

Friends of the Ukrainian Village Society - business # 118933290 Annual General Meeting 2024

14 April 2024/ 12:30 PM / St John's Cultural Centre/ Edmonton

Attendees

Gord Yaremchuk, Michal Mlynarz, Kevin Baron, Christina Baron, Alexandra Lazaruik, Tanisha Ayotte, Gail Fenton, TJ Fenton, Chris Luchak, Steve Eleniak, Wilf Ruhl, Phyllis Ruhl, Natalie Edwards, Janice Fleming, Lesia Levytsky, Linda Peet, Rena Hanchuk, Yaroslav Hanchuk, Miranda Koshelek, Jeremy Haluschak, Iris Hewko, Lydia Migus, Radomir Bilash, Terry Triska, Angie Triska, Daniel Farner, Andrij Hornjatkevic, Rebecca Kuchmak, Loren Wynnyk, Karen Graves

Agenda

1. Welcome and Opening Remarks

2. Election of AGM Chairperson and Secretary

Motion: Moved to nominate Kevin Baron as chair for the AGM.

Appoint Kevin Baron as AGM Chair.

Moved. Seconded. Carried.

Kevin Baron took over as AGM Chair.

Motion: Moved to nominate Christina Baron as secretary for the AGM.

Appoint Christina Baron as AGM Secretary.

Moved. Seconded. Carried.

Christina Baron took over as AGM Secretary.

3. Approval of Agenda

- 1) Amendments to include new proposals to bylaws - Moved. Seconded. Carried.
- 2) Amendments to change agenda order item #6 - Moved. Seconded. Carried.
- 3) Amendments to change agenda order and move budget to 5a) -Moved. Seconded. Carried.

- 4) Addition to discuss Ukrainian Language Logo and website/communication to discussion point prior to closing remarks - Moved. Seconded. Carried.
- 5) Proposal to move order of Election of Directors to #8 -Moved. Seconded. Carried.

The Agenda was accepted.

4. Approval of Minutes from the March 2023 AGM.

Moved to accept the minutes from March 2023 AGM. Seconded.

Corrections to spelling of names and grammar clarified. Carried.

All in favour.

5. Matters Arising from the Minutes.

5. a) Budget Discussion by Gord Yaremchuk.

-Review Budget handout (as provided in AGM package) for Children's camps, gift store and food.
Total Revenue \$984,000.

Questions:

- 1) Donor Plaque Wall (Radomir Bilash) - *are corrections being considered for the original plaques?* Errors in past plaques. Radomir Bilash is offering to help correct errors. Current budget for donor wall does not include corrections of errors.
- 2) Fundraising (Lydia Migus) *Is the Society planning on not doing fundraising?* Beef raffle up in the air. Current ongoing fundraising. Profits from food/store/camps/donations are considered fundraising for the Society.
- 3) *Does the Society have Insurance coverage including D&O, commercial?* (Lydia Migus) Yes. The Society has insurance coverage which also includes abuse and building as well.
- 4) *Is the Society hosting the Dance Festival in May?* (Linda Pete). The Society hosts the Music Festival in July. All other events at the Village throughout the year are organized by the UCHV's government staff and run jointly with the Society.

6. Reports:

Motion (proposed by Radomir Bilash) - not read the reports aloud and instead the officers can make short remarks and keep questions concise to those things.

Seconded by Jeremy Haluschak. Carried - all in favour.

- a) President's Report (Gail Fenton) written and provided in advance in the AGM Package.
-Signed the Interpretation Agreement with the UCHV for this year 2024 for the interpreter contract.

Questions:

- *Given that the Society has worked with the Community Officer over this year, can the mission/vision be shared as this has not been shared with the Society?* (Lydia Migus) This is updated and can be found on the Society's website.

- *Can the 3-year goals be shared?* (Lydia Migus)
 - **2024:** Review current bylaws and policies, design and order new signage at gift shop window, menu translated into French and Ukrainian, awareness campaign to increase membership through social and mail, linking volunteers, reviewing ED job description;
 - **2025:** Legacy giving, plan for repair of appliances in the kitchen, Gift shop policy, volunteer program, manager policy,
 - **2026:** New themes for HCP, new programming, updating board recruitment, Stage and gazebo, new donor wall.
 - *The Board of Director list is different on the website than the AGM, can clarification be provided?* (Lydia Migus). - Rena Hanchuk is VP since February 20th 2024 and will be ratified at this AGM.
- b) Executive Director's Report (Gord Yaremchuk) - written report provided in advance in the AGM Package.
- Thanks to our members. Met threshold to reach matching grants for 2024 Children's Summer Camps. Outline of the 40th anniversary events.

Comments:

- *Thank you for holding this AGM in Edmonton.*(Natalie)
- *Winter themed events would be interesting to have at the UCHV.* (Linda Pete)

Questions:

- *What were the numbers in Q2 for interpretation?* (Lydia Migus) Interpretation contract has 30 Full time interpreters equivalent. Closer to 40 this year for part time staff. 2 Canada Job Grants.
 - *What are membership numbers?* (Lydia Migus) 150 members
 - *What communication was done with members?* (Lydia Migus) Mailouts, email blasts, social media posts, outreach at events Ufest, Brookville (Christmas in the Heartland), and Yamarok
 - *Can you clarify the previous statement that the Society only has 150 members?* (Linda Pete) Yes combination of family and individual members. Still working on past interpreters to become members. Need to clearly define impact and cause in order to increase memberships.
- c) Report from the UCHV Director (David Makowsky) - written report provided in advance in the AGM Package.

Thanks to Kevin Baron as previous Historical Interpreter.

Questions:

- *How many guests came through gates in 2023?* (Lydia Migus) Forest Fires caused cancellation of some events therefore causing lower attendance. 32,000 visitors (5 days a week).

- *What is the maintenance of historical buildings on site?* (Lydia Migus) Ongoing work. Part of ministry is responsible for conservation of buildings. Major accomplishments this year was the Bellis train platform was replaced. Painted a number of historical buildings.
- *What is happening to buildings in the Back 40?* (Lydia Migus) Part of Ukrainian enrichment program. These projects are funded through the capital budget. Started exterior work on the Radway post office. St. Michael's harness shop to stabilize. Working on coal shed history.
- *What is plan to open closed buildings?* (Lydia Migus) Pool hall waiting on some furnishings. Radway post office replaced outside windows and sidings. Hewko house exterior is being worked on. Smoky Lake store: ongoing campaign to collect items to go into the store. Every year to submit to capital funding ongoing.
- *How do you get items to furnish the buildings?* (Linda Pete) On website reaching out, phone calls from the community

6. d) Financial Report (Sylvia Mak - Treasurer) - copy provided in advance as part of AGM Package.

Brief review:

Page 4 - slightly more assets. Metrix has prepared the Financial statement.

Liabilities - Deferred Capital contributions from Red Cross.

\$40,000 loan has been paid off but still is included in the 2023 financials.

Net assets have grown from the previous year.

Page 4 - Interest has gone up and now have high interest savings that houses working funds.

-Gift shop has done well. Lots of attendees for summer camps. Looking at securing more sponsorships.

Deficit of \$9,603.

Page 6 Net Assets Review

Page 7 - Operating Activities. Cash has went up significantly than in years before

Page 11 - Moved funds into our high interest savings and out of chequing. GIC maturing on May 22, 2024 with a fixed rate of 4.75%

Page 12 - Red Cross Grant is initiative to update bylaws, board recruitment and supplements salary, as well as new laptop and staff training. There is still \$30,000 coming in completion this year.

Page 13 - Grants - UCC provided meals to summer camp attendees.

Page 14 - Sales Review with positive numbers

Questions:

-What is the interest rate and who is it with? Servus Credit Union - could be 5% in a high yield savings account. Have GIC maturing in May 2024. Will look at a strategy of having smaller investments coming to maturity over time.

-On the fundraising line in 2023 what is \$277? (Lydia Migus) Should be more and should be accounted for elsewhere. Need to follow up.

-Has Society lost \$10,000 in fundraising? (Lydia Migus) Suggestions for the Executive to follow up later with more details in the line items. Don't feel it is fair to state that the Society lost \$10,000. (Jeremy Haluschak)

-Suggestion for future - to include a note in the future as to where information is to go? (Lydia Migus)

-Has there been a significant theft from the Society? Not that I'm aware of. Food spoilage but not theft.

-What were Casino details? (Rebecca Kuchmak) \$21,000 from Camrose Casino. Casino AGLC audit this past year. Insurance review onsite.

-Do you allow volunteers to assist in the plan? (Radomir Bilash) Insurance has stated that the work has to be done by a licensed repair. Possibility to have volunteers volunteer alongside.

Received for information.

7. Proposed Bylaw Amendments (Alex Lazaruik)

The AGM Chair suggests having a short introduction and vote as a whole package. Explanation of need to have certain motions as stand alone and recommendation not to vote as whole package.

Red Cross grant has been the catalyst for newly proposed bylaw amendments. Mailed out bylaw and then sought legal counsel. Feedback provided and made further amendments/adjustments. The newest bylaws as part of the AGM package reflect legal changes and correct inconsistencies and remove redundancies but do not change the intent or nature of the bylaws.

Review the Proposed bylaws with further explanations as to the proposals.

Article 1: added definitions

Article 2: Proposed new bylaws with code of conduct for members and directors and clarity for voting at AGMS

Article 3: Section 3 has changes of wording but no change of function for the directors. Adding clarity for nominations from the floor and expectations for newly appointed board members. Moving some language to different articles.

Article 4: Propose that this is a standalone motion as this affects the fiscal year. Move fiscal year to coincide with UCHV. In addition to grants have different fiscal year and simpler to align with those dates.

Article 5: Correct wording to provide clarification.

Article 6: updating allowance for mobile texts, removing letter mail and updating with current society.

Article 9: Creating clear expectations.

Questions:

- *Why changing the number of days to notify members?* (Rebecca Kuchmak) Original was 5 days notice by electronic and 10 days by written. Only changing 10 days by mail.

- *Proposed 2.03 Is there a policy? Who decides by what vote?* (Lydia Migus) Violation of the code of conduct. The AGM Chair interjects, asking if there is a motion to change the wording of they bylaw amendment. None offered.

- *3 people can determine quorum. Should there be a percentage of the board?* (Lydia Migus). *There should be an opportunity for an appeal in 2.03.* (Radomir Bilash)

Chair takes that as a sentiment and asks if there is a motion to create an appeal?

Motion (Radomir Bilash) - To strike 2.03 and appendix A from this amendment and defer discussion of same to the following AGM or to another special meeting. Seconded Steven Eleniak.

Discussion:

- Society has other policies that have 80%.

- People should be in agreement with code of conduct.

Vote. Motion defeated.

Questions continue:

- R Bilash - Suggest to take the bottom bullet from Appendix A and put it to the top of Appendix A. Chair asks if mover considers this a friendly amendment. Mover agrees, and change adopted without a vote.

- *Under 3.20 I assume there are policies and procedures created?* (Lydia Migus) Currently harassment under employment policy is currently being used. There is intent to create once the bylaws have been approved. Last bylaws took 7 months to implement.

- *Has there been a discussion with CRA pertaining to a change in fiscal year end?* (Lydia Migus) Yes. If a Society has only changed once it is likely to be approved.

Chair calls for closure on general discussion.

Alexandra Lazariuk outlines that for the purpose of the Community Development department at corporate registries, the vote on changing the Society's fiscal year must be a separate motion.

Therefore A. Lazariuk will move the amendment package in three parts: Motion i/Motion ii/Motion iii

Motion i: changes affecting Bylaws from Article 1 to Article 3.14 be accepted as presented including 2.03, which is amended so that the former clause "80% of the full board" in 2nd sentence on the 3rd line now reads "80% of the voting members of the board".

Alexandra Lazaruik moves. Miranda Koshelek seconds.

Discussion on Motion i.

Vote in favour 22. All opposed 0. Abstentions: 4.

Motion i carried.

Motion ii: Amends Article 4 to change fiscal year.

Alexandra Lazaruik moves. TJ Fenton seconds.

Discussion Motion ii.

Vote in favour 24. Opposed 0 Abstentions 2

Motion ii Carried.

Motion iii: remaining bylaws as presented including the appendix A.

Alexandra Lazaruik moves. Janice Fleming seconds.

Discussion Motion iii:

Vote in favour: 22 Opposed 0 Abstentions: 3

Motion iii Carried

8, Election of Directors (TJ Fenton)

Ratify the appointment from February 20, 2024 moving Rena Hanchuk to 1st VP for a 1 year term 2024-2025.

There was a concise effort to move the board to an operating board. Are you proposing that you want the members to vote? (Radomir Bilash) Board is moving to a governance board. Ratification at the AGM is still required.

Vote All in favour 23. Opposed 0. Abstentions 3.

Ratification for Rena Hanchuk moving to 1st VP is carried.

2024 slate of candidates is proposed as follows:

(INSERT SLATE)

President: Gail Fenton

2nd VP: ALEXandra Lazaruik

Director: Chris Luchak

Director: Lesia Levytsky

No election required. Acclamation.

Questions/Discussion.

The AGM Chair calls for nominations from the floor.

Rebecca Kuchmak nominates Jeremy Haluschak. Miranda Koshelek seconds. Jeremy Haluschak accepts.

Iris Hewko Nominates Rebecca Kuchmak. Miranda Koshelek seconds. Rebecca respectfully declines.

Vote in favour: 22. 0 opposed. 3 abstentions. Carried.

Full Board INSERT HERE:

9. Proposed Membership Price Increase

Proposal to increase individual by \$5 and family by \$10 in 2025.

Discussion:

-Is there a price increase to the UCHV admission? No staying current

-What is the purpose of the increase? Looking at inflation and good time since last increase?

-What does membership cover? Discount at gift shop/catering/voting at AGM

-Membership used to bring more than that in the past - used to get membership to other sites and now don't. Do we want to increase to all members? Nice to have more revenue. 5 years since multi-site entrance was allowed.

Discussion Against proposal included: length of time to amass 150 members. Smaller hike is more justifiable. Hike increase will result in fewer members

Discussion For proposal included: Not a high hike, Cost of going out to a restaurant is \$30.

Vote 19 in favour; 1 vote in opposition; 4 votes in abstention. Carried.

10. Appointment of Auditor

Motion: Gail Fenton moves to appoint Metrix Group Chartered Professional Accountants as Auditors for the 2024 Financial Year.

Moved by Gail Fenton. Seconded by Tanisha Ayotte. Unanimous vote in favour.

Motion Carried.

11. Ukrainian Language Logo and Website/Communication Discussion (Radomir Bilash)

Raising awareness of the two different ways of spelling the Society's Logo in cyrillic. Observation that there used to be more Ukrainian language used within the Society and AGM. Previous years

used to have prayers and greetings as part of the AGM. Observation as to how many newly-arrived Ukrainians part of the Society. Suggestion to the Board to include policies on the website.

Chair accepts this as advice from membership to the incoming board.

12. Closing Remarks and Adjournment

Alexandra Lazaruk proposes to adjourn the meeting. Andrij Hornjatkevyc moves to adjourn the meeting. The AGM Chair declares the meeting is adjourned at 2:39pm.

Presentations to follow.

Action Items:

- 1) Follow up with Auditors as to the Fundraising 2023 amount (\$277). Is this accurate and what does this include?
- 2) Board members to take into account the membership's desire for more Ukrainian language as part of the Society's functions such as the AGM including prayers and greetings.
- 3) Suggestion to the board to include policies on the Society's website.