

ANNUAL GENERAL MEETING 2020



**AIRDRIE
FOOD
BANK**

**Thursday, May 13, 2021
Virtual AGM**



Airdrie Food Bank

Annual General Meeting 2020

2021 Annual General Meeting

AGENDA

Date: Thursday May 13, 2021, 7:00 PM

Location: Virtual [Zoom Link](#)

(Call meeting to order)

- | | |
|---|----------------|
| 1. Welcome by Board President & Introductions | Tracy Seaman |
| 2. Quorum (Board Secretary) | Lori Reist |
| 3. Approval of the Agenda | Tracy Seaman |
| 4. Minutes from 2020 AGM (Sept. 10, 2020) | Lori Reist |
| 5. Independent Financial Report | Clay Blakely |
| 6. Accept the 2020 Financial Report | Paul Brophy |
| 7. Appointing 2021 3 rd Party Accountant | Paul Brophy |
| 8. Presentation: Year in Review | Lori McRitchie |
| 9. Message from President | Tracy Seaman |
| 10. Thank You to Board Members | Tracy Seaman |
| 11. Introduction of Special Resolutions | Nick Sawkiw |
| 12. Slate of Board Nominees 2021 (Governance Chair) | Tony Mauro |
| 13. Thank You to Outgoing Board Member | Lori McRitchie |
| 14. Open Floor Question Period | Tracy Seaman |
| 15. Set Date for 2021 AGM | Tracy Seaman |
| 16. Adjournment | Tracy Seaman |



Airdrie Food Bank

Annual General Meeting 2020

2020 Annual General Meeting

Meeting Minutes

Date: September 10, 2020 7:00 PM

Location: Genesis Place, 800 East Lake Blvd NE, Airdrie AB Rotary Room

In Attendance: Board Members: Lori Reist, Sandra Mackay, Nicolas Sawkiw, Cam Acheson, Phil Hoffmann, Tracy Seaman, Jack Lumley, Tony Mauro, Ross Mayer, Rob Agnew, Paul Brophy

Staff: Meghan West Carolyn Geertsen, Lynne Blackburn, Angela Hetherington, Robert Hughes, Lori McRitchie, Barbara Thomsen, Michelle Roussel

Members: Susan Young, Travis Seaman, Grace Zitter, Steve Arnold

Guest: Clay Blakely, Accountant

Call to Order by Jack Lumley at 7:00 pm.

1. Welcome by Board President & introduce guests

Jack Lumley welcomed everyone to the 2020 AGM. Special guest introduced was Clay Blakely.

2. Quorum (Board Secretary)

Tony Mauro, Board Secretary confirmed there was quorum.

3. Approval of the Agenda

The Agenda was presented to the membership in advance.



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- Motion 1-AGM-20: Approval of the 2020 AGM Agenda as presented
Moved by: Jack Lumley
Seconded by: Cam Acheson

Motion Carried

4. Minutes from 2019 AGM (March 28, 2019)

The minutes were made available to attendees and reviewed by Mr. Mauro.

- Motion 2-AGM-20: Approval of the 2019 AGM Minutes
Moved by: Tony Mauro
Seconded by: Paul Brophy

Motion Carried

5. Independent Financial Report

Mr. Blakely presented the annual financial statements and drew attention to the following:

- Explained the rationale for the restatement being update to casino revenue reporting rules
- The AFB ended 2019 with a strong cash balance
- Overall revenue was slightly higher in 2019 compared to 2018, expenses were also slightly higher
- Additional disclosure was added to contributed materials and services in note 9



Airdrie Food Bank

Annual General Meeting 2020

6. Accept the 2019 Financial Report

- Motion 3-AGM-20: Accept the 2019 Financial Audit as presented
Moved by: Cam Acheson
Seconded By: Nick Sawkiw

Motion Carried

Appointing 2020 3rd Party Accountant

- Motion 4-AGM-20: Appoint Clay Blakely as Financial Accountant for 2020.

Moved By: Cam Acheson
Seconder By: Tracey Seaman

Motion Carried

7. Presentation: Year in Review

- Ms. McRitchie began by acknowledging AFB staff and their unique contributions.
- Ms. McRitchie reviewed our “Hub” status and how we remain well regarding in the community. The Hub status has resulted in additional funding to support things like a new freezer and forklift
- Ms. McRitchie reviewed the impact of COVID-19 on fundraising activities, which were largely cancelled since physical distancing requirements were implement.
- Ms. McRitchie reviewed a number of the AFB programs including the school breakfast program and the food recovery program.

8. Message from Current President

Mr. Lumley reviewed some of the history and progress of the AFB during his 6 years on the Board, which included over 3 million pounds of food and 250,000 visitors. Mr. Lumley spoke to the evolution of the Board over the years to include targeted professionals that



Airdrie Food Bank

Annual General Meeting 2020

fill niche roles on the Board. Mr. Lumley acknowledged the contributions of the staff and the Executive Director.

10. Thank you to Board Members

Mr. Lumley thanked the staff again for their continued contributions as well as the members of the Board for their unique contributions to the AFB.

11. Slate of Board Nominees 2020

Mr. Lumley presented the slate of Board nominees for 2020.

- Motion 5-AGM-20: To accept the 2020 Slate of Nominees as presented

Moved By: Nick Sawkiw
Seconder By: Steve Arnold

Motion Carried

12. Thank You to Board Members

Ms. McRitchie thanked Ross Mayer for his 2 ½ years' service and reviewed some of the key contributions he has made to the AFB.

Mr. McRitchie thanked Mr. Lumley for his 6 years' service. She reviewed a number of his contributions over the years, his leadership, and his focus on strengthening the Board.

Ms. McRitchie also reviewed the contributions of other Board members and thanked them for their contributions. She also welcomed the new Board members.



Airdrie Food Bank Annual General Meeting 2020

13. Open Floor Question Period

Mr. Lumley opened the floor to questions. No questions were received.

14. Set Date for 2021 AGM

- Motion 6-AGM-20 - To set the date for the AGM as March 25, 2021

Moved By: Tracey Seaman

Secunder By: Ross Mayer

Motion Carried

15. Adjournment

- Motion #7 - To adjourn AGM

Mr. Lumley moved to adjourn the meeting

Meeting Adjourned at 7:58 p.m.

Airdrie Food Bank
Financial Statements
December 31, 2020

(Unaudited)

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INDEPENDENT PRACTITIONER'S REVIEW ENGAGEMENT REPORT

To the Directors of Airdrie Food Bank

I have reviewed the accompanying financial statements of Airdrie Food Bank that comprise the statement of financial position as at December 31, 2020 , and the statements of excess (shortfall) of revenues over expenses, net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for non-for profit organizations , and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Practitioner's Responsibility

My responsibility is to express a conclusion on the accompanying financial statements based on my review. I conducted my review in accordance with Canadian generally accepted standards for review engagements, which require me to comply with relevant ethical requirements.

A review of financial statements in accordance with Canadian generally accepted standards for review engagements is a limited assurance engagement. The practitioner performs procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less in extent than, and vary in nature from, those performed in an audit conducted in accordance with Canadian generally accepted auditing standards. Accordingly, I do not express an audit opinion on these financial statements.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that these financial statements are not prepared, in all material aspects, in accordance with the financial reporting provisions of Canadian accounting standards for non-profit organizations.



Blakley* Chartered Professional Accountant
Professional Corporation

Airdrie, AB
April 13, 2021

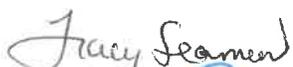
Airdrie Food Bank
Statement of Financial Position
As at December 31, 2020

(Unaudited)

	Note	2020 \$	2019 \$
Assets			
Current assets			
Cash and cash equivalent	4	1,080,359	328,633
Restricted cash	4	54,041	17,999
Contributions receivable	5	35,579	7,144
Goods and service tax receivable		2,873	4,950
Prepaid expenses	6	16,225	8,158
Total Current assets		1,189,077	366,884
Property, plant and equipment	7	1,091,187	1,168,516
Total Assets		2,280,264	1,535,400
Liabilities and Equity			
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities		59,169	37,483
Long-term liabilities			
Deferred contributions	8	968,766	922,806
Total Liabilities		1,027,935	960,289
Net Assets			
Unrestricted net assets		1,252,329	575,111
Total Liabilities and Net Assets		2,280,264	1,535,400

Commitments (Note 11)

Approved on behalf of the board





Airdrie Food Bank

Statement of Excess (Shortfall) of Revenues over Expenses

For the year ended December 31, 2020

(Unaudited)

	2020	2019
	\$	\$
Revenue		
Donations and grants	1,468,125	582,125
Special events	26,796	126,853
AGLC revenue	14,963	17,351
Interest	6,931	3,745
Membership fees	-	42
Covid-19 assistance	11,468	-
Total revenue	1,528,283	730,116
Operating expenses		
Salaries and wages	564,279	535,232
Food purchases	100,845	58,060
Repairs and maintenance	30,652	35,326
Utilities	30,097	31,460
Service providers	22,097	6,432
Supplies	18,572	19,061
Vehicle expenses	16,430	11,441
Employee benefits	15,405	12,761
Fundraising	13,041	32,835
Professional fees	9,587	6,400
Insurance	7,381	7,446
Advertising and promotion	5,921	9,396
Office expenses	5,746	6,573
Travel expenses	1,031	3,077
Business taxes, licenses, and memberships	833	929
Interest and bank charges	752	2,648
Rental	513	500
Total expenses	843,182	779,577
Operational excess of revenues over expenses	685,101	(49,461)
Amortization of deferred contributions for property and equipment	69,446	67,006
Amortization of property and equipment	(77,329)	(81,417)
Net excess (shortfall) of revenue over expenses	677,218	(63,872)

Airdrie Food Bank
Statement of Net Assets
For the year ended December 31, 2020

(Unaudited)

	Note	2020 \$	2019 \$
Unrestricted net assets - beginning of year		575,111	638,983
Net excess (shortfall) of revenue over expenses		677,218	(63,872)
Unrestricted net assets - end of year		1,252,329	575,111

Airdrie Food Bank
Statement of Cash Flows
For the year ended December 31, 2020

(Unaudited)

	2020	2019
	\$	\$
Cash (used for) provided by operating activities		
Net income (shortfall) of revenue over expenses	677,218	(63,872)
Amortization	77,329	81,418
	754,547	17,546
Changes in non-cash working capital		
(Increase) decrease in contribution receivable	(28,435)	16,046
(Increase) decrease in goods and service tax receivable	2,077	489
(Increase) decrease in prepaid expenses	(8,067)	(858)
Increase (decrease) in accounts payable	21,686	4,142
Increase (decrease) in deferred contributions	45,960	(24,223)
	33,221	(4,404)
Cashflow from operating activities	787,768	13,142
Cash used for investing activities		
Purchase of property and equipment	-	(38,000)
Net decrease in cash and cash equivalents	787,768	(24,858)
Cash and cash equivalents, beginning of year	346,632	371,490
Cash and cash equivalents, end of year	1,134,400	346,632
Cash and cash equivalents		
Cash and cash equivalents	1,040,690	302,787
Restricted cash	54,041	17,999
Retail vouchers - gift cards	39,669	25,846
Total Cash and cash equivalents	1,134,400	346,632

Airdrie Food Bank

Notes to the Financial statements

For the year ended December 31, 2020

(Unaudited)

1. Nature of operations

Airdrie Food Bank (the "Organization") is a non-profit charitable organization incorporated under the Societies Act of Alberta. The purpose of the Organization is to collect and distribute food to those in need and educate the community on hunger-related issues.

2. COVID-19 pandemic risk

a. COVID-19

The spread of the COVID-19 pandemic has caused significant volatility in the economy. During and subsequent to the fiscal year there has not been a significant financial impact to the Organization. Given the ongoing dynamic nature of the circumstances surrounding COVID-19, the impact of this pandemic on the Organization remains uncertain.

3. Significant accounting policies

These financial statements have been prepared in accordance with Part III of the Chartered Professional Accountants of Canada ("CPA Canada") Handbook - Accounting, which sets out Canadian Accounting Standards for Not-For-Profit Organizations ("CASNFPO"). The following are the accounting policies that management believe are significant to the Organization.

a. Cash and cash equivalents

Cash is made up of balances held with financial institutions as well as balances of cash that are part of gift cards at major retail grocery stores. Cash equivalents can be readily converted to a known amount of cash and are subject to an insignificant risk of changes in value. They are recorded at their known value.

b. Property and equipment

Purchased property and equipment is recorded at cost less accumulated amortization. Contributed property and equipment is recorded at fair value at the date of contribution less accumulated amortization. All leases are reviewed to determine if they are operating or capital in nature. Property and equipment is amortized over their estimated useful lives at the following rates and methods:

Assets	Methods	Rate
Buildings	declining balance method	4%
Furniture and fixtures	declining balance method	20%
Equipment	declining balance method	30%
Computer equipment	declining balance method	55%
Leasehold improvements	straight line method	21 years

One-half the normal rate is taken in the year of acquisition.

Airdrie Food Bank
Notes to the Financial statements
For the year ended December 31, 2020

(Unaudited)

c. Contributions receivable

Contributions receivable are recognized when the receivable amount can be reasonably estimated and collection is reasonably assured.

d. Revenue recognition

The Organization follows the deferral method of accounting for contributions.

Contributions that are restricted by the donor, are recognized as revenue in the year in which the related expense is incurred.

Restricted contributions received for the purchase of capital assets are initially deferred and recognized as revenue over the useful life of the asset.

Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

e. Contributed food, materials and services

The Organization records the value of donated food, materials and services when the fair value can be reasonably estimated and when they are used in the normal course of the Organization's operations and would otherwise have been purchased.

f. Inventory

As part of the distribution of hampers, the Organization must purchase certain perishable items. The Organization purchases these on an as needed basis and therefore does not maintain an inventory balance.

g. Financial instruments

The Organization initially measures its financial assets and financial liabilities at fair value. The Organization subsequently measures all its financial assets and liabilities at cost or amortized cost. Changes in the fair value of these financial instruments are recognized in income in the period incurred.

Financial assets measured at amortized cost on a straight-line basis include cash and cash equivalents, restricted cash, accounts receivable, goods and services tax receivable and prepaid expenses.

Financial liabilities measured at amortized cost on a straight-line basis include the accounts payable and accrued liabilities and deferred contributions.

Transaction costs related to financial instruments that will be subsequently measured at fair value are recognized in

Airdrie Food Bank
Notes to the Financial statements
For the year ended December 31, 2020

(Unaudited)

income in the period incurred. Transaction costs related to financial instruments subsequently measured at amortized cost are included in the original cost of the asset or liability and recognized in income over the life of the instrument using the straight-line method.

For financial assets measured at cost or amortized cost, the Organization determines whether there are indications of possible impairment. When there is an indication of impairment, and the Organization determines that a significant adverse change has occurred during the period in the expected timing or amount of future cash flows, a write-down is recognized in income. If the indicators of impairment have decreased or no longer exist, the previously recognized impairment loss may be reversed to the extent of the improvement. The carrying amount of the financial asset may not be greater than the amount that would have been reported at the date of the reversal had the impairment not been recognized previously. The amount of the reversal is recognized in income.

h. Use of estimates

The preparation of the financial statements in accordance with CASNFPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and revenue and expenses during the reporting period. Accounts receivable are stated after evaluation as to their collectability and an appropriate allowance for doubtful accounts is provided where considered necessary. Amortization is based on the estimated useful lives of property and equipment.

These estimates and assumptions are reviewed periodically as adjustments become necessary, they are reported in the statement of excess of revenues over expenses in the periods in which they become known.

i. Income taxes

The Organization is a charitable organization under the Income Tax Act (the "Act"). As such, they are exempt from filing an income tax return and are able to issue donation receipts for income tax purposes. In order to maintain its status as a registered charity under the Act, the Organization must meet the certain requirements within the Act. In the opinion of management, these requirements have been met.

Airdrie Food Bank
Notes to the Financial statements
For the year ended December 31, 2020

(Unaudited)

4. Cash and cash equivalents

a. Cash and cash equivalents comprise the following amounts.

	2020	2019
	\$	\$
Cash and cash equivalents		
General operating account	841,929	106,543
Savings account	198,761	196,244
Total unrestricted funds	1,040,690	302,787
Cash equivalent		
Retail vouchers - gift cards	39,669	25,846
	1,080,359	328,633
Restricted cash		
AGLC account - Scotiabank	251	347
AGLC account - ATB	53,790	17,652
Total restricted cash	54,041	17,999
Total cash and cash equivalents	1,134,400	346,632

5. Contributions receivable

Contributions receivable consist of donations that were completed prior to the end of fiscal year but the cash was received subsequent to December 31, 2020. Based on the nature of this balance there were no amounts recorded for allowance for doubtful accounts.

6. Prepaid expenses

a. Prepaid expenses details

	2020	2019
	\$	\$
Prepaid expenses		
Insurance	8,294	7,443
Wellness fund	4,792	-
Other	3,139	715
Total prepaid expenses	16,225	8,158

Airdrie Food Bank
Notes to the Financial statements
For the year ended December 31, 2020

(Unaudited)

7. Property, plant and equipment

a. Property, plant and equipment details

	2020	2019
	\$	\$
Buildings	81,865	81,865
Leasehold improvements	1,464,227	1,464,227
Vehicles	61,753	61,753
Equipment and furniture	57,590	57,590
Computer equipment	23,778	23,778
Total property, plant and equipment - Cost	1,689,213	1,689,213
Accumulated amortization of property, plant and equipment	(598,026)	(520,697)
Total property, plant and equipment	1,091,187	1,168,516

8. Deferred contributions

a. Summary of the balance

	2020	2019
	\$	\$
Building donations and grants	785,851	836,920
AGLC funding	54,041	17,999
Food Banks of Canada - walk-in freezer	15,907	19,884
Food Banks of Canada - vehicle donation	8,602	12,287
Food Banks of Canada - HUB funding	24,355	35,716
FCSSAA - COVID-19 funding	80,010	-
	968,766	922,806

Deferred contributions represent unspent donations received by the Organization designated by the donor for a specific purpose.

Airdrie Food Bank
Notes to the Financial statements
For the year ended December 31, 2020

(Unaudited)

b. Summary of movements

Below is a summary of movements in the deferred contributions balances.

	2020	2019
	\$	\$
Opening balance	922,806	947,029
Contributions received in the year	243,565	84,718
Contributions recognized as revenue in the year	(197,605)	(108,941)
Ending balance	968,766	922,806

\$69,447 of the contributions recognized as revenue in the year relates to funding for purchased property, plant and equipment made in prior years.

9. Contributed materials and services

Donations and grants includes \$12,191 (2019 - \$16,633) of contributed materials and services that the Organization did issue tax receipts for.

An estimated total amount of 719,834 pounds (2019 - 623,223 pounds) was distributed by the Organization to individuals and families in need. Food Banks Canada estimates the value of donated food to be \$2.62 per pound. If the Organization reported the distributed food in the statement of shortfall of revenues over expenses, donation revenue and food purchase expense would both increase by \$1,885,965 (2019 - \$1,620,380).

An estimated total amount of 14,188 volunteering hours (2019 - 24,234) were received from many members of the community.

10. Capital management

The Organization's objective in managing capital is to ensure that necessary funding is in place to provide assistance in the form of emergency food to support children, individuals and families in Airdrie and surrounding areas. The Organization manages capital through annual budgeting techniques, and by continuously monitoring the need for funding of various expenditures. The Organization's capital is maintained through revenue generating activities and through funding and grants from its supporters.

The Organization's capital is defined as unrestricted net assets and deferred contributions which at December 31, 2020 total \$2,221,095 (December 31, 2019 - \$1,497,917).

Airdrie Food Bank
Notes to the Financial statements
For the year ended December 31, 2020

(Unaudited)

11. Commitments

The Organization leases land in Airdrie from the City for \$500 per annum. The Airdrie land lease expires July 30, 2022 but contains three additional term extensions each for five years.

12. Comparative information

Certain comparative information has been restated to be consistent with current year presentation.

LORI MCRITCHIE

Executive Director



As you are all aware, 2020 was a year filled with challenges, uncertainty, financial instability, and isolation for residents in our community. Many found themselves in a place they never dreamed they would be and that included being food insecure.

The reasons for this insecurity were numerous including loss of income, fear of leaving their homes, illness and loss, and mental health challenges. With our amazing staff team, dedicated volunteers, and unprecedented support from our community we were able to assist all who came to us. We provided food support, referrals to partner agencies, and many times a listening ear to combat the isolation and aloneness our community members were experiencing. Swiftly changing regulations from our province meant that we had to continuously adapt. With flexibility, positive team culture, and creativity, we were able to nimbly modify our processes.

The support from individuals, businesses, organizations, and government recognized the need and offered their support. With the community walking with us, we have been able to ensure, to the best of our ability, that no one in our community went hungry. That is no small thing!

I am grateful, inspired, and blessed to be part of a community that cares. I am humbly thankful to each and everyone who has played their part in caring for their neighbours. Together, we have made a difference, we have mattered, we have provided hope in hopeless times. We have been a community! Thank you so much!

TRACY SEAMAN

Chair - Board of Directors



2020 has been a year like no other and the Airdrie Food Bank has not been immune to the effects of the pandemic. We saw an increase in the number of people accessing support from the food bank through the hamper program and walk-ins, with a significant increase in the number of new recipients.

The impact of events of the past year has had an effect on the financial status of the Food Bank and despite the cancellation of signature events, programs, and community activities, we were able to leverage available government programs and are extremely fortunate and appreciative of the support from our community through individual and corporate donations. This past year also brought greater complexities in providing food security to the community in terms of how to operate within ever-evolving changes to government regulations and health guidelines.

Due to the Food Bank staff's unwavering commitment and hard work, ability to reimagine service delivery, and adaptability to a continuously changing landscape, the Food Bank continued to fully operate and serve the needs of our community. This would not have been possible without the dedication and hours of service provided by the Food Bank volunteers, for which we are grateful. Initiatives for our Board in 2020 focussed on refining the strategic direction and enhancing corporate governance.

On behalf of the Airdrie Food Bank, thank you to our community, Lori and the staff and our volunteers - your contributions and continued support are a true testimony to the resilience of the organization.

AIRDRIE FOOD BANK
BYLAWS AND ORGANIZATIONAL STRUCTURE

Bylaws of Airdrie Food Bank previously registered with Alberta Consumer and Corporate Affairs, registration number 503254294, March 29th, 1985.

Revised/Accepted May xx/2021

Registered Charity Number **888364262 RR0001**

1. DEFINITIONS – IN THESE BYLAWS

- a) “Society” shall mean the Airdrie Food Bank

- b) “Board” shall mean the Board of Directors, which shall consist of the Officers and Directors.

2. MEMBERSHIP:

- a) Any resident of Alberta, over the age of 18, who supports the objectives of the Food Bank, may become a member.

- b) There shall be an annual membership fee, the amount of which shall be determined by the Society and which must be paid to be a member in good standing.

- c) The annual membership year shall run from the Annual General Meeting date of the current year to the Annual General Meeting date of the subsequent year.

- d) Any member wishing to withdraw from membership may do so of their own volition at any time without refund of their membership fee.

- e) Upon a two-thirds vote of all members in attendance at a special meeting of the Society called for that purpose, any member may be expelled from membership:

- (i) for conduct which the Society deems inappropriate, or
- (ii) for any other cause which the Society may deem reasonable.

f) Any member in good standing who has not withdrawn from membership nor has been expelled shall have the right to vote at a general or special or annual meeting. Such votes must be made in person and not by proxy or otherwise.

g) Lifetime memberships may be granted by the Board to past and present members of the Society who have made significant contributions to the Society and its objectives.

3. ELIGIBILITY TO HOLD OFFICE:

Must be a member in “good standing”.

4. EXECUTIVE COMMITTEE

a) The Board of Directors:

The Board of Directors, which is comprised of officers and directors, shall consist of not more than 10 members, to be elected at the Annual General Meeting.

i) Officers

President - The President shall be an ex-officio member of all Committees. He/she shall, when present, preside at all meetings of the Society and of the Board . In his/her absence, the Vice-President shall preside at such meetings and in the absence of the President and Vice-President a chairman may be elected by the Directors in attendance at the meeting.

Vice President - To fill in for the President when he/she is not able to attend meetings, or as may be required at the President’s request; and to give assistance when and where possible.

Treasurer - The Treasurer of the Board works closely with senior management to ensure the effective management and timely, accurate reporting of the financial

performance of the Airdrie Food Bank on an ongoing basis.

The Treasurer also performs a liaison role between management and the board to ensure that board members have reliable information about the financial affairs of the organization in order to make or support decision making and to understand the implications present in the information.

Secretary - To record and keep the minutes of all meetings. The Secretary shall have charge of all correspondence of the board and be under the direction of the President and the Board. The Secretary shall ensure a record be kept of all the members of the Board and their addresses; shall ensure all notices of the various meetings are sent as required; and shall ensure collection of the annual dues.

ii) **Directors:**

Directors may be assigned to specific portfolios, as needed.

b) **Immediate Past President**

The Immediate Past President is to provide experience, expertise and knowledge of past events to the current Board. The office of the Immediate Past President shall have no voting privileges at Board meetings.

c) **Executive Director**

The Executive Director is hired by the Board, reports to and is responsible to the Board, and acts as its advisor. There is no voting power with this position.

5. ELECTION OF OFFICERS AND DIRECTORS:

- a) The election of Officers and Directors shall take place at the Annual General Meeting, to be held not later than 180 days following the fiscal year end for the Society.
- b) Officers and Directors are to be nominated and elected by members for a term of two (2) years.

- c) The position of Secretary/Treasurer may be combined if not enough suitable candidates are available.

- d) Maximum term for all Officers and Directors shall be three (3) terms or a total of six (6) years, with re-election required at the end of two (2) years. Past Officers and Directors having served the maximum of six (6) years, may be re-elected after a 1(one) year absence from the Board.

- e) The Board shall have the power to set up committees with specific responsibilities and specific terms of reference as deemed necessary to meet the objectives of the Society. The Board shall have the power to collapse such committees as deemed redundant, or no longer serving the objectives of the Society.

6. MEETINGS

- a) The Board will meet a minimum of ten (10) times each year. For such meetings an attendance of half of the current Board members plus one shall constitute a quorum.

- b) A General Membership meeting will be held a minimum of once per year.

- c) Special Meetings of the General Membership may be called at the discretion of the Board. For these meetings, a quorum of 12 members must be in attendance. Twenty-one (21) days' notice by electronic means, or telephone, of such special meeting as to its purpose, date and time is to be given to the membership.

- d) The Annual General Meeting will be held no later than 180 days following the fiscal year end for the Society. Twenty-one (21) days' notice by telephone or electronic means of the date, time and purpose must be sent to the membership and public notification posted. A quorum of 12 members must be in attendance. Major decisions may be passed by a minimum of 75% of the membership present.

7. REMOVAL OF OFFICERS OR DIRECTORS:

The office of a member of the Board shall be vacated if the member:

a) by notice in writing to the Society, resigns his/her office;

b) dies;

c) ceases to qualify for membership pursuant to these bylaws;

d) is absent from meetings of the Board for a continuous period of three (3) consecutive meetings without due cause; or

e) has been removed by a resolution passed at a special meeting called for such purpose.

8. CASUAL VACANCY FROM BOARD

Where a vacancy occurs, the Board may appoint a person to fill that office for the remainder of the former member's term provided such person qualifies for membership.

9. BORROWING POWERS AND MAJOR DECISIONS

For the purpose of carrying out its objectives, the Society may borrow or raise or secure the payment of money in such manner as it deems fit, but this power and other major decisions, shall be exercised only under the authority of the Society, and in no case shall ever be exercised except by the passing of a Special Resolution. A Special Resolution may be passed by a minimum of 75% of the membership present at the Special Meeting called for this purpose.

10. REMUNERATION

No remuneration shall be paid any member of the Board; however, registration fees and out of pocket expenses may be granted delegations or committees representing the Society, subject

to prior confirmation of the Board.

11. SOCIETY LIABILITY

The Society and its Board, Directors or committee members will not be held responsible for any actions or damages caused by any members, or held liable for their actions.

12. AUDITING

The books, accounts and records of the Airdrie Food Bank shall be audited once each year. In accordance with the *Societies Regulation*, this audit need not be performed by a professional accounting firm permitted to perform an audit engagement pursuant to the *Chartered Professional Accountants Act*. A complete and proper statement of the Society's finances shall be prepared and presented to the Annual General Meeting. The fiscal year end for the Society shall be June 30th.

13. INSPECTION OF FINANCIAL RECORDS

The financial records of the Society may be inspected by any member of the Society in good standing at any time upon giving reasonable notice and arranging a time satisfactory to the Treasurer. The Board shall at all times have access to such records.

14. AMENDMENTS TO BYLAWS

The Bylaws may be rescinded, altered or added to by a "Special Resolution".

15. SIGNING OFFICERS

Shall be any two (2) signatures designated as signing authorities by the Board.

16. SEAL OF THE SOCIETY

There is no Seal of the Society.

17. DISSOLUTION OF SOCIETY

All profits or other accretions of the Airdrie Food Bank shall be used in promoting the objects of the Airdrie Food Bank and for no other purpose whatsoever, and upon dissolution or winding-up of the Airdrie Food Bank, all assets of the Airdrie Food Bank, after payment of liabilities, shall be distributed to such other organization registered as charitable organizations under the Income Tax Act (Canada).

**AIRDRIE FOOD BANK
NOTICE OF SPECIAL RESOLUTION
REPEAL AND REPLACE BYLAWS**

The Board of Directors of the Airdrie Food Bank hereby gives notice of the following special resolution:

“BE IT RESOLVED that the current Airdrie Food Bank Bylaws are repealed and replaced by the attached bylaws.”

EXPLANATION OF SPECIAL RESOLUTION

The Board of Directors wishes to:

- amend the fiscal year end of the Society to June 30;
- align the Auditing section to reflect current practices for review and auditing of financial records;
- align the Auditing section to reflect the Society’s responsibility for its books, accounts and records;
- align the annual membership duration with the date of the Annual General Meeting; and
- bring the language used in the Bylaws current with the *Societies Act*.

**April XX, 2021
Board of Directors, Airdrie Food Bank**

**AIRDRIE FOOD BANK
NOTICE OF SPECIAL RESOLUTION
SUSPEND BYLAWS**

The Board of Directors of the Airdrie Food Bank hereby gives notice of the following special resolution:

“BE IT RESOLVED that the following clauses within Section 5 of the Airdrie Food Bank Bylaws be suspended and unenforced for the 2021 Election of Directors for one (1) term:

b) Officers and Directors are to be nominated and elected by members for a term of two (2) years.

d) Maximum term for all Officers and Directors shall be three (3) terms or a total of six (6) years, with re-election required at the end of two (2) years.”

EXPLANATION OF SPECIAL RESOLUTION

Bylaw amendments proposed in the 2021 Annual General Meeting will change the Society’s fiscal year end to June 30. This Bylaw transition has created a situation whereby directors elected at the 2021 Annual General Meeting (in May of 2021) will not have their term end until the 2023 Annual General Meeting. The result is that directors elected at the 2021 Annual General Meeting will serve a term which exceeds the current two year terms prescribed by the Bylaws.

**April XX, 2021
Board of Directors, Airdrie Food Bank**



Airdrie Food Bank Annual General Meeting 2020

Airdrie Food Bank - 2020 Annual General Meeting
May 13, 2021
Slate of Nominees to the Board of Directors

Candidates Standing For Election or Re-Election

The following individuals are standing for election to fill two (2) vacant board positions. These individuals are **standing for their first two (2) year term**:

- Leo Lefebvre
- Dr. Kara Mitchelmore

Board members **standing for re-election for their second two (2) year term**:

- Lori Reist

Board member **standing for re-election for their third two (2) year term**:

- Cam Acheson
- Tony Mauro

For Information Only

Board members completing their first two (2) year term:

- Sandra Wilkinson
- Rob Agnew
- Dr. Phillip Hoffmann

Board member completing their second two (2) year term:

- Nick Sawkiw

Board members completing their third two (2) year term:

- Tracy Seaman

Board Member not returning:

- Paul Brophy

Maximum term for all Officers and Directors shall be three (3) terms or a total of six (6) years, with re-election required at the end of two (2) years. Past Officers and Directors having served the maximum of six (6) years, may be re-elected after a one (1) year absence from the Board.

Board of Directors and Nominees Profiles

Current Board Members

Tracy Seaman



Tracy has been part of the Airdrie community since 1999. For the past 15 years she has been actively involved in supporting her community through volunteering at Airdrie schools and sports associations and loves what Airdrie has to offer families.

Tracy brings over 20 years' experience providing practical, results-oriented HR solutions. Her core competencies include strategic planning, change management, policy development, talent acquisition, coaching, learning & development, legislative compliance, employee relations, and compensation & benefits.

Tracy has a passion for developing and sustaining corporate culture through effective HR and businesses practices. Tracy holds a Bachelor of Commerce Degree from the University of Saskatchewan and the Chartered Professional in Human Resource (CPHR) designation. She has worked with public company and non-profit Board of Directors.

Tracy is excited about the opportunity to bring her HR experience to the Board, providing a way of giving back to the community and supporting such a critical service organization in Airdrie.

Tony Mauro



Tony has lived in Airdrie and surrounding area since 1993. Over that time, he has been a strong supporter of the community through volunteering at local area schools, community associations and sports associations including Airdrie Little league and Airdrie Minor Hockey. Tony has seen Airdrie grow over the past 25 years and has experienced first-hand how people of this great community step forward to lend a hand and help out each other.

Tony, who has a graduate degree in business administration and 25 years' experience in strategy and corporate development within the energy sector, brings strong business acumen as well as an executive leadership perspective to the Board of Directors.

He began his association with the Airdrie Food Bank in the spring of 2016 and is very excited to have joined the Board of Directors in September to support our mission.

Cam Acheson



Cam is a private businessman and property developer who built his company from the ground up. He has great entrepreneurial and business experience that he brings forward to the board. He has led multiple challenging and successful projects and initiatives. He brings a diversified skill set to the board that includes: excellent leadership, strong financial acumen and has a great business development and project management background. He holds a business degree from the University of Regina and has served on several not for profit boards. He has had great success at garnering support and resources for those initiatives that he participates in.

He is active in the community and resides in Airdrie with his family where he has lived for the last 6 years. He currently works in a business development capacity for a Canadian chartered bank.

Nicholas A. Sawkiw



Comes to the board with backgrounds in both business and law. These two separate but integrated backgrounds have allowed me to develop a comfort as well as a skill set with respect to administrative bodies, and governance within both public and private sectors. On the business side, I bring the experience of advising both directors and boards, and liaising with corporate and individual stakeholders. On the legal side, I have both a municipal and business law practice. From this, I bring the knowledge of and experience with the powers and spheres of jurisdiction at the municipal, provincial and federal levels of government in Canada, and a knowledge of strategic planning, transparent communication and drafting of bylaws, policies and procedures. Most importantly, I am excited for the opportunity to serve my

community to the best of my ability.

Sandra Wilkinson



Born and raised in Calgary, Sandra moved her family to Airdrie in 2009 and has been involved in her children's school and sporting activities while enjoying being a member of this city as it has grown into the tight knit community it is.

She is a licensed Realtor serving Airdrie and the surrounding communities. Before her career change to real estate, Sandra has an extensive background in Human Resources. Her HR experience includes full cycle recruiting, Human Resources Information Systems management and benefits administration. Thriving as an adaptable multi-tasker, Sandra is a committee member and dedicated to cooperative teamwork, especially when

enriching her community.

In her spare time, you can find her building her business, enjoying time outdoors with the kids and dog, or spending summer family time at the lake.

Since 2017 she has volunteered for events with the Brakemen Foundation in Calgary which focuses on Zero Hungry Kids in schools. Sandra is very excited to join such an integral service organization of our community and to contributing her skills and experience to best support the success of the Airdrie Food Bank.

Lori Reist



Lori grew up near Halifax, relocating to the Calgary in 2006 and Airdrie in 2008. The mother of five children ages nine and under, has been involved in the school, sporting and arts communities as a support to her children. Lori is also a day home provider.

Before changing career paths to better serve her family Lori developed significant management and administrative experience including human resources, document control, IT, fundraising and office management. She holds a Bachelor of Business Administration degree from Mount Saint Vincent University.

Together with her husband Mike, Lori runs a program called Project Jack & Jill (Adopt-A-Grad) that allows local Airdrie high school grads who can't afford outfits for their special day to dress in style. In their first year, they collected hundreds of new and used suits and gowns, developed partnerships with local schools and businesses, and raised \$7,500 going on to help 16 young men and 5 young women to attend grad. Airdrie's three public high schools also received \$1,000 each that year to help needy students and their families purchase tickets to grad. Their goal is to help more students in subsequent years as word spreads of the initiative.

Lori is very excited by the opportunity to join the Food Bank and looks forward to being involved with such an incredible organization. She is eager to bring her education and experiences to the Board, to help contribute to the success of the Food Bank.

Rob Agnew



Rob and his family moved to Airdrie in the fall of 2005. His family chose Airdrie for a variety of reasons: The city was growing fast, had a high proportion of young people, had a commitment to environmental issues and had a community feel that reminded them of where they came from. Since 2005 Rob has contributed to that community feel by filling the role of manager, treasurer or coach, often for multiple teams at ADSA, AMHA & RMLL. He has also been involved with the local schools and volunteered at various events and organizations. He and his family have been helping out at the Airdrie Food Bank for the last 5 years.

Rob spent the first half of his working years managing people and operations in the retail grocery industry. He implemented several operational policies relating to reducing out of stocks on specialty items and a shrink reduction in the perishable departments that were adopted company wide. For the last 15 years Rob has been helping people with their tax preparation needs and consulting with small to mid-size businesses on financial, tax and human resource matters. He enjoys getting to know new people and helping them achieve their goals.

Rob enjoys being active and can be found on the golf course, at the hockey rink, hiking in the mountains or kayaking between them. At home he enjoys reading, gardening and game nights with family and friends.

Dr. Phillip Hoffmann



An Airdrie resident since relocating from Calgary with my partner Suze Casey in 2018, I volunteer at the Food Bank and bring a wide range of relevant professional skills and competencies to the Board.

Most of my career has been in the Alberta post-secondary education sector as an instructor and administrator, including over six years as an Associate Dean at SAIT, where I specialized in faculty development, teaching excellence and implementing baccalaureate degrees. More recently, I have been an advisor and consultant to organizations including Keyano College and the Alberta Energy Regulator.

In addition, I have experience at the Executive Director level in the Alberta not-for-profit sector and extensive experience as a board member or volunteer for various groups, including Big Brothers, Big Sisters, the Calgary Folk Club and the National Music Centre. Contributing as a volunteer stems from a committed service ethic and a strong desire to give back to my community.

I am also a published author of three books on philosophy and the philosophy of physics, and have recorded several CDs of original acoustic guitar music.

Board Nominees

Dr. Kara Mitchelmore



Dr. Mitchelmore first moved to Airdrie with her family in 2001. She decided on Airdrie to raise her young family as she wanted them to build relationships and experience a strong sense of community pride.

Volunteering for the Airdrie Food Bank is an important cause for Dr. Mitchelmore, having had to visit a food bank in her past has made her sensitive to the plight of hungry families and has inspired her to want to help end hunger in Canada.

Dr. Mitchelmore comes to the Airdrie Food Bank with passion for the cause and a wealth of professional experience to help the organization move forward. She holds a Doctorate in Business Administration from Athabasca University, is a fellow of the Chartered Professional Accountants (CPA) and the Certified Management Accountants (CMA), and is a Certified Marketing and Research Professional (CMRP).

She spent eight years with Certified Management Accountants (CMA) Alberta, including four years as president and CEO. Kara is currently the CEO of the Canadian Centre for Professional Legal Education (CPLED), whose organization delivers the Bar admission program for future lawyers in Alberta, Manitoba, Nova Scotia, and Saskatchewan. She also has a decade of experience as an instructor, including time spent at CMA Alberta, Mount Royal University, and Bow Valley College.

Kara is outstanding at moving projects forward, and as a leader and educator, she describes herself as “output-based,” and inspires and equips her team to excel in that regard as well.

In Kara’s free time she enjoys reading, chasing her dogs around, and creating dishes in the kitchen for family and friends to enjoy.

Leo Lefebvre



My wife and I have been Airdrie residents since 1999. Prior to that, we crisscrossed the country on assignments in Milton ON, Brampton ON, Calgary AB, and Regina SK. Born in Montreal, Carol and I met in high school and never looked back. We are very proud and blessed to have 5 children and 11 grand children that live in and around the Airdrie area. Recently retired (2020) my working career focused primarily on manufacturing and logistics operations. Employed with 2 large global corporations over a 40-year span, I took advantage of opportunities that gave me significant breadth and depth of global and local logistics operations experience. As a Certified Production and Inventory Manager (CPIM), and professional logistician (P.Log), our scope was on the end to end supply chain, from the point of supply (POS) to the point of use (POU) with primary objectives focused on service improvement, efficiency, cost and waste reduction.

I have observed a well established and well-run Airdrie Food Bank organization, evidenced by the confidence, vast interest and support AFB has received from the local community. These include faith-based organizations, the business community, local residents and of course the wonderful cast of volunteers all helping each and every day. This does not happen without an extreme amount of effort. Our community should be very proud. It is these observations along with a personal desire to give back to the local community that compelled me to proudly accept a volunteer board role with the AFB.

This is an essential service, "Neighbours helping Neighbours".

As a new volunteer with the AFB, I hope to contribute my work and life experience by listening, observing, and working beside volunteers and all participants in supporting the AFB supply chain logistics.

Outgoing Board Members

Paul Brophy

44%

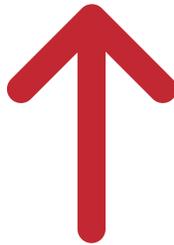
OF THOSE WE SERVE
ARE CHILDREN



32,749
PEOPLE
FED



247,798 LBS
of food from
Community
Donations



NUMBER OF
PEOPLE SERVED

24%



3205
HAMPERS

15 FOOD
BANKS

30 LOCAL
AGENCIES

472,036 LBS

of food from

Retail Food Recovery



Together we are building a stronger community in
which "Neighbours Help Neighbours"