



2020

ANNUAL REPORT

INMOTION NETWORK

11759 Groat Road,
Edmonton, AB T5M 3K6

www.inmotionnetwork.org

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EXECUTIVE SUMMARY

Operating since 1993 and formally incorporated in 1995, InMotion Network is dedicated to the mission of the InMotion Network: “InMotion Network inspires and empowers women and girls of all abilities in Alberta to participate in Sport and Physical Activity” and to promoting increased physical activity opportunities for girls and women as both participants and leaders. Through networking, promotion of activities, and education, members of the network strive to ensure that the vision of the association is achieved: “Girls and women participate and lead in all levels of sport and physical activity.” Our core values are:



1. An Organization that is:
Professional Transparent and Quality Based



2. Encourages a Community that is:
Integrated Inclusive Diverse and Accepting



3. Support Opportunities in PA to Develop:
Female Leaders Role Models and Inspirational Personalities



4. Facilitate Opportunities to Increase:
Participation of women and girls in Sport and Physical Activities
Lifelong interest in remaining physically active
Association with one or more Physical Activity programs or sports

InMotion is a “network of networks” linking various agencies and organizations around the province of Alberta with groups of people who share their vision as promoters and facilitators of girls and women in sport and physical activity. The InMotion Network is the only sport and physical activity organization dedicated exclusively to the specific needs of girls and women of all ages in Alberta.

The InMotion Network is a not-for-profit organization, with an elected volunteer Board of Directors of eight women, four committees and sub-committees as required, all consisting of volunteers from our membership.

1. MESSAGE FROM THE CHAIR

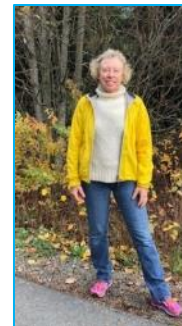
Message from the Chair

Prepared by Sharon Evens

There is a famous quote:

"It's not what happens to you but how you react to it that matters."

This is so true as it applies to In Motion Network. We started the month of March with the arrival of COVID-19 to the province of Alberta. Even after everything closed down, we still went ahead with our AGM in late March. We welcomed several new persons on the board Aman Prit Brar, Jill Thygesen, Jacob Hendy, Laura Mullen, and Tara Sliwkanich.



With the assistance of the Provincial and Federal governments programs, we have been able to keep our doors open. We have a variety of funding sources that have allowed us to slip our programs into future years. In Motion wants to thank the everyone for taking the time to work with us during these unprecedented times.

As a board, we have struggle to decide how we can react to the changes in the province and we keep working on finding our way. We went back to our Mission, Vision and Values to guide us though this time. Our mission is:

In Motion Network inspires and enables Alberta women and girls of all ages and abilities to engage in sport and physical activity.

Compared to the general population, Albertan women and girls have been more impacted by COVID-19 and the cascade of other impacts like job loss, reduction of revenue, increase in childcare responsibilities, increase in home schooling assistance and in other ways.

We reached out to our partners and asked how can we support you? The Why we do the programs has not changed; the How we do programs and support that mission has changed. We can't do in person events like Go Girl but we can look at virtual offering from our web page. We can't assist in person programs like Zumba Gold, but we can support Virtual Zumba Gold. We can continue to support education for coaches and officials at all levels.

We set a plan and revise it based on information from Alberta Health and our stakeholders. We set a budget with three options worst case, best case, and mid case. We plan so we have a roadmap to keep us going. We have a vision, so we know what is our goal. We have a team so we can all do our part to move towards our goal.

As all Albertans, we are waiting for a better day. That better day may come with the vaccine roll out regardless of how, when it comes, In Motion will be ready with programs and projects to meet our vision of women and girls engage and lead in all levels of sport and physical activity.

2. BOARD OF DIRECTORS



Sharon Evens – Chair



Frankie Harrogate – Vice Chair



Jill Thygesen – Treasurer



Kody Taylor – Secretary



Laura Mullen – Board member



Heidi Konnert – Board member



Jacob Hendy – Board member



Tara Sliwkanich – Board member



Aman Brar – Board member



Dana Kiefer – Board member

3. INMOTION NETWORK'S COMMITTEES

<i>Committees</i>	<i>Committee Chair</i>	<i>Members</i>
GOVERNANCE & FINANCE	 Sharon Evens	<ul style="list-style-type: none"> • Franki Harrogate • Jill Thygesen • Kody Taylor • Dana Kiefer • Heidi Konnert
EDUCATION	 Kody Taylor	<ul style="list-style-type: none"> • Tara Sliwkanich • Dana Kiefer
PHYSICAL ACTIVITY	 Franki Harrogate	<ul style="list-style-type: none"> • Laura Mullen • Cindy Eisman • Emily Wright • Lily Tsui • Aakhil Lakhani
COMMUNICATION	 Tara Sliwkanich and Jake Hendy	
POLICY	 Dana Kiefer	<ul style="list-style-type: none"> • Jill Thygesen • Aman Brar • Cindy Rainsford • Liz Ferguson
INCLUSION & DIVERSITY	 Franki Harrogate	<ul style="list-style-type: none"> • Jake Hendy • Kody Taylor • Tara Sliwkanich • Lily Tsui
HUMAN RESOURCES	 Dana Kiefer	<ul style="list-style-type: none"> • Franki Harrogate • Sharon Evens • Liz Ferguson

4. PHYSICAL ACTIVITY PROGRAMS



Go Girl is a one-day event aimed at supporting girls between ages 6-18 to adopt a more physically active lifestyle. Pre teen and teenaged girls are invited to spend the day trying a variety of physical activity pursuits. Past go Girl event have included such activities as Pilates, power yoga, hip hop, kickboxing, weight training, and much more. Activity leaders provide the participants with information and resources to assist them in furthering the sports and activities that they like the most. In many cases, information sessions dealing with a variety of health and wellness topics such as body image and nutrition are offered.

InMotion Network funded a total of **3** Go Girl events in **2020**, with **251** participants of which 39 were New Canadians, 41 were Indigenous, 3 were Special Needs and 25 disadvantaged participants.

Event Name	Location	Host
1. Lac La Biche Active Kids	Lac La Biche	Lac La Biche Active Kids & PLAY Society
2. Chestermere Go Girl	Chestermere	Chestermere Regional Community Association
3. Allez Les Filles	Edmonton	Federation du Sport Francophone





Girls in Motion

Girls In Motion is a “female friendly” program that provides high quality recreation, sport and physical activity programs specifically for girls in Alberta. Girls in Motion strives to address the needs of inactive girls and those girls who are unable to access activity programs due to limitations of income, location, culture, family and perceived ability.

InMotion Network funded a total of **1** Girls in Motion events in **2020**, with 16 participants. Noted below is a list of the events, their locations and the hosts:

Event Name	Location	Host
1. Girls Inc Run Club	Ft. McMurray	Girls Inc. of Northern Alberta





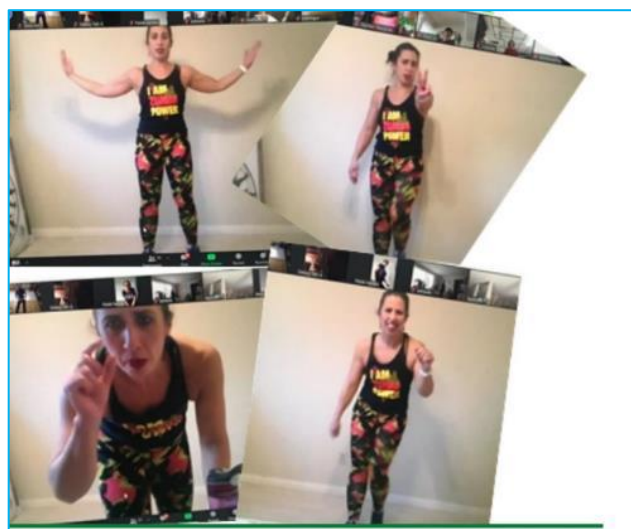
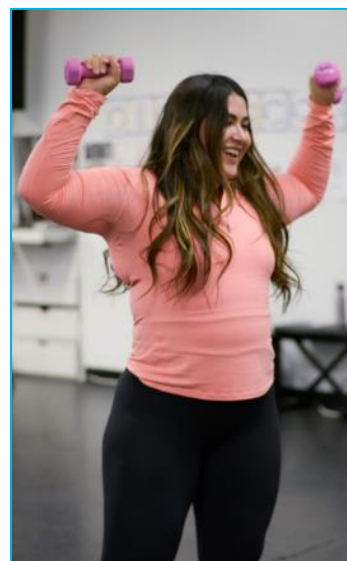
Women in Motion

Women in Motion are multi-week programs that are community organized and run and are made to order based on the needs of individual communities. In every Women in Motion program there is a health and wellness component addressing challenges from body image to healthy nutrition.

InMotion Network funded a total of **3** Women in Motion events in **2020**, with 1253 participants of which 624 were New Canadians, 62 were Aboriginals and 1182 Disadvantaged. Zumba Gold was offered twice weekly from January to March, 16, 2020. The SAGE building had to be closed as of March 16 because of COVID-19 isolation requirements. Sage was able to get the project online in June. The Women's Dance class is reported to March. Noted below is a list of the events, their locations and the hosts:

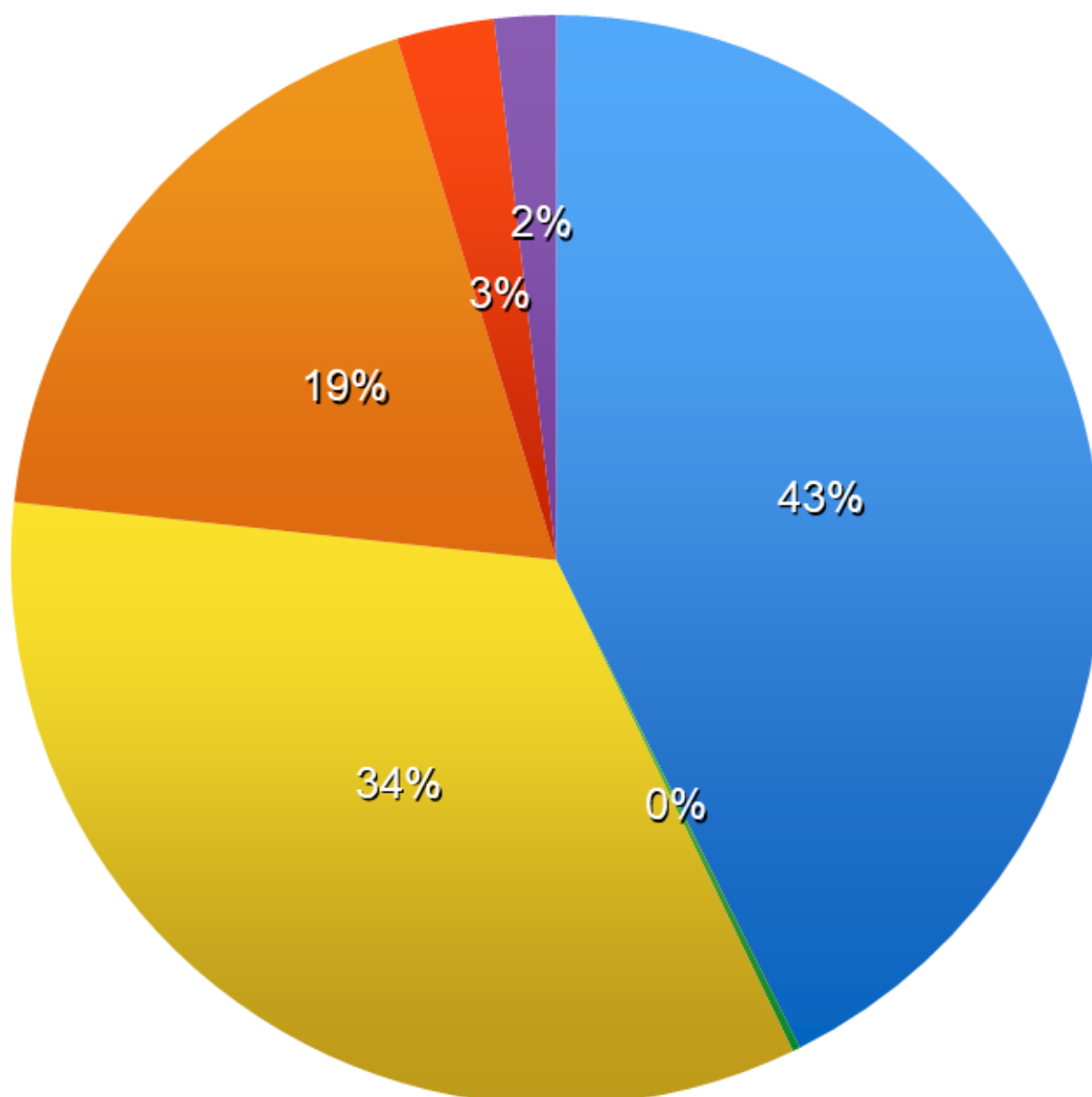
Event Name	Location	Host
1. Zumba Gold (Jan - March)	Edmonton	SAGE (Senior Assoc of Greater Edm)
2. Zumba Gold (June-December)	Online Edmonton	SAGE
3. Women's Dance Class (Jan-March)	Edmonton	L'Association La Girandole d'Edmonton





PHYSICAL ACTIVITY PROGRAM PARTICIPATION RATIO

- Total Participants
- Total Events
- Disadvantaged
- New Canadians
- Indigenous
- Special Needs



5. EDUCATION PROGRAMS

♀ Take the Lead ♀

The Take the Lead Program has been created to help Alberta girls and women become experienced leaders in the sport and recreation fields. Grant monies can be used for training, course fees, professional development, professional certification, clinics, equipment, travel, lodging, meals and other training related activities. InMotion Network will provide a total of \$10,000 annually to girls and women working or volunteering in the sport or active living communities, recreation field or school system who are working towards increasing their leadership capacity as coaches, officials, trainers, administrators, leaders, etc.

InMotion Network funded a total of 3 Take the Lead Grant applications in 2020. Noted below is a list of the individuals/organizations that were approved for the Education grant:

Individual /Organization	Participants	Category
1. Rivercity Softball Club	14	Coach
2. Dino Women's Volleyball Club	25	Coach
3. Calgary Tennis Club	1	Coach



6. ANNUAL GENERAL MEETING AGENDA



InMotion Network – Annual General Meeting March 30, 2021
Percy Page Centre Room # 8; Also accessible by Teleconference Call
11759 – Groat Road
Edmonton, AB
6:00 pm

1. Review and approval of the March 30, 2021 agenda
2. Review and approval of the minutes of the March 25, 2020 AGM
3. Reports
 - 3.1 Chair
 - 3.2 Governance & Finance Committee
 - 3.3 Physical Activity Committee
 - 3.4 Education Committee
 - 3.5 Policy Committee
 - 3.6 Communications Committee
 - 3.7 Diversity & Inclusion Committee
 - 3.8 Executive Director
4. Items for approval
 - 4.1 Audited Financial Statements (2020)
5. New Business
6. Elections and Appointments
 - 6.1 Board Members - elections
 - 6.2 2021 Financial Auditors - appointments
7. Adjournment

7. ANNUAL GENERAL MEETING 2020 MINUTES

Board of Directors' Meeting
Wednesday, March 25, 2020 7:00 PM
Teleconference Call
Dial-In Number: 1-888-780-5892
Access Code: 0230306

The meeting was called to order at 7:02 PM with Sharon Evens in the chair.

Welcome & Attendance

Attendees: Sharon Evens, Ella Mayer, Cindy Rainsford, Barbara Johnston, Kody Taylor, Maggie Knight, Laura MacTaggart, Franki Harrogate, Dana Kiefer, Makennah Walker, Jill Thygesen, Aman Brar, Tara Sliwanich, Laura Mullen, Jake Hendy, Ray Marshall

1.0 Review and Approval of the agenda

Addition of a presentation by Ray Marshall under New Business.

MOTION to approve the agenda (Franki Harrogate, Laura MacTaggart). Carried

2.0 Review & Approval of the March 27, 2019 AGM Meeting Minutes

MOTION to approve the March 27, 2019 AGM Minutes as presented (Cindy Rainsford, Barbara Johnston). Carried.

3.0 Reports

3.1 Chair Report

MOTION to approve the Chair's report as presented (Dana Kiefer, Maggie Knight) Carried.

3.2 Governance and Finance Committee Report

Sharon Evens, IMN Chair

The Governance and Finance committee is responsible for the infrastructure of the organization. It deals with policies, budgets, and income statements. Traditionally we set a budget in December and track it through the year. This year we had a variety of funding sources that needed to be tracked at the operations level but also summarized in a monthly view. Each

funding source has its prescribed reports and milestones. The Governance and Finance Committee worked with the Executive Director to generate all the reports. It allowed us to understand how the amounts of money were coming in and being spent. This allowed the committee to generate agendas and review of budget and financial statements for the board meetings. Through this work, our board meetings are kept at under an hour, and all relevant material is discussed. I would like to thank Franki Harrogate, Kody Taylor, Barb Johnston, Cindy Rainsford, Heidi Konnert, Dana Kiefer and our Executive Director Ella Mayer for keeping these meetings focused and productive.

MOTION to approve the Governance and Finance Committee Report as presented (Aman, Cindy Rainsford) Carried.

3.3 Physical Activity Committee Report

Franki Harrogate, Chair of Physical Activity Committee

Further to InMotion's mission, vision and values, we continue to fund physical activity programs for girls, teen girls, and women. It should be noted that InMotion subscribes to an inclusive view, encouraging the participation of gender minorities who identify as female/femme, to provide comprehensive opportunities. Vetting the grant applications that we receive can sometimes become time-intensive, and with the assistance of the fantastic and dedicated InMotion Network staff, we succeed in fulfilling our purpose. Our program is broken down into three specific areas:

Go Girl: Go Girl is a one-day event aimed at supporting girls between ages 6-18 to adopt a more physically active lifestyle. For this year's Go Girl programs, we have funded a total of 10 Go Girl events in 2019.

Girls In Motion: Girls In Motion strives to address the needs of inactive girls and those girls who are unable to access activity programs due to limitations of income, location, culture, family and perceived ability. Girls in Motion activities usually run for a couple of weeks and sometimes for a few months (depending on the nature of the program in question). We funded a total of 5 Girls In Motion events in 2019.

Women In Motion: Finally, our Women In Motion programs are multi-week, community organized and run, and are made to order based on the needs of individual communities. Past programs have included such activities as cross-country skiing, learning to canoe, learning to swim, mom and baby fitness for new mothers, and yoga classes. The only requirement is a willingness to learn and have fun! We funded a total of 7 Women in Motion events in 2019.

MOTION to approve the Physical Activity Committee Report as presented (Laura MacTaggart, Maggie Knight) Carried.

3.4 Education Committee Report

Maggie Knight, Chair of Education Committee

The Education Committee's role is to review and approve applications to the 🧑🏫 Take the Lead Grant and to consider/support other education-related workshops/events. A total of 10 applications were received in 2019, which after careful scrutiny and thorough evaluation, were shortlisted and approved to grant funding to 8 of the applicants. A total grant award value of \$6,210. The applicants' request for funding in disciplines ranged from achieving a certain level of coaching status in soccer and hockey, boxing, athletics, tennis, softball, mountain biking and rope skip coaching. Detailed information is available under Section 5 on page 11. We look forward to another year of supporting Albertan girls and women to become experienced leaders in the sport and recreation fields

MOTION to approve the Education Committee Report as presented (Franki Harrogate, Barbara Johnston) Carried.

3.5 Policy Committee Report

Cindy Rainsford, Chair of Policy Committee

The Policy Committee was formed in 2017. Our objective is to review and recommend updates or additions to the current InMotion policies in order to provide clearer Board organization and clearer governance policies as well as a better definition of the Board and Executive Director relationship. The Board approved updates to the Framework, Board/ED Relationship and ED Compliance policies in May 2019. Updates to the Governance Policy section of the manual will be completed in 2020. In addition, a Policy Summary has been captured, which allows for regular and timely review of all Board policies. Many thanks to the Policy Committee members Jen Asquin, Elizabeth Campbell and Liz Ferguson for their excellent input to the policy updates. We welcome Dana Kiefer to the committee in 2019, replacing Jen Asquin.

MOTION to approve the Policy Committee Report as presented (Maggie Knight, Kody Taylor) Carried.

4.5 Communications Committee Report

Ella Mayer, Executive Director of InMotion Network

The Communications Committee was struck by the Board of Directors to provide guidance and direction as it related to the development of a formalized communications, marketing, and social media plan to increase association's profile. After the consensus of the board determined

the need for a new website, the communications committee vetted submissions and decided Strong Coffee Marketing would develop the new website. The new website was launched at the end of November 2019. Along with a new website, InMotion Network re-branded with a new logo that is vibrant and reflective of the various demographics that we work with. New printed and digital materials have been created that include photographs that showcase the women and girls that are supported by the programs. A social media strategy has been developed to continue the expansion of community awareness of InMotion and to engage with the programs that we are funding.

MOTION to approve the Communications Committee Report as presented (Dana Kiefer, Laura MacTaggart) Carried.

3.7 Executive Director's report

Ella Mayer, Executive Director of InMotion Network

Good evening and welcome to InMotion Network's 2020 Annual General Meeting when, as Executive Director, I am proud to share some of our successes of 2019. I love being able to bring this report forward at our Annual General Meeting. There has been tremendous growth within InMotion Network over this past year, and I am excited to share with our membership the information on this growth. Additionally, because it allows me the opportunity to brag a little, show off a little and congratulate our funders, partnering organizations, participants, members, board members, committee members and hundreds of volunteers for being just that Darned Great! For me, the best part of tonight is to be able to share with our membership that on February 7, InMotion Network celebrated 25 years of providing opportunities, programs, services and supports to Alberta girls and women who make a choice to have a more active lifestyle. This 'silver' anniversary was recognized at our annual planning meeting when the theme was "Going for Gold". It is that time of year to once again acknowledge everyone and welcome them to InMotion Network's Annual General Meeting 2020. InMotion Network is required, by the Societies Act of Alberta, to hold an annual meeting, open to the membership for the purpose of reviewing and approving the financial status of the association, hear the annual activity report and select the governance of the association. I believe that this meeting provides an opportunity for our membership to take an active part in their association. This can take a variety of forms; so, I invite you to ask questions, make suggestions, volunteer for an activity, event or committee or take the step of expanding your experience, circle of influence, receive valuable knowledge of not-for-profit governance by becoming a member of the Board of Directors. InMotion Network had a rewarding and busy year during 2019. We were fortunate to receive Sport Support funding through our major funder, the Alberta Sport Connection (now Alberta Sport) as well as funds for Try-it Triathlon, a partnership between IMN and Alberta Triathlon to introduce New Canadians, Indigenous and Ethnocultural participants to the sport. InMotion Network was successful in a capacity development submission to the federal department of Women and Gender Equity that will allow capacity development funding for a 4-year period. This funding has allowed InMotion Network to have a full-time Program

Coordinator – Barbara Johnston, part-time Communications Coordinator – Makennah Walker, have a new website launched, work with an excellent consultant (Ray Marshall from MCR West) on ways to continue this growth and have the wonderful Amy Gomez assisting in the proposal submission. We will have some exciting things happening in 2020 as a result of some additional funding that has come our way so far. Keep an eye on the website or Facebook page for announcements. The support of membership is amazing when it relates to volunteerism at our events and, very importantly, at our casino. We are very grateful for our casino revenue as it allows us to fund some very important projects across the province. For those members that have an “overwhelming” desire to assist at a casino, our next casino is slated for June 5 & 6, 2020, at the Grand Villa Casino pending the improvement of the current global health crisis. Yes, the Grand Villa is the casino in Rogers Place. This may be an exciting time since hockey playoffs are scheduled to start April 8, and the average length for the playoffs is 57 days. You may be able to work the casino and listen in on an Oilers Stanley Cup win. (Sorry Flames fans). The slowdown in the overall economy has resulted in some downturn for our rural projects. This sad situation has resulted in lower corporate donations in some regions of the province, and in turn, has resulted in increased levels of funding requests for IMN funding. The trend noted last year as the fourth consecutive year that the total dollar amount requested has far exceeded our available funds has continued into the fifth year. This is no way a political statement because it is a situation that seems to be Canada wide. Speaking with other groups across Canada, it appears that the ‘dollar’ level of requests has gone up, but funding has remained the same or, in some cases, gone down. InMotion Network has been very fortunate that our efforts to diversify our funding has shown benefits in that we have been able to access funds to enhance what we do with specific groups. Our thanks to INAC, W&GE, DCH-SSIC, CIP and Makadiff. The efforts continue so we can continue to do the best possible job that we can. Changes with the application of eligibility by AGLC has resulted in many of our long time successful projects being located within hosts that are now deemed “not eligible,” and these projects have been required to find local not-for-profit organizations to act as sponsoring agencies. I would be amiss if I did not express our sincere thanks to these sponsoring organizations, community groups, partners, local merchants and large stores in the communities who have supported local programs through donations, in-kind contributions and volunteer hours. Without these generous, supportive and community minded individuals, organizations and merchants, these programs would experience increased limitations. With new funding doors that have and are opening InMotion Network is increasing outreach to new communities and organizations with invitations to submit and technical support to assist them in providing physical activity events and programs for girls and women. 🧠 Take the Lead program has slowed slightly, and we are working with our partners to increase the number of female coaches, judges and officials. InMotion has increased our partnerships, and more are developing for 2020, so I am looking forward to the expansion of this program. InMotion Network is proud to offer our congratulations and best wishes to all of those who have made the decision to share their knowledge, skills, abilities and passion for their sport. InMotion Network is increasingly thankful to all our project sponsors for providing full and detailed demographic statistical reporting. This support by our sponsoring organizations has resulted in some of the increased funding levels that we saw this year. Increases in our funding mean that we can support new and developing coaches, judges, officials, new communities and groups. It has also allowed us to dedicate some additional funding to special needs and

disadvantaged projects so more individuals can take part. InMotion Network's Annual Planning Session took place in Edmonton this year as we were in the final year of our 2016-2019 Strategic Plan. In 2019 we operated with our defined goals that were set out in the planning session of 2016, with more research done for what still needed to be accomplished. As always, when we are developing a new Strategic Plan, there was two days of intense work followed by an evening for the Board and staff to relax, recharge, get to know one another and get active. This year was axe throwing. As you can see, your InMotion Network 'team' made the most of it. Unfortunately, not all the Board was up to the task due to other commitments, but those that attended were all smiles with their success. Dana was the clear winner at axe throwing. The Communications and Policy Committees worked overtime developing policy, positions and goals for the future. Our Education and Physical Activity Committees are always busy, working with new ideas, developing new targets and looking at ways to expand our reach. As I announced at the end of last year's AGM, we were successful with the Women & Gender Equity submission. This year we have been advised that Canadian Heritage has provided funds for a Sport Support project for Indigenous girls and women in urban Edmonton, CIP has provided funds for the filming of a promotional documentary about InMotion and we are awaiting a decision for a venture that will be newly 'funded' for InMotion Network, but is one of our defining values of inclusivity. The project would be part of the Anti Racism Action Plan for Canada and we are thrilled to have been able to submit a proposal. Last year we welcomed Sarah Meyer, as our part-time Program Coordinator and as things go Sarah was accepted into Pre-Med studies so we had to say a sad farewell to her in September. With the increase in our capacity funding from W&GE, our Program Coordinator position became full-time and Barbara Johnston, who has an extensive background with InMotion Network stepped into the full-time role. Barb's knowledge of IMN and our programs has been an excellent addition. Makennah Walker, a recent Royal Roads Communication graduate, was the successful candidate in our search for a Communications Coordinator. You all may have noticed a decided upswing in our social media presence and website updates. Our new vibrant logo is part of Makennah's work, and this document is also her handiwork. The "human" side of the InMotion Network this year includes the addition of some new 'babies in motion', as we all said welcome to a new child for one Board Member, a new grandchild for another and a new great-grandchild for me. This year we said farewell to Barb as a Board Member and will be saying a sad farewell to Cindy Rainsford who is leaving us after serving as our Treasurer for the past 8 years, to one of our new Board Members; Laura MacTaggart, who is leaving Alberta to return to school for her Master's. We are also losing two very important members of our Education Committee; Dr. Cari Din and Elizabeth Campbell, who in spite of relocating to California completed her commitment as member of the Board of Directors and finished her term as a dedicated member of the Education Committee. I sincerely thank those members of my Board who are continuing with our Board and I look forward to the addition of some new faces. I want to thank all of those busy, active and dedicated women who give so generously of their time, knowledge and experience to be involved on our Board of Directors and Committees. A heartfelt thanks to all our supporters, members, sponsors, funders, project sponsoring organizations and volunteers for your assistance to the In Motion Network allowing us to provide opportunities and experiences that may well change the lives of girls and women and their families all across Alberta. Without all of you, these opportunities for change to a healthy active life may not occur.

MOTION to approve the Executive Director's Report as presented (Franki Harrogate, Kody Taylor) Carried.

4.0 Items for Approval

4.1 Audited Financial Statements

InMotion Network finished 2019 in a solid financial position. Our Net Assets (surplus) balance was \$125k (compared to a high of \$167k in 2013). InMotion has been utilizing some of our surplus over the past 6 years due to reduced funding. Cash balance was \$206k at year-end 2019 compared to \$183k in 2018. Grants for 2019 were \$186k compared to \$197k in 2018. New funding of \$144k per year for 4 years from Women & Gender Equity Canada has allowed InMotion to expand our capacity. Wages and Benefits increased by \$22k due to increased staff. We were able to upgrade our website and social media presence and professional fees were up by \$33k due to engagement of MCR West to complete a study of the organization and path forward. We also received \$60k from Alberta Sport (\$120k in 2018), Makadiff Sports \$20k and Indigenous and Northern Affairs \$24k. \$88k of grant and casino revenue carries over to 2020.

Thank you to Ella Mayer for her attention to financials details and sound budgeting practices.

MOTION to approve the 2019 Audited Financial Statements as presented (Cindy Rainsford, Franki Harrogate) Carried.

5.0 New Business

Presentation by Ray Marshall of MCR West of a Snapshot Study Report of InMotion Network

6.0 Elections and Appointments

6.1 Board Members – Elections

Board Member Slate

Chair Sharon Evens (3rd Term) – nomination accepted
Vice Chair Franki Harrogate (4th Term) – nomination accepted
Treasurer Jill Thygesen – nomination accepted
Board Member Maggie Knight (2nd Term) – nomination accepted
Board Member Aman Brar – nomination accepted
Board Member Tara Sliwanich – nomination accepted
Board Member Laura Mullen – nomination accepted

Board Member Jake Hendy – nomination accepted

Nominations closed.

Everyone that accepted nominations added to the Board.

Sharon Evens welcomed new and returning members.

6.2 2020 Financial Auditors – appointments

MOTION to approve Metrix Group LLP as InMotion Network auditor for 2020 (Cindy Rainsford, Maggie Knight) Carried.

7.0 Adjournment

MOTION to adjourn the 2020 Annual General Meeting of the InMotion Network at 8:21 pm by Kody Taylor.

8. GOVERNANCE AND FINANCE COMMITTEE REPORT 2020

Governance and Finance Committee Report

Prepared by Jill Thygesen, IMN Treasurer

The Governance and Finance committee is responsible for the infrastructure of the organization. It deals with policies, budgets, and income statements. Traditionally we set a budget in December and track it through the year. 2020 presented itself with new challenges resulting in most of IMN funding being deferred for use in future years. IMN did a great job of diversifying funding to ensure that programs can hit the ground running once restrictions are lifted. The Governance and Finance Committee worked with the Executive Director to understand new funding sources, reporting requirements and milestones for funding, and how money was being spent. This allowed the committee a complete understanding of the impact of the pandemic on IMN, how the budgets were impacted, and financial statements for the board meetings.

I would like to thank Sharon Evens, Franki Harrogate, Kody Taylor, Heidi Konnert, Dana Kiefer and our executive director Ella Mayer for keeping these meetings focused, thorough, and productive.

9. POLICY COMMITTEE REPORT

Policy Committee Report

Prepared by Dana Kiefer, Chair

The Policy Committee was formed in 2017, and after a small hiatus, has been very active in 2020 and 2021. Our objective is to review and recommend updates or additions to the current InMotion policies in order to provide clearer Board organization and clearer governance policies as well as a better definition of the Board and Executive Director relationship.

We have been building off of the excellent work done by the Policy Committee under the guidance of Cindy Rainsford, former Chair. In continuing our objective to review, update, and add to our policies, we have drafted a Gift Acceptance Policy, Social Media Policy, and consolidated the Policy Handbook for final implementation. We are also working on drafting a Procedures Manual, carving out appropriate, practical procedures that apply to our Executive Director, employees, and volunteers. The Gift Acceptance Policy, Social Media Policy, and the final Policy Handbook were presented to the Board first explaining the principles utilized in drafting the policies then with the proposed text of the sections. Motion to adopt these policy updates is expected in early 2021. Many thanks to the Policy Committee members Aman Brar, Liz Ferguson, and Jill Thygesen for their excellent input, consistent attendance, and astute observations. A special thank you to Cindy Rainsford, who established the framework of the Committee and provided valuable guidance in the transition. We are blessed to have a wealth of experience on the Policy Committee.

10. PHYSICAL ACTIVITY COMMITTEE REPORT

Physical Activity Committee Report

Prepared by: Franki Harrogate, Chair

With COVID-19 still running rampant, our programs have necessarily been curtailed. That said, we were able to support organizations that were able to pivot in how they offered programming, and have seen some really innovative ideas.

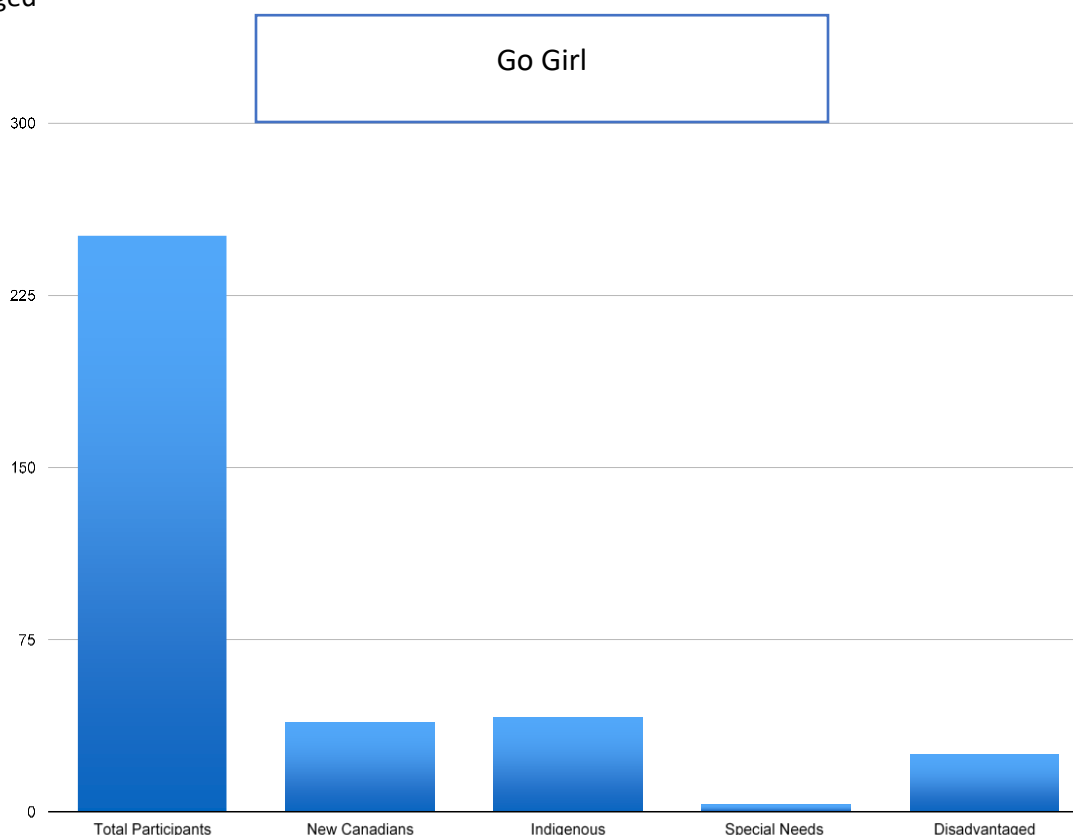
For 2021, we had 3 Go Girl events: Lac La Biche Active Kids, Chestermere Go Girl, and Allez Les Filles in Edmonton. Our total number of participants for these events was 251, with demographics as follows:

39 New Canadians

41 Indigenous

3 Special Needs

25 Disadvantaged



Girls in Motion programming unfortunately took a more significant hit, due to the ongoing, 6-8 weeks nature of GiM programming. That said, IMN supported the Girls Inc. Run Club of Fort McMurray and were able to provide 16 participants total with increased access to physical activity. That said, our data doesn't show any New Canadians, Indigenous, Special

Needs or Disadvantaged participants for this particular event. It's a good demonstration of how much of an impact COVID has had on access to physical activity for folks already facing barriers.

Our Women in Motion stats shows how some organizations were able to respond effectively to moving their programs online. For example, the ongoing Zumba Gold program has concentrated on reaching seniors in their homes, encouraging appropriate accommodations for movement and exercises. Zumba Gold is a program run through SAGE and has been funded by InMotion for a number of years, so it's been gratifying to see how intently they've pursued maintaining connection with their participants.

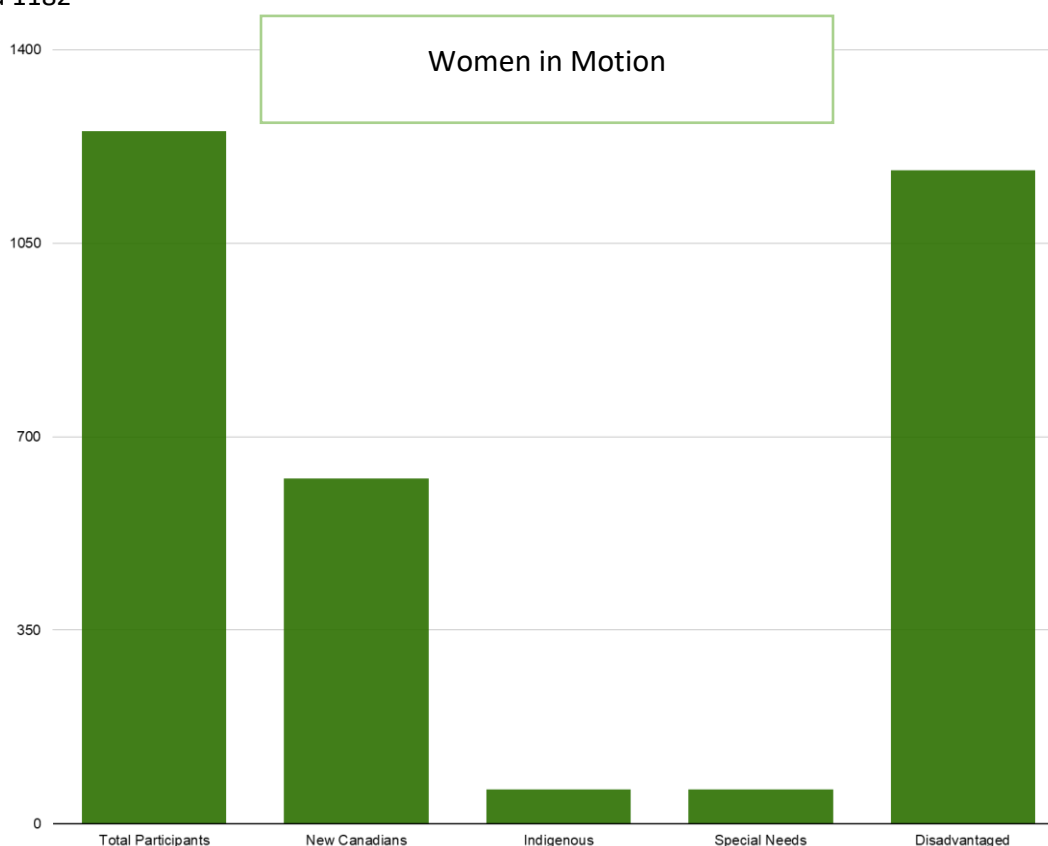
Numbers for Women in Motion show 1253 participants, with demographics as follows:

New Canadians 624

Indigenous 62

Special Needs 62

Disadvantaged 1182



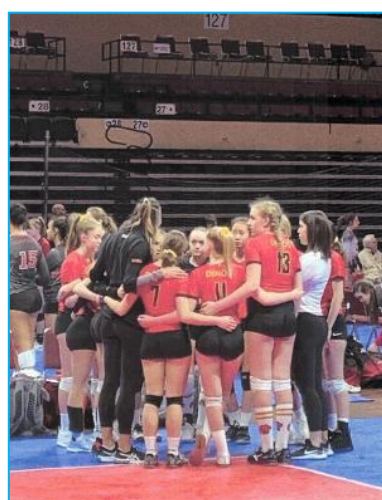
Looking at the chart I've done up, you can see that despite our number of events being quite low (compared to previous years), our impact is still quite significant. This demonstrates InMotion's ability as an organization to continue supporting access to physical activity at all possible levels even during a public health crisis. As chair of the Physical Activity Committee, I have also been working with Ella, Barb, & Kerissa, to brainstorm ideas for increasing online access to physical activity as we wait to see the outcome of Alberta's vaccine rollout. With warmer spring weather, we've got some ideas in the works to encourage folks to safely explore Edmonton's many green spaces. As it's still in progress, I'll leave things with that teaser for now!

11. EDUCATION COMMITTEE REPORT

Education Committee Report

Prepared by Kody Taylor, Chair

The Education Committee's role is to review and approve applications for the 🧑 Take the Lead Grant, and to consider/support other education-related workshops/events. Take the Lead has two intakes per year (April and October) that support Albertan girls and women to become experienced leaders in sport and recreation fields. Through careful scrutiny and thorough evaluation, the Education Committee funded disciplines that included softball, volleyball, and tennis. A total of 40 participants, within the coaching category, received support to increase their leadership capacity to benefit the women and girls within their organizations.



12. ADMINISTRATION AND OPERATIONS REPORT

Administration and Operations Report

Prepared by Ella Mayer, Executive Director

Good evening and welcome to InMotion Network's 2021 Annual General Meeting and this year I will share some of the challenges, struggles and bright lights that Barb and I have been working through supported by the Board.

It is that time of year to acknowledge everyone and welcome them to the Annual General Meeting 2021. InMotion Network is required, by the Societies Act of Alberta, to hold an annual meeting, open to the membership for the purpose of reviewing and approving the financial status of the association, hear the annual activity report and select the governance of the association. I believe that this meeting provides an opportunity for our membership to take an active part in their association. This can take a variety of forms; so, I invite you to ask questions, make suggestions, volunteer for an activity, event or committee or take the step of expanding your experience, circle of influence, receive valuable knowledge of not-for-profit governance by becoming a member of the Board of Directors.

Last year, I spoke, with excitement, that our Planning Session focussed on "Going for the Gold" in this our 26th year of operation. We had lofty, exciting and 'stretch to reach for it' goals.....**AND THEN COVID-19 REARED Its FRIGHTFUL HEAD!** Our goals, targets, methods, plans and dreams all received, what we thought was going to be a three-month delay. Unfortunately, here we are, feeling somewhat like the passengers of the SS Minnow facing not a "three-hour tour", nor a three-month delay but rather a full year of 'maybe next month' scenarios. There have been times that we thought, "OK, things are opening up, we reached out to project sponsors and were ready to hit the ground with programming only to find out that our hopes were once again swept away by another wave of this insidious virus. Right now, we wait with cautious optimism to hear the latest every Tuesday, thinking that "Today is the day" because we have watched the number of active cases going down. Now we are watching new curves – and I do not mean the ones that seem to be caused by the "Quarantine 14" or the "Covid-19" – the curves that I am referring to are those of the variant cases and the "R" factors. Life in the Percy Page Centre is exceedingly quiet currently. Today as I write this report, there are 5 people working on the third floor. We do our best to collaborate with our other sport partners in the building but with most groups 'working from home' there is a time lag. It is indeed odd not to be able to walk down the hall to

brainstorm with another group. But, keep our website on your radar as there will be some new and exciting links on the new Health and Well-Being page.

InMotion Network had a difficult year during 2020. Last year we were fortunate to receive funds for Try-it Triathlon, (a partnership between IMN and Alberta Triathlon) and carried over some funding through DCH-SSID for Indigenous girls. This funding was once again carried over. Through partnering with Indigenous Sport Council of Alberta we were able to support some virtual physical activity/exercise programming. It is our intention to conduct the Try-It Triathlon events this year and we are awaiting permission from Makadiff to revise the locations for the events. Initially the plan was to hold the three events in Grande Prairie, Peace River and Medicine Hat. Due to the uncertainty of access of facilities caused by COVID, we have requested permission to hold these events in locations with available and suitable facilities that have lower active case counts. In all cases, permission has been requested through AHS. 2020 marked our second year of capacity development funding through Women and Gender Equity. Through this funding we have continued to work with our consulting firm (Ray Marshall and Amy Gomez from MCRWest) on ways to continue the growth and further development of InMotion Network.

Our financial status has been assisted greatly this year through the special emergency COVID funding that we received. This includes the \$15,000 Return to Sport fund from Government of Alberta, \$32,700 from the Red Cross COVID Support to Programs, the \$40,000 Canada Emergency Small Business Fund, and three months of the Canadian Emergency Wage Subsidy. There are a considerable number of program fund deferrals for activities that we have been unable to deliver, and it is with gratitude to our funders that these funds are carried over to deliver the projects this year. The Canada Emergency Small Business fund will cover costs for projects that would normally be paid through casino funds but since our casino has been delayed for a whole year, this fund will allow us to fund projects as soon as restrictions are lifted.

Many of the groups in Percy Page Centre have been significantly impacted by COVID as their membership revenue has decreased tremendously. InMotion Network is truly fortunate that our efforts to diversify our funding has paid off by allowing us to access funds to enhance what we do with specific groups. Our thanks to INAC, W&GE, DCH-SSID, CIP, and Makadiff in addition to the funds provided by Federal and Provincial governments and the Red Cross to assist our organization to operate during COVID. The efforts continue so we can continue to do the best possible job that we can.

As you are aware, our Casino was scheduled for June 5 & 6, 2020 at the Grand Villa Casino. Thanks to COVID, this did not happen. Our Casino is now scheduled for March 22 at the Yellowhead. This will be an interesting adventure because the potential of Phase III COVID reopening will be decided at a meeting March 22. It is highly unlikely that the notice to reopen would occur and casino operators would have full staff to hold our casino on the same day. Likely our casino will be in June of 2021 (at this time the date is unknown – please volunteer if you have the opportunity.)

There is no other way to describe our participant levels this year other than by saying they are low. Project proposals that we had received in December 2019 for implementation in 2020 in many cases did not happen due to restrictions on gatherings and activities. There were a few projects that did occur prior to the shutdown and some virtual projects did take place throughout the year. There are several virtual activities that are currently in development for this year and beyond (to quote Buzz Lightyear). Go Girl events that generally number around 10 to 12 were slashed by the shutdown to only 3. There was only 1 Girls in Motion project and a total of 4 Women in Motion projects. This is a far cry from our usual project numbers. In a perfect COVID-free world the number of our events in 2.5 months were on tract to have an extremely successful year.

InMotion Network's Annual Planning Session had an entirely different look this year as it was done virtually in October. As our plans, targets and KPIs were scuttled by the shutdown the Planning and Board meeting was condensed from two full days into approximately 6 hours over Zoom. From that meeting, plans were made to develop additional virtual programming, review policies, and develop strategies for implementation once the 'new normal' occurs. This year, instead of being able to meet in person, enhance the collaborative relationships with and between Board and staff, get to know one another and take part in the diabolical physical activity that I, as Executive Director, book we got the opportunity to peak through the Zoom lens and see children, plants, backdrops and in some cases be entertained by the fur babies that are included as part of our families.

All our committees have been hard at work this year updating Terms of Reference and providing valuable guidance to the staff. It is such a pleasure to be part of a team that is as excited as I am with what we do and the life changes that we can facilitate through the introduction of physical activity to girls and women. InMotion Network is excited to announce the establishment of a Diversity and Inclusion Committee. The intent of this committee has guided our work for many

years prior to the formalization of the committee as evidenced by our guiding principles and values.

As the province ‘opens up’ we look forward to working on our promotional documentary, visiting some of our regular sponsoring organizations and expanding what we do and how we do it. With all of the vaccines that are being offered there is cautious optimism that the ‘new normal’ will allow for a better 2021.

This year we said a sad farewell to Makennah but are happy to note that she is now working with a group that we want to work with soon. Barb continues as our Program Coordinator and with my ‘formal’ announcement of retirement at the end of September, our Board will be on the hunt for my replacement soon.

This year brought us three new “Babies in Motion”, so I offer my most sincere congratulations to three of my Board Members on their beautiful babies. I do not think any of my Board Members were presented with new grandchildren, but I was blessed a beautiful new grandson in October.

We said goodbye to Cindy Rainsford as our Treasurer last year. Cindy stayed on as a member of our Policy Committee and thanks to her hard work and dedication our policies are top notch, so she has passed the mantle of Policy Committee Chair to Dana.

I sincerely thank those members of my Board who are continuing with our Board and I look forward to the addition of some new faces. I want to thank all those busy, active and dedicated individuals who give so generously of their time, knowledge and experience to be involved on our Board of Directors and Committees.

A heartfelt thanks to all our supporters, members, sponsors, funders, project sponsoring organizations and volunteers for your assistance to the InMotion Network allowing us to provide opportunities and experiences that may well change the lives of girls and women and their families across Alberta. Without all of you, these opportunities for change to a healthy active life may not occur.

13. AUDITED FINANCIAL STATEMENTS 2020

14. APPENDIX – INMOTION NETWORK BYLAWS

InMotion Network Promoting Physical Activity for Girls and Women Association Bylaws

Registration Number 506432038

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ARTICLE 1 - DEFINITIONS

1.1 Definitions

The following words and phrases not otherwise defined herein shall have the meanings set forth below:

“Annual General Meeting” or **“AGM”** means the Association’s general meeting open to all Members to be held annually on the date which is no later than the Association Year-End and no earlier than 90 days prior to the Association Year-End;

“Associate Member” means any club, Association, association, or other incorporated or unincorporated organization which has met the requirements of associate membership as set out in Article 3.2, provided that for each Associate Member shall designate one representative to exercise such Associate Member’s right to vote pursuant to these Bylaws;

“Associate Member Fees” means the fees payable by each Associate Member on an annual basis as determined by the Board in its sole discretion, unless specifically waived by the Board;

“Association” means InMotion Network – Promoting Physical Activity for Girls and Women Association;

“Association Year-End” shall mean the fiscal year end, which is the last day of the calendar year;

“Board” shall mean the Board of Directors and Representatives, if any, of the Association;

“Bylaws” means these bylaws of the Association;

“Chair” means the Officer elected as Chair of the Association;

“Director” means a director of the Association elected in accordance with Article 4.3;

“Individual Member” means a individual person who has met the requirements of membership as set out in Article 3.3;

“Individual Member Fees” means the fees payable by each Individual Member on an annual basis as determined by the Board in its sole discretion, unless specifically waived by the Board;

“Honorary Member” means any individual person who has been determined by the Board to meet the requirements of honorary membership as set out in Article 3.4;

“meeting” means a regular meeting of the Board;

“Member” means any, or all, Associate Member(s), Individual Member(s), and Honorary Member(s);

“Membership List” means the list of current Members to be maintained at all times by the Executive Director;

“Officer” means any of the Chair, Vice-Chair, Secretary, or Treasurer;

“Representative” means the representative appointed as such by an Associate Member and nominated to the Board in accordance with Article 4.3;

“Special Meeting” means a special meeting of the Members of the Association held in accordance with the provisions of Section 4.5 of the Bylaws; and **“Special Resolution”** means a resolution passed with the support of no less than 75% of the Members in attendance voting and entitled to vote thereon at an AGM.

ARTICLE 2 - NAME

2.1 Name

The name of the Association shall be InMotion Network – Promoting Physical Activity for Girls and Women Association and shall be referred to hereafter as the Association.

ARTICLE 3 - MEMBERSHIP

3.1 Membership

The Association shall encourage mixed membership. The Association recognizes four categories of Members:

3.2 Associate member

Associate Members are those clubs, societies, entities or other organizations that support the objectives of the Association and which have paid their affiliation fees. Any interested non-profit group or organization, government or profit-oriented organization that adheres to and actively or voluntarily participates in the Association's mission, objectives and policy may be an associate Member.

Groups or organizations wishing to become associate Members must present their applications in writing in accordance with the procedure established by the Board. The membership application must be accompanied by a resolution from their decision-making authorities authorizing them to apply for membership in the Association, along with payment of the annual membership fees and a commitment to comply with the Association's Policy Manual, Terms of Reference, Bylaws, and general objectives of the Association. The membership application must be approved by the Board before it can take effect.

Each Associate Member shall designate one individual person (which may be changed upon notice to the Executive Director of the Association) as a representative who may vote on behalf of such associate Member.

3.3 Individual member

Individual Members are persons who support the objectives of the Association and who, except for honorary Members, pay the Association membership fees. Any person whose presence may contribute to the Association's growth and whose active participation falls in line with the spirit and philosophy of the Association may become an individual Member upon payment of the Association's membership fees.

3.4 Honorary member

An Honorary Member may be any person whose services rendered in the advancement of women in sports and physical activity has been recognized. Honorary Members may attend meetings and participate in general discussion. Each honorary Member shall have a vote.

3.5 Participant member

A participant Member may be any person who values physical activity and has shown this interest by attending or volunteering at an Association-sponsored event or activity and would like to receive information related to a healthy active lifestyle.

3.6 Membership Fees

- a) Associate and individual membership fees shall be determined by the Board from time to time, providing that the Board shall not increase membership fees by more than 25% in one year without approval of such by Special Resolution at an AGM.
- b) Pursuant to Article 4.3(b), a person or organization can become a Member of the Association by either:
 - i. Paying the membership fee (as determined in Article 3.6(a)) or
 - ii. Completing a volunteer block as determined by the Board of Directors within the requirements of Article 3.5.

3.7 Non-Transferable, Non-Refundable

Membership shall be non-transferable, unless specifically approved by the Board upon request in writing. In any event of a suspension, termination, transfer, or cancellation of a membership, membership fees shall not be refundable.

3.8 Voting

- (a) Each honorary Member shall have one vote.
- (b) The representative of each associate Member shall have one vote.
- (c) Participant Members shall not be eligible to vote.
- (d) Individual Members no less than 12 years of age shall be entitled to vote; provided, however, that individual Member votes must be made in person.
- (e) A simple majority of Members in attendance and eligible to vote shall decide any motion or question unless otherwise noted in the Bylaws.

3.9 Resignation

A Member may withdraw from the Association by presenting written resignation notice to the Board, effective at the time of receipt by the Board. To be valid, a resignation from an associate Member must include a copy of the resolution authorizing the resignation from its decision-making authority.

Resignation does not release a Member from his or her obligation to pay all unpaid sums due to the Association.

3.10 Expulsion and Termination

The Board may, by way of a resolution, expel for a period determined by the Board in its discretion, or terminate, the membership of any Member whose conduct is deemed prejudicial to the Association, provided that Member has an opportunity to be heard. This may include any act made by a Member that contravenes the Bylaws or policies of the Association.

3.11 Reinstatement

All suspended Members shall automatically be reinstated at the end of the suspension period. Any expelled Members may reapply for membership on the anniversary of their expulsion, provided that they must present a new application for membership in accordance with the procedure established by the Board.

ARTICLE 4 - ASSOCIATION MEETINGS

4.1 Annual General Meeting

- (a) The AGM shall be composed of outgoing Directors and Representatives of the Board, Members, and observers. The AGM is a place for discussion and collective decision-making by Members of the Association. Audited financial statements setting out the Association's income, disbursements assets and liabilities shall be presented at the AGM.
- (b) The AGM shall be held within ninety (90) days of the Association's year end, at a place and time set by the Board.
- (c) The Association shall make reasonable efforts to provide notice of an AGM and an agenda for the AGM to Members in accordance with the notice provisions set out herein at least thirty (30) days in advance of the proposed date of the AGM.

4.2 Authority of the Annual General Meeting

The Chair shall follow an agenda which shall include the following items of business:

- (a) Elect the Officers and Directors, and nominate Representatives, in accordance with Article 4.3.
- (b) Designate an auditor for the current fiscal year.
- (c) Accept, appoint, ratify or repeal the status of new Members.
- (d) Determine or confirm the office location of the Association for the current fiscal year.
- (e) Take cognizance of and receive the auditor's annual report.
- (f) Take cognizance of and receive activity reports from each Officer and each Committee chair, and with respect to the general activities of the Association, as the case may be.
- (g) Determine or confirm annual membership fees.
- (h) Determine or confirm, to the extent necessary or advisable, the Association's policies, corporate direction, goals, objectives and priorities for action.
- (i) Ratify the Bylaws and amendments thereto.
- (j) Hear, assess and decide on proposals submitted to the AGM, which are in the view of the Chair appropriate to be considered at the AGM.
- (k) Decide on procedural meeting rules in all cases not provided for in the Bylaws or applicable laws.
- (l) Decide on the dissolution of the Association, if applicable, in accordance with Section 10.8 of the Bylaws.

4.3 Elections and Nominations

- (a) Elections for Directors and Officers shall be held during the AGM and shall be open for all Members (excluding representatives of Associate Members) eligible to vote at the AGM, provided that any individual wishing to stand for election for a Director or Officer position shall complete and submit, in advance, to the Association a nomination form (in the form determined by the Association and available from the Association).
- (b) Only individual Members in good standing shall be eligible to be elected for the position of Director.
- (c) Voting shall be by show of hands, unless a secret vote is requested by an individual Member or associate Member representative in attendance and eligible to vote.
- (d) The Chair of the AGM shall designate a returning officer and two scrutineers to ensure proper handling of the election of Officers and Directors. No candidate for office may be a scrutineer.
- (e) Directors and Officers shall be elected for a term of two years. They shall be eligible for re-election at the end of their term. After four consecutive terms, the Director or Officer must resign from his or her position, and may only be re-elected to a Director or Officer position after two year's absence for a maximum of two additional terms. At the discretion of the Board and following the Annual General Meeting election, the outgoing Chair may be appointed as an Officer as the Past Chair, with observer rights on the Board but not as a Director, for a term of one year (even if the Member has served for four consecutive terms on the Board). The Past Chair will be a non-voting position on the Board in place to provide continuity to the Board if required.
- (f) Selections of Representatives of the Board shall occur at any meeting of the Board. Any associate Member wishing to nominate its representative person as a Representative on the Board shall complete and submit, in advance, to the Association a nomination form (in the form determined by the Association and available from the Association).
- (g) Only the designated representative of associate Members in good standing shall be eligible to be nominated for the position of Representative.
- (h) If an associate Member or Members have nominated its or their representatives as Representative(s) on the Board, the Board may by majority vote accept and ratify any or all of the nominations, for up to five (5) such Representative(s), at any meeting of the Board.
- (i) If voting is necessary for any Director, Officer or Representative position because there is more than one nomination for any of the positions to be filled, it shall be held by secret ballot.
- (j) To be elected, a candidate for a Director, Officer or Representative position must receive a majority of the votes.
- (k) In the event of a tie between two candidates, for a Director, Officer or Representative position, further balloting shall continue until a majority is reached.

4.4 Voting

- (a) All issues submitted to the AGM will be decided by a simple majority of valid votes. Other than as set out in Article 4.3(k), in the event of a tie for an issue submitted to the AGM, the Chair of the Association shall cast the deciding vote.
- (b) Voting shall be by show of hands, unless a secret vote is requested by one or more Members in attendance and able to vote at the AGM.
- (c) All categories of Members can attend and participate in discussions at the AGM. Only the representatives of associate Members, individual Members, honorary Members Directors and Representatives have the right to vote at the AGM, provided that a Member who is also a Director or Representative shall have only one vote.
- (d) Associate Members must submit to the Association's Executive Director the name of its representative and delegates to the AGM no less than seven (7) days prior to the date of the AGM.

4.5 Special Meeting

A Special Meeting is to be called by the Secretary upon the request of the Board or at least 10% of voting Members in good standing. The Association shall use reasonable efforts to provide notice of a Special Meeting to Members no less than fifteen (15) days in advance of the proposed date of the Special Meeting.

4.6 Quorum

- (a) Twenty percent (20%) of Members in good standing shall constitute a quorum at any Special Meeting or AGM: for this purpose Associate Members are represented by one (1) delegate. In order for business to be conducted, the quorum must be maintained for the duration of the Special Meeting or AGM, as the case may be.
- (b) In the case of the AGM, if within thirty (30) minutes of the appointed start time a quorum is not present, the AGM shall be adjourned to such a time and place as fixed by the majority of the voting Members present, and at the re-scheduled AGM the Members in attendance shall constitute quorum.
- (c) In the case of a Special Meeting, if within thirty (30) minutes of the appointed time, a quorum is not present, then the Special Meeting shall be dissolved.

ARTICLE 5 - BOARD AND MEETINGS OF THE BOARD

5.1 Composition

The Board shall be composed of a minimum of:

- (a) seven (7) non-association Members, and a maximum of eleven (11) non-association, Members, no less than two thirds (2/3) of whom shall be women; and
- (b) a maximum of five (5) Representatives.

5.2 Responsibilities

- (a) To ensure that the Board adequately discharges its responsibilities, each Director and Representative shall:

- (i) adequately inform herself or himself of all matters before the Board;
 - (ii) immediately declare any conflicts of interest and abstain from discussions and from voting on any matter where any conflict arises or is likely to arise; and
 - (iii) adhere to the Bylaws and other policies and procedures of the Association.
- (b) Each Director and Representative shall be accountable for ensuring the policies and objectives of the Association are being furthered through effective and responsible leadership and management, effective planning and evaluation, and sound fiscal management, including ensuring that adequate human and operational resources are in place as necessary to carry out the policies and objectives of the Association.
 - (c) The Board shall employ an Executive Director to manage the affairs of the Association.
 - (d) The Board shall approve an annual budget and review and approve more budgets and expenditures from time to time as it determines necessary or advisable.
 - (e) The Board shall ensure that adequate insurance coverage for the Association is maintained.

5.3 Authority

- (a) The Board shall have authority to cause the Association to conduct the business of the Association in a manner not inconsistent with the policies and objectives of the Association. Such business may include without limitation: the acquisition, management, and disposition of assets; and the incurring of liabilities; and from time to time. From time to time the Board may authorize the Officers, Directors, Executive Director, or other staff, as the Board may in its sole discretion deem fit, to sign contracts and any enter into any obligations for the payment of money by the Association.
- (b) The Board may prescribe policies and procedures not inconsistent with these Bylaws relating to the management, operation and use of the facilities of the Association, as they deem expedient.

5.4 Meetings

- (a) The Board shall meet no less than six (6) times per year, or as often as it deems necessary or advisable. Meetings shall be called by the Chair or no less than three (3) Directors.
- (b) Participation by a Director or Representative (including an Officer) in a meeting of the Board, or in an AGM, may be by attendance in person or by telephone, teleconference, videoconference, or by way of any other electronic communication facilities that permit all Directors participating in the meeting, or AGM, to hear and be heard.
- (c) In the event a Director or Representative is unable to attend a meeting due to a reason which can be anticipated in advance, the Director or Representative, as applicable, shall notify the Chair no less than seven (7) days in advance in order that the Chair may determine if quorum will be met at the proposed meeting.

5.5 Notice

The Association shall use reasonable efforts to provide notice of a meeting to each Director and Representative no less than five (5) days before the proposed date of the meeting.

5.6 Quorum

51% of the total Directors and Representatives shall constitute a quorum in a meeting of the Board.

5.7 Voting

Unless otherwise noted, decisions of the Board shall be made by majority vote of the Directors and Representatives in attendance at the meeting and eligible to vote on such matter. In the event of a tie, the Chair shall cast the deciding vote.

5.8 Resignations

Any Director or Representative wishing to resign from the Board shall provide prior written notice in writing, signed by such Director or Representative, as applicable, to the Chair and shall indicate the effective date of such resignation and if an effective date is not indicated the resignation shall be deemed effective immediate upon receipt.

5.9 Vacancy - Directors

Unless otherwise determined by the Board, a Director position shall be considered vacant in the following circumstances:

- (a) If no one was elected at the election for this purpose;
- (b) If a Director resigns from his or her position;
- (c) If a Director dies, becomes insolvent or is incapacitated; or
- (d) If a Director is absent from more than two (2) consecutive meetings of the Board, or a total of three (3) meetings of the Board in any twelve (12) month period, unless in either case such Director is absent due to a reason constituting an excused absence, to be determined at the sole discretion of the Board. In such event the Chair shall provide the Director with written notice of his or her deemed resignation no later than thirty (30) days after such deemed resignation takes effect and shall inform the Board no later than the following Board meeting. A leave of absence of a Director may be approved at the Board's discretion.
- (e) Any vacancy on the Board may be filled by the Board by appointment and the person so appointed will hold office until the next annual general meeting.

In the event of vacancies in elected positions, the Board shall appoint persons with the required qualifications, for the remainder of the term, if the Board deems it appropriate.

5.10 Vacancy - Representatives

Unless otherwise determined by the Board, a Representative position shall be considered vacant in the following circumstances:

- (a) If no one was nominated at the election for this purpose;
- (b) If a Representative resigns from his or her position;
- (c) If a Representative dies, becomes insolvent or is incapacitated; or

- (d) If a Representative is absent from more than two (2) consecutive meetings of the Board, or a total of three (3) meetings of the Board in any twelve (12) month period, unless in either case such Representative is absent due to a reason constituting an excused absence, to be determined at the sole discretion of the Board. In such event the Chair shall provide the Representative with written notice of his or her deemed resignation no later than thirty (30) days after such deemed resignation takes effect and shall inform the Board no later than the following Board meeting. A leave of absence of a Representative may be approved at the Board's discretion.
- (e) Any vacancy on the Board may be filled by the Board in accordance with Article 4.3(h) and the person so appointed will hold office until the next annual general meeting.

In the event of vacancies for Representative positions, the Board may appoint persons with the required qualifications, for the remainder of the term, if the Board deems it appropriate. The Board shall have no obligation to appoint Representatives to the Board unless the Board deems it appropriate.

5.11 Remuneration

Members of the Board shall not be remunerated for their services in their capacity as Directors, Representatives or Officers. A Director, Representative or Officer may however be reimbursed for all reasonable expenses incurred in relation to the Association's affairs in accordance with the policies and procedures of the Association, or any resolutions approved by the Board.

5.12 Removal of Directors or Representatives

Subject to the Bylaws, the Association may, by Special Resolution at a Special General Meeting specifically called for such purpose, remove any Director or Representative. At this meeting only a minimum of 75% of the Members entitled to vote must vote in favour of this Special Resolution.

5.13 Ex Officio Director

The Executive Director shall be an ex officio and non voting member of the Board and, within the policy guidelines determined by the Board, shall assume primary responsibility for the policies, programs and activities of the Association.

For greater certainty, no employees of the Association may hold an Officer, Representative or Director position or have voting privileges at any meeting.

5.14 Transition Period

Notwithstanding anything else contained in these Bylaws, no employee or contractor of the Association may be nominated or elected to serve on the Board until at least six (6) months has passed from the date of such person's resignation as an employee or contractor of the Association, as applicable, and a Board member may not become an employee or contractor for the Association until at least six (6) months has passed from the date of such person's resignation as a member of the Board.

ARTICLE 6 - OFFICERS OF THE ASSOCIATION

6.1 Officers of the Association

The Officers of the Association shall be comprised of the Chair, Vice-Chair, Secretary, and Treasurer.

6.2 Eligible Officers

- (a) The presumption is that the Chair of the Association shall be a woman, provided however it shall be at the discretion of the Board to determine that any person may stand for election and may be elected to the position of Chair who supports the mandate and purpose and policies of the Association and who is willing to fulfill the office of Chair in accordance with the Bylaws, Policy Manual, and Terms of Reference of the Association.
- (b) All Officers shall also be Directors.
- (c) No person may hold two offices.

6.3 Terms

- (a) Each Officer shall be elected for a two (2) year term, with term expiry dates generally alternating such that the terms of all Officers would not expire at the same time in accordance with the provisions of the Terms of Reference of the Association.

6.4 Duties of Officers

- (a) **Chair:** The Chair presides at all meetings of the Association and of the Board and shall be entrusted to carry out all orders and resolutions of the Board.
- (b) **Vice-Chair:** The Vice-Chair shall, in the absence of the Chair, exercise the duties of the Chair and shall preside at all meetings of the Association and of the Board in the absence of the Chair.
- (c) **Secretary:** It shall be the duty of the Secretary to attend all meetings of the Association and of the Board, and take minutes or ensure that accurate minutes of all meetings are taken and recorded.
- (d) **Treasurer:** The Treasurer shall oversee the receiving of all monies paid to the Association and shall be responsible for overseeing the deposit of same in whatever bank, trust company, credit union or Treasury Branch that the Board may order.

6.5 Removal of Officers

Subject to the Bylaws, the Association may, by Special Resolution passed at a Special Meeting specifically called for such purpose, remove any Officer. At this meeting only a minimum of 75% of the Members entitled to vote must vote in favour of this Special Resolution.

6.6 Resignation of Officers

Any Officer wishing to resign as an Officer of the Association shall provide prior written notice in writing, signed by the Officer, to the Board and shall indicate the effective date of such resignation and if an effective date is not indicated, the resignation shall be deemed effective immediately upon receipt by the Board.

ARTICLE 7 - COMMITTEES

7.1 Committees

The Board shall create such committees from time to time as deemed necessary. The Chairpersons appointed to head such committees shall be responsible to report to the Board and shall be subject to all decisions of the Board.

7.2 Committee Members

All Committee members shall be Members in good standing of the Association.

7.3 Functions

The Committees shall be organized and managed, and shall function to the extent possible in accordance with the Terms of Reference and Policy Manual established by the Association, provided however that in the instance of any conflict these Bylaws shall prevail.

7.4 Chair Participation

The Chair shall be an ex-officio member of all Committees.

ARTICLE 8 - FINANCES AND SIGNING AUTHORITY

8.1 Audit or Financial Review

The books, accounts and records of the Treasurer shall be audited at least once each year by a duly qualified accountant or by two Members of the Association elected for that purpose at the AGM. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the AGM.

8.2 Loans

For the purposes of carrying out its objectives the Association may borrow, raise, or secure funds in a manner deemed appropriate by the Board.

8.3 Signing Authority

- (a) Any cheques issued by the Association for an amount in excess of \$250 must bear at all times the signature of the Executive Director and any Officer of the Association.
- (b) Any cheques issued by the Association for an amount of \$250 or less must bear at all times the signature of the Executive Director and either another Association employee or an Officer of the Association.

8.4 Borrowing Powers

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as the Board deems fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of a Special Resolution of the Association.

8.5 Fiscal Year

The fiscal year shall begin on January 1st of a year and shall end on December 31st of such year.

8.6 Association Seal

The Association does not have a seal therefore the use of a seal is not required.

ARTICLE 9 - INDEMNIFICATION

9.1 Indemnity of Directors, Representatives, Officers, and Employees

The Association undertakes to indemnify and save harmless out of the funds of the Association, any Director, Representative, Officer, employee ("**Indemnitee**"), his or her executors and administrators and estate from and against all costs, charges and expenses whatsoever which such Indemnitee sustains or incurs in or with respect to any claim, action, suit, or proceeding brought, commenced, or prosecuted against such Indemnitee with respect to and to the extent it relates to any act or omission done or permitted by such Indemnitee in the performance of duties or in relation to the affairs of the Association, except where such a claim, action, suit or proceeding is due to the Indemnitee's gross negligence or wilful misconduct.

9.2 Restriction on Liability of Directors, Representatives, Officers, and Employees

No Indemnitee shall be liable for the acts, receipts, neglects, or defaults of any other Indemnitee or loss, damage, or expense incurred by or to the Association through the insufficiency of title to any property acquired by the Association or for the insufficiency or deficiency of any security in or upon which any of the monies belonging to the Association shall be placed or invested or for any loss or damage arising out of bankruptcy, insolvency, or tortuous acts of act person with whom or for which monies or securities are deposited, or for any loss, conversion, misappropriation, or misapplication of any damage resulting from any dealings with monies of the Association or securities belonging to the Association, or other damage or loss or misfortune which may be incurred by the Association in connection with the execution of the Indemnitee's roles or duties with or to the Association, except where such loss, damage or other misfortune is due to the Indemnitee's gross negligence or wilful misconduct.

ARTICLE 10 - GENERAL

10.1 Amendments to the Bylaws

The Association by Special Resolution may rescind, alter or add to the objects and Bylaws. A Special Resolution can only be passed by of members present at an AGM.

Notice of a proposed amendment to the Bylaws must be given to Members no less than 21 days in advance of the date of the AGM at which such proposed amendment is to be considered.

10.2 Notice Requirements

All notice requirements in the Bylaws may be met by providing regular mail or email to the Member at the email address provided by the Member on his or her membership application, or at an email address which such Member has consented or indicated by past practice is acceptable for the receipt of such notices.

10.3 Meeting Minutes

Minutes shall be kept by the Secretary with respect to all Board, Special Meetings and the Annual General Meetings. Committee Chairs shall be responsible for appointing a secretary who will prepare and keep the minutes at committee meetings. A copy of all meeting minutes, and all books and records shall also be kept filed at the Association office.

10.4 Records of the Association

The books and records of the Association may be inspected by any Member of the Association at the AGM

provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the Officer having charge of same. Each Officer and Director shall at all times have access to such books and records.

10.5 Head Office

The headquarters of the Association shall be located in Edmonton, Alberta, at a street address determined appropriate from time to time by the Board.

10.6 Logo

The Association's logo shall be the exclusive property of the Association and may only be used with the Association's consent.

10.7 Affiliation

The Association may affiliate itself with any association whose mission is compatible with its own or may join any group whose interests are compatible with its own.

10.8 Liquidation of Assets

In the event of the dissolution of the Association or the discontinuation of its activities, all assets remaining after all debts have been discharged shall be given to one or several recognized non-profit organizations in Alberta with similar objectives, or shall be given as required by applicable laws.

10.9 Dissolution

Subject to applicable laws of Alberta, the Association may be dissolved only with the consent of four fifths (4/5) of voting Members at a Special Meeting called for such purpose by the Board, provided that no less than thirty (30) days prior written notice including the proposed resolution for dissolution shall be provided to all Members. In an event of dissolution of the Association, the Board, on behalf of the Association, shall retain an independent arbitrator to determine the manner in which the Association's assets shall be divided, having regard to applicable laws.

