



**4-H Alberta Annual General Meeting
MINUTES
May 29, 2021
9:00 – 11:30 a.m.
Via Zoom**

Attendees: Lyanne Almberg (Chair), Patti Brewin, Keith Luft, Keith Jones, Cathy Price, Nora Paulovich, Nick Harsulla, Andy Pittman, Evan Jamieson, Jeff Hammond, Adam Schoening, Wendy-Ellen Nittel, Marion Van Sluys, Shirley Senger, Angela Foster, Kelly McMullen, Christine Patten, Tanya Reisd, Ellen Bonde, Arleen Henderson, Carole Tkach, Sheri Kerr, Carmen King, Deanna Krys, Shannon McNalley, Shauna Charron, Jocelyn Toronchuk, Bertha Kasbohm, Lynne Lyster, Sonja Shank, Cathy Botten, Hope Kristensen, Emma Lambert, Paul Franz

Regrets: Sheri Kerr, Melanie Nelson, Maureen Black

Staff and Support: Kurt Kinnear, Candice McKay, CFO, on contract, Catalyst LLP, Jody Elliott, Isaiah King and Andrew Bieronski, Cobblestone Collective

1. Opening Comments/Call to Order – Lyanne Almberg

Lyanne Almberg called the meeting to order and welcomed everyone to the 2021 4-H Alberta AGM at 9:03 a.m. Patti Brewin served as scrutineer.

2. Pledge

The pledge was recited.

Lyanne Almberg noted that voting and non-voting members were in attendance and that voting members consisted of the Interim 4-H Alberta Board of Directors and executives of the Areas/Regions.

Introductions to the Interim Board and staff were completed. A roll call was taken and quorum was confirmed.

3. Approval of Agenda – Lyanne Almberg

A motion that the 2021 4-H Alberta AGM Agenda be approved as adopted and presented was moved by Patti Brewin; seconded by Bertha Kasbohm. CARRIED

4. Minutes for Approval – Lyanne Almberg

A motion that the 2020 4-H Alberta Minutes be approved as written was moved by Nora Paulovich; seconded by Andy Pittman. CARRIED

5. Business Arising – Lyanne Almberg

There was no business arising.

6. Annual Financial Treasurer's Report – Andy Pittman

Highlights:

- MNP LLP was engaged to prepare an external audit of 4-H Alberta and all requirements were met. \$50,000 was determined as materiality.
- The audit findings letter would be reviewed by the Audit & Finance Committee and recommendations made to the Board and implemented.
- Best practices in transparency were endorsed and there was diligence with funds in all aspects of the organization.
- Considerable work had gone into ensuring the quality and integrity of internal accounting and control systems and processes, there was continuity of operations, protection of assets, adequacy of insurance coverage, and the CEO and CFO were in compliance with any statutory filings and compliant on a quarterly basis.
- The audited financial statements will be shared on the 4hab website.

6.1 2020 Audited Financial Statements – Candice McKay, CFO

Candice McKay presented the 2020 independent audited financial statements, noting that 4-H Alberta engaged Catalyst at the end of August 2020 to provide CFO services. There were no concerns with the auditor's report or findings.

Highlights:

- There was a decrease in revenue received from programs and the 4-H Centre due to the impact of COVID-19.
- \$350,000 was received in wage subsidies from the government.
- There was a noticeable difference and an increase in salaries expense year over year from 2019 to 2020, a result of the 4-H Section, Council, and Foundation coming together as one organization.
- There was an increase in fees re: professional consulting and legal fees due to external professional services secured in the interim.

6.2 ATB Investment Summary

The ATB Investment Summary was presented. There was a gain on the fair market value of investments at \$505K, a difference between the adjustment from 2019 and 2020, noting that this was unrealized and subject to market volatility.

Hope Kristensen commented that it was her understanding that any organization who had accepted funding from the government eg. wage subsidies due to COVID-19, could not advance sponsorship, and questioned if 4-H Alberta should ask for sponsorship, and how that may affect finances next year. AGREED that Hope Kristensen would forward the information re: the accepting and impact of receiving government funding to Candice McKay and Kurt Kinnear for review and reporting.

A motion to accept the financial statements for 4-H Alberta for 2020, as presented by the auditors, MNP LLP was moved by Andy Pittman; seconded by Patti Brewin. CARRIED

AGREED that Candice McKay would report back on Bertha Kasbohm's question re: bad debts.

6.3 Appoint the Auditor

A motion that on behalf of the Interim 4-H Alberta Audit & Finance Committee MNP LLP be appointed as Auditor for 2021 was moved by Andy Pittman; seconded by Hope Kristensen. CARRIED

7. Motion to Recommend – Lyanne Almberg

Quite a bit of work went into preparing the bylaws to ensure there was proper governance for the organization, and that the bylaws reflected the values of the organization and grass roots. Legal counsel was sought on both sets of bylaws. Lyanne thanked Keith Luft for his assistance on the 4-H Alberta Bylaws and Tracy Hanson for her assistance on the 4-H Alberta Foundation Bylaws. The Bylaws will be shared on the 4hab website.

7.1 4-H Alberta Bylaws

A motion to approve and adopt the Bylaws as presented for 4-H Alberta was moved by Nick Harsulla; seconded by Christine Patten. CARRIED

Wendy-Ellen Nittel commented that the 4-H Alberta Bylaws did not reference staggered terms as did the Foundation Bylaws. Nick Harsulla responded that there were going to be staggered terms and length of terms would be determined by the next Board.

AGREED that the 4-H Alberta Bylaws should reference staggering of terms and that item would be addressed by the next 4-H Alberta Board of Directors.

Bertha Kashohm asked if three entities had merged into one organization, why were there two sets of Bylaws for each the 4-H Alberta Board and the 4-H Alberta Foundation. Patti Brewin responded three entities were merged as one organization, but the plan was to create a Foundation as a charity, and to separate, move, and protect long-term assets. The new Foundation was going to be an investment committee formalized into a charitable organization to better protect all the assets of the organizations.

The model for the organization's merger and structure as presented to the community by Kim McConnell and Diane McCann-Hiltz in early 2020 would be carried out accordingly.

7.2 4-H Alberta Foundation Bylaws

A motion to approve and adopt the Bylaws as presented for the 4-H Alberta Foundation was moved by Cathy Price; seconded by Wendy-Ellen Nittel. CARRIED

8. CEO Report – Kurt Kinnear

Kurt Kinnear presented the 2020 4-H Alberta highlights, noting that when the three entities merged into one, the new organization continued to move forward with a goal to address concerns, build trust, and communicate with the community, providing clarity, and focusing on our youth. He noted that new systems in finance, operations, HR, IT, and communications were implemented to better support the organization. He also noted that nearly all of the 75 required proofs were provided to 4-H Canada in order to achieve their accreditation requirements.

Kurt Kinnear expressed his appreciation to all the volunteers on the Boards and Regions for their support of members despite COVID-19. He also expressed appreciation to the sponsors for supporting members and the community.

Lastly, Kurt Kinnear was pleased to announce that due to COVID-19 restrictions lifting, registration for summer camps would open with the first camp scheduled the first week of July, 2021.

9. 2020 Highlights – Lyanne Almberg

Lyanne Almberg presented the 2020 Highlights, noting that transparency was paramount and that building trust with youth, programming, and community would continue. There were many inherited challenges, but the focus would continue to be on the youth and how best to support the youth and the organization.

10. Recognition and Thanks

Lyanne Almberg expressed her appreciation to the community for supporting 4-H Alberta and that a more formal thank you would follow on the agenda.

11. Election of Board of Directors – Nick Harsulla

Nick Harsulla provided a background on the election process undertaken by the Governance and Nominating Committee and outlined the board of directors' composition, goals, skills and attributes. He thanked everyone who was involved in the process. He highlighted that it was the Committee's goal to attract, and retain a leadership group equipped to lead a youth development organization in the modern world, that the process was as transparent as possible, and that interim board directors who had applied were not involved in the process. He and Patti Brewin along with community representatives who had a rich history in 4-H interviewed candidates.

11.1 Presentation of Slate of Nominees

Nick Harsulla was pleased to recommend a slate of nominees for election and presented the 2021 4-H Alberta slate of directors.

A motion on behalf of the Interim 4-H Alberta Nominating Committee to present the slate of nominees at the AGM, May 29, 2021 was moved by Nick Harsulla; seconded by Hope Christensen. CARRIED

Lyanne Almberg confirmed that the vote was for or against the entire slate of nominees as presented.

11.2 Election

An election by electronic secret ballot took place. A video recognizing and thanking key individuals for their contributions to 4-H Alberta was shared while voting took place.

11.3 Election Results

Nick Harsulla was pleased to announce there were 24 votes in favour and 0 against the slate of nominees.

Lyanne Almberg congratulated the new directors and noted that 4-H Alberta was going to be in great hands.

A motion that the electronic ballots for the 2021 election of directors be destroyed was moved by Nick Harsulla; seconded by Patti Brewin. CARRIED

12. Introduction of the 2021 4-H Alberta Board of Directors – Lyanne Almberg

The eleven (11) new directors appointed to the 4-H Alberta Board of Directors included:

Scott Bodie, Diversity Director
Tim Church, Area Director, East/West Central
Andrea Hanson, Area Director, Calgary/South
Evan Jamieson, Youth Representative
Syeda Khurram, Diversity Director
Kathleen Linder, Area Director, Northwest
Nora Paulovich, Area Director, Peace
Andy Pittman, Diversity Director
Cathy Price, Diversity Director
Christine Suominen, Diversity Director
Janice Wirsta, Area Director, Northeast

The following directors were noted:

*Lyanne Almberg, Past Interim Board Chair *ex officio*

*Jake Kotowich, GoA representative *ex officio*

*Kurt Kinnear, CEO *ex officio*

Lyanne Almberg expressed her appreciation to retiring board members Nick Harsulla, Patti Brewin, Keith Luft and Keith Jones and thanked them for their many hours of volunteering and years of service in dedicated support of 4-H Alberta.

13. Looking Ahead 2021 – Lyanne Almberg

Much was accomplished by the 4-H Alberta Interim Board of Directors and there were some items tabled and forwarded to the next Board. Items included:

- Completing the remaining items to meet 4-H Canada's Accreditation moving from 87 to 100% complete;
- Consult with the Regions and develop a set of Bylaws that will meet 4-H Canada's accreditation as well as address Regional diversity and concerns;
- Finalize the last items re: merging the organization;
- Continued governance training;
- Develop and implement a strategic plan; and
- Celebrating the youth, volunteers, sponsors/donors and the success of 4-H Alberta.

14. Closing Comments – Lyanne Almberg

Lyanne Almberg quoted the 4-H Alberta vision statement. She thanked all those who assisted to make the day successful in the planning, development, implementing, and presenting at the first formal, virtual 4-H Alberta AGM.

She commented that 4-H in Alberta chose to go down a new path to modernize, streamline, and ensure relevancy and the youth it serves. She expressed gratitude on behalf of the 4-H Alberta Interim Directors for the opportunity to help shape the future of 4-H in Alberta. She was confident that the newly elected Board would continue on the path of success and wished them success. She thanked everyone for attending the first 4-H Alberta AGM.

13. Adjournment

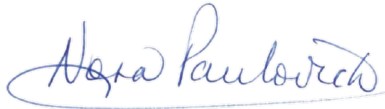
A motion to adjourn the 2021 4-H Alberta AGM was moved by Carol Tkach; seconded by Cathy Price.
CARRIED

Meeting adjourned at 11:01 a.m.

Minutes of the May 29, 2021 4-H Alberta Annual General Meeting, approved June 11, 2022:



4-H Alberta Board Chair, Andy Pittman



4-H Alberta Board Secretary, Nora Paulovich