



APHASIA NOVA SCOTIA
10th ANNUAL GENERAL MEETING (AGM)
Halifax Central Library, Halifax NS
Third floor, RBC Learning Center Room, 5440 Spring Garden Road
Saturday, October 1, 2022 at 1:00pm

1. Call to order

Michael Jordan to move the meeting

Caitlin Barry to second

2. Start time: 1:00 pm, Saturday, October 1, 2022

3. Welcome

4. Members present/Declaration of quorum

Caitlin Barry

Josh Weatherbey

Michael Jordan

Mattie Smith

Morghan Manuel

Rowan Wilson-Henkemann

Savannah Larter

Gord McNeil

Claire MacNeil

Jolena Klymyshyn

Regrets: Hailey Brien

Declaration of Quorum - Quorum Reached

5. Approval of agenda as circulated

Mattie Smith moves to approve the agenda

Michael Jordan seconds to approve the agenda

6. Reports (PowerPoint Presentations)

a. President's Report – Savannah Larter & Rowan Henkelmann

- Accomplishments 2021-2022:
 - Updated the ANS website
 - aphasianovascotia.ca
 - Updated NS Membership form
 - 21 responses
 - 66.7% in HRM; 9.5% in Annapolis Valley and CB
 - 61.9% are PWA; 33.3 are interested in supporting aphasia community
- Moving Forward 2022-2023

- 5 year strategic plan (current strategic plan ends in January 2022)
- Goal: Increase outreach and improve advocacy

b. Financial Report – Mattie Smith

- Donations: \$831
- Admin: - \$2,957 (bank charges, insurance, website, etc.)
- Current bank account: \$19,625
- Furniture and fixtures: 9,175
- Deferred fees: \$1000 (has to be for aphasia camp fees)

c. Community Programming & Events Committee (CPEC) – Savannah and Rowan

- **Roles**
 - Organization of Aphasia Cafes and programming
 - Raising awareness of aphasia
 - Play a roll in aphasia camp
- **Events this year**
 - Virtual cafes
 - Some in-person cafes in the valley region
 - Monthly newsletters

- iPad distribution to members
 - Chair: Claire Richardson
 - Minutes: Jennifer Wareham
 - FB coordinator: Sally McGhee
 - Newsletter: Josh Weatherby and Laura Alcorn
 - Champions:
-
- CPEC goals:
 - Restart the cafes
 - Start Halifax cafe
 - Need champion for the Halifax cafes
 - Need collaborative effort of CPEC members
 - Outreach to raise awareness
 - Provide information to stroke centers across NS
 - Provide information with people with aphasia
- d. Volunteer Chair (VC) – Hailey
- Hailey regrets; Rowan Presents
 - Duties
 - Find recruitment, training, collecting volunteer information, participation on the board

- Activities
 - 3 new, 4 pending, ~15 current volunteers
 - Updated online volunteer app form
 - New specific email address created for coordinator
 - Continued use of screening, interview, and training procedures
 - Updated volunteer records and appropriate folder on the google drive
- Plan
 - Recruit volunteers
 - Volunteer committee (1)
 - Fund development committee (2)
 - Communication committee (2)
 - Comm programming and events cmm (2)
 - Collab partnership comm (3)
 - Recruit project based volunteers
 - Encourage members with aphasia to volunteer
- Retiring Directors
 - Emily McGuire (Corporate Secretary)
 - Liz Burns (Corporate Secretary)

- Savannah Larter (Acting President)
- Molly Clarke (Acting Director)

7. New Business

a. By-law changes

- By Law 16:
 - *Proposed new: **quorum shall consist of 3 members*** of the current voting board of directors membership. No business shall be conducted at any meeting unless a quorum is present to open the meeting and, upon request, before any vote.
 - Discussion: this proposed change will reflect the new number see: Bylaw 23. This will make sure quorum can continue to be maintained even with the small minimum number of the board
 - Mike: is that number too small when you have a larger board? The minimum of 3 is very small when you have a board larger than 5... Likely not going to happen, but should be considered
 - Rowan: propose the change the language to “ half total board of director membership + 1”

- This allows for more flexibility, and ensures that the bases are covered, while still maintaining a reflective quorum

- Group agrees to change the wording to the following:

- THEREFORE: Amended ByLaw 16 now proposed:

Quorum shall consist of the majority (half plus one) of the current voting board of directors membership. No business shall be conducted at any meeting unless a quorum is present to open the meeting and, upon request, before any vote.

- Discussion:
 - Caitlin: looks good; reflects the flexibility
 - Mike: what happens if BoD has a very low number? Discussion about how new Bylaw 23 reflects 5 members, should be okay.
 - Move: Mattie moves, Caitlin seconds, quorum vote reached

- Bylaw 23: caitlin moves to amend; mike seconds

- Proposed new:

The number of directors shall be a minimum of **5, with the option of having the past president as a non-voting member making the total 6.** The subscribers to the Memorandum of Association of the Society shall be the first directors of the Society.

- Discussion
 - Change the number to 5 directors, to make sure that the entire board will allow for quorum// it is allowed to stay an organization
 - Gord likes this, gives flexibility should roles change and individuals leave
 - Josh: will not having rolling dates affect the roles?
 - Mike: consider having different starting dates as a bylaw for next year
 - Move: Mattie Moves, Caitlin seconds, Quorum vote reached
 - ByLaw to be changed.

- ByLaw 24

- Proposed new:

24. Voting directors shall retire from office at the end of each annual general meeting at which their successors are elected. Retiring directors shall be eligible for re-election. Directors shall be elected to **one-year** terms.

- Discussion:

- If everyone ends at the same time, then it may be difficult to maintain membership
- New bylaw would make sure that there is flexibility in turn-over, and 1 year terms have people reapplying for their position every year
- Gord: one year is fine, it is going to happen anyways. 1 year is an easier commitment to make, people may be more likely to commit

- Moved: Caitlin Moves, Mattie seconds, quorum vote reached.

- ByLaw to be changed.

- By Law 25:

- Proposed new role: The officer holding the President role **may** transition to a nonvoting position as past president for a period of one year

- Discussion:

- Gord: if the past president leaves, it won't matter if they have to or not, they're not likely to actively

participate. Giving them the option is a good thing
for continued flexibility

- Savannah: reaffirms flexibility

- Moved: caitlin moved, morghan second, voting quorum reached

- ByLaw to be changed.

- ByLaw 40

- Proposed new: One of the officers shall be the Corporate Secretary. The Corporate Secretary shall : (a) have responsibility for the preparation and custody of all books and records including:
1. the minutes of members' meetings, 2. the minutes of directors' meetings, 3. the register of members, and 4. filing the annual requirements with the office of the Registrar (b) file with the Registrar:

- 1. within fourteen (14) days of their election or appointment, a list of directors with their addresses, occupations, and dates of appointment or election
- 2. a copy of every special resolution within fourteen (14) days after the resolution is passed, and (d) have other duties as assigned by the board

- Discussion:

- Morghan: do our documents have to be sealed?

- Rowan: no.
- Discussion ensure re: removing seal possession, as documents do not require the seal.
- Moved: Mattie Moves, Caitlin Seconds, quorum voting reached.
- ByLaw to be changed.

8. Nominations to the board

Board of Directors

President: Savannah Calls, Rowan puts forward.

Vice President: Rowan Calls, Josh puts forward.

Corporate Secretary: Rowan Calls, Morghan puts forward

Treasurer: Rowan Calls, Mattie puts forward

Directors: Rowan Calls, Jolena, Caitlin, & Savannah put forward

9. Director elections

Rowan as President: Morghan Moves, Caitlin Seconds, Quorum vote reached

Josh as Vice President: Caitlin moves, Mike Seconds, quorum vote reached

Morghan as Corporate Secretary: Mattie moves, Caitlin Seconds, quorum vote reached

Mattie as Treasurer: Morghan Moves, Mike Seconds, quorum vote reached

Caitlin, Savannah, & Jolena as directors: Josh moves, Mike Seconds, quorum vote reached.

10. Adjournment

- Thank you for attending!