



NANAIMO COMMUNITY
HOSPICE

Caring. Commitment. Compassion

Nanaimo Community Hospice Society
2023 ANNUAL GENERAL MEETING
AGENDA

Date:	Wednesday, May 8, 2024	
Time:	Doors open at 4:30 pm; Meeting Commences at 5:00 pm	
Place:	Brechin United Church, 2020 Estevan Road	
Item	Description	Presenter
1.	Call to Order - Welcome and Introductions	Wendy Smitka, Board President
2.	Confirmation of Quorum	Wendy Smitka
3.	Approval of the Agenda	Wendy Smitka
4.	Approval of Minutes of Annual General Meeting, Dec. 13, 2023	Wendy Smitka
5.	President's Report – Looking Back at 2023	Wendy Smitka
6.	Intake & Counselling Report	Shannon Farahbakhsh, Intake Coordinator
7.	Program Report	Bonnie Ross, Program Manager
8.	Thrift Shoppe Report	Tiffany Lang, Thrift Shoppe Manager
9.	Treasurer's Report: 9.1) Presentation of the Financial Statements for 2023 9.2) Approve Church Pickard as Auditors for 2024	Ron Tomlin, Board Treasurer & Anna Jones, Church Pickard
10	Special Resolution to add a Purpose to the Constitution Special Resolution to Amend Bylaws	Jon Lampman
11	Presentation – Moving Forward in 2024	Sharon Welch, Executive Director
12	Nominations Report & Election of the Board of Directors	Paul Smith
13	Adjournment. Refreshments to follow	Wendy Smitka

Nanaimo Community Hospice Society
2022 Annual General Meeting
December 13, 2023
Brechin United Church, Nanaimo, BC

Board of Directors in Attendance

Wendy Smitka (President), Paul Smith (Vice-President), Ron Tomlin (Treasurer), Susan Davidson

Society Members in Attendance

Suzanne Andre, Heather Bell, Anita Brideau, Joann Byres, Lauren Cameron, Patricia Cloran, Elisabeth Comtois, Sharon Dalgarno, Mary Daniel, Cathy Dyck, Lindsay Eggen, Jeanne Fahlman (via Zoom), Shannon Farahbakhsh, Karen Griffin, Hannah Gronau, Phoebe Hamilton, Russ Hamilton, Judy Hancock Holland, Terry Holland, Patricia Hughes, Lynn Jetter (via Zoom), Sharon Kofoed, Jon Lampman, Lynn Lampman, Penny Leins, Jill Lewis-Smith, Angela Lorenz, Denis McWilliams, Erick Merner, Jennifer Merner, James Nelson, Marilyn Ostercamp, Jeanie Paterson, Deb Perry, Chris Reeves, Janis Reeves, Mona Richardson, Lou Roelofsen, Ann Ronald, Bonnie Ross, Margaret Saam (via Zoom), Janet Skinner (via Zoom), Mary Tinling, Angela Walmsley, Roger Walmsley, Judi Wilson-Story, Becky Ziemanski, John Ziemanski

Ex-Officio

Sharon Welch – Executive Director

Guest

Anna Smith, Church Pickard

Non-Members in Attendance

Tiffany Lang, Anna Myrdal, Carol Spencer, Randi Turner

1. Call to Order and Welcome

Wendy Smitka called the meeting to order at 5pm and welcomed everyone to the 2022 Annual General Meeting of the Nanaimo Community Hospice Society. She introduced herself and her fellow board members, along with our new Executive Director, Sharon Welch, and our Auditor, Anna Jones, of Church Pickard. She announced Marilyn Ostercamp had volunteered to be Secretary for today's AGM.

2. Confirmation of Quorum

Wendy Smitka confirmed we had a quorum. She recognized the many new members in attendance and thanked them for caring about our work and rallying to support our Society after what had been a difficult year.

3. Approval of Agenda

Moved by Paul Smith, seconded by Anita Brideau, that the Agenda be approved as distributed. Carried.

4. Approval of the Minutes of 2021 AGM Minutes

Moved by Ron Tomlin, seconded by Paul Smith, that the Minutes of our 2021 AGM, held October 6, 2022, be approved as distributed. Carried.

5. President's Report

Wendy began by acknowledging the stellar year enjoyed by our Thrift Shoppe in support of the work we do. Manager, Tiffany Lang, set aggressive sales targets each month and her staff and volunteers really rose to the challenge. We receive very little government funding, so Thrift Shoppe revenue is key to our financial health. Wendy thanked Tiffany, her staff, and volunteers.

Wendy also thanked our Cycle of Life Volunteers for their efforts in 2022, and over previous years. To date they have raised over \$100,000 for our Society. They will be back in the saddle again in 2023 so watch for information on their fundraisers.

We held a very successful Hike for Hospice in 2022 raising over \$40,000.

We also held a Chamber of Commerce Business after Business Event at the House which was attended by 38 Chamber members in May.

Wendy said much of 2022 was devoted to our Dream Home Project. We ran into Covid supply chain issues, construction delays and the home itself came in over budget. Despite these challenges over \$550,000 was raised for Hospice programs and services.

Wendy then touched briefly on the difficult time at Hospice in 2023. Key volunteers felt the heart of Hospice was being lost, and their concerns were not addressed. Several staff members took leave or resigned, and we lost half our board. We now have a new leadership team and a new direction – one that reflects our mission and core values. Wendy believes we have the heart of Hospice back.

In closing, Wendy thanked staff, volunteers, and fellow board members for their work in 2022.

Moved by Janis Reeves, seconded by Cathy Dyck, that we approve the President's Report as presented. Carried.

6. Program Report

Shannon Farahbakhsh, Intake Coordinator, spoke about our client programs in 2022 stating that throughout Covid, the work of NCHS continued with a culture of creativity, innovation, and excellence. We continued to offer our core programs – professional counselling, peer support bereavement groups, the Walking Group and Companions through Grief, Finding My Way, and Traumatic Loss Support.

Volunteers continued to provide support on the palliative care unit and returned to offering support in people's homes. The Self Care Clinic continued to provide Reiki sessions at the House and at home for palliative clients who couldn't travel to Hospice House. The library/reception area and garden were used by many.

332 new bereavement clients and 97 new palliative clients were referred to Hospice. This does not include patients and family members at the PCU, or the hundreds who attended our events.

Shannon continues to be inspired and grateful to be a part of our organization, providing help and heart for people who are dying, anticipating the loss of a loved one or experiencing grief after a loss.

7. Thrift Shoppe Report

Tiffany Lang, Thrift Shoppe Manager, highlighted the many new and creative events held at the Shoppe in 2022, from their first ever Facebook Live event to setting up a Santa's Village in November which brought in \$12,244 in seasonal sales in November and December. In addition, they painted, re-branded and re-launched on social media to build visibility for the Shoppe. It worked as they increased their reach, engagement, and new likes, on social media.

They have 54 volunteers at the Shoppe, a retention rate of 70%, with 22 new volunteers joining the team in 2022. They had over \$440,000 in yearly sales, an increase of \$140,000 over 2021. They were voted the second-best Thrift Shoppe in Nanaimo for 2022 in the Best of the City Chamber Awards. Tiffany is proud of our Shoppe and her staff and volunteers.

8. Treasurer's Report

Ron Tomlin (Treasurer) introduced Anna Jones, of Accounting Firm Church Pickard, to provide an overview of our 2022 Financial Statements and respond to questions regarding the report.

8.1 Moved by Ron Tomlin, seconded by Paul Smith, that the 2022 Financial Statements be approved. Carried.

8.2 Moved by Ron Tomlin, seconded by Terry Holland, that Church Pickard be approved as Auditors for 2023. Carried.

9. Moving Forward in 2023 – 24

Sharon Welch, our new Executive Director, prefaced her comments by taking the opportunity to thank her wonderful team. She spoke to the courage clients demonstrate in walking in the House door and asking for help. She discussed the importance of having compassionate and caring staff members at reception (Deb and Susan) and Shannon's role as Intake Coordinator in comforting people who are often quite emotional and stressed. She acknowledged our Counselling team (Bronte, Jim, Lynne, and Susannah) and the skills and compassion they bring to their work. She spoke of bringing Bonnie back in her new role of Program Manager and how she brings complementary skills to hers. She acknowledged the great work of the Thrift Shoppe staff and volunteers already talked about by Tiffany.

She thanked the Board for their leadership and acknowledged our many volunteers throughout our programs and how foundational they are to everything we do.

Sharon talked about coming through a difficult time and how Hospice needed support on a number of levels: members talking to their friends and asking for financial support, members taking the time to learn about Hospice and educating others in the community, members helping us find new staff and volunteers to continue and augment the great work we do in community, and members voting for our new Board to provide the necessary leadership. In closing, she thanked everyone for attending and expressed excitement about the future of NCHS.

Moved by Judy Hancock Holland, seconded by Anita Brideau, that we approve the Executive Director's Report as presented. Carried.

10. Nominations Report and Elections

Wendy drew the members' attention to the list of candidates for the board whose names, bios and pictures are in the AGM package. This year we have two board members completing the second year of their two-year term, Susan Davidson, and Wendy Smitka. We have seven members standing for election. She asked Jon Lampman to speak to our by-laws and how board members are elected by acclamation if less than eleven are standing for election. Wendy then called for nominations from the floor three times. Hearing none, Dr. Lindsay Eggen, Jeanne Fahlman, Jon Lampman, Marilyn Ostercamp, Janet Skinner, Paul Smith, and Ron Tomlin were elected by acclamation. Carried.

11. Motion to Adjourn

Moved by Russ Hamilton, seconded by Heather Bell, that the meeting be adjourned at 5:55 pm.

Wendy thanked everyone for attending and invited them to stay for refreshments.

NOTICE OF SPECIAL RESOLUTIONS

To: Members of the Nanaimo Community Hospice Society

Take notice that a special resolution to amend the bylaws (the "Bylaws") of the Nanaimo Community Hospice Society (the "NCHS") AND a Special Resolution to amend the constitution (the "Constitution") will be moved at the Annual General Meeting of the NCHS, to be held May 8, 2023

Background:

The changes proposed to the bylaws are intended to increase participation of members in the NCHS and to increase communication and accountability among members, volunteers, the community and Directors. The changes made are to the age of eligibility for membership; the quorum for meetings of members; to permit proxy voting at General Meetings of members; the requirements for termination of members or volunteers; the method of voting for directors; and the ability of the Board of Directors to remove a director before the expiration of the director's term.

The change proposed to the Constitution is intended to make clear that NCHS is permitted to build and operate residential hospice facilities.

A Special Resolution is a resolution passed at a general meeting at a General Meeting by at least two-thirds of the votes cast by voting members who are present.

A Special Resolution to change the Bylaws or the Constitution does not take effect until the later of the date specified in the resolution and the date it is filed with the registrar and the registrar approves the change.

Therefore any changes passed at this 2024 AGM will not take effect until filed with and approved by the registrar soon after the Annual General Meeting. The NCHS Board has agreed that any bylaw or constitution changes passed at the AGM be delivered to the registrar within 14 days after the AGM.

NANAIMO COMMUNITY HOSPICE SOCIETY SPECIAL RESOLUTION TO ADD A PURPOSE TO THE CONSTITUTION

WHEREAS:

- a) The Nanaimo Community Hospice Society (NCHS) is a society as defined by and governed by the Societies Act , S.B.C 2015, c. 18 (the "Act"); and
- b) Under s. 20 (1) (b) a society may change its purposes "so as to add a new purpose that may be conveniently or advantageously be combined with the existing purposes of the society"; and
- c) The NCHS wishes to avoid any ambiguity under its Constitution that it may be permitted to raise funds specifically for and to operate, alone or in cooperation, hospice residential facilities.

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION OF NCHS:

1. That the Constitution of NCHS be amended to add the following subsection:

"(l) if determined feasible, the Society may raise funds for a stand alone residential hospice facility and construct and operate such a residential hospice facility, whether or not in cooperation with other agencies or organizations."

NANAIMO COMMUNITY HOSPICE SOCIETY SPECIAL RESOLUTION TO AMEND BYLAWS

WHEREAS:

- a) The Nanaimo Community Hospice Society ("NCHS") is a society as defined and governed by the Societies Act, S.B.C. 2015, c. 18 (the "Act")
- b) A society may change its bylaws under s. 23 (1) by special resolution

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION TO NCHS:

1. That Bylaw 4 be amended by deleting it and substituting:
"A person 16 years of age or older may apply for membership in the Society".
2. That Bylaw 11 be amended by deleting subsections (2) and (3) and substituting:
"(2) prior to notice of a Special Resolution for expulsion of a Member or Volunteer, the Society Board or its Governance Committee shall have reviewed relevant provisions of The Societies Act, the case law and the administrative law principles of natural justice
(3) prior to notice of a Special Resolution for expulsion of a Member or Volunteer, the Member or Volunteer shall be provided a detailed statement of reasons for the proposed expulsion and an opportunity to reply."
(4) After notice of a Special Resolution for expulsion, the General Meeting shall be provided the legal and factual reasons for the proposed expulsion and the Member or Volunteer shall be given the opportunity to be heard before the Special Resolution is put to a vote. "
3. That Bylaw 18 (3) be amended by deleting subsection (3) and substituting
"The quorum for transaction of business at a General Meeting is 10 % of the voting members, excluding Directors."
4. That Bylaw 25 be amended by deleting Bylaw 25 and substituting
"Proxy voting is permitted at General Meetings, provided that the proxy is also a Member and the written form of proxy signed by both the absent member and the proxy is delivered to the Chair of the meeting. The Proxy is only valid for the meeting for which the appointment is given. Unless limited by the appointment, a proxy holder stands in the place of the voting member and can do anything the member can do, including propose and second resolutions, participate in the discussion and vote."
5. That Bylaw 24 (2) be amended by deleting and substituting
"At a general meeting , voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by secret ballot."
6. That Bylaw 28 (3) be amended by deleting and substituting
"An election shall be by secret ballot". AND that

Bylaw be amended by deleting Bylaw 28 (4) and substituting

“Each member eligible to vote shall be given a ballot which may contain the names of candidates previously nominated and also shall contain blank spaces for others validly nominated. Candidates shall be given an opportunity to speak to the members at the General Meeting. Candidates shall be deemed to be elected in order of those candidates receiving the most votes.” AND amend bylaw 28 deleting 28 (5) and change to

“A member may vote for fewer directors than the number of vacant positions for elected directors. If a member votes for more directors than the number of vacant positions then the ballot shall not be void and shall be counted using only the names for vacant positions and in the order listed on the voter’s ballot.”

7. That Bylaw 30 (1) be amended by deleting and substituting

“If a director resigns or ceases to hold office, the remaining directors shall make their best efforts to appoint a member to take the place of the former director but shall not be required to appoint a director before the next election” AND that

Bylaw 30 be amended by adding Bylaw 30 (4):

“The Board of Directors may, by a 2/3 vote of directors remove a director before the expiration of his or her term of office if the board determines the director has failed to act honestly in good faith in the best interests of the Society or failed to exercise the duties of a director of the Society as described in s. 53 of the Societies Act or of established Board Policies.”