



**56th ANNUAL GENERAL MEETING OF MEMBERS
YOUTH SCIENCE CANADA**

1. Welcome/Opening Remarks

The Chair, Dr. Jeff Hoyle welcomed everyone to the 56th Annual General Meeting of Youth Science Canada:

“I want to start by acknowledging that we are all, wherever we are in Canada, resting on lands many of which are unceded, of our Aboriginal and First-Nations peoples. We owe a debt of gratitude to all of them as we continue our efforts of reconciliation.

I want to congratulate the host team of the 2017 CWSF-ESPC in Regina, they put on a fantastic event. Particularly the two Jims - Jim Jo and Jim Langen did a great job and the team deserves the gratitude of all of us. Since I was involved in the judging process, I can say that we once again had many great projects. Many of these are 4th year undergrad and even some Master's degree level and our top projects have done very well internationally and I'm sure Reni will comment on those later.

Jeff announced that he would be Chairing the meeting today from Truro, NS and Lori Murray would record the minutes and act as Scrutineer.

Roll call: Najib Hayat, Jeff Hoyle, Robert Jackson (Northwestern Ontario), Erin Baker (Eastern Newfoundland), Reni Barlow, Steve Karrel (Chignecto West & Member), Elaine Ma, Jan Johns (Rideau-St. Lawrence), Patrick Whippey (Thames Valley & Member), Marthe Poirier (Réseau Technoscience - 12 regions), Wilson Wong, Heather Weber, Carole Charlebois, Maureen Hingman (Waterloo-Wellington), Alastair Komus, Trevor Maguire (Western MB and member), Devon Ross (Greater Vancouver), Jamie Parsons, Paula Piilonen, Lori Murray (Observer).

2. Approval of the Minutes of the 55th Annual General Meeting of Members

The Chair commented that the minutes were emailed to all members in the AGM Package and asked if there were any questions or amendments to the minutes. No changes were forthcoming.

The Chair asked for approval of the following motion:

By Steve Karrel:

THAT THE MINUTES OF THE 55th ANNUAL MEETING OF MEMBERS BE APPROVED AS PRESENTED.

2nd: Heather Weber

1 abstention

CARRIED

3. Chair Report

Welcome again and good day to everyone. Best wishes to all for the holiday season.

I want to start by thanking our small but wonderful staff for all the tremendous work that they do for us throughout the year. They are the anchor of our organization and if wasn't for their efforts we wouldn't get very much done without their great contributions.

I also want to officially welcome Reni Barlow back as our Executive Director and to particularly thank Lori Murray for running the office and for filling all the voids that we unintentionally leave in our work. Somehow everything gets done and it's Lori behind the scenes that ensures that it happens.

Next, I want to thank all of the YSC volunteers – all those at the local, regional, provincial and national levels for giving of their time so freely. I am not sure how many volunteers there are on an annual basis but it likely is in the 10,000 range.

I would also like to thank all the members of our Board of Directors, both past and present, for their leadership and thoughtful contribution to the mission of Youth Science Canada – to promote youth science.

Several Board members have left us, but they have been replaced by equally active and engaged members, which is great. The Board is currently working on a new statement of the aspirations of Youth Science Canada, and the youth that we serve, and we will be consulting with the membership in the coming months. As a Board we have met many times since May and we will be holding our second weekend-long meeting in February in Ottawa, so a very active Board.

Lastly, I would like to thank one individual, a member of our Board, who with help from Reni led our organization for about a year. Trevor Maguire is the type of person who exemplifies many of the qualities that we see in all of our volunteers. Thank you, Trevor for taking the helm when we were in need of someone to step up to the plate. I for one really appreciate your work and everyone else does too.

Over the last year the Board has continued to work on improving our finances and we are in a slightly better position than we were last year. Najib will present the Treasurer's report shortly. Our financial trajectory continues on an upward climb and we have high hopes for significant funding in the coming months, which Reni will no doubt tell you about in the Executive Director report. In finishing, I am glad to say that the Youth Science Canada family, particularly our many participants, continue to excel at all levels. It has been said many times before that Youth Science Canada programmes, and particularly our premier event, the CWSF-ESPC, is the best kept secret in Canada.

I think that we are once more making breakthroughs at the national and international levels and we will not go unnoticed by the community at large for much longer.

4. Report of the Scrutineer

Lori Murray, acting as Scrutineer, tabled a report that thirty-three (33) Members were present in person/on the phone with nine (9) Members represented by proxy for a total of forty-two (42) Members eligible to vote. Lori reported that the necessary quorum of 15 required for conducting the business of the Annual General Meeting was in place.

Note: There was a miscount in the original report as the online participants were double-counted. The numbers above are correct, not what was given during the call.

5. Executive Director Report

First, I want to acknowledge that the past year, the transition fiscal year 2017 as Jeff indicated, was a challenging one and I also want to echo Jeff's thanks to Trevor for all the work that he put in over that year. It was great to work with Trevor to bring the organization back into line in many ways. We continue to have some financial challenges but as Jeff mentioned the finances are improving and continuing to look stronger. We had a deficit in the vicinity of \$260,000 at the end of last year; this has improved but not as enthusiastically as we would have liked. We are now down below \$200,000 with good prospects on the horizon. So still a bit of a tenuous financial situation but the direction is positive.

I'm pleased that the program side has seen great success as Jeff mentioned. With the Canada-Wide Science Fair we are moving forward with CWSF 2018 in Ottawa. Paula Piilonen who has just rejoined the organization as a member, has agreed to lead as Chair of the Host Committee. Those who have been around for a while will remember that Paula was one of the three co-chairs in 2008 when the fair was most recently in Ottawa. Thank you, Paula, for agreeing to take that on. She has a great committee and we look forward to an excellent event. For CWSF 2019 we are returning to Fredericton, NB, who hosted most recently in 2015. Both Ottawa and Fredericton are part of the new 3-year rotation. We have a call for proposals out to western Canadian destinations for 2020, 2023 and 2026 and we are beginning to work through the selection process. We look forward to building on the strengths and improvements that we saw in Regina, particularly around the STEM Expo which hosted about 75 exhibits in addition to the 400 projects and 450 finalists. Our target for Ottawa is about 100 exhibits and bringing 10,000 local students and their teachers through the fair in addition to the general public. The Canada-Wide Science Fair is on a very positive trajectory.

Team Canada, our International program that Jeff alluded to, had good success this year. Our Intel ISEF Team of 7 represented the country and were not as successful as we've seen in the past bringing home a few awards, the highest of which was a Fourth Place award. I think we've gotten a little spoiled over the past few years bringing home Best in Fair, First Place and Best in Category awards. This year was a bit of a low year. For 2018 we have over 60 Team Canada-ISEF applicants. We look forward to a great Team and a great process going forward.

Our three top projects from CWSF 2017, the three platinum award winners, went on to represent Canada at the European Union for Young Scientists (EUCYS) and if you've been following our website, or Twitter or Facebook, you know that two of those three won top awards. In fact, we won a First Place Award and a Second Place Award. Danish Mohammed of Thames Valley, ON won the First Place Award and Colette Benko of Calgary Youth, AB won the Second Place Award. Canada was the only country to win two core awards, which is quite a distinction at that contest which is a very high level event. Congratulations to those students.

Smarter Science continues to operate as a cost recovery program. Dominic Tremblay has been very active in presenting workshops in various places, most particularly BC but also in other locations around the country. Smarter Science is still active but in somewhat of a holding pattern. The resources are very well regarded and well used in classrooms around the country.

Jeff alluded to the Board working on a new Ends Statement. We had a great face-face meeting in Ottawa at the end of October during which we did a very extensive review of what Youth Science Canada is about and what it's trying to achieve. We made a clear statement that youth is Youth Science Canada's primary client and that's actually a change from about 10 years ago when the Board determined that regions were the primary client.

I would also say that from my personal perspective partnerships are a really strong focus. I'm positioning Youth Science Canada as the organization that plays nicely with everyone in the

youth STEM outreach sector. We demonstrated that quite clearly in 2017 when we had virtually all the national youth STEM outreach organizations as either exhibitors or program partners in Regina and we will continue that in 2018. I'm also positioning the Canada-Wide Science Fair as a showcase for the youth STEM outreach and promotion sector and as a flagship event of the Science Odyssey national promotion coordinated by NSERC - a 10 day celebration of discovery and innovation across the country.

From the perspective of the regions, Jeff talked about the fact that we rely on a huge number of volunteers. Our best estimate is that the number is actually about 8,000. We made a strong decision this year to hold the CWSF fee at the same level as last year. We are going to endeavor to help provide some relief to regions, so we will be looking at the Canada-Wide fee over the next few years. Another change that we made for 2018 is to integrate the travel plan fee into the Canada-Wide fee. They were always integrated, but in 2019 the travel fee will cease to be listed as a separate line item - it will simply be a component of the CWSF fee. This will help us streamline our financial reporting and eliminate the ongoing liability of the travel plan, which has a negative perceptual impact on our financial statements. There's no actual financial impact; it just appears that we have a large deficit every year. We are also looking at the way Youth Science Canada connects with regions across the country and rethinking how we implement that relationship. We will be looking to improve and refine the communication structure with regions to enable more direct and more immediate communications and also to look at new and improved ways to ensure that the regions are a part of YSC, a key part of the program delivery process and that the regions are part of our organization, not clients served by our organization. And that's a bit of a shift from the past few years.

So, in general we still have some challenges, but we have very strong prospects like our PromoScience application for which we expect to hear results in the next couple of weeks. We are very pleased to announce that we have a new Innovator Level sponsor. Intact Foundation is part of the Intact Financial Group, which you may know better as Intact Insurance or as Belair Direct Insurance. I was in Toronto last week for a full day to meet with their team. They are not only providing cash, they are also providing in-kind services to help us with the problem that Jeff alluded to, which is that Youth Science Canada and the Canada-Wide Science Fair are one of Canada's best kept secrets. We spent time looking at ways to better market Youth Science Canada, the Canada-Wide Science Fair and our other programs and you'll see some results coming from that. We also have proposals out to other potential major sponsors and they are expected to report back to us in the next couple of months.

All in all, things are looking very promising. We presented a budget to the Board a little over a month ago which is break-even without any additional funding, so any new funds will help reduce the deficit and enable us to do bigger and better things. All in all, I'm anticipating that 2018 will be a strong recovery year and I expect that we will actually find ourselves in a break-even or positive financial position on June 30, 2018, which would be quite a significant recovery in a short period of time.

6. Treasurer Report

Introduction:

- First, I wanted to thank all the volunteers, staff and contractors, Management and the Board for all their hard work, dedication, time and continued commitment and support to the organization. Without all of you, there would be no way for YSC to continue to strive for excellence and achieve our mandate.

Financial Report:

- Deloitte Touche Tohmatsu Limited (more commonly referred to as Deloitte) audited the financial statements for the year-end June 30, 2017 as prepared by management.
- The Board received and reviewed the draft financial statements on October 28th, 2017:
- Deloitte provided a qualified audit opinion on the financial statements consistent with what other charitable organizations are provided.
- Deloitte expressed their appreciation for management and the overall audit process. They noted that this continued to be a very smooth audit.

2017 Financial Statements:

- Najib walked everyone through the financial statements.
- Note the operating deficit in 2016 of \$72.5K, as noted in last year's report. For 2017, there was actually a surplus of \$15.5K, which is the first time in 4 years.
- Over the past year, significant changes were implemented as part of the austerity measures and objectives. We changed our Management. We continue to provide active oversight on the cash management (cash inflows and cash outflows), which is being performed on a weekly basis and all expenses are being scrutinized to ensure that they are absolutely needed.
- Once again, in their letter under "Emphasis of Matter," the auditors noted that existence of the ongoing net asset deficiency indicates a material uncertainty in that the organization may be unable to continue as a going concern. The auditors are obliged to make this note based on our history of deficits over the last four years.
- The Executive Director (ED) is aggressively pursuing funding opportunities with a goal to gain and provide sustainable operations and eventually completely eliminate the accumulated net asset deficiency.

Reni added that all expenses from the Canada-Wide Science Fair 2017 have now been paid and that's a significant advance over the last few years where expenses from the Canada-Wide have often been deferred into the spring of the following year.

Najib noted that in September 2016 we did have a bit of a cash flow crunch and that Board member Trevor Maguire provided a loan from his personal finances to help us get over that hump. Without Trevor's help YSC would have had a significant issue with paying our bills. We just wanted to highlight this and thank you.

Accept FY2017 Financial Statements

The Chair asked for approval of the following motion:

By Najib Hayat:

THAT THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2017 BE ACCEPTED.

2nd: Trevor Maguire

Patrick Whippley asked to whom do we owe \$215,000.

Reni responded that the simple way to answer this question is to say that over the past 4 years, the organization has been paying for the current Canada-Wide Science Fair with funds for the next Canada-Wide Science Fair. It's not a good practice but it's one way of managing cash flow. So \$200,000 was borrowed from funds and deposits for Regina to pay for Montreal. We want to break that cycle by June 2018. With the significant sponsorship from Intact we have already moved quite significantly down that road.

CARRIED

7. **Appointment of Auditors**

The Chair asked for approval of the following motion:

By Najib Hayat:

THAT THE FIRM OF HURREN SINCLAIR MACINTYRE LLP BE APPOINTED AS AUDITOR FOR THE 2018 FISCAL YEAR.

2nd: Elaine Ma

Heather Weber asked why are we changing auditors?

Najib responded that one of the things that we have been continually looking at is where are all our costs going and how we can obtain better value for our money. Working with Deloitte has been a good relationship and we have nothing negative to say about that organization. Their approach, their audit, their reports and even the interaction with their staff and partner have been excellent. However, if we are going to be true to our principles and we find that we can hire another firm for significantly less money that still provides the value we need, it is important to give that significant consideration. Having said that, we sent out a Request for Proposal and met with firms. At the end of that process, we concluded that Hurren Sinclair MacIntyre (HSM) would be a good fit. We also ensured that Lori was comfortable with them because she is responsible for working with the auditors with me. In the end, it's not so much about saving the money; it's about how that money can be better spent to deliver value for our clients.

CARRIED

Patrick Whippley asked what strategies are we doing to try to retain sponsors? We lost BlackBerry and Microsoft

Reni responded that sponsorships are founded on relationships, not simply on alignment between a sponsoring organization and the program they sponsor. You definitely need alignment and there needs to be good understanding, but it's also about making sure the sponsor can count on the organization to deliver what they said they would deliver, that there is a position of trust and a level of activation. For a major sponsor, it's important that we actively engage them in the programs and the processes of the organization so that they feel – and their employees feel – invested. Intact is a really good example of how we are doing that in a new way going forward. We had that type of relationship with Microsoft and with BlackBerry and it's perhaps interesting to note that the contact person at Intact with whom I am now dealing, was our contact for three years at BlackBerry. To comment briefly on Microsoft, this sponsorship was lost because Microsoft changed their mandate in terms of community relations partnerships to a focus entirely on coding. Their support is now going to organizations that focus on engaging kids in coding activities, like First Robotics Canada, Canada Learning Code and Kids Code Jeunesse. Corporate mandates change and there wasn't much we could do about BlackBerry, which went through an organizational and financial crisis themselves. Going forward the focus will be on securing partners who are well aligned with YSC and then maintaining those partners by ensuring strong relationships.

8. **Adjournment**

Carole Charlebois made the following motion:

THAT THE 56th ANNUAL GENERAL MEETING OF MEMBERS BE ADJOURNED.

The meeting was adjourned at 12:51pm EST.