

**fmi\*igf Annual General Meeting**  
**Monday, November 23, 2020**  
**4:00 pm – 5 :00 pm (ET)**  
**Virtual Meeting**

**1. Opening Remarks**

Derek Cockburn called the first virtual meeting to order at 4:02 pm EST. Gary Wuschnakowski served as Secretary-Treasurer for the meeting, Danielle Belair as the recording secretary.

The call for nominations was emailed to all fmi\*igf members on September 21, 2020. In accordance with by-law 8.2, the notice of the Annual General Meeting (AGM) was published on the fmi\*igf website on November 2, 2020. With 29 members in attendance, and 13 Chapters represented, fmi\*igf's Secretary-Treasurer, Gary Wuschnakowski, confirmed that quorum was achieved.

**2. Agenda – Current Annual General Meeting (AGM)**

The agenda for the current year AGM had been provided to all attendees electronically.

**Motion**

*It was moved by Derek Cockburn and seconded by Gary Wuschnakowski that the agenda for the current year AGM be approved as presented.*

**Motion Carried with 100% approval**

**3. Minutes – Prior Year Annual General Meeting (AGM) – November 18, 2019**

The minutes of the prior year AGM had been provided to all attendees electronically.

**Motion**

*It was moved by Derek Cockburn and seconded by Gary Wuschnakowski that the minutes of the prior year AGM be approved as presented.*

**Motion Carried with 94% approval**

#### **4. President's Report**

Derek Cockburn thanked all staff for the support to the Board and FMI members. He noted that Sherry Sharpe joined the FMI Board this year and thanked Alain Seguin who was Interim CEO for 6 months.

Derek Cockburn provided a review of the Board's achievements to date:

- Maintained operations during pandemic;
- Hosted on-line election;
- Hired new CEO – Marty Muldoon
- Launched new product – virtual speaker series;
- Modernized By-Laws and Articles of Incorporation; and
- Hosted first virtual AGM (today!)

The President provide an outline of future Board expectations:

- Activate enhanced registration system / membership database;
- Reinstate face-to-face training opportunities as soon as practicable:
  - PSMW – May 2021 in Halifax
  - PD Week – November 2021 in Ottawa; and
- Expand virtual speaker series

#### **5. Secretary-Treasurer Report**

Gary Wuschnakowski stated that he is sure all would have preferred to be meeting at a live PDWeek as in previous years.

He thanked the Finance and Audit Committees for reviewing the financials and audit review.

He noted that FMI assets had negligible change with a strong position.

Copies of the current year audited financial statements were distributed electronically.

Statement of Operations:

- Revenues increased due mainly to success of PD Week (registrations and sponsors);
- Expenses increased due to focus on governance and formalization of processes

Statement of Financial Position:

- Negligible changes to our financial position; and
- Continue to monitor investment portfolio to ensure optimal access to funds as required (liquidity)

Financial Accomplishments:

- Final year with Welch LLP – received a clean audit opinion; and
- Issued an RFP for audit services – KPMG LLP was the successful proponent
- The committee struck to assist Treasurer with the RFP process was Alan English, Marie Josee Bisson, Calvin Watt and Derek Cockburn

He further expressed the Board was working extensively to manage budget

**Motion**

*It was moved by Gary Wuschnakowski and seconded by Derek Cockburn that the financial statements dated June 30, 2020 be accepted as presented.*

**Motion Carried with 95% approval**

**Motion**

*It was moved by Gary Wuschnakowski and seconded by Derek Cockburn that the firm of KPMG LLP be appointed as auditors for the 2020/21 fiscal year.*

**Motion Carried with 100% approval**

## 6. CEO Report

Marty Muldoon expressed he was happy to see names which he recognized in attendance. He mentioned he was excited to have been approached by FMI, his first day was August 5<sup>th</sup> and has still not had a face-to-face meeting with the staff.

Budgeted 400 paid registrants for the Speaker Series, exceeded that to 1,200 paid registration. Doing a wonderful job to increase revenue. Looking at what lies ahead next year. Reminded everyone to register for the Speaker Series.

Marty Muldoon, provided a review of the organization's key activities of the past year:

- Doing a lot to offset expenses
- An excellent Speakers Series (October 2020 to February 2021)
- New registration system on track for March 2021
- Planning for potential return to face-to-face events in 2021
- GoToWebinar platform one-year trial for Chapters (same as was used for this AGM)
- Building the fmi\*igf brand nationally in partnership with all Chapters

## 7. By-Law Changes

Athena Dinos reported that there were 5 overall categories. The framework and processes adjusted any gaps to be in alignment with Canada Corporation Act. Stand alone policies would not be part of the By-Laws to give ability to improve policies and make available on website.

Key Changes:

- 1) **Definitions and Terminology:** additional definitions were included for clarity and terminology was revised to be in line with leading governance practices;
- 2) **Membership:** the classes of membership, the term of membership and the grounds for membership suspension/termination were clarified;
- 3) **Meeting of Members:** the logistics and meeting arrangements of annual or other general meetings were clarified in order to enhance their effectiveness;
- 4) **Board of Directors:** the grounds for when a director may be appointed, their term lengths and the grounds for their removal were clarified: and
- 5) **Election of Directors:** the revised election process now reflects that best practices that were updated in the Governance and Nominations Committee terms of reference

### **Motion**

*It was moved by Athena Dinos and seconded by Barb Kelly that the proposed bylaws be approved with 2/3 reached.*

*Note: this was a special motion which requires 2/3 approval for acceptance.*

**Motion Carried with 100% approval**

## Action Item

It was confirmed that the new bylaws and related policies will be posted together onto the fmi\*igf website.

## 8. Election of National Board

Barb Kelly noted that the processed followed was from the old by-laws .

On September 21, 2020 a Call for Nominations was issued to all fmi\*igf members.  
On November 2, 2020 an email was sent to all members to invite them to the AGM.  
November 16, 2020 Nominations were closed.

The President confirmed that the Secretary-Treasurer did not receive any new nominations and he read the Board approved slate of candidates for the National Board of Directors.

- Valeri Perry, Eastern Regional Director (2-year term)
- Jeanette Stead, Western Regional Director (2-year term)

## Motion

*It was moved by Barb Kelly and seconded by Athena Dinos that the approved slate of candidates be approved.*

**Motion Carried with 100% approval**

## 9. Other Business

The President congratulated the new members to the Board and thanked the following outgoing Board members for their service and dedication and great support with years of contribution.

- Linda Dow, Eastern Regional Director
- Athena Dinos, Western Regional Director

## 10. Notice of next AGM

The next Annual General Meeting will be held in Ottawa during PD Week 2021

## 11. Conclusion

President Derek Cockburn thank everyone for participating today.  
The meeting was adjourned at 4:57 p.m. EST