



Agenda

2022-2023 Annual General Meeting

January 9, 2024 at 20:00 EDT

1. Welcome and Introduction (N. Simmons-Wright)
2. Consent Items
 - a. MOTION: That the agenda for the meeting be adopted.
 - b. MOTION: That the Minutes of the November 22, 2022 Annual General Meeting (2021-2022) be adopted.
3. Chair's Report (N. Simmons-Wright)
4. Year In Review & Looking Ahead (J. Loback)
5. Voting
 - a. Articles of Amendment (N. Simmons-Wright)
 - b. Election of Directors - Nominees:
 - 1 year term (Class of 2024): Rosemary O'Shaughnessy
 - 2 year term (Class of 2025): Jessica McClay
 - 2 year term (Class of 2025): Sabrina Abraham
 - 2 year term (Class of 2025): Jacob Morrow
6. The Power of Music (R. O'Shaughnessy)
7. Finance Report (L. Lovric, Treasurer)
 - a. MOTION: That the Financial Statements for Year Ended August 31, 2023 be approved.
8. Audit Resolution
 - a. Extraordinary Resolution (requires 80% approval): That the Corporation not appoint an auditor and not have an audit or review in respect of the corporation's financial year, per Section 76 of the Ontario Not-for-Profit Corporations Act.
9. Adjournment



Draft Minutes

2021-2022 Annual General Meeting

November 22, 2022 at 20:00 EDT

The Members of the Ottawa Regional Youth Choir Society met at St. Joseph's Parish (151 Laurier Ave. E / 174 Rue Wilbrod St, Ottawa, ON) on November 22, 2022. The meeting was called to order by Jacob Zwiers (Chair) at 20:05.

Approval of Agenda

Motion: That the agenda for the meeting be adopted.

(CARRIED by common consent)

Approval of Minutes

Motion: That the Minutes of the November 30, 2021 Annual General Meeting (2020-2021) be adopted.

(CARRIED by common consent)

Chair's Report

J. Zwiers (Chair) provided a report which highlighted activities from the past year including creation of a Strategic Plan, policy / committee work and grants received. Particular acknowledgment was given to:

- a. The City of Ottawa for a COVID Recovery Grant which supported additional expenses due to COVID-19
- b. The Community Foundation of Ottawa's Capacity Building Grant which resulted in the Strategic Plan, revised by-laws and a refreshed governance policies
- c. Aude Urbancic and Jamie Loback who requested guests at their recent wedding to make donations to seed the ORYC Growth Fund that was established to extend ORYC beyond current regular initiatives.

Priority initiatives for the coming year were outlined including:

- a. Engage stakeholders, particularly choristers on the Strategic Plan
- b. Website redesign, marketing support and music theory courtesy of a Resilient Communities Grant from the Ontario Trillium Foundation
- c. Establishing sustainable funding for the internship program
- d. Search for a new General Manager since Cecelia White is unable to continue in that role past the current season
- e. Convert Strategic Plan into a 3-year Working Plan

Year In Review

Jamie Loback (Artistic Director) provided a report which highlighted events from the past year and anticipated for the coming year. Mr. Loback thanked and requested that the members show appreciation to the Board of Directors, General Manager Cecelia While, key volunteer Stephanie Cavanagh and Collaborative Pianist Aude Urbancic.

Finance Report

Motion: That the Financial Statements for Year Ended August 31, 2022 be approved.
(Mikayla Odut, second Sarah Leblanc; **CARRIED**)

During the discussion of the above motion, Lisa Lovric (Treasurer) highlighted:

- a. Balance sheet showing cash reserves of approximately \$31,000 and no liabilities
- b. Income statement showing small surplus of approximately \$1,000 for the year on revenues of approximately \$72,000 including \$28,000 in fees, \$16,300 in donations, \$7,800 in grants and a one-time insurance demutualization payout of \$7,700.

Extraordinary Resolution (requires 80% approval): That the Corporation not appoint an auditor and not have an audit in respect of the corporation’s financial year, per Section 76(1)(b) of the Ontario Not-for-profit Corporations Act.
(Olivia Harvey, second Zev Green; **CARRIED**)

Election of Directors

The following members were elected as directors by ballot:

<u>Vacancy (Class of 2023)</u>	<u>Two Year Term (Class of 2024)</u>
Rosemary O’Shaughnessy	Simon Cavanagh Mikayla Odut Nancy Simmons-Wright Kate Stolwyk

Number of Directors

Special Resolution (requires two-thirds approval): That the Corporation set the number of Directors at seven (7) and empower the directors to determine the number, by resolution of the directors pursuant to Section 22(2) of the Ontario Not-for-Profit Corporations Act.
(Madox Terrell, second Fiji Sarker; **CARRIED**)

Adjournment

At the conclusion of business, the meeting was adjourned at 20:34.



Articles of Amendment

Ottawa Regional Youth Choir Society

The directors of Ottawa Regional Youth Choir Society (the "Corporation") propose to its members that the following be submitted to the Ontario Ministry of Government and Consumer Services as Articles of Amendment to become effective the date the same are issued:

1. Set the number of directors of the Corporation as a minimum of three (3) and a maximum of ten (10).

2. Add the following to the objects for which the corporation is incorporated:

(d) provide musical training and development opportunities to choristers and supporting instrumentalists

3. Add the following special provisions to clause 7 of the Articles:

(h) The corporation is authorized to establish one class of members. Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation.

(i) Commercial purposes, if any, included in the articles are intended only to advance or support one or more of the non-profit purposes of the corporation. No part of the corporation's profits or of its property or accretions to the value of the property may be distributed, directly or indirectly, to a member, a director, or an officer of the corporation except in furtherance of its activities.

(j) The Corporation shall invest the funds of the corporation pursuant to the Trustee Act, R.S.O. 1990, c. T.23.

(k) All funds and other property held by the corporation immediately before the articles become effective or that are received subsequently by the corporation pursuant to any will, deed or other instrument made before the articles become effective, together with any income or other accretions to the funds or other property, will be applied only to the purposes of the corporation as they were immediately before the articles become effective.

(l) Thereafter the enactment, amendment or repeal of by-laws of the Corporation shall require the approval by special resolution (two-thirds majority) at a meeting of the members in order to be effective.



Resolutions of the Members

Ottawa Regional Youth Choir Society

The following resolutions (to enact the above Articles of Amendment) will be voted on at the 2022-2023 ORYC AGM and require the approval of $\frac{2}{3}$ of the members.

WHEREAS the board of directors (the “Board”) of Ottawa Regional Youth Choir Society (the “Corporation”) approved Articles of Amendment as a result of being required to transfer the Corporation to the Ontario Not-for-Profit Corporations Act, 2010 and to update the purpose of the Corporation;

WHEREAS the Corporation has circulated copies of the Articles of Amendment to be reviewed by the membership of the Corporation prior to this meeting of members;

NOW THEREFORE:

RESOLVED, that the members approve of the Articles of Amendment; and

RESOLVED, that the officers of the Corporation are hereby authorized to take all such further action as any such officer may deem necessary, proper, convenient or desirable to carry out the foregoing resolutions and fully to effectuate the purposes and intents thereof, and that all actions taken by any officer of the Corporation to date in connection with the foregoing resolution, are hereby in all respects confirmed, ratified and approved.



Director Nominees

2022-2024 Annual General Meeting

January 16, 2024

The following candidates have been nominated and accepted to stand for election to the Board of Directors at the January 16, 2024 Annual General Meeting.

Sabrina Abraham (Class of 2025) has spent the last 15 years building a diverse communications portfolio with a core focus on strategy, leadership visibility and writing with purpose. She is currently the manager of Marketing and Business Development at the Telfer School of Management Executive Program. Sabrina is also a change practitioner who applies a passion for storytelling as a catalyst to influence behaviour. She is recognized for an ability to help leaders and organizations connect with their authentic voice and engage audiences with intention. In her spare time, Sabrina enjoys spending time with her children, attending a Zumba class and trying out the latest restaurants in town.

Jessica McClay (re-election Class of 2025) is a long-time choral singer and an ORYC alumna who has served on the ORYC Board since 2021. Raised in Alberta, she has been an Ottawa resident since she came here for her studies at Carleton. She subsequently earned her JD at uOttawa and practiced in a private litigation practice before joining the Department of Justice, where she is currently a legislative counsel. She sings with the Capital Chamber Choir and when she is not making music, she enjoys running, fiction, and cooking local produce.

Jacob Morrow (Class of 2025) has worked in varied Operational and Program Support roles in the Telfer School of Management Executive Program since graduating with a Bachelor of Arts in Philosophy and Neuroscience from Dalhousie University. He is a strong leader and team player with proven analytic, problem solving, financial and change management skills. Jacob enjoys playing the piano and guitar, exploring restaurants, tasting whisky and wine, travelling, gaming, writing, reading, cooking, playing badminton and soccer, following politics, and practicing meditation.

Rosemary O'Shaughnessy (re-election - Class of 2024) has been a member of the ORYC board since May 2019 after many years as an appreciative audience member. Her primary interest is in preparing grant proposals which have resulted in successful funding for key ORYC initiatives. Following a 35-year education career in Montreal and Ottawa, Rosemary coordinated special services for the DND Schools System overseas. She began a second career in international

development as an in-country advisor to CIDA (now Global Affairs Canada) funded projects focusing on improving school enrollment, achievement, and completion for girls and delivering teacher training in several African countries. Rosemary has prior experience on the board of NACOA (predecessor to Friends of the NAC) and has been an active volunteer with The Ottawa Jazz Festival and Music & Beyond. Throughout her career, Rosemary has demonstrated a commitment to enabling children and youth to realize their full potential both academically and artistically.

Financial Statements of

OTTAWA REGIONAL YOUTH CHOIR

Years ended August 31, 2023

Final

[Original Document digitally signed by Nancy Simmons-Wright]
Chair, ORYC Board of Directors

OTTAWA REGIONAL YOUTH CHOIR
 Statements of Financial Position
 As of August 31, 2023

	August 31, 2023	August 31, 2022
Assets		
Current Assets		
Cash and Cash Equivalent		
Chequing 00006-xxxx Balance	22,057.54	31,019.18
Total Cash and Cash Equivalent	22,057.54	31,019.18
Investments		,
GIC	1,000.00	1,000.00
Total Investment	1,000.00	1,000.00
Total Current Assets	23,057.54	32,019.18
Liabilities and Equity		
Liabilities		
Total Liabilities		
Equity		
Opening Balance Equity- Sept 1, 2022	31,019.18	29,876.45
GIC	1,000.00	1,000.00
Surplus for the year		1,142.73
Total Equity	23,057.54	32,019.18
Total Liabilities and Equity		32,019.18

Ottawa Regional Youth Choir
 Statements of Operations
 Years ended August 31, 2023

REVENUE	2022-2023 Actuals	Original Budget	Adjusted Budget	Notes
Total Concerts-Income		9000.00	9,000.00	1
Total Grants and Foundation	32,559.42	28,800.00	28,800.00	2
Membership	25,020.00	26,000.00	26,000.00	3
Performances-Income	1,000.00	0.00	0.00	4
Facilities/shared rental	1,200.00	1,200.00	1,200.00	5
Total Fundraising Activities	899.74	3500.00	1,000.00	6
Total Miscellaneous-Income	179.80	690.00	690.00	7
Scholarships and Awards-Income	800.00	800.00	800.00	8
Total Sponsorships & Donations	12,906.95	12,420.00	12,420.00	
Total Income	81,346.91	82,410.00	79,910.00	
EXPENSES				
Total Advertising / Marketing / Printing	532.04	1,740.00	1,740.00	9
Total Production Staff	2,921.26	3,700.00	3,700.00	10
Total Programming	7,310.64	14,000.00	14,000.00	
Total Administrative Salaries	13,230.00	10,395.00	10,395.00	11
Total Artistic Team	16,950.00	20,050.00	20,050.00	
Total Facilities	4,400.00	4,800.00	4,800.00	12
Total Intern-Assistant Development Program	5,600.00	—	—	13
Total Music Library	655.73	400.00	700.00	14
Total Operations and Administrative Expenses	6,403.17	5,515.00	6,515.00	15
Choir Assistance	3,550.00	2,000.00	3,500.00	16
Total Fundraising	363.88	1,525.00	1,525.00	17
Total Advertising/Promotional	24,263.75	21,100.00	21,100.00	18
Total IT, Web, and Social Media	1,412.19	1,400.00	1,400.00	
Total Misc -Supporting Program Expense	379.00	620.00	620.00	19
Scholarship and Awards-Expense	1,050.00	1,400.00	1,400.00	20
St. Joe's Supper Table	760.00	—	—	21
Total Trips	526.89	1,300.00	1,300.00	22
Total Expenses	90,308.55	89,945.00	92,745.00	
Deficit	-\$8,961.64	-\$7,535.00	-\$12,835.00	

OTTAWA REGIONAL YOUTH CHOIR

Notes to Financial Statements

Years ended August 31, 2023

The Ottawa Regional Youth Choir (“ORYC”) is an organization that challenges the young people of the Ottawa region to attain excellence in vocal and choral performance and prepares them for a possible future within the diverse arts communities.

Ottawa Regional Youth Choir is a registered charity under the Income Tax Act with an effective date of status of October 17, 1975, and as such is not subject to income taxes.

On September 1, 2012, the ORYC adopted Canadian accounting standards for not-for-profit organizations in Part III of the CICA Handbook. These are the first financial statements prepared in accordance with Canadian accounting standards for not-for-profit organizations.

Significant accounting policies:

The financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit standards and include the following significant accounting policies:

(a) Basis of presentation:

These financial statements include the revenue, expenses, assets, and liabilities of the ORYC.

(b) Fund accounting:

The cash method was used to generate the above financial statement. All monies that were received and all expenses that were paid between Sept 1, 2022 and Aug 31, 2023 were recognized as income and expense, respectively.

Term deposits:

- GIC is used as collateral for the ORYC credit card

Amounts receivable:

- None at this time

Accounts payable and accrued liabilities:

- None at this time

Due to related parties:

- None at this time

Deferred revenue:

- None at this time

Scholarship Fund:

- None at this time

Notes to Financial Statements (continued)

1	4 concerts (November, December, March, and May)
2	Unbudgeted Loblaws \$500 and Ottawa Community Foundation \$3259.42
3	40 members (includes fees expensed under Chorister Assistance)
4	Choristers sang for King Charles' Coronation at Rideau Hall
5	CCC Sublease
6	Includes \$450 of hoodie revenue with \$363.88 costs (\$86.12 profit) + Purdy's Chocolates (\$449.74 - all profit). Other fundraisers budgeted by not held.
7	Choral Folders (fewer sold than anticipated - also reflected in expenses), Cash Back Reward & GIC Interest
8	Rich Little Award from City of Ottawa
9	Program design / printing \$1300 under budget
10	Lighting Brahams & Vivaldi
11	Overlapping GM transition
12	One month (\$400 payment) missed & will catch up in 2023-24
13	Program based on funds available during year
14	Additional expenses approved in Dec 2022
15	Volunteer / Chorister Appreciation added to budget mid-year
16	Additional assistance approved in December 2022
17	Hoodies only. No Purdy expenses and other budget fundraisers not held
18	\$21,000 Ontario Trillium Foundation Grant + ORYC Contribution
19	Fewer choral folders purchased for resale (see income)
20	\$800 for Rich Little received from City of Ottawa (see income), other awards funded by ORYC and amounts reduced
21	Not originally budgeted; resumed after COVID
22	One day chorister retreat / workshop