



Minutes of the Annual General Meeting

Sunday, January 31, 2021

2:00 pm PT / 3:00 pm MT / 4:00 pm CT
5:00 pm ET / 6:00 pm AT / 6:30 pm NT

Zoom Video Conference

Chairperson: Kim Vance-Mubanga, President

Recording Secretary: Vince J. Ciarlo, Secretary

Member choruses present:

AVIVA Chorus (Nanaimo)	Out In Harmony (Vancouver)
BarberEllas (Calgary)	Rainbow Harmony Project (Winnipeg)
Calgary Men's Chorus	Singing Out (Toronto)
Chœur gai d'Ottawa Gay Men's Chorus	Spectrum Queer Choir (St. John's)
Edmonton Vocal Minority	St. John's Gay Men's Chorus
Ensemble vocal Ganyède (Montreal)	The Women Next Door (Halifax)
Halifax Gay Men's Chorus	Tone Cluster (Ottawa)
In Harmony (Ottawa)	Vancouver Men's Chorus
One Voice Chorus (Calgary)	

Individual members present:

C. Putnam	K. Kryvenchuk	S. Loo
D. Cantiller	K. Griffiths	S. Frith
G. MacDonald	L. Cousineau	S. Cridland
G. Ragazzini	L. Graves	S. Litke
J. Dumas	M. Esteves	V. Ciarlo
J. Perry	M. Gillespie	Y. Sakai
K. Rumrill	P. Mahar	Y. Sabourin
K. Vance-Mubanga	R. Millar	

Staff present: Cora Castle, Unison Administrator

1. Call to order

The Chairperson called the meeting to order at 5:21 p.m. EDT and welcomed all in attendance to the Annual General Meeting (AGM) of Unison Choruses Canada (the "Corporation").

The Chairperson noted that the meeting was being recorded.

The Unison Administrator reported that 17 member choruses and 22 individual members are in attendance. The Chairperson noted that the quorum requirements for the AGM have been met. The meeting was declared to be legally constituted for the transaction of business as set out in the Notice of Annual General Meeting.

The Chairperson noted that all members in good standing are entitled to vote on general matters and that member choruses only are entitled to vote on the election of Directors.

2. Land acknowledgement

The Chairperson gave a land acknowledgment.

3. Adoption of agenda

The agenda was distributed to the membership in advance of the AGM.

Motion to adopt the agenda as presented. (C. Peacock / J. Perry)

Motion passed.

4. Review and adoption of previous AGM minutes

The minutes from the previous AGM, held on November 24, 2019, were distributed to the membership in advance of the AGM.

Motion to adopt the minutes from the previous AGM as presented. (M. Gillespie / C. Devison)

Motion passed.

5. President's report

K. Vance-Mubanga, President of the Board of Directors, reported to the membership as follows:

President's Report

The thrust of my work over the past year has been to engage with the rest of the board/staff around continued restructuring and sustainability of the organization in between festival years, and in that sense, the tragedy of a global pandemic has provided some interesting opportunities to enhance this work. No one could have predicted that 2020 would unfold in the way it did. The Covid pandemic has had a profound effect on our choral communities across Canada. Under the creative vision of my fellow board and staff members, we were able to pivot quickly into work that provided enhanced communication among our membership, like the virtual roundtables, and provide some creative outlets to keep us singing and coming together in on-line platforms in order to learn and share in between festival years.

Our restructuring work has involved rolling out the new membership structure that was implemented leading in to this AGM. On behalf of the board, I'd like to welcome and sincerely thank all of choruses that have signed up so far (18) along with the individual members (39 and counting). The hope is that this new structure will enhance sustainability and accountability, along with allowing us to continue to grow Unison in a way that can provide cohesion among our members and support for their development and artistic expression.

2020 also brought an increased emphasis on festival planning as we passed the halfway point to Festival 2022 in Halifax. The Festival Planning Committee, which I co-chair with the delightful Bob Millar from HGMC, is one of the most active board committees and is very engaged on producing an incredible event that will welcome you all to the Eastern Canada for the first time in Unison history. We are very aware that for some of you, it will also be part of a transition back to in-person performing after what will have seemed like an endless hiatus.

As a follow-up to last year's report, we eventually submitted a successful grant application to the LGBT Purge Fund, allowing us to commission three new choral works related to the theme of the Purge, apology and reparation. The call for these commissions is open now and we are on track to have them ready for premiere

at the Halifax Festival. I have brought some additional new LGBT-specific grant opportunities to the organization, but we continue to have limited success (although one application was only recently submitted and still under consideration). There is a plan for the fundraising committee to meet shortly and conduct a thorough audit on government grant opportunities. We may find more success under the purely “arts-focused” granting schemes, even though we all know Unison is much more than just an “arts” or “festival” organization.

I continue to do public-facing activities as President that have assisted with the branding of Unison as a national network beyond just a festival organization. In addition, the board has finalized the new logo/letterhead branding, and registered a new bilingual corporate name. Along with the Vice-President and Administrator, we have tried to bring a steady flow of interesting content to our social media platforms.

I would like to thank all board members for their contributions to an incredible year of unprecedented Unison activity. A special shout-out goes out to our incredibly reliable Secretary, Vince, our very capable Treasurer, Liz, and our hugely creative VP, Yohei. And finally, it's not an exaggeration to say that Unison simply would not have achieved all of its great work this year without the extraordinary effort of our Administrator, Cora, whose anticipated hourly contribution to the organization has been on a steady increase, with little sign of slowing down. A huge thanks to all of you!

Following her report, K. Vance-Mubanga took questions from the members in attendance.

6. Treasurer's report

The Financial Statements for 2019-2020 were distributed to the membership in advance of the AGM. L. Graves, Treasurer, reported to the membership as follows:

Treasurer's Report

Once again, it has been a pleasure and an honor for me to serve as your Treasurer. This past year has been an exciting transitional year for Unison and that is reflected in the membership that is present here today at this AGM and in the Financial Statements which I am presenting.

Today we are looking at the Financial Statements for the operating year October 1, 2019 to September 30, 2020. These Financial Statements are currently at our accountant for the financial review.

During this operating year the organization split into two distinct operating groups: festival operations, activities being led by the Halifax Festival Planning group, and national operations, activities being led by the Board of Directors and sub-committees of that group. You will see this distinction in our Statement of Operations.

The Financial Statements are made of four reports: The Statement of Financial Position, The Statement of Operations, The Statement of Cash Flows and The Statement of Changes in Net Assets and are accompanied by notes which contain detailed explanations of the Financial Statements.

The Financial Statements were sent out in advance of the AGM and I encourage you all to read these notes at your leisure.

I will present the highlights today.

- **Festival Operations:**
 - Festival Revenue was \$1,337.46, which was made up of \$255.77 in new donations and \$1,081.69 in donations recognized from the Unison Legacy Fund.
 - Festival Expenses were \$1,337.46, which was made up of \$593.75 for Administrator Services, \$500.00 for creation of the Halifax 2022 logo, and \$243.71 for administrative expenses. Part of these administrative expenses were set-up fees for RBC Express banking, allowing us to pay bills electronically with a two-signatory system. With the creation of a national organization, the old model of manually signed cheques is no longer feasible for us with board members being located

across the country. One of our large projects this past year was to transition our banking to electronic banking while maintaining our two-signatory requirement.

- Net result – zero. As festival operations begin to gear up for Halifax 2022, we will continue to fund those operations from the Unison Legacy Fund which contains \$12,155.31 and is restricted to use only for festival operations.
- National Organization Operations:
 - Revenue was \$1,587.29, which was made of \$1,454.23 in donations and \$133.06 in other revenue.
 - Expenses were \$13,806.53, which represents the change in operating activities of Unison Choruses Canada from an organization which produces a quadrennial Choral Festival to an organization which offers services to member choruses year-round. The main expenses were expenses related to restructuring activities, such as bylaw revisions, the creation of the membership structure, and delivering Unison services, such as the virtual video production of "How Could Anyone" premiered in December and the monthly roundtables, \$627.50, Creation of new logo, \$1,000, Office Expenses of \$700, and remuneration to our Unison Administrator of \$7,368.75..Our Unison Administrator supported all of the activities of reorganization and restructuring which occurred this year.
 - Net result is an operating deficit of \$10,881.78 versus a deficit of \$349.38 last year.
 - This is the major change in the Financial Statements this time around. With the creation and development of this wonderful new National Organization comes cost. To offset these costs revenue is needed. In January 2021 we collected our first annual dues from chorus members. These funds will be directly applied to National Organization activities.
 - We also have an active Fund Development Team that will work specifically on donor development, other fundraising activities and grant writing for funding to the national organization activities specifically. We hope that as members of Unison Choruses Canada you will all consider supporting Unison Choruses Canada with a one-time donation or perhaps a monthly recurring donation.
- Other Financial Highlights:
 - Our application for the LGBT Purge Fund Grant was successful and we received funding of \$38K to produce three new commissioned choral works which will be premiered in Halifax in 2022 and performed by the three Festival Choruses. That work has begun with a Call for Proposals for Choral Compositions, which was sent out in January 2021.
 - In December of 2020 Unison received a 25K donation specified to the Halifax 2022 Festival.
 - As Unison continues to grow and develop throughout 2021, and as we approach the Halifax 2022Festival, Unison as an organization is in a strong cash position and can meet its financial obligations. We fully expect as the year unfolds that financial emphasis will begin to shift from national operations to gearing up for Halifax in 2022. We have completed most of the work around restructuring of the national organization and what's ahead on the national front is the exciting work of expanding the services Unison offers for member choruses!

Following her report, L. Graves invited questions from the members in attendance.

7. Acceptance of financial statements

Motion to accept the 2019-2020 Financial Statements as presented. (L. Donatelli / G. MacDonald)
Motion passed.

8. Appointment of public accountant

L. Graves proposed that the Corporation continue using the current accountant, Scase & Partner of Calgary, Alberta.

Motion regarding appointment of public accountant and level of financial review:

WHEREAS

- a) The Corporation is considered a "Soliciting Corporation" under the Canada Not-for-profit Corporations Act and the Corporation's gross annual revenues for the 2019-2020 year are under \$50,000;
 - b) The members of the Corporation therefore have the option of appointing or, by unanimous agreement, waiving the appointment of a public accountant;
 - c) A public accountant so appointed may conduct a review engagement or an audit; and
 - d) Audited financial statements are required for grant applications of interest to the Corporation;
- BE IT RESOLVED that Scase & Partner (Calgary, Alberta) be appointed as the Corporation's public accountant for the coming year;
- AND BE IT RESOLVED that the public accountant so appointed be engaged to conduct an audit of the Corporation's 2019-2020 Financial Statements.

(L. Cousineau / G. Ragazzini)
Motion passed.

9. Nomination of Board candidates

The Chairperson advised that the Articles of the Corporation allow for up to 15 directors. Five (5) directors are continuing into year two of two-year terms. Ten (10) positions are open for election. The term for Board positions is two years.

The Unison Administrator reported that the five continuing directors are:

Vince Ciarlo (Forte, Toronto)
Liz Graves (One Voice Chorus & BarberEllas, Calgary)
Kirk Kryvenchuk (Edmonton Vocal Minority, Edmonton)
Susanne Litke (The Women Next Door, Halifax)
Kim Vance-Mubanga (The Women Next Door, Halifax)

The Unison Administrator advised that the following individuals have declared their interest in running for the Board of Directors:

Len Cousineau (Vancouver Men's Chorus, Vancouver)
Matteo Esteves (Ensemble vocal Ganymède, Montreal)
Matthew Gillespie (Calgary Men's Chorus, Calgary)
Kristy Griffiths (Singing Out, Toronto)
Gayle MacDonald (The Women Next Door, Halifax)
Phil Mahar (Forte, Toronto)
Bob Millar (Halifax Gay Men's Chorus, Halifax)
Gianluca Ragazzini (Tone Cluster, Ottawa)

Yohei Sakai (St. John's Gay Men's Chorus, St. John's)

Motion to nominate the nine individuals above as candidates for the Board of Directors. (L. Graves / C. Peacock)
Motion passed.

The Chairperson invited additional nominations from the members in attendance. No additional nominations were proposed. The Chairperson then declared nominations closed.

The Chairperson invited each nominee to introduce themselves and speak of their interest in running for the Board of Directors.

10. Election of Directors

Motion to acclaim the slate of candidates to the Board of Directors for a two-year term each. (D. Cantiller / J. Perry)

Motion passed by vote of the member choruses in attendance.

11. Other business

No other business items were proposed.

12. Closing

Motion to close the meeting. (M. Gillespie / R. Bowman)

Motion passed.

The Chairperson declared the meeting closed at 6:07 pm ET.