

Youth Science Canada Special General Meeting

Tuesday, May 15, 2012 @ 9:00am
Room 242, McDougall Hall, University of PEI
Charlottetown, Prince Edward Island

MINUTES

Meeting called to order at 9:00 by Len Reimer.

1. Chair's Welcome – Len Reimer

- Welcome and thank you for taking the time to be here.
- Thanks to your employer for giving you the time off to be here.
- Thank you PEI!! – to the Co-chairs and Host Committee Team. Three years working to be here.
- Thank you sponsors.
- Thank you NSFC and NJC.
- Thank you Board – we are volunteers, not paid staff.
- Introduction of the Board and Reni & Lori.
- Len Reimer will act as Chair, Lori Murray will act as Secretary.

2. Reports

Chair's Report – Len Reimer

- In Organizational Governance, those people and groups that the Directors serve are described as owners. The Directors of Youth Science Canada include as owners everyone interested and affected by youth involvement in science in Canada. That includes the youth, the alumni, everyone in the regions and provinces, all the teachers, parents, mentors, science related companies, governments, sponsors and potential sponsors,... and because of the foundational role that science plays in our society, just about everybody else.
- We don't take our job lightly. Your directors spend many hours on sub-committee work and preparing for the five regular meetings we have per year. Three of those are in person and two are teleconferences.
- We are excited to see the growing grass-roots support through Smarter Science, the growth of connectivity through the SMARTS network and schools are kept informed and involved through "Invent the Future".
- In 2011, Youth Science Canada made a major change in how we support Canada-wide Science Fairs. Before that, the lion's share of the funds required were to be raised by the local Host Committee. That put an enormous challenge on the Host Committees and what we saw was a considerable reduction in cities coming forward to host. The change has the majority of the funds provided by Youth Science Canada, reducing the burden on Host Committees, we also contracted Liette Phillippe who is both very familiar with the CWSF and a professional event organizer to both assist and liaison with Host Committees. What

we now see is a set of cities committed to host and others telling us they are actively considering hosting. It's all very exciting and provides stability for the future.

- It was not an easy decision and unfortunately it coincided with the downturn in the North American economy, as I'm sure each Region is well aware.
- Internally cutbacks were made. The directors responded by paying for our own meals at one meeting and changing a scheduled in-person meeting to a teleconference one. We moved from phone based teleconferences to Skype-based as there is no cost. Everyone cooperated.
- The great news is the change has done what was hoped. We now have a good base of funding with several multi-year commitments. You will see some of those commitments visible here. Although we are still reaching out to potential financial supporters, we are also being approached by some significant players who see Youth Science Canada as a worthy and stable organization doing the good things they like to support.
- We have changed some of the ways the Board itself operates. We have a proposed three year cycle of policy reviews, we have tentatively scheduled our meetings at least 4 years ahead, we receive monthly updates on the finances so we are well aware of where we are at and we have had exciting meetings devoted to considering and revising the vision for YSC.
- I believe we are a good team with different complementary skills. Our meetings are punctuated with strong advocacy, good ideas and a focus on what is best.
- We must give a special recognition to our hardworking office staff and especially the excellent work of executive director, Reni Barlow.
- And we all recognize that the heart of this organization is the volunteers.
- Thank you.

Scrutineer's Report - Amberly Dooley

- There are:
 - 108 Members present
 - 15 represented by proxy
 - 123 total Members present
- 15 voting members present in person or by proxy must be in attendance for quorum.
- Therefore, quorum is present to conduct the business of the Special General Meeting.

Minutes of the SGM May 2011

- All members received minutes by email, copies available at meeting.
- Any changes or omissions?

MOTION: That the minutes of the 2011 Special General Meeting of members be approved as presented.

- Moved: Raymond Corbeil, Timmins
- 2nd: Bianca Henderson, Greater Vancouver
CARRIED

Treasurer's Report – Mayur Gadhia

Financial Review Process

- Deloitte & Touche (D&T) audited the financial statements prepared by management for the year ended June 30, 2011.
- The audit report was dated November 5, 2011.
 - D&T provided a qualified audit opinion on the financial statements (common for NOPs)
 - D&T provided a post-audit report which included information on three audit adjustments (related to prepaid expenses, deferred revenue and accounts receivable)
 - D&T expressed their appreciation for management and the overall audit process

2011 Financial Statements

- Statement of financial position:
 - Current assets decreased to \$800K from \$2.5M.
 - Capital assets decreased to \$131K (from \$166K) mainly due to amortization.
 - Deferred revenue decreased to \$1.5M (from \$2.4M) mainly due to recognition of Ontario MRI funds.
 - No other significant changes.
- Statement of operations:
 - Revenues decreased by \$342K due to lower sponsorship and donations.
 - Expenses increased by \$345K related to Government of Ontario funding recognized.
 - Combined impact of decrease in revenues and increased expenses resulted in a deficit of \$303K (versus a surplus of \$385K in 2010 and a deficit of \$45K in 2009).

2012 Operating Budget

- In December 2011, Management prepared and presented a cash flow balanced 2012 operating budget to the Board – revenues and expenses budgeted at \$2.9M (versus \$3.4M in previous year).
- Management working hard in light of difficult times:
 - Scaling back certain discretionary expenses related to CWSF.
 - Rasied new sources of funds (RIM, Mircosoft).
 - Will continue to focus on fundraising.

MOTION: That the Treasurer's Report be approved as presented.

- Moved: Lorne Heslop, YSC Board of Directors
- 2nd: Anjula Corbin, Central Interior BC
CARRIED

Nominating Committee Report – Antoine Garwah

- Antoine introduced the committee (Jaymie Matthews, Malcolm Butler, Andrew Stephens, Reni Barlow and himself).
- Thank you committee for your hard work.

3. Election of Officers – Antoine Garwah

- 6 nominees for 3 positions.
- Carole Grenier withdrew her name.
- Now 5 nominees for 3 positions.
 - Jennifer Gerritsen
 - Dave Jaworsky
 - Steve Karrel
 - Brian Le
 - Len Reimer
- Nominees each gave a brief presentation to members.

4. Risk Management – Anita Luszczak & Malcolm Butler

The intent of Risk Management is to ensure that everyone works, volunteers and participates in a confident and safe environment.

Why is risk management important?

- Want to minimize the risk from foreseeable events by being proactive versus reactive...we need to PLAN for mitigating risk.
- There will always be risk in any situation but how it is handled and planned for will determine an organization's success – and sometimes risks are necessary!

What is risk management?

Risk management should:

- Create value – this needs to assist the organization in planning and decision making and reduce organizational stress.
- Be an integral part of organizational processes.
- Be based on the best available information at the time.
- Explicitly address uncertainty and assumptions.
- Be adaptable and evolving.
- Take into account human factors.
- Be transparent and inclusive.

What some regions and YSC are doing.

- YSC is developing a risk management policy to provide a guideline for YSC.
- Will make the policy and documentation available to the regions.
- YSC has focused in the past year on identifying risks and mitigations, and developing means to manage risk effectively.
- Some regions have already incorporated risk management into their organization; one example is Calgary Youth.
- Will develop content for web access and resource links.

5. Board Service Recognition - Len Reimer

- Thank you to Carole Charlebois.
- Carole gave a thank you to the Members.

6. Election of Officers - Antoine Garwah

- Election: Votes were cast and ballots were counted. The new Board of Director members are:
 - Jennifer Gerritsen
 - Dave Jaworsky
 - Len Reimer

MOTION: To destroy the ballots.

- Moved: Amberly Dooley, Calgary Youth
- 2nd: Carole Charlebois, YSC Board of Directors
CARRIED

7. Other Business - Len Reimer

- Thank you Steve Karrel.
- A Service Recognition plaque will be presented to Steve at a later date.

8. Adjournment - Len Reimer

MOTION: To adjourn the 2012 Special General Meeting of Members.

- Moved: Malcolm Butler, YSC Board of Directors
- Adjourned - 10:17am