

NOTICE of the Annual General Meeting

of the Manitoba Society of Occupational Therapists

- Location:** MSOT Office (Main floor Boardroom)
120 Maryland Street
Winnipeg, Manitoba R3G 1L1
- Date:** Tuesday, October 16, 2018
- Events:**
- | | |
|------------------|------------------------|
| 5:00 - 5:30 p.m. | Registration |
| 5:30 - 6:00 p.m. | Dinner |
| 6:00 - 7:00 p.m. | Annual General Meeting |

Please see enclosed detailed Agenda for full event information.

Reports from the Officers and Standing Committees are available on the MSOT website at www.msot.mb.ca after October 1, 2018 and will not be read at the meeting, however questions & open discussion are welcome.

Please Note: A quorum at a general meeting shall consist of twenty (20) Voting members (in attendance in person or via proxy or via electronic means) in order to conduct business.

enabling ability

Annual General Meeting

October 16, 2018

120 Maryland Street, Winnipeg, Manitoba

AGENDA

- 1.0 Call to Order/Opening Remarks
- 2.0 Acceptance of Agenda
- 3.0 Rules of Meetings - Updated
- 4.0 Approval of Minutes from October 24, 2017 Annual General Meeting
- 5.0 President's Report: E. Hawn
- 6.0 Treasurer's Report: N. Lam
 - 6.1 Annual Financial Review 2017 - 2018
 - 6.2 2018 - 2019 Projected Budget
 - 6.3 Approval of the Auditor
- 7.0 Questions/Discussion Arising from Officers' & Standing Committees' Reports
- 8.0 Presentation of Certificates of Appreciation
- 9.0 Other Business
- 10.0 Adjournment

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Rules of Meetings

1. The agenda for an Annual General Meeting (AGM) shall include the presentation of reports from the Board of Directors (BOD), the appointment of an accountant to conduct the financial review, any business initiated by the BOD, and resolutions initiated by the membership. (Bylaw, Article 3.5)
2. A quorum at a general meeting shall consist of twenty (20) Voting members (Bylaw, Article 3.13)
3. At a general meeting, members shall be considered to be present if participating in person, through proxy, via teleconference or any other electronic means that permit all participants to communicate adequately with each other during the meeting. (Bylaw, Article 3.14)
4. At any general meeting, should the number of members present fall below quorum after the meeting has been called to order, the valid transaction of business can still continue. (Bylaw, Article 3.15)
5. Each member who has current membership in any of the categories of "Active", "Life", or "Associate Members" shall be entitled to vote on any issue to be determined by a vote. "Student", "Out-of-Province" and "Affiliate Members" may attend meetings, but are not entitled to vote on issues. (Bylaw, Article 2.5)
6. A majority vote of those eligible members who are present shall be required for adoption of any motion at an annual, general or special general meeting, with exception of situations specified in the Act. (Bylaw, Article 3.10)
7. Mail in ballots will not be accepted.
8. Abstentions are not counted with either the positive or the negative vote.
9. A vote may be taken by ballot or by an uncounted show of voting cards at the discretion of the chair. (Bylaw, Article 3.8)
10. Any member of the Society who has the right to vote shall be able to hold a proxy for no more than one (1) voting member of the Society. The member who wishes to vote by proxy shall fulfill the proxy requirements as determined by the BOD and outlined with the notification of the meeting. A proxy shall be valid only for the meeting for which it was specifically given and for any adjournment therefore. (Bylaw, Article 3.16 & 3.17)
11. The Chair of the meeting shall appoint from amongst those assembled, two scrutineers who shall tabulate the vote for and against in the show of voting cards or, in the event of a ballot vote, shall distribute, collect and count the ballots and report the results to the Chair. (Bylaw, Article 3.9)

12. In the event of a tie vote, either by a count of voting cards or ballot vote, the chair of the meeting shall cast the deciding vote, or shall request a second vote at his/her discretion.(Bylaw, Article 3.11)
13. The elections of the BOD will take place at the AGM by those considered present, in person or by proxy, unless a mail-in ballot procedure has been instituted by the BOD.(Bylaw, Article 4.12)
14. Nominations for BOD for which no nominations are received pursuant to Article 4.11 may be moved and seconded at the AGM and elections conducted during the AGM. (Bylaw, Article 4.16)
15. An auditor shall be appointed by members each year at the AGM of the Society. The Board may fill any vacancy in the office of auditor. The remuneration of the auditor shall be fixed by the Board. (Bylaw, Article 8.4)
16. The BOD shall prepare, and at each AGM of the Society submit a financial statement of operations for the past year, duly certified by the auditor. (Bylaw, Article 8.11)
17. Any bylaw of the Society may be amended or enacted by a decision of the Board, confirmed by a two-thirds majority of the votes cast at a general meeting of the members, properly called to make such changes. All bylaw changes proposed will be included in the notice of the meeting at which the change will be decided upon. A bylaw passed by the Directors has effect unless, at the next members' meeting, it is not confirmed. (Bylaw, Article 10.4)
18. Each member shall identify themselves before speaking.

Manitoba Society of Occupational Therapists

Annual General Meeting

Tuesday, October 24, 2017

Centro Caboto Centre, Winnipeg, Manitoba

Chair.....Alana Maertins

Members PresentNumber: 56

Meeting called to order at: 7:12pm

1.0	Call to Order/Opening Remarks <ul style="list-style-type: none">• Introduction of volunteer 2016-2017 Board of Directors• Review of AGM Package• Volunteer Scrutineers: Jane Lawler & Sheila Marlow
2.0	Acceptance of Agenda <ul style="list-style-type: none">• Motion to approve the MSOT AGM 2017 agenda as distributed: Alana Maertins. Seconded by: Donna Collins. All in favor. Motion carried.
3.0	Rules of Meeting <ul style="list-style-type: none">• Motion to use Call to Order by Perry as Rules of Order for this meeting: Alana Maertins. Seconded by: Pam Wener. All in favor. Motion Carried.
4.0	Approval of Minutes from October 25, 2016 Annual General Meeting <ul style="list-style-type: none">• Motion to approve AGM 2016 minutes: Jen Fisher. Seconded by: Donna Collins. All in favor. Motion carried.
5.0	President's Report: A. Maertins <ol style="list-style-type: none">1. Awareness<ul style="list-style-type: none">• Most efforts focused around communication and market strategy to engage membership and building links and advancing advocacy efforts<ul style="list-style-type: none">○ Lobbying insurance companies and employed to add OT to private insurance plans. Letters are available on MSOT website to submit to your insurance company or employer○ Launched revised "Understanding OT" brochure○ Launched bus bench advertising campaign2. Advocacy<ul style="list-style-type: none">• Focus on advocacy in light of changes to healthcare system<ul style="list-style-type: none">○ Discussion and meetings with healthcare reps and government○ Media interviews○ Made a difference○ MSOT will continue to monitor impact of healthcare changes to members and advocate for OT role3. Networking<ul style="list-style-type: none">• In September, discussion with CAOT re: chapter model<ul style="list-style-type: none">○ Town hall and survey to learn about and gather feedback on CAOT Chapter idea – survey received 29 responses; 29 votes "yes" to change to chapter model○ Follow up meeting via teleconference in November with CAOT. Vote to dissolve MSOT in new year• Continued close working relationship with COTM• Motion to approve the President's Report for MSOT AGM as distributed: Alana Maertins. Seconded by: Amy Collins. All in favour. Motion carried.
6.0	Treasurer's Report: N. Lam <ul style="list-style-type: none">- Financial deficit of \$5000.00 d/t unexpected and unknown fees (e.g. lawyer, credit card fees)

		<p>-increase in sponsorship by \$1100, advertising \$1500, membership \$3000</p> <p>-adjustments made to 2017-2018 budget</p> <p>-expected deficit in upcoming year of \$2800</p> <p>-301 MSOT members</p> <p>-Member question and discussion about budget deficit of MSOT and how CAOT chapter model will be financially support. Salaried employee will be funded through CAOT.</p>
	6.1	<p>Annual Financial Review 2016-2017</p> <ul style="list-style-type: none"> • Motion to accept financial report of 2016/2017 as provided: Archie Cooper. Seconded by: Pam Wener. All in favour. Motion carried.
	6.2	<p>2017-2018 Projected Budget</p> <ul style="list-style-type: none"> • Motion to accept projected budget for 2017/2018 fiscal year: Julie Bell. Seconded by: Jane Lawler. All in favour. Motion carried.
	6.3	<p>Approval of the Auditor</p> <ul style="list-style-type: none"> • Motion to approve On Business to be continued as accounting firm for MSOT: Julie Bell. Seconded by: Emily Etchevery. All in favour. Motion carried.
	6.4	<p>Membership Fees</p> <ul style="list-style-type: none"> • Motion to approve membership fees remain unchanged for the 2018-2019 fiscal year: Jen Fisher. Seconded by: Michelle Horkoff. All in favour. Motion carried.
	7.0	<p>Questions/Discussion Arising from Officers' & Standing Committees' Reports</p> <ul style="list-style-type: none"> • Motion to accept all standing committee reports as circulated: Pam Wener. Seconded by: Leslie Johnson. All in favour. Motion carried.
	8.0	<p>Presentation of Certificates of Appreciation</p> <ul style="list-style-type: none"> • Motion to nominate Laura Durling for the position of Special Event's Co-Chair: Alana Maertins. Seconder: Pam Wener. All in favour. Motion carried. • Motion to nominate Ali Jansen for the position of Professional Development Co-Chair: Alana Maertins. Seconder: Donna Collins. All in favour. Motion carried. • Motion to nominate Kaitlin Lewandoski for the position of Professional Development Co-Chair: Alana Maertins. Seconder: Emily Etchevery. All in favour. Motion carried. • Motion to nominate Lindsay Clendenan for the position of Public Relations Co-Chair: Alana Maertins. Seconder: Jen Fisher. All in favour. Motion carried. • Motion to nominate Nicola Schaan for the position of Nominating and Awards Co-Chair: Alana Maertins. Seconder: Jen Fisher. All in favour. Motion carried. • Motion to nominate Maxine Schon for the position of Nominating and Awards Co-Chair: Alana Maertins. Seconder: Archie Cooper. All in favour. Motion carried. • Motion to nominate Jessica Parshatam for the position of Newsletter Editor: Alana Maertins. Seconder: Donna Collins. All in favour. Motion carried. • Motion to nominate Deepak Joshi for the position of MSOT-RF Chair: Alana Maertins. Seconder: Pam Wener. All in favour. Motion carried. • Floor nominations for Coordinator of Communications & Rural and Northern Connector. No nominations. Positions still available.

Manitoba Society of Occupational Therapists

9.0		Other Business
	9.1	<p>Bylaw Changes – vote required</p> <ul style="list-style-type: none"> • Motion to By-law 1.1 to be revised to read: “Special Resolution” means at least two-thirds (2/3) of the total number of votes, excluding abstentions, cast on a motion: Alana Maertins. Seconder: Randi Vandale. All in favour. Motion carried. • Motion to By-law 3.2 to be revised to read: “The Act requires 21 days’ notice for a meeting of the members.”: Alana Maertins. Seconded by: Julie Bell. All in favour. Motion carried. • Motion to By-law 3.10 & 9.1 to be revised to read: “The Act governs the Society and all meetings, and therefore reference to <i>Call to Order</i> has been deleted”: Alana Maertins. Seconded by: Esther Hawn. All in favour. Motion carried. • Motion to By-law 3.13 to be revised to read “A quorum at a general meeting shall consist of twenty (20) Voting Members.”: Alana Maertins. Seconded by: Emily Etchevery. All in favour. Motion carried. <ul style="list-style-type: none"> ○ Discussion and concern from member around 20 voting members compared to the number of board members. • Motion to By-law 3.14 to be revised to read “At a general meeting, members shall be considered to be present if participating in person, through proxy, or via any other electronic means that permit all participants to communicate adequately with each other during the meeting.”: Alana Maertins. Seconded by: Michelle Horkoff. All in favour. Motion carried. • Motion to By-law 10.1 to be revised to read: In the event that the Society is dissolved, and after payment of all indebtedness and liabilities of the Society, the remaining funds, investments or other assets shall be distributed to support the College of Rehabilitation Sciences Endowment Fund at the University of Manitoba.”: Alana Maertins. Seconded by: Randi Vandale. All in favor. Motion carried. <ul style="list-style-type: none"> ○ Comment: monies to go to college as a whole, no concerns noted from present members.
10.0		<p>Adjournment</p> <ul style="list-style-type: none"> • Motion to adjourn meeting at 7:48pm by: Alana Maertins. Seconded by: Randi Vandale. All in favor. Motion carried.

 Laura Durling, O.T. Reg. (MB) (Secretary)

 Alana Maertins, O.T. Reg. (MB) (President)

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Financial Statements

Year Ended May 31, 2018

(Unaudited)

INDEPENDENT PRACTITIONER'S REVIEW ENGAGEMENT REPORT

To the Members of Manitoba Society of Occupational Therapists

We have reviewed the accompanying financial statements of Manitoba Society of Occupational Therapists that comprise the statement of financial position as at May 31, 2018 and the statements of revenues and expenditures, changes in net assets and cash flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

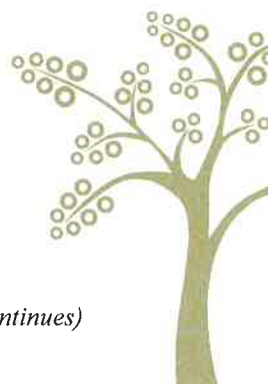
Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Practitioner's Responsibility

Our responsibility is to express a conclusion on the accompanying financial statements based on our review. We conducted our review in accordance with Canadian generally accepted standards for review engagements, which require us to comply with relevant ethical requirements.

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

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



Independent Practitioner's Review Engagement Report to the Members of Manitoba Society of Occupational Therapists *(continued)*

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that these financial statements do not present fairly, in all material respects, the financial position of Manitoba Society of Occupational Therapists as at May 31, 2018, and the results of its operations and its cash flows for the year then ended in accordance with the Canadian accounting standards for not-for-profit organizations.

Winnipeg, Manitoba
September 7, 2018



Chartered Professional Accountants Inc.

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Financial Position

May 31, 2018

(Unaudited)

	2018	2017
ASSETS		
CURRENT		
Cash <i>(Note 3)</i>	\$ 16,796	\$ 17,869
Accounts receivable	900	800
Prepaid expenses	754	737
	\$ 18,450	\$ 19,406
LIABILITIES AND NET ASSETS		
CURRENT		
Accounts payable and accrued liabilities	\$ 5,266	\$ 3,567
DUE TO RELATED PARTY <i>(Note 4)</i>	4,991	3,054
	10,257	6,621
NET ASSETS		
General fund	8,193	12,785
	\$ 18,450	\$ 19,406

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Revenues and Expenditures

Year Ended May 31, 2018

(Unaudited)

	2018	2017
REVENUES		
Conferences and events	\$ 2,474	\$ 3,281
Interest	195	177
Memberships	27,655	24,723
Newsletter, labels and emails	2,300	2,725
Privacy policy packages	1,150	700
	33,774	31,606
EXPENSES		
Annual general meeting	1,136	1,116
Awards	300	400
Bad debts	-	250
Executive officer	3,891	2,933
Insurance	1,951	1,943
Interest and bank charges	984	230
Member services	11,202	11,577
Office	2,075	-
Organizational costs	1,941	3,121
Professional fees	2,563	2,228
Publicity	4,048	2,684
Renewals	125	1,722
Rent	1,050	750
Special events	3,280	3,983
Telephone	574	635
Travel	3,246	3,481
	38,366	37,053
DEFICIENCY OF REVENUES OVER EXPENSES	\$ (4,592)	\$ (5,447)

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Changes in Net Assets

Year Ended May 31, 2018

(Unaudited)

	2018	2017
NET ASSETS - BEGINNING OF YEAR	\$ 12,785	\$ 18,232
DEFICIENCY OF REVENUES OVER EXPENSES	(4,592)	(5,447)
NET ASSETS - END OF YEAR	\$ 8,193	\$ 12,785

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Cash Flow

Year Ended May 31, 2018

(Unaudited)

	2018	2017
OPERATING ACTIVITIES		
Deficiency of revenues over expenses	\$ (4,592)	\$ (5,447)
Changes in non-cash working capital:		
Accounts receivable	(100)	(550)
Prepaid expenses	(17)	11
Accounts payable and accrued liabilities	1,699	(3,494)
	1,582	(4,033)
Cash flow used by operating activities	(3,010)	(9,480)
FINANCING ACTIVITY		
Advances from (to) related party	1,937	(6,438)
DECREASE IN CASH FLOW	(1,073)	(15,918)
Cash - beginning of year	17,869	33,787
CASH - END OF YEAR <i>(Note 3)</i>	\$ 16,796	\$ 17,869

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Notes to Financial Statements

Year Ended May 31, 2018

(Unaudited)

1. NATURE OF THE ORGANIZATION

The Society was incorporated under the laws of the Province of Manitoba on November 13, 1964 as a non-for profit corporation. The Society is exempt from income taxes pursuant to paragraph 149(1)(1) of the Income tax act. Its primary purpose is to promote the profession of occupational therapy and represent the interests of its members to governments, educational insititutions, other professions, business and the public.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements were prepared in accordance with Canadian accounting standards for not-for-profit organizations (ASNFPO) and, in management's opinion, with consideration of materiality and within the framework of the following accounting policies:

Contributed services

No amount has been reflected in the financial statements for contributed services since no objective basis is available to measure the value of such services. Nevertheless, a number of volunteers have contributed significant amounts of their time in the Society's activities.

Revenue recognition

The Society derives substantially all of its revenue from the sale of memberships. Membership fees are recognized as revenue over the period that memberships apply to. Other revenues are recognized when received or receivable.

Financial instruments policy

The Society's financial instruments consist of cash, accounts receivable, accounts payable and accrued liabilities and due to related party. Unless otherwise noted, it is the opinion of the Directors that the Society is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair values of these financial instruments approximate their carrying values, unless otherwise noted

Measurement uncertainty

The preparation of financial statements in conformity with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Such estimates are periodically reviewed and any adjustments necessary are reported in earnings in the period in which they become known. Actual results could differ from these estimates.

3. CASH

	2018	2017
Cash	\$ 16,796	\$ 17,869

Cash includes a savings account bearing interest at 1.35% (2017- 1.35%)

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Notes to Financial Statements

Year Ended May 31, 2018

(Unaudited)

4. DUE TO RELATED PARTY

Amounts due to a related party (through common control) are non interest bearing and have no specific terms of repayment.

Manitoba Society of Occupational Therapists 2018-2019 Budget

REVENUE:

Membership Fees		31590
Advertising:		
Email Blasts		2550
Mailing Labels		50
Newsletter		500
PPG Directory		1000
Web Post		600
Interest Income		200
Event Income (Ticket Sales)		1000
MSOT Merchandise		
Mugs/Post it/ Other		100
Sponsorship		2100
Grants		0
Others		300
TOTAL		39990

EXPENSES:

<u>Board and Committee</u>		
Meeting Expenses		400
Travel		2000
Board Recognition		100
Professional Development – Board		1000
Sub Total:		3500
<u>Compensation/Salaries</u>		
Wages – EO		6200
Source Deduction – EO		700
Professional Development – EO		500
Contracted Staffing		
Registration/Financial		2500
Office/ Reception		3300
EO Advisory		2300
Sub Total:		15,500
<u>Member Services</u>		
Advocacy & Promotion		
Campaigns		1000
Incentive Prizes		100
Promotional Items		300
Awards		
25 Year Membership Acknowledgement		100
MSOT Award for Professional Excellence in Fieldwork		0
MSOT Book Prize		100
Outstanding OT		150
PD Grant		200

Team OT MVP	25
Practice Support (Communities of Practice)	
Private Practice Group	900
Policy Change Fund	2700
Events – Continuing Education: Rental, Catering, etc	300
Events – Membership: Rental, catering, honorariums	
AGM	1500
OT Celebration Night	3000
MSOTRF	
Admin Costs	0
Website	
Web Upgrades	350
Subscriptions	0
Online Registration	
MSOT Online Cards (One Time Charge)	0
System Start Up Cost (For three years)	1600
Annual System Cost	480
Credit Card Fees	600
Sub Total	13,405
<u>Organizational/Administration Costs:</u>	
Bank Charges	150
Insurance	2600
Internet	225
Phone	225
Postage, Courier	200
Printing	1000
Professional Fees	
Audit	1900
Legal	0
Consultation	0
Professional Membership/ Association Fees	300
Rent	900
Reserve Funds	
General	0
IT upgrades	0
Software, Licensing & Support	200
Supplies	400
Staff Travel Expenses	500
Sub Total:	8600
Total Expenses:	40,255
Net Surplus/ (Deficit):	(265)

Proxy Vote

The MSOT Annual General Meeting (AGM) will be held on October 16, 2018

Rules:

- At any annual, general, or special general meeting, 20 Voting members present in person, through proxy or via any other electronic means shall constitute a quorum.
- Voting members include individuals who are Active, Life, or Associate Members.
- **Each person present at the meeting is entitled to hold only one proxy.**
- The proxy vote can only be used for the date intended.
- A proxy cannot be reassigned if the individual who holds the proxy cannot attend the meeting.

Procedure:

- Complete the attached Proxy Appointment Form.
- Complete and give the bottom part of this page to the person who is to carry your proxy. This should be presented to the MSOT Coordinator of Member Services when registering for the meeting.
- The second page of the form may be faxed, mailed or hand delivered, and must be received by MSOT no later than twenty-four (24) hours prior to the meeting.
- Proxy votes will be accepted by personal delivery by the proxy holder at the AGM prior to the call to order but not thereafter.
- The forms must be signed and dated.

For your consideration:

It is advisable to discuss your voting intentions with the person holding your proxy. Be certain they understand how and when to vote on specific issues and when to abstain, or if you simply trust their judgment to vote in a manner consistent with your anticipated wishes. The member holding your proxy can also consult with you via phone if a matter of importance to you arises. MSOT may try to facilitate this type of dialogue through brief adjournments or breaks.



Proxy Appointment

I, _____, the undersigned, am a current member of MSOT and have eligibility to vote. I will be unable to attend the Annual General Meeting on October 16, 2018 and hereby assign my vote to be carried by **the person named below**.

I hereby assign _____ to carry my vote by proxy.

Member Signature: _____ Date: _____

(Please complete this form and give to the member holding the proxy on your behalf).



Proxy Appointment

The MSOT Annual General Meeting (AGM) will be held on October 16, 2018

This form must be received by the MSOT office no later than October 15, 2018 or it may be delivered in person by the proxy holder (on behalf of the member) to the meeting registration desk prior to the meeting being called to order.

*I, _____ the undersigned, am a current member of MSOT and have eligibility to vote. I will be unable to attend the Annual General Meeting on October 16, 2018 and hereby assign my vote to be carried by **the person named below**.*

I hereby assign _____, a member of MSOT, as my proxy, to vote on my behalf at the MSOT Annual General Meeting on October 16, 2018.

Signature of Member: _____

Date: _____

Signature of Member Holding Proxy: _____

Date: _____

REMEMBER: Each person present at the meeting is entitled to hold only one proxy.

Complete this form and mail, email or fax to:

**Manitoba Society of Occupational Therapists
7-120 Maryland Street
Winnipeg MB R3G 1L1**

Fax: 204.775.2340 Email: msot@msot.mb.ca

enabling ability