

**FEDERATION OF CANADIAN MUNICIPALITIES
2022 ANNUAL GENERAL MEETING**

**Sunday, June 5, 2022
8:20 to 10:00 a.m. and
1:45 to 2:15 p.m. Central Time**

Hybrid / Regina, SK

Chair: Joanne Vanderheyden, FCM President

FCM Staff: Carole Saab, Chief Executive Officer
Tania Mercure, Recording Secretary

Parliamentarian: Atul Kapur

ITEM 1 Call to Order

Quorum having been met, the meeting was called to order by FCM President Joanne Vanderheyden.

ITEM 2 Approval of Agenda

MOTION AGM 2022.01

On a motion by Past President Councillor Garth Frizzell, seconded by Director Leah Main, the agenda was approved as presented.

CARRIED

ITEM 3 Adoption of Minutes of 2021 Annual General Meeting

MOTION AGM 2022.02

On a motion moved by Councillor Clark Somerville, seconded by Councillor Rebecca Bligh, the minutes of the 2021 Annual General Meeting were approved as presented.

CARRIED

ITEM 4 Business Arising from The Minutes

There was no business arising.

ITEM 5 Report of The President on the Past Year's Activities

MOTION AGM 2022.03

President Vanderheyden expressed to FCM members and delegates how meaningful it was to connect and engage in person. Communities of all sizes have come together with a strong voice through FCM during the Pandemic. This united voice has been instrumental in securing federal tools to help local leaders throughout their communities during the pandemic. President Vanderheyden spoke to a few concrete examples.

Large and small municipalities are essential partners in driving a strong nation-wide recovery; this includes new investments to tackle the housing crisis and progress to ending chronic homelessness. This recovery includes \$750 million in transit systems still hurting from the pandemic.

FCM's united voice helped drive important commitments from every party in September's Federal Budget. FCM's Western Economic Solutions Task Force, released its' final recommendations for a thriving and prosperous Western Canada. The Board's Anti-Racism and Equity Committee met for the first time this year continuing FCM's commitment to addressing racism and promoting diversity.

FCM's Green Municipal Fund continued to be a national leader helping municipalities reach their sustainability goals faster. The Community Economic Development Initiative entered its third phase, selecting eight new partnerships helping drive reconciliation, and economic opportunity across Canada. The Canadian Women in Local Leadership Program grew in Canada, as well as in five countries in Africa and Asia.

President Vanderheyden concluded by remarking that the united voice of municipalities is more important than ever, rural towns, midsize communities, big cities, anglophone and francophone municipalities, western, central, eastern, and northern communities. She stressed that collectively member municipalities play an integral role in building a better Canada. President Vanderheyden thanked the membership, fellow Table Officers, CEO Carole Saab, and FCM Staff for all their hard work.

On a motion moved by Councillor Robin Kurpjuweit, seconded by Councillor Kathy Jeffery, the report was received as presented.

CARRIED

ITEM 6 Report of the Chief Executive Officer

MOTION AGM 2022.04

CEO Carole Saab thanked members and delegates for attending the 2022 FCM Annual Conference, and in addition thanked the City of Regina, and Mayor Sandra Masters for being wonderful hosts.

Over the course of the conference FCM delegates heard from various senior federal leaders, and from communities of all sizes regarding what they have been doing while recovering from the pandemic. There was a powerful message from the Mayor of Kiev, reminding everyone of the importance of a broader local government movement of which FCM is a part.

CEO Saab thanked the FCM Staff for their work. CEO Saab was pleased to share that the 2023 Sustainable Communities Conference will be in person again.

CEO Saab spoke to her pride in how FCM pivoted at the beginning of the pandemic. FCM is strong, stable and she told attendees that she excited about where FCM is, operationally as an organization. FCM has moved to a virtual first model and is currently in the process of transitioning some office space toward a collaboration centre.

Over the past year, CEO Saab noted, the Green Municipal Fund has delivered more projects and funding than ever. In addition, FCM is at its' highest mark yet for the number of members. She shared that ensuring FCM is a fair, just, and representative organization is of paramount importance to her, and that this work will be vital in the years ahead.

CEO Saab thanked outgoing President Vanderheyden for her tireless work and friendship. CEO Saab also took a moment to extend a warm welcome to incoming FCM President Councillor Taneen Rudyk. Councillor Rudyk has been a municipal councillor at the Town of Vegreville, in Alberta for ten years, and a FCM Board Member since 2017. In addition, CEO Saab welcomed the new incoming FCM 3rd Vice-President Councillor Rebecca Bligh, from the City of Vancouver.

CEO Saab thanked outgoing Past-President Councillor Garth Frizzel, for his tireless commitment to FCM, over the past number of years.

On a motion moved by Councillor Cheryl Antoski, seconded by Councillor Jocelyn Curteanu, the CEO Report was received as presented.

CARRIED

ITEM 7 Proposed Bylaw Amendments

MOTION AGM 2022.05

CEO Saab outlined that bylaw amendments were drafted on the advice of FCM's General Counsel regarding the completeness, clarity and risks inherent in some articles of the current bylaws. Although some of the amendments are administrative in nature, the proposed amendments address potentially differently interpreted or misinterpretation of the bylaws and reduce any related risk.

Two bylaw amendments were presented for consideration, with new text in red, and text to be removed struck out. The first amendment required a change.

Amend Article 3.02 as follows:

Only Elected Municipal Officials **who have received the approval of their Municipal Member to sit on the Board of the Federation** are eligible to be Directors. If a Director ceases to ~~hold such an office~~, **be an Elected Municipal Official, or if a Director's Municipal Member withdraws its approval of that Director, his or her position as a Director** shall thereupon automatically be vacated.

The second bylaw amendment is an addition to the existing bylaw.

Amend bylaw 3.09 to add the following:

In the event a Director has either: (i) been granted a leave of absence from such Director's duties as a municipal elected official; or (ii) has been placed on a leave of absence from such Director's duties as a municipal elected official the Executive Committee may then place such Director on a leave of absence from his or her rights and duties as a Director for a portion of that Director's term of office.

The proposed amendments bring the bylaw in alignment with FCM's Code of Ethical Conduct, and provide the Executive Committee with the tools to effectively and actively address leaves of absences from the board.

On a motion moved by Director Daniel Arbour, seconded by President Bruce MacDougal, the proposed amendments to the FCM Bylaw No.1 were approved as presented, and the report was received.

CARRIED

ITEM 8 REPORTS FROM THE OPERATING COMMITTEES

8.1 Standing Committee on Finance and Audit

MOTION AGM 2022.06

FCM First Vice-President Councillor Taneen Rudyk provided the report of the Standing Committee on Finance and Audit.

8.1.1 Financial Statements for the fiscal year 2021-2022:

The Annual Audited Statements were approved by the Board of Directors at the May 24, 2022, meeting. The Board approval followed reviews by FCM & the Green Municipal Fund Finance and Audit Committees in addition to the Green Municipal Fund Council.

The audit firm of Deloitte provided the Finance and Audit Committee with the Auditor's Report and reported that they had not identified any misstatements or deficiencies. The fiscal year results were consistent with projections that evolved given the changing needs of the Organization, throughout the year.

The general fund statement of operations excess of revenue over expenses was \$1.18M and there was a deficiency of \$104M for the Green Municipal Fund. The deficiency in the Green Municipal Fund includes an unrealized loss of just over \$37M on investments. The loss will not be realized unless the investments are sold.

The resulting unrestricted fund balance is \$5.5M which includes targeted contributions to reserves of just over \$1M consistent with the long-term financial plan targets.

The \$5.5M fund is allocated to operations in the amount of \$3.7M and to programs in the amount of \$1.8M.

Dedicated reserves within the operating allocation includes a facility reserve of \$200,000 and an advocacy reserve of just over \$370,000.

The externally restricted fund balance is \$1.4B representing funds held specifically with GMF. The balance exceeds the minimum funding agreement requirement of at least \$1 billion.

8.1.2. Appointment of Auditors for 2022-2023:

Further to a request for proposal process to seek an external auditor, the Board of Directors approved that a recommendation to the membership be made for the appointment of Deloitte as the External Auditors for a period of 5 years beginning April 1, 2023.

On a motion moved by FCM First Vice-President Councillor Rudyk, seconded by Councillor Antoski, the 2021-2022 audited financial statements for FCM and the GMF were received, and Deloitte was appointed as FCM's public accountant for the 2022-2023 fiscal year and subsequent years 2026-2027.

CARRIED

8.2 Human Resources Committee

MOTION AGM 2022.07

Past President Councillor Garth Frizzell presented the report on the Human Resources Committee. FCM hired three new Senior Directors in 2021-2022, (SD People and Culture, SD Diversity, Inclusion and Leadership and SD, Capacity and Sector Development). These key senior leaders are revitalizing FCM's approach to priority areas including creating a great workplace, becoming an anti-racist organization and creating new programmatic opportunities.

With regard to the newly developed Future of Work approach, in response to the pandemic FCM built a completely re-envisioned version of the way the organization will operate in the future. The virtual/hybrid model is well underway and continues to adapt as needs arise. FCM is poised to continue attracting top talent in order to meet Membership needs as articulated in the FCM Strategic Plan.

Regarding foundational improvements in People & Culture Programs and Policies, revised policies and approaches were continually developed to optimize FCM's commitment to 'putting people first' as the organization navigated the pandemic. In addition, there was increased investment and commitment to a variety of approaches in improving employee wellness supports and programs.

With regard to CEO Objectives Setting and Performance, as reported at the last Board meeting, the Human Resources Committee wrapped up this year with a successful completion of the CEO Objectives Setting discussion.

In closing, Past President Frizzell thanked FCM Staff, and his fellow Table Officers.

On a motion moved by Councillor Lawrence Lee, seconded by President Paul McLaughlin, the Human Resources Committee report was approved as presented.

CARRIED

8.3 Member Relations Committee

MOTION AGM 2022.08

FCM Second Vice-President Mayor Scott Pearce presented the report of the Member Relations Committee. He began by acknowledging members for the work they do on the ground in their communities, and for being a part of FCM. The committee meets three or four times a year to support the renewal and recruitment strategy for the membership year.

As part of the report, he thanked members of the committee, and FCM staff. The objectives for member recruitment and retention include maintaining a membership of at least 91% of the population, ensuring the size of the membership reinforces the strength and credibility of the municipal voice, and keeping the membership stable to achieve the results FCM members expect.

FCM currently has 2,067 member municipalities, including 20 member provincial and territorial associations. This membership represents 93% of the Canadian population, and it is expected that number will continue to grow. FCM board members and staff work throughout the year to reach out to municipalities who have not yet renewed their membership.

To highlight where FCM members come from, Second Vice-President Pearce noted from the report that Saskatchewan and Quebec are the two provinces with the most FCM members. 21% of FCM members are from Quebec, while 20% are from Saskatchewan.

Prior to concluding the report, Second Vice-President Pearce congratulated the Yukon for reaching the 100% mark, and British Columbia, Manitoba, New Brunswick and Nova Scotia for more than 90% of their municipalities being members of FCM.

On a motion moved by Second Vice-President Mayor Pearce, seconded by Councillor Ted Laking, the report from the Member Relations Committee was received as presented.

CARRIED

MOTION AGM 2022.09

Councillor Cheryl Antoski requested corrections to the Membership as % of Total Municipalities (May 2022) slide 50 – as the Nova Scotia graph should read over 90% rather than 60%. Councillor Cheryl Antoski also requested corrections to the Member Relations Committee slide 47, bullet three, 92% of the Canadian Population to reflect 93% of the Canadian Population, as stated in Second Vice-President Pearce's verbal report.

On a motion moved by Director Main, seconded by Councillor Marvin Plett, slide 50 will be amended to reflect over 90% of total municipalities for Nova Scotia, and slide 47 will be amended to indicate 93% of the Canadian population, rather than 92% of the Canadian Population.

CARRIED

8.4 Standing Committee on Conference Planning

MOTION AGM 2022-10

FCM Third Vice-President Deputy Mayor Geoff Stewart provided the report of the Standing Committee on Conference Planning. He began the report by thanking the City of Regina, Mayor Masters, the members of Council and numerous city staff who have volunteered their time to help FCM organize and deliver the conference. The conference attracted over 1224 delegates across the country including 188 attending virtually. When companions and exhibitors are included, the total number rises to 2260 participants.

There were 137 exhibitors at the trade show which was a wonderful opportunity to reconnect with FCM members and continue to show their support and desire to work with municipalities to move beyond the pandemic and the challenges it brought. The exhibitors and the FCM sponsors are a key element of success of the annual conference.

Third Vice-President Stewart noted that due to the conference being a hybrid event, recordings of the sessions will be available on the conference platform until July 8th, 2022. In addition, the delegate survey will be sent to all participants, and he encouraged delegates to complete the survey to provide FCM staff with feedback from this year's event, but also to assist FCM in planning for the 2023 annual conference, taking place in Toronto from May 25-28 at the Metro Toronto Convention Centre. The next Sustainable Communities Conference will take place in February 2023 in Ottawa.

On a motion by FCM Third Vice-President Deputy Mayor Stewart, seconded by President Randy Goulden, the report from the Standing Committee on Conference Planning was received as presented.

CARRIED

ITEM 9 Report on Resolutions 2021-2022

MOTION AGM 2022.011

FCM Third Vice-President Deputy Mayor Stewart presented the report on the Resolutions 2021-2022. FCM considered a total of seventeen resolutions at Board meetings in September and March, and at the annual conference. All FCM members, communities large and small are encouraged to bring forward their concerns for consideration and action at the national level.

Some of the matters brought forward included; urging the federal government to establish financial incentives for the rehabilitation of heritage buildings to encourage private sector investments; calling on the Government of Canada, specifically Transport Canada to implement measures to limit the propagation of aquatic invasive species by sea planes, and advocating for municipal participation in the national task force on flood insurance and relocation with the goal of developing a national high risk residential flood insurance program in securing long-term funding for provinces.

FCM advocacy continues on all resolutions adopted in the last three years, no issue is too big or too small.

On a motion moved by FCM Third Vice-President Deputy Mayor Stewart, and seconded by Councillor Kurpjuweit the report on resolutions was received as presented.

CARRIED

ITEM 10 Report of the 2022 Elections Committee

MOTION AGM 2022.012

FCM Past President Councillor Garth Frizzell presented the report of the 2022 Elections Committee. He began the report by expressing that the Chair of the Elections Committee is a fitting role for the Past President. Past President Frizzell expressed how he was pleased to present the slate of incoming Table Officers for the 2022-2023 year.

In addition, Past President Frizzell thanked FCM staff and his board colleagues on the FCM Elections Committee for all the work they've done over the past weeks and months to ensure a transparent, accountable and accessible election for all of our members.

Past President Frizzell proceeded to move onto the ratification of the 2022-2023 Table Officers, there was one nominee for each Table Officer position, without any nominations from the floor.

Past President Frizzell welcomed Councillor Rebecca Bligh, the candidate for the 3 Vice-President to deliver her speech to the members at the AGM.

Councillor Bligh delivered her speech to the membership.

Following Councillor Bligh's speech, Past President Frizzell presented the 2022-2023 FCM slate of Table Officers who were acclaimed:

- President, Councillor Taneen Rudyk, Town of Vegreville – AB
- First Vice-President Mayor Scott Pearce, Canton de Gore – QC
- Second Vice-President Deputy Mayor Geoff Stewart, Municipality of the County of Colchester – NS
- Third Vice-President, Councillor Rebecca Bligh, City of Vancouver – BC
- Past President, Councillor Joanne Vanderheyden, Middlesex County - ON

On a motion moved by FCM Past President, Frizzell, and seconded by Councillor Clark Somerville, the report of the elections committee was received and the proposed slate of FCM Table Officers for 2022-2023 was approved.

CARRIED

President Vanderheyden, ended part one of the AGM and advised members they will be meeting with their regional caucuses to select candidates for the Board of Directors positions. There were elections for directors in the provinces of Alberta, Quebec and Saskatchewan.

PART II

ITEM 12 Inaugural Address by the President-Elect

The President-Elect, Councillor Taneen Rudyk, delivered her inaugural address.

ITEM 13 Election - Ratification of Board of Directors:

MOTION AGM 2022.013

Past President Garth Frizzell – provided the report on the slate of Board of Directors

Motion: That the proposed Board of Directors for 2022 – 2023 be approved.

CARRIED

ITEM 14 ADJOURNMENT

The meeting adjourned.