

Minutes of the Annual General Meeting (AGM)
of
First Unitarian Church of Victoria
Sunday, June 21, 2020 at Noon by Zoom
DRAFT

1. President Marion Pape opened the meeting at 12:05 pm with a territorial acknowledgment and a thank you to all those involved in preparing for this historic Zoom AGM.

2. Marion then called on David Tietz to review the protocols for the meeting, including mute and video buttons, raising hand, roles of the technical people and how to get help. He noted that the meeting is being recorded and anyone not wishing to be recorded should stop their video.

Jamie Twidale then provided two short videos to instruct people how to vote. Questions were raised and answers were provided

3. Marion Pape then called the meeting to order at 12:30 pm.

4. It was confirmed by Lorna Anthony that we had a quorum. Quorum is 40 registered members and we had 80 registered members in attendance.

5. Reverend Melora Lynngood then provided a Chalice Lighting, Invocation and Remembrance of those members who have passed away in the past year. A slide of each person was shown: Thane Waldie, Ted Humphreys, Shirley d'Estrube, Alastair Mont, Jim Hackler, Wilma Neilson, Michael Ramsey.

6. Marion Pape explained that the agenda had been reviewed by Jim Willis and Audrey Taylor and no changes would be entertained. She asked if there were any questions. There were none.

7. Marion Pape reminded people of who is permitted to vote.

8. Minutes of the 2019 AGM were reviewed by Katherine Maas and Farrell Boyce.

Moved by Katherine Maas and **Seconded** by Farrell Boyce that the minutes of the 2019 AGM be accepted as presented. The motion was carried (75 yes, 1 no)

9. Katherine Maas and Allan Dakin have volunteered to review the minutes of this meeting within two weeks.

Moved by Lorna Anthony and **Seconded** by Jim Willis to accept Katherine Maas and Allan Dakin to review the minutes of this meeting. The motion was carried (76 yes, 2 no)

10. FUCV Annual Report – Marion Pape noted that the annual report was distributed to the congregation and that the format was different than previous years. She and Ministers and Staff combined all their reports into one, hoping it was easier to access for everyone. Marion said “Many people have stepped up to the plate to learn new skills, offer their services and take over a part of the load. We are a compassionate, empathetic community and it has been a pleasure to serve as your President. Thank you for having faith in me, trusting and supporting the initiative that came out of our Strategic plan. We are well on our way to accomplishing our goals and now taking on new ones to adapt to COVID-19. Thank you to our wonderful Ministers, Board members, Committees and the Congregation. I am honoured to have been able to work with such a skilled group of people as your

President for the last two years”

Reverend Shana noted that in her review of the past year and the onset of the COVID-19 pandemic that everyone had to make unplanned for adjustments immediately. She noted that this congregation has been and is, amazingly resilient, creative and generous. She expressed her profound gratitude and thanks to everyone.

11. Kathleen Zimmerman, Treasurer, presented the 2019 Financial Report. She noted that the full financial statements have been included in your AGM package. She noted that, Dusanj & Wirk, CPA, based on their review, the financial statements fairly present the financial position of FUCV as of Dec. 31, 2019. She noted that total assets were just over \$3.3 million and total liabilities were just over \$81,000 and there is \$36,000 remaining on the mortgage. Kathleen said that as of the end of May, FUCV is still in the black. Questions were raised and answers provided.

12. Stephen Lentz gave the Financial Review Committee report on the 2019 Financial Statements, saying that he and Pat Conroy had reviewed the statements and supporting documents and concluded that the financial statements fairly represent the financial status of the church for 2019.

Moved by Pat Conroy and Seconded by Stephen Lentz that the Financial Review Committee Report for 2019 be accepted. Carried (78 yes, 0 no)

13.

David Hoadley gave an overview of the financial impact of COVID-19. He shared some slides to illustrate his information. COVID-19 has added risk and uncertainty to all our lives, including the church. Rental income, Investment income and fundraising income are down significantly, although kudos to the Auction Team for holding a very successful on-line auction. Pledges are being closely monitored and are so far on track. The projected year-end deficit is \$68,000. The General Fund balance at Dec. 31, 2019 was \$74,000. With the uncertainty of COVID-19, this leaves the church vulnerable to the possibility of not being able to pay its bills and salaries in 2020 and/or 2021. To insure against this possibility, the Finance Committee is recommending motion to allow the Board to withdraw monies from the Endowment Fund, which will be repaid in time, and a Special Resolution to allow the Board to apply for an interest-free loan from the Federal Government. The Federal loan provides for \$10,000 to be forgiven if the remainder of the loan is paid off within 2 years. Questions were asked and answers provided.

14. **Moved** by David Hoadley and Seconded by Bruce Nicol that the Board be authorized to withdraw necessary funds from the Endowment Fund sufficient to cover a deficit in the General Fund. This amount shall not exceed \$25,000. Carried (79 yes, 1 no)

15. **Special Resolution:** Moved by David Hoadley and Seconded by Bruce Nicol that the Board be authorized to apply for an interest free loan under the Canada Emergency Business Account Program, up to \$40,000. Carried (78 yes, no 1)

16. Reverend Melora Lynngood provided a lovely transition ritual for the out-going Board of Directors : Marion Pape, President; Steve Sharlow, Vice President; Kathleen Zimmerman, Treasurer; Audrey Taylor, Secretary; Bruce Nicol, Trustee; Jim Willis, Trustee; Mollie Twidale, Trustee; Nancy Dobbs, Trustee; Susan Layng, Trustee; John Tiffany, Trustee. Rev. Lynngood then gave a special thank you to Marion Pape, citing her exemplary and

visionary leadership, along with a wonderful attention to detail. Rev. Melora displayed the gift of a lovely chalice pendant found by Lorna Anthony, which will be presented to Marion.

17. Election of Board of Directors for 2020/2021. The Nominating Committee Report was widely circulated, including bios of people standing for election. **Moved** by Lorna Anthony and seconded by Audrey Taylor that the Nominations Committee recommends the following members be elected for 2-year terms:

Steve Sharlow
Jim Willis
Kristina Stevens
Katherine Maas
Peter Hancock
Wallace (Wally) du Temple
Bruce Nicol.

Lorna then called for any nominations from the floor. Seeing none, the vote was called.
Carried (78 yes, 0 no)

18. Reverend Melora then lead a ritual of transition for the incoming Board of Directors

President	Steve Sharlow	1 st year/2 nd term
Vice President	Jim Willis	1 st year/2 nd term
Past President	Marion Pape	1 year term
Secretary	Audrey Taylor	2 nd year/1 st term
Treasurer	Kristina Stevens	1 st year/1 st term
Board Member	Bruce Nicol	1 st year/2 nd term
Board Member	Wally du Temple	1 st year/1 st term
Board Member	Katherine Maas	1 st year/1 st term
Board Member	Peter Hancock	1 st year/1 st term

19. Election of Nominating Committee - **Moved by** Lorna Anthony and Seconded by Audrey Taylor that Gloria Turner, Pat Kinrade, Margaret McKelvie, Roberta Clair, Astrid Furley-Easton Marion Pape be elected as the Nominating Committee for 2020/2021. Carried (78 yes 0 no)

20. Election of the Financial Review Committee - **Moved** by Lorna Anthony and Seconded by Jim Willis that Pat Conroy, Stephen Lentz and Evan Guengerich be elected as the Financial Review Committee for 2020/2021. Carried (76 yes, 0 no) Lorna Anthony thanked Hugo Sutmoller for his years of service on this committee.

21. Lorna Anthony described two suggested amendments to the by-laws which will be presented as one motion. **Moved** by Lorna Anthony and Seconded by Audrey Taylor that the by-laws be amended as follows: **Article IV-Board of Directors, Section 1** be amended to read “The Board shall consist of up to 12 registered members elected at an Annual General Meeting, plus the Past President. The Minister is an ex-officio. The elected Trustees shall include a President, a Vice President, a Secretary and a Treasurer. And that **Article VIII – Nominating Committee- Section 1** be amended as follows: The Committee shall consist of five members elected for two-year terms at the Annual General Meeting plus the Past President. No member shall be eligible for more than two consecutive elected terms. Other board members, outside of the Past President may not serve on the

Committee. Carried (71 yes, 3 no)

22. Report on Insurance (Report included in AGM package) – Marion Pape reported that the church has renewed its insurance coverage of the period of Feb. 25, 2020 to Feb. 24, 2021, for a cost of \$13,170.00. This represents an increase in cost of approximately 35% due to major losses by insurers worldwide on “natural” disasters such as floods and wildfires.

23. COVID-19 Task Force on re-opening the Church – Jim Willis and Kristina Stevens, are Co-Chairs of the newly appointed Task Force, which also includes Tiff Tiffany, Nancy Dobbs, and Rev. Melora Lynngood, with consultants Aaran Liddel, Peter Hancock, Bruce Nicol.. Jim Willis gave an overview of the work of the task force, the provincial guidelines that they are following and the recommendations made so far. There were many questions, comments and suggestions made by the membership. Jim thanked the membership for their interest and acknowledged everyone's desire for more face-to-face contact. Jim assured everyone that all suggestions and comments will be considered by the committee in their planning. Any further comments or suggestions can be emailed to Jim Willis or Kristina Stevens.

24. Reverend Shana provided closing words and extinguished the Chalice.

25. Bruce Nicol moved to adjourn the meeting. No second required. Meeting was adjourned at 1:52 pm