

# Youth Science Canada Special General Meeting

Tuesday, May 13, 2014 @ 9:15am  
Room Toldo 100, University of Windsor  
Windsor, Ontario

## MINUTES

Meeting called to order at 9:15am by Malcolm Butler.

1. Chair's Welcome – Malcolm Butler
  - Welcome and thank you for taking the time to be here.
  - For this meeting, Malcolm Butler will act as Chair, Lori Murray will take the minutes.
  - Thank you Roland for translating.
  
2. Scrutineer's Report – Jim Jo
  - There are:
    - 101 Members present
    - 7 represented by proxy
    - 108 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.
  
3. Reports
  - Chair's Report – Malcolm Butler
    - This has been a very busy year for Youth Science Canada.
    - Reni Barlow retired in November 2013. There will be a recognition for him at the Awards Banquet on Thursday evening.
    - Welcome to our new Executive Director, Brad McCabe, who started in December 2013.
    - He has had the support of Lori, Liette & Dominic and also NSFC and NJC.
    - Transitions are difficult so the Board would like to thank everyone for their support.
    - We want to be involved in more Alumni engagement.
    - Introduction of Board Members (Anita on Skype).
    - CWSF going well? YES!!!!
    - The new Monday morning activity was excellent. Lots of high energy in the exhibit hall.
    - We want to be involved with our membership.
  
4. Minutes of the Special General Meeting – May 2013

- All members received minutes by email.
- Any changes or omissions? None forthcoming

**MOTION:** That the minutes of the 2013 Special General Meeting of members be approved as presented.

- Moved: Scott Berry, Quinte
  - 2<sup>nd</sup>: Jennifer Gerritsen, YSC Board of Directors
- CARRIED

5. Treasurer's Report – Malcolm Butler on behalf of Mayur Gadhia

**Financial Review Process**

- Deloitte & Touche (D&T) audited the financial statements prepared by management for the year ended June 30, 2013.
- The Board received and reviewed the draft financial statements on October 26, 2013.
- Deloitte provided a qualified audit opinion on the financial statements consistent with what many other charitable organizations are provided.
- This is the year of implementation of new accounting standards, so there are three balance sheets this year only (back to two in future years).
- Deloitte expressed their appreciation for management and the overall audit process.

**2013 Financial Statements**

- Statement of financial position:
  - Cash balance and investment and investment increase (\$147K to \$379K) is due to the fact that Lethbridge had not yet invoiced for their expenses (buried in Accounts Payable).
- Statement of financial position:
  - Revenues decreased substantially (\$3.2M to \$2.0M) largely due to expiration of the Ontario MRI grant.
  - Expenses were reduced by approximately \$450K (\$2.8M to \$2.3M) in some compensation.
  - There was a significant redistribution of expenses as a result of the MRI grant expiration.
  - There result is a deficit of \$328K compared to a surplus of \$414K in 2012.
  - Part of a recurring cycle – need to break this.

**2014 Operating Budget**

- Have begun the transition to a rolling quarterly budget model.
- Will better allow YSC to deal with the non-uniformity of income and expense, and allow better strategic financial planning.
- Significant progress has been made in wiping out the deficit from 2013.

Financial statements were already accepted at the Annual General Meeting on November 30, 2013.

Any questions? None forthcoming

Thank you.

## 6. Nominating Committee Report – Jennifer Gerritsen

I was very lucky to have the privilege of working with such a talented, diligent and enthusiastic committee this year.

First, David Wardlaw who wasn't able to join us today. He's from Newfoundland, and he agreed to be our YSC Member at Large. We'd like to thank him for accepting our invitation to be on this committee.

Len Reimer, from Vancouver – who is on the Board of Directors and is Past-Chair

Brad McCabe (YSC Executive Director),

Brian Le who is on the YSC Board of Directors and is from Vancouver.

We had to make a couple changes to the committee composition early on. Originally the Bylaws specified that the Vice Chair be on the committee, but as our Vice Chair (Anita Luszzak) was potentially up for re-election, Len Reimer (as Past Chair) took on the role. As well, the Executive Directorship changed in the autumn of 2013 when Brad McCabe joined YSC.

We started activities significantly earlier than most years, starting communications in September.

As per the Bylaws, three Board members (Malcolm Butler, Anita Luszzak and Jaymie Matthews) were finishing their current three-year terms. As all three were completing their first term, they were eligible for re-election at this Special General Meeting (SGM). We aimed for a slate of 3-4 new nominees in addition to any incumbents.

After discussing the composition of the current Board, the scope of YSC's activities and programs, and our future challenges, the committee examined those Skill and Attributes we would like to see in nominees, and portions of this were included in our Call for Nominations letter. It also helped guide our search for potential nominees.

We would like to thank the YSC office for sending out the nominating package to YSC members on February 6, 2014.

In addition to the Nominations Package sent to all YSC members, the committee directly approached over one dozen individuals we thought could bring these Skills and Attributes to the Board. It was not until very close to the deadline that the field of interested potential candidates dropped to three

nominees, many deciding to wait for another year to apply. This presented an acclamation situation rather than the election that was our ideal goal. Nevertheless, the Nominating Committee is pleased to present these three eminently qualified nominees to the membership of YSC.

The Nominating Committee received nominations for three persons to stand for acclamation: Malcolm Butler, Robert Thirsk and Alison Thompson. With the nominees' consent, the YSC office distributed their short biographies and longer candidate statements to the membership on April 13, 2014.

7. Election of Officers - Jennifer Gerritsen

- 3 nominees for 3 positions.
  - Malcolm Butler
  - Robert Thirsk
  - Alison Thompson

**MOTION:** That the following members, Malcolm Butler, Robert Thirsk and Alison Thompson be elected to the Board of Directors by acclamation.

- Moved: Brian Le, YSC Board of Directors
  - 2<sup>nd</sup>: Laurie Kraftchek, Avon-Maitland Huron Perth
- CARRIED

Welcome to Robert Thirsk and to Alison Thompson and welcome back to Malcolm Butler.

8. Board Service Recognition - Malcolm Butler

- Anita Luszcak - on Skype. Thank you very much for your work as Vice-Chair for the past two years. I could not have done my job as effective without all your help.
- Jaymie Matthews.
- Mayur Gadhia.

Thank you all for your invaluable service.

9. Other Business - Malcolm Butler

- The Annual General Meeting is a legal meeting that is held by teleconference.
- The Special General Meeting is the meeting used to discuss and ask questions as everyone is in attendance.

Any questions or comments?

Anthony Persaud, Peel: What is Smarter Science? Smarter Science is a program trade-marked by Youth Science Canada and is for teachers (Grades 1-12) to help them with teaching science.

Mark Labrecque, Frontenac, Lennox & Addington: SFIAB (Science Fair in a Box), will there be any upgrades? SFIAB is a program written for regions to help with the registration of regional fairs and is an independent company (Lightbox Technologies). Youth Science Canada is the flow-through to purchase it. Brian Le, Greater Vancouver commented that they use it and did work to upgrade it. Waterloo region commented that they use it for the server.

If anyone has any other questions or comments during the week, please feel free to grab a Board member any time for a chat.

#### 10. Adjournment - Malcolm Butler

**MOTION:** To adjourn the 2014 Special General Meeting of Members.

- Moved: Jason Marshall, United Counties
- Adjourned - 9:53am