

YWCA Canada Annual Members Meeting

Minutes June 4, 2021

Friday, June 4, 2021

The Annual Members Meeting began at 12pm ET.

Susan Kennard, Interim Chair of the National Board, welcomed attendees to the 129th Annual Members Meeting (AMM).

She acknowledged the traditional lands of Treaty 7 upon which Banff is located, comprised of the Stoney Nakoda Nations of Wesley, Chiniki, and Bearspaw; three Nations of the Blackfoot Confederacy: the Pikani, Kainai, and Siksika; and the Tsuu T'ina of the Dene people. Treaty 7 territory is also shared with the Métis Nation of Alberta, Region III. She asked the attendees to reflect on the Lands where you are today, and acknowledge the First Peoples of those Lands.

Susan introduced the theme which was YWCA Canada's new brand tagline that was launched in 2020, **National Advocacy. Community Action. Une voix nationale. Des actions locales.**

Susan invited Maya Roy, CEO of YWCA Canada, to introduce keynote speaker Roberta Jamieson. Roberta Jamieson delivered her keynote address which was followed by a Q and A.

Susan invited the attendees to the Recognition Awards on June 10 at 5pm ET.

BUSINESS MEETING

The AMM 2021 Business meeting started at 2:38pm ET and was held virtually via Zoom.

Susan Kennard, Interim National Board Chair welcomed delegates to the Business Meeting of the 129th YWCA Canada Annual Members Meeting (AMM).

Susan repeated the land acknowledgement and facilitated a roll call.

Susan voiced her regrets that the movement wasn't able to meet in-person. She thanked Heather McGregor and YWCA Toronto staff who will be looking forward to welcoming the movement to Toronto on June 3-4, 2022. The in-person One Movement Meeting and Day on the Hill were moved to October 2022.

Susan welcomed Casey Harden, General Secretary of the World YWCA, who brought greetings from the World YWCA.

Susan then thanked outgoing CEOs/EDs:

Connie MacDonald, YWCA Banff
Mélanie Thivierge, Y des femmes de Montréal
Lyda Fuller, YWCA NWT

and welcomed the new CEOs/EDs:

Ebony Rempel, YWCA Banff
Nadine Raymond, Y des femmes de Montréal
Hawa Dumbuya-Sesay, YWCA NWT

Susan thanked the outgoing Presidents/Chairs:

Kate Thompson, YWCA Calgary
Christine Vigna, YWCA Cambridge
Stephanie Hutton, YWCA Durham
Meghan Unterschultz Klein, YWCA Edmonton
Joanne Bonderud, YMCA-YWCA Kamloops
Lisa Coltart, YWCA Metro Vancouver
Sherry Trenholm, YWCA Moncton
Neera Jeyabalan, YWCA Peterborough
Rhonda Tulk-Lane, YWCA St. John's
Lori Rasmussen, YWCA Thompson
Barb Keenan, YWCA Toronto
Kyley Duncan, YWCA Muskoka
Shaelyn Savignac, YWCA Sudbury

and welcomed the incoming Presidents/Chairs:

Lara Murphy, YWCA Calgary
Norma McDonald-Ewing, YWCA Cambridge
Farwa Farshori, YWCA Durham
Kimberley Pejs, YWCA Edmonton
Janine Ball, YMCA-YWCA Kamloops
Jennifer Kieffer, YWCA Kitchener-Waterloo
Robyn LeBlanc, YWCA Moncton
Valerie Mann, YWCA Metro Vancouver
Tina Thornton, YWCA Peterborough Haliburton
Chelsey MacNeil, YWCA St. John's
Charlene Lafreniere, YWCA Thomspon
Kelly Goldthorpe, YWCA Toronto
Isabelle Frati, YWCA Muskoka
Paula Riccio, YWCA Sudbury

Susan Kennard called the 129th Business meeting to order and explained the voting process. She noted that quorum is 40% of the votes entitled to vote at the meeting and representing at least 40% of the member associations. Upon her roll call, Susan confirmed that quorum was achieved.

Susan introduced Michelle Bullas who was acting as the procedural meeting manager.

Peggy Chen, Secretary of the National Board, presented the first motion:

- **MOTION:** THAT the minutes of the Annual Membership Meeting of June 5, 2020 be approved as circulated.
- **M/S/C:** Peggy Chen/Brittany Tibbo. Motion carried. 2 Abstentions.

CHAIR'S ADDRESS

Susan thanked the MAs, other Board members and the National Office staff as she stepped into this role. She noted that 2021 would be another challenging year as we have been navigating the pandemic for over a year and highlighted that racialized communities have been disproportionately impacted. The National Office team, the MA staff and the members have been providing leadership while experiencing the pandemic themselves. Susan thanked all MAs and the National Board members for their work.

She thanked the following outgoing Board members for their dedication and service:

Yaso Mathu
Karen Gilmore
Sereena King

Brittany Tibbo
Marie-José Ouellet

She shared the Board's excitement about the slate of incoming candidates. The Nominating Committee recommended 8 candidates from 26 applications.

FINANCE COMMITTEE

Yulena Wan, Treasurer of the National Board, thanked the Finance and Audit Committee members and National Office staff for their work in the past year. She then presented the financial highlights for 2020.

A clean unqualified audit report was provided.

As of December 31, 2020 the assets (\$8.3 million) have increased from the prior year mostly due to the NAP project grant in December. The project was completed in March 2021. Investments were \$3.8 million, and the deferred revenues were almost \$5.2 million. The liabilities increased as well due to the increase in project funding.

The Treasurer then presented the audited financial statements for the year ended December 31, 2020. There were no material misstatements. The impact of the COVID-19 pandemic was added to a subsequent event note.

Expenses were 42% for salaries, 18% for administration, 23% for national projects and programs, 13% for public policy and memberships, 1% for governance and 3% for the World YWCA program.

In total, expenses were \$2.3 million, a 20% increase over 2019 and directly the result of additional projects.

There was an increase in revenues, which totaled \$2,395,314 (including \$1.5 million of affiliation fees). The increase in revenue and in expenses led to a net operating gain of \$282,635 at the end of 2020, which was transferred to Board restricted funds.

The National Office reported \$4,717,224 in project contributions, a significant increase to 2019, (which includes the funding for the WAGE project that was received in December 2020 and completed in March 2021), as well as \$941,361 in project payments to MAs plus \$159,270 of waived affiliation fees in April and May 2020. The National Office worked hard to provide in kind support (e.g. Aritzia winter coats for shelters, UBER transportation and PPE for MAs) which exceeded \$300,000.

AUDIT COMMITTEE

Upon presenting the audited financial statements for the year ended December 31, 2020, Yulena thanked the Audit Committee for their work.

- **MOTION: THAT** the Audited Financial Statements for the year ended December 31, 2020 be accepted.
- **M/S/C:** Yulena Wan/Marlene Gorman. Motion carried.
- **MOTION: THAT** BDO Canada be appointed as the Auditor for the year ended December 31, 2021.
- **M/S/C:** Yulena Wan/Hannah Lin. Motion carried.

Susan thanked the Treasurer for all her work over the past year.

GOVERNANCE COMMITTEE

Karen Gilmore, Interim Chair of the Governance Committee, presented the Governance Committee report. In light of the pandemic, the National Board reviewed the bylaws to clarify the proxy voting implications in case the Annual Members Meeting will be held as a hybrid meeting.

- **MOTION:**
RESOLVED as a special resolution that Section 2.3(e) (2) of the Bylaws of YWCA Canada be amended to read as follows:
(2) In the event that a voting delegate is unable to attend the meeting, the proxy may be assigned to any voting delegate from that member association who is attending the meeting of members whether in person or by such telephonic, electronic or other means of communication facility determined in accordance with Section 2.3 (g) of these by-laws. Proxies shall be registered in a manner to be determined by the board of directors of YWCA Canada.
M/S/C: Karen Gilmore/Yulena Wan. Motion carried.
- **MOTION:**
RESOLVED as a special resolution that Section 2.3(m) (2) of the Bylaws of YWCA Canada be amended to read as follows:
The nominating committee shall have between five (5) and ten (10) voting members including the chair of the committee. All nominating committee members shall have previous experience as a volunteer or staff member of YWCA Canada or a member association.
The chair of the Board and the CEO of YWCA Canada may attend meetings of the nominating committee without vote.
M/S/C: Karen Gilmore/Yaso Mathu. Motion carried. 1 abstention.

Based on the result of the vote, the bylaws were amended accordingly.

NOMINATING COMMITTEE

Kate Nelischer, Chair of the Nominating Committee, thanked the Nominating Committee members and the Board Chair for their work, then presented the Nominating Committee report.

As presented in the written report that was circulated to the membership, the National Board had eleven members. Yaso Mathu, Marie-José Ouellet, Karen Gilmore, Brittany Tibbo and Sereena King will retire this AMM; Kate thanked them on behalf of the Nominating Committee for all their great work. Susan Kennard, Kate Nelischer, Marina Banister, Yulena Wan, Peggy Chen and Beth Lyons will continue their terms.

Kate thanked Sereena King for her great work as the Board Chair. Susan Kennard was appointed Interim Chair in March 2021.

- **MOTION:**
That the membership elect Susan Kennard to her first term as Chair of the YWCA Canada Board, beginning in 2021 and ending in 2023.
M/S/C: Kate Nelischer/ Marie-José Ouellet. Motion carried. 1 abstention.

Kate shared that the nominating committee opened nominations for candidates without YWCA experience. This was implemented as an interim change for this year.

Kate then presented the following motion:

- **MOTION:**
That the membership approve the expansion of eligibility for the YWCA Canada Board of Directors to candidates without previous YWCA experience, with the acknowledgement that the Board will accommodate up to 20% members without previous YWCA experience.
M/S/C: Kate Nelischer/ Peggy Chen. 4 abstentions. 1 opposed. Motion carried.

Kate offered a friendly amendment to this motion to replace “up to 20%” with “up to 3 members”.

- **MOTION:**
That the membership approve the expansion of eligibility for the YWCA Canada Board of Directors to candidates without previous YWCA experience, with the acknowledgement that the Board will accommodate up to 3 members without previous YWCA experience.

M/S/C: Kate Nelischer/ Yulena Wan. 3 abstentions. 1 opposed. The amendment passed.

A question was presented on whether the eligibility and nominations process for the National Board were enshrined in the bylaws or whether it was a governance process. Kate noted that this was outlined in the Nominating Committee's terms of reference which are part of YWCA Canada's bylaws. The Nominating Committee has made a number of adjustments to the nominating process which align with current best practices. The presented motion is a significant change in practice.

The Nominating Committee worked on changing the nominating process and conducted a process review. It was not possible to present new nominees at AMM 2020 due to the pandemic. Kate thanked everyone who contributed to the process review, in particular Maya, Raine, Andrea and Stacey from the National Office. She also thanked the Nominating Committee members and the National Board.

The change to the nominating process is ongoing. The committee nominated eight candidates and left one seat open to be filled by an Indigenous candidate, as they did not feel comfortable to proceed with filling all seats without nominating an Indigenous candidate.

- **MOTION:**

That the membership elect the following candidates to the YWCA Canada Board for their first terms, beginning in 2021 and ending in 2025:

Meghan Cadue (Halifax)

Shifrah Gadamsetti (Calgary)

Renata Huyghebaert (Ottawa)

Dahlia Jiwan (Montréal)

Fae Johnstone (Ottawa)

Dr. Delores Mullings (St. John's)

Michelle Natalie Smith (Toronto)

Charlotte Yates (Guelph)

M/S/C: Kate Nelischer/ Wendolyn Schlamp. Motion carried. 2 abstentions.

There was a question on the Board's plan to recruit Indigenous women. Kate noted that the committee had only received one application from an Indigenous candidate. The committee discussed the need to change the requirements for submitting a CV. The committee will revisit this requirement and will work with expert consultants.

CEO ADDRESS

Maya Roy, CEO of YWCA Canada, presented her CEO address. She thanked her colleagues, National Office staff, Board volunteers and the membership as this has been a difficult year.

Since the onset of the COVID-19 pandemic, National Office staff and MAs worked very hard to pivot operations to raise the profile of the MAs and to build spaces for capacity building and offer peer support. Maya also thanked all MA staff and senior leaders for keeping the essential services open.

Maya presented the results of her SWOT analysis:

1. Our Strength:
 - Fighting the shadow pandemic; advancing a feminist recovery; impact on the federal budget
2. Our Weakness:
 - More work to do on anti-racism; the YWCA has been dealing with this internally
 - Material risks: Legal compliance – human rights and funding; health and safety and respectful workplaces; performative allyship and reputational damage
 - The YWCA would be held accountable for the allyship and relations with stakeholders; safe workplace and service provision is important for the YWCA to offer.
 - The federation would need to earn its new tagline, that it would need to address anti-Black and anti-Indigenous racism and noted the importance of leaders stepping up around equity issues.
3. Our Opportunity for Growth: Grant opportunities: Federal government investing \$30 billion over 5 years for childcare; over \$750 million for reskilling and training programs; \$600 million for National Action Plan to End Gender-Based Violence and \$400 million to support non-profits and charitable organizations.
4. Threats to Funding

Maya shared a quote from Dr. Cindy Blackstock that “There are more Indigenous children in foster care in [2021] than at any point during the residential school era”. Maya noted that the YWCA would need to take responsibility as a movement and would have a lot of decolonizing and unlearning to do.

Maya issued a call to action that the movement would meet again in 100 days. Each MA would need to send one representative to attend the meeting to share their best practices on what they have done over the past 100 days, and an action plan would be developed. Maya shared two recommendations from Elder Mary from Treaty 7 territory:

1. “Ensure respect for space for ceremony.”
2. “Ensure traditional or country food becomes available for participants.”

Maya also shared the Spirit Bear campaign curriculum from Dr. Blackstock as a benchmark for daycares of MAs.

The call to action include the following elements:

- HR review
- Publicly Endorse TRC Commitments
- Internal equity audit (National Office will send some tools and KPIs to MAs)
- %KPIs - Board and staff diversity
- Benchmarking policies to standard

Susan thanked Maya and everyone for their remarks.

There was a motion from the floor presented by Miia Suokonautio, ED of YWCA Halifax:

- **MOTION:**
That the national Board allocate a portion of the operating surplus from 2020 that has been allocated to the Board reserve to invest in anti-racism initiatives, in particular to support to the recruitment of Indigenous Board members.
M/S/C: Miia Suokonautio/Kim Dolan. 1 opposed. Motion carried.

Discussion ensued. It was noted that the Board understood that it had the resources to use for the betterment of the movement.

MOTION TO ADJOURN:

- **MOTION:** THAT the 2021 AMM Business Meeting be adjourned.
- **M/S/C:** Susan Kennard/Yulena Wan. Motion carried.

The Business Meeting adjourned at 4:59pm ET