

Fusion Halifax Networking Association
("FUSION Halifax")

Minutes of the 2015 Annual General Meeting held at 5:30 p.m. on November 12TH at the Art Gallery of Nova Scotia, 723 Hollis Street, Halifax, NS B3J 1V9.

Present: 25 official attendees based on sign-in sheet. Note: Actual attendance was high than number reflected on sign-in sheet

1. **Call to Order.** The Chair called the meeting to order at 5:40 p.m. and welcomed the members in attendance. Open remarks were made by Mike Savage, Mayor of Halifax.
2. **Agenda.** Approved as circulated
3. **2014 AGM Minutes.** Approved as circulated
4. **Annual Chair's Report.** Adam Hayter provided a review of organizational changes, development, and member engagement over the last year. 3800 volunteer hours were logged via board work and engagement by members through the Action Teams. Action Teams took a significant role on the organization, as per the intent of the Strategic Plan. The Strategic Plan has three pillars: members, voice, and legacy. The successes of each Action Team was described before a broad report on Fusion Halifax as a whole. Fusion events plentiful and well attended, media engagement increased dramatically, social media hits increased by 50%, and a new website was launched. Fusion made important contributions at key events, including: Bold Halifax, One Nova Scotia, Halifax Pride, UNSM Panel Discussion regarding Youth in Municipal Matters, 21inc, and an Election Candidate forum, among others.
5. **Presentation and Approval of 2014-2015 Financial Statements.** This year's financial statements were internally prepared by the Treasurer, Emily MacRae. Highlights:
 - a. Financial position: \$10,105 net assets at end of year. \$21,975 in event sponsorship and registration revenue.
 - b. In-kind revenue: \$12,600

It was moved and unanimously approved that the Unaudited Financial Statement be adopted.

6. **By-law Review.** A Committee was struck to review the by-laws. Special focus was paid to sections concerning term limits, retaining experienced Board Members, and clarifying voting procedures. Various changes to the by-laws were advanced by the Committee to the Board during a regular meeting. All proposed changes to the by-laws were approved

by the Board. All changes are now brought forward to the membership at the AGM for approval. The changes are as follows and marked by red font for deletions and green font for additions, while the original text of the by-laws remains in black font.

Para 29: **Removed**

New Para 29: Each Action Team shall have a representative Director on the Board.

Para 30: **Removed**

New Para 30: All Directors shall be elected for a term of two years except for the Chair and Vice-Chair.

Added Para 31: Any Director, other than an Officer, shall serve no more than 4 years in the same position, or more than a total of 6 years in any Director position.

Para 32 (now 33): In the event that a Director resigns his office or cease to be a member in the Association, whereupon his office as Director shall as a result be vacated, the vacancy thereby created may be filled for the unexpired portion of the term by the Board from among the member of the Association. The replacement Director shall be exempt from term limits for the period of unexpired portion of the term.

Para 36 (now 37): Directors and officers shall serve without remuneration and shall not receive any profit from their positions engage in any profit serving venture for personal financial gain without written approval by the Executive Committee. However, a director or officer may be paid reasonable expense incurred in the performance of his duties.

Para 42 (now 43): The Chairperson may be entitled to vote as a Director and, in the case of where there is an equality of votes, he shall have casting votes in addition to the vote to which is entitled as a Director

Para 52 (now 53): **Removed**

New 53: The terms for officers are

- a) The Chair shall be elected for a term of 1 year and serve no more than two terms;
- b) The Vice-Chair shall be elected for a term of 2 years and serve no more than two terms;
- c) The Treasurer shall be elected for a term of 2 years and serve no more than 3 terms;

- d) The Secretary shall be elected for a term of 2 years and serve no more than 3 terms.

The motion was put and passed. The Committee was thanked for its work.

7. **Nomination Committee Report.** The process taken by the Nomination Committee was presented in a report. The 7 member undertook a similar procedure as had occurred in previous years. The chair of the Committee, Alyson Murray (outgoing Vice Chair and Incoming Chair) had final decision making authority on the final recommendation. 37 applications were received for 12 open Board position. 2 applications with voluntarily withdrawn by the applicant. All candidates were evaluation against a number of criteria. 27 interview offers were made.

The Nomination Committee recommended the following candidates to serve on the 2015/2016 Board:

Name	Position
Leanne Tremblay	Director of Events and Emerging Ideas
Monica Mutale	Director of Marketing and Communications
Lori Cadelli (previously Director of Arts & Culture)	Director of Membership and Volunteerism
Jeremy VanSlyke	Director of Arts and Culture
Akram Al-otumi (previously Director of Entrepreneurship)	Director of Entrepreneurship
Jesse Adams (previously interim Director of Health and Wellness)	Director of Health and Wellness
Negin Hamed	Director of Immigration and Diversity
Shauna Smith	Director of People Factor
Naomi Hill	Director of Sustainability
David Quilichini	Director of Urban Development
Alyson Murray (previously Vice Chair)	Chair (Officer)
Sasha Sears (previously Director of Marketing and Communications)	Vice Chair (Officer)
Rohan Rajpal	Corporate Secretary & Legal Counsel (Officer)
Matthew Burke	Treasurer (Officer)
Jared Dalziel (previously Director of Strategy)	Director of Strategy (Officer)

The following members had provided notice to the Committee in advance of the Committee's process he or she was not seeking consideration by the Committee:

- Jeff Mitchell- Corporate Secretary and Legal Counsel (Officer)
- Emily MacRae- Treasurer (Officer)
- Sharique Khan- Director of Membership & Volunteerism
- Katie Kushner- Director of Events & Emerging Ideas
- Leslie Gallagher- Director of People Factor
- Natalie Irwin- Director of Sustainability

It was put to a vote that the nominating Committee's Report by approved and the

The Motion was put and approved. The directors and officer named are appointed to their respective positions. The Committee was thanked for its work.

8. ***Incoming Chair's Address*** Incoming Chair welcomed new board and thanked outgoing directors and chair. She also outlined her intentions for the year ahead.
9. ***Closing Remarks***. Outgoing Chair thanked members for their attendance at the meeting and all members of the board for their work and commitment to Fusion.
10. ***Meeting Adjourned***. There being no further items of Other Business, the Chair declared the meeting adjourned at 7:30 p.m.