution Approved: Yes

Votes For: 37

Votes Against: nil

Abstentions: nil

Motion to approve the re-election of Dustin Engel for another 2 year term and 1 year terms for Don Fairgrieve-Park and Nishi Thusoo.

Moved: Barb Davies

Seconded by: Dustin Engel

Resolution Approved: Yes

Votes For: 37

Votes Against: nil

Abstentions: nil



Draft Minutes of the 2015 Annual General Meeting Cont'd

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Don Fairgrieve-Park, the President of the Green Calgary Board of Directors chaired the meeting.*

8. MEETING ADJOURNMENT

Motion: to adjourn the meeting.

Moved: Donald Jantz **None Opposed.**

Meeting adjourned.

AGM AGENDA ITEM #4

PRESENTATION OF THE 2015 AUDITED FINANCIAL STATEMENTS

The Board is pleased to present the 2015 Audited Financial Statements. The full statements will be made available online prior to the meeting at <http://www.greencalgary.org/about-us/annual-reports/>

AGM AGENDA ITEM #5

APPOINTMENT OF 2016 AUDITORS

The Board would like to put forward Dorward & Company LLP as the auditors for the 2016 Financial Statements. About Dorward & Company:

Started over 20 years ago by David Dorward, this Alberta based firm with offices in Edmonton, Strathmore & Calgary believe in being a part of the communities they serve. This accounting firm knows that behind the numbers are people building businesses and communities. Its role: to help clients lead full, financially healthy lives. Stephen Johnson is the founder of the Calgary branch and he and his team are committed to building close, interactive and mutually beneficial relationships with clients. They are a proud member of Green Calgary and REAP. Learn more about them at www.dorward.ca.

AGM AGENDA ITEM #6

RECOMMENDED GREEN CALGARY BYLAW CHANGES

The Board would like to propose the following changes to clauses 62/63 of the Green Calgary Bylaws:

Currently clauses 62 & 63 read as follows:

62. Subject to Section 63, all cheques on behalf of Green Calgary shall be signed by at least two of the following:
 - a. The President;
 - b. An Officer-at-Large, as appointed from the Board, to a maximum of two; and/or
 - c. Executive Director.
63. The Executive Director and Office Manager of Green Calgary shall be entitled to sign cheques from time to time on behalf of Green Calgary, up to a maximum of \$5000.00 in total cheques issued per month. All such cheques on behalf of Green Calgary shall be signed by both the Executive Director and Officer Manager of Green Calgary.

Proposed changes to clauses 62 & 63:

62. Subject to Section 63, all cheques on behalf of Green Calgary shall be signed by at least two of the following:
 - a. The President;
 - b. An Officer-at-Large, as appointed from the Board, to a maximum of two; and/or
 - c. Executive Director; and/or
 - d. a staff member as approved by the Board, from time to time.
63. The Executive Director and one staff member of Green Calgary as approved by the Board, shall be entitled to sign cheques together from time to time on behalf of Green Calgary, up to a maximum of \$5000 in total cheques issued in a month.

AGM AGENDA ITEM #7

ELECTION OF GREEN CALGARY BOARD OF DIRECTORS

The Board would like to thank the following Board members who are stepping down after completing their term of service:

Barb Davies

Don Fairgrieve-Park

Jill McPhee

Nishi Thusoo

The following Board members are completing their 2nd year of an existing term:

Dustin Engel

Mirela Hiti

Donald Jantz

Art Skow

The Board is pleased to present the following directors standing for re-election for another term:

Stephen Cooper

Meghan Perry

David Silburn

The Board is pleased to present the following slate of new directors for election for a 1st term:

Stephanie Crepin - currently works for Enmax and comes with a background in HR having held strategic roles in multiple organizations. She is passionate about Green Calgary's values and Calgarians being empowered to take on positive environmental action.

Jordan Deering - currently a partner at Norton Rose Fullbright LLP, she comes with experience on strategic boards (Calgary Chamber of Voluntary Organizations and her community association). She's committed to her family living more sustainably and connecting Green Calgary with her network in the community.

AGM AGENDA ITEM #8

OTHER BUSINESS

AGM AGENDA ITEM #9

MEETING ADJOURNMENT

GREEN CALGARY IN REVIEW & VOLUNTEER CEREMONY

Green Calgary staff will present the 2015 Annual Report and host a short Volunteer Ceremony to recognize the contributions of some of our most active volunteers. The 2015 Annual Report will be available online prior to the AGM on our website <http://www.greencalgary.org/about-us/annual-reports/>.