



**YMCA of Cape Breton**  
**2022 Annual General Meeting**  
 Tuesday, June 28, 2022 (5:30 pm)  
 Via Zoom

Attendees:

Amanda Costello	Gurmit Kaur	Nicole Cammaert
Amrinder Singh	Heather Somerton	Nicole MacDonald
Anita O'Rourke	Jackson Tighe	Nikkita Pentecost
Barbra Boutilier	Jeff MacNeil	Omar Tag El Din
Bev MacKinnon	Jeff Ward	Regan Melanson
Billy Musgrave	Jillian MacKay	Rob Wadden
Calvin Driscoll	Julie MacKinnon	Robyn Seale
Cameron O'Neil	Joanne Davies	Sabrina Vatcher
Cindy Chiasson	Karen Furey	Stephanie Myles
Claire Chassabol	Kelli Wales	Tammy Marshe
Corrie Bunin	Kevin MacEachern	Tanya Horne
Danette LeBlanc	Kevin Muir	Tracy Briand
Emily MacLennan	Lynn Webb	Valerie Dolhanty
Evan Baillie	Mark Galley	

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Mark Galley called the meeting to order at 5:32 pm.

### 1. Land Acknowledgement

Jeff Ward sared a land acknowledgement statement: *"We would like to begin by acknowledging that we are in Mi'kma'ki, the ancestral and unceded territory of the Mi'kmaq People. This territory is covered by the "Treaties of Peace and Friendship" which Mi'kmaq and Wəlastəkwiyik (Maliseet), and Passamaquoddy Peoples first signed with the British Crown in 1725. The treaties did not deal with surrender of lands and resources but in fact recognized Mi'kmaq and Wəlastəkwiyik (Maliseet) title and established the rules for what was to be an ongoing relationship between nations... We are all Treaty People."*

### 2. Approval of the Agenda

Mark noted one correction to agenda, item 8.b notes a motion, but no motion is required in this instance.

Motion: To approve the 2022 AGM agenda as presented with the one noted correction.

Moved: Kevin MacEachern



Seconded: Omar Tag El Din

Carried Unanimously

**3. YMCA Story**

Jackson Tighe shared his YMCA story.

**4. Approval of Meeting Minutes**

Motion: To approve the 2021 AGM Meeting Minutes as presented.

Moved: Tammy Marshe

Seconded: Kelli Wales

Carried Unanimously

**5. Remarks from Chair and CEO**

YMCA Board Chair Mark Galley and CEO, Sabrina Vatcher, provided brief remarks.

**6. Financial Report**

Rob Wadden presented the financial report for Fiscal 2021-2022.

Motion: To approve the YMCA of Cape Breton's Audited Financial Statements for the year ending March 31, 2022.

Moved: Stephanie Myles

Seconded: Robyn Seale

Carried Unanimously

**7. Appointment of the 2022/2023 Auditor**

Mark Galley confirmed that Grant Thornton will continue to serve as the YMCA of Cape Breton's Auditor for the fiscal year ending March 31, 2023, and the one subsequent fiscal year as per the current service agreement.

This appointment was approved by the voting members at the YMCA's 2020 Annual General Meeting.

**8. 2022/2023 Proposed Slate of Directors and Officers**

Mark thanked this year's Nominating Committee which included board members Kevin MacEachern (Chair), Mark Galley, Jeff Ward, and Stephanie Myles as well as community representatives Monika Dutt and Mike Targett, as well as CEO Sabrina Vatcher.

Mark shared that the Nominating Committee worked with the board to complete a skills gap analysis to identify priority skills for recruitment of new Board Director volunteers and identified



Finance & Risk, Health and Wellness, Community Development and Fund Development as priority areas along with the goals of increased diversity of our Board volunteers

The following Board of Directors were recognized as retiring:

- 1) Monika Dutt (during term)
- 2) Stephen Geach (during term)
- 3) Ken LeBlanc
- 4) Robyn Seale
- 5) Stephanie Myles

The following Directors will continue with their current term on the Board:

- 6) Mark Galley
- 7) Evan Baillie
- 8) Kevin MacEachern
- 9) Jeff Ward
- 10) Christine MacDonald
- 11) Omar El Tag Din

The following Director would like to re-offer another term extending to 2025:

- Jill Perry

a. Election of Board of Directors

<b>Returning Directors</b>	<b>Re-offering Director</b>	<b>New Directors</b>
Mark Galley (to 2023) Jeff Ward (to 2023) Kevin MacEachern (to 2023) Christine MacDonald (to 2024) Omar Tag El Din (to 2024)	Jill Perry (to 2025)	Amrinder Singh (to 2025) Jackson Tighe (to 2025) Nicole Cammaert (to 2025) Emily MacLennan (to 2025) Regan Melanson (to 2025)

Motion: To approve the proposed slate of Directors as presented.

Moved: Kevin MacEachern

Seconded: Evan Baillie

Carried Unanimously

b. Appointment of Officers

Mark Galley reported that the board had appointed the following officers:

- Mark Galley, Chair
- Kevin MacEachern, Vice Chair
- Evan Baillie, Treasurer



## 9. YMCA of Cape Breton Constitution

Mark Galley shared that the Board of the YMCA of Cape Breton made it a priority in the fall of 2020, to begin the process of reviewing the Association's existing by-laws and bring them up to date with governance best practices. The Association immediately enlisted the support of YMCA Canada volunteer and governance expert, Don McCreesh, to join us on this journey.

Over the 18-months, the Governance Committee suggested revisions to ensure the following:

- Ensure legal compliance with applicable laws
- Ensure compliance with internal governance practices
- Ensure the presence of sound governance practices
- To move certain provisions into a separate policy document which we call the Governance Guidelines for the YMCA of Cape Breton; and
- To guide the board in meeting its responsibilities.

The YMCA of Cape Breton has been governing under a set of by-laws as well as a constitution for decades. Mark explained that the use of a "Constitution" is a legacy concept and generally predates the use of By-Laws. It is generally felt that organizations that still have constitutions and by-laws leads to confusion as they serve essentially the same purpose. That is, the direction, guidelines and limitations prescribed by members as to functioning of the governance and management of an organization. These days the vast majority of organizations use only by-laws.

By dissolving the YMCA of CB Constitution, the Association is essentially making that document no longer "active" and no longer one of the governing documents but to be relegated to the archives. The board would like to assure you that all of the key "directives" contained in the old Constitution are replaced in the on-going governance documents (primarily the by-laws) - and that has been accomplished through the work of the Governance Committee over the past 18 months and through the proposed by-laws in the next agenda item. All members would have received copies of the current constitution in their meeting package as well as a copy of the proposed by-laws.

Mark opened the floor to questions and/or comments.

Motion: To dissolve the current YMCA of Cape Breton Constitution.

Moved: Omar Tag El Din

Seconded: Lynn Webb

Carried Unanimously

## 10. YMCA of Cape Breton By-Laws



Mark noted that the meeting package for this evening's AGM included the current YCB by-laws, the proposed new set of by-laws as well as a comparative document explaining the proposed changes.

Mark opened the floor to questions and/or comments.

- a) Motion: To dissolve the current YCMA of Cape Breton by-laws at the end of the June 28, 2022, Annual General Meeting.

Moved: Stephanie Myles

Seconded: Kelli Wales

Carried Unanimously

- b) Motion: To adopt the proposed YCMA of Cape Breton by-laws at the end of the June 28, 2022, Annual General Meeting.

Moved: Tammy Marshe

Seconded: Lynn Webb

Carried Unanimously

#### 11. **Staff Service Awards**

Mark Galley recognized the following staff for their years of service to the YMCA:

- **5 Years:** Nicole Gillis, Jeanie Burke, Danielle Kelly, Tammy Marshe, Janice Curnew, Jillian MacKay, and Julianne MacKinnon.
- **10 Years:** Stephanie Peach
- **11 years:** Amanda Costello
- **15 Years:** Anita Vosman-O'Rourke

Mark also recognized the YMCA employees who are high school graduates this month.

#### 12. **New Business**

No new business added.

#### 13. **Adjournment**

Closing remarks and gratitude by Mark Galley.

Meeting was adjourned at 6:13pm. Moved by Mark Galley.