

NOTICE of the **Annual General Meeting**

of the Manitoba Society of Occupational Therapists

- Location:** Westminster Church
745 Westminster Avenue
Winnipeg, Manitoba R3G 1A5
- Date:** Thursday, October 10, 2019
- Events:**
- | | |
|------------------|---------------------------|
| 5:15 - 5:30 p.m. | Doors Open & Registration |
| 5:30 - 6:00 p.m. | Dinner & Networking |
| 6:00 - 6:30 p.m. | Annual General Meeting |
| 6:30 - 7:00 p.m. | Keynote Speaker |

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 September 19, 2019 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.

Annual General Meeting

October 10, 2019

745 Westminster Avenue, Winnipeg, Manitoba

AGENDA

- 1.0 Opening Remarks
- 2.0 Acceptance of Agenda
- 3.0 Rules of Meetings
- 4.0 Approval of Minutes from October 18, 2018 Annual General Meeting
- 5.0 President's Report: E. Hawn
- 6.0 Treasurer's Report: S. DePottie
 - 6.1 Annual Financial Review 2018 - 2019
 - 6.2 2019 - 2020 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

enabling ability

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, Oct. 16, 2018, 17 30 hr.
MSOT Office & Online (via GoToMeeting)

Chair.....*Esther Hawn*
Members Present*Number: 56*
Scribe.....*Kale Lutomsky*

Meeting began at 17 30 hr

1.0	Call to Order/Opening Remarks Call the meeting to order (met quorum). Scrutineers: Dayna Mascitelli and Alana Maertins.
2.0	Acceptance of Agenda Motion that the 2018 MSOT AGM Agenda be accepted with amendment to 1.0 to read Opening Remarks Only: Esther Hawn . Seconded by: Lisa Mendez . All in favor. Motion carried.
3.0	Rules of Meetings – Updated Motion to use the Rules of Meetings as distributed in accordance with our by-laws for this meeting. Esther Hawn . Seconded by: Donna Collins . All in favor. Motion carried.
4.0	Approval of Minutes from October 24, 2017 Annual General Meeting Motion to approve the minutes of October 24, 2017 AGM: Esther Hawn . Seconded by: Alana Maertins . All in favor. Motion carried.
5.0	President’s Report: Esther Hawn <ul style="list-style-type: none">• Over the last year, strong efforts have been made to strengthen communication within MSOT, within the OT community as a whole, with the general public, and with government officials at various levels of the government. Highlights include:<ul style="list-style-type: none">○ Updating MSOT website○ Increasing social media presence○ Increase communication with Manitoba as a whole○ Boosting membership○ Having a legislative presence○ Purchasing bus bench advertisements○ Redeveloping private practice directory○ Making partnership with OT leadership and communicating the “3 points” of interest on a monthly basis. This keeps leadership and the

		<p>wider OT community up to date on important MSOT-related issues.</p> <ul style="list-style-type: none"> ○ Joining the Mental Health and Addictions Advocacy Network ○ Offering the Private Practice Information Session ○ Helping create the largest membership year yet (34 member increase in membership) ● Hiring an Executive Officer <ul style="list-style-type: none"> ○ Heidi Garcia - the chosen candidate ● CAOT chapter model: <ul style="list-style-type: none"> ○ Considering high membership, MSOT will remain an autonomous entity; no longer exploring a transition to CAOT MB ○ Question: “What does it mean to be a chapter branch of CAOT oppose to MSOT?” <ul style="list-style-type: none"> ▪ A: Provincial societies who have folded, or provinces who have never had a chapter, are able to have a society as a chapter through CAOT (e.g. BC-CAOT, QC-CAOT, etc.) ▪ Budget for chapter model comes out of CAOT’s overall budget - sustainability of this budget was questionable ▪ MSOT was concerned that the needs of MB OTs would not be fully represented by a national organization ○ Question: “Was increased membership the only consideration for the chapter model?” <ul style="list-style-type: none"> ▪ No. ▪ Budget for chapter model comes out of CAOT’s overall budget - sustainability of this budget was questionable ▪ MSOT was concerned that the needs of MB OTs would not be fully represented by a national organization ○ Question: “Is the [becoming a chapter model] door closed?” <ul style="list-style-type: none"> ▪ No. CAOT chapter model offer has been declined at this time. If MSOT revenue decreases over time, then this model system (and/or alternative model systems) may be explored.
6.0		<p>Treasurer’s Report: N. Lam</p> <ul style="list-style-type: none"> ● (Breakdown of this last year’s finances and this year’s finances including projected revenue shown on screen) ● Nadine extended thanks to all board members and membership
	6.1	<p>Annual Financial Review 2017 – 2018</p> <ul style="list-style-type: none"> ● Motion to accept financial report as provided: Esther Hawn. Seconded by: Gail Archer. All in favour. Motion passed.
	6.2	<p>2018 - 2019 Projected Budget</p> <ul style="list-style-type: none"> ● Motion to accept 2018-2019 projected budget as presented: Barb Kowalski. Seconded by: Karlie Wilkie. ● Motion to keep Membership fees unchanged for the 2019-2020 fiscal year. Lisa Mendez. Seconded by: Dayna Mascitelli.
	6.3	<p>Approval of the Auditor</p> <ul style="list-style-type: none"> ● Motion to retain OnBusiness as the accountant for MSOT for the fiscal year 2018-2019: Marlene Stern. Seconded by: Lauren Casey.

Manitoba Society of Occupational Therapists

7.0	<p>Questions/Discussion Arising from Officers' & Standing Committees' Reports</p> <ul style="list-style-type: none"> • No questions regarding the reports of the standing committee • Motion to accept all standing committee reports as distributed: Alana Maertins. Seconded by: Donna Collins.
8.0	<p>Presentation of Certificates of Appreciation</p> <ul style="list-style-type: none"> • Thanks extended to board members • Board members who are departing: <ul style="list-style-type: none"> ○ Nadine Lam ○ Karlie Wilkie ○ Nicola Schaan ○ Christina Rambarran • New board members: <ul style="list-style-type: none"> ○ President-Elect - Randi Vandale ○ Treasurer - Sara DePottie ○ Rural and Northern Connector - Ally Forrest ○ Co-Chair Current Affairs - Naomi Hatherly • Vacancies: <ul style="list-style-type: none"> ○ Coordinator of Communications ○ Co-Chair Current Affairs ○ Co-Chair Awards & Nominations ○ Coordinator of Member Services • 2018-2019 board members: <ul style="list-style-type: none"> ○ President: Esther Hawn ○ President-Elect: Randi Vandale ○ Treasurer: Sara DePottie ○ Secretary: Kale Lutomsky ○ Current Affairs/Professional Advocacy: Naomi Hatherly ○ Special Events: Robyn Taylor & Laura Durling ○ Public Relations: Lauren Casey & Lindsay Clendenan ○ Nominating and Awards: Maxine Schon ○ Professional Development: Ali Jansen & Kaitlin Lewandoski ○ MSOT Research Fund: Deepak Joshi ○ Newsletter Editor: Jessica Parshotam ○ Website Editor: Jayson Bennet ○ Student Representatives: Cassie Friesen & Jennifer Parisian ○ CAOT Board Director: Lisa Diamond-Burchuk ○ Rural and Northern Connector: Ally Forrest
9.0	<p>Other Business</p> <ul style="list-style-type: none"> • OT merchandise on sale • OT month checklist available on MSOT website
9.1	<p>Bylaw changes</p> <ul style="list-style-type: none"> • None
10.0	<p>Adjournment</p> <p>Motion to adjourn meeting at 18:30 by: Gail Archer. Seconded by: Teresa Platt. All in favor. Motion carried.</p>

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Financial Statements

Year Ended May 31, 2019

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 which comprise the statement of financial position as at May 31, 2019 and the statements of revenues and expenditures, changes in net assets and cash flows 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 for the Financial Statements

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, 2019, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Winnipeg, Manitoba
August 30, 2019



Chartered Professional Accountants Inc.

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Financial Position

May 31, 2019

	2019	2018
ASSETS		
CURRENT		
Cash <i>(Note 3)</i>	\$ 45,820	\$ 16,796
Accounts receivable	600	900
Prepaid expenses	754	754
	\$ 47,174	\$ 18,450
LIABILITIES AND NET ASSETS		
CURRENT		
Accounts payable and accrued liabilities	\$ 5,767	\$ 5,266
Prepaid memberships	30,323	-
	36,090	5,266
DUE TO RELATED PARTY <i>(Note 4)</i>	3,887	4,991
	39,977	10,257
NET ASSETS		
General fund	7,197	8,193
	\$ 47,174	\$ 18,450

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Revenues and Expenditures

Year Ended May 31, 2019

	2019	2018
REVENUES		
Conferences and events	\$ 3,316	\$ 2,474
Interest	264	195
Memberships	33,855	27,655
Newsletter, labels and emails	1,825	2,300
Privacy policy packages	1,200	1,150
	40,460	33,774
EXPENSES		
Annual general meeting	639	1,136
Awards	400	300
Bad debts	600	-
Executive officer	4,539	3,891
Insurance	2,071	1,951
Interest and bank charges	3,343	984
Member services	10,441	11,202
Office	2,075	2,075
Organizational costs	1,812	1,941
Professional fees	2,151	2,563
Publicity	3,297	4,048
Renewals	144	125
Rent	900	1,050
Special events	3,810	3,280
Telephone	723	574
Travel	4,511	3,246
	41,456	38,366
DEFICIENCY OF REVENUES OVER EXPENSES	\$ (996)	\$ (4,592)

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Changes in Net Assets

Year Ended May 31, 2019

	2019	2018
NET ASSETS - BEGINNING OF YEAR	\$ 8,193	\$ 12,785
DEFICIENCY OF REVENUES OVER EXPENSES	(996)	(4,592)
NET ASSETS - END OF YEAR	\$ 7,197	\$ 8,193

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Statement of Cash Flows

Year Ended May 31, 2019

	2019	2018
OPERATING ACTIVITIES		
Deficiency of revenues over expenses	\$ (996)	\$ (4,592)
Changes in non-cash working capital:		
Accounts receivable	300	(100)
Accounts payable and accrued liabilities	501	1,699
Prepaid memberships	30,323	-
Prepaid expenses	-	(17)
	31,124	1,582
Cash flow from (used by) operating activities	30,128	(3,010)
FINANCING ACTIVITY		
Advances from (to) related parties	(1,104)	1,937
INCREASE (DECREASE) IN CASH FLOW	29,024	(1,073)
CASH - BEGINNING OF YEAR	16,796	17,869
CASH - END OF YEAR (Note 3)	\$ 45,820	\$ 16,796

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Notes to Financial Statements

Year Ended May 31, 2019

(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.

Prepaid memberships

The Society collects annual membership revenues in advance of the upcoming year. They are recognized in the year they are applicable.

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.

MANITOBA SOCIETY OF OCCUPATIONAL THERAPISTS

Notes to Financial Statements

Year Ended May 31, 2019

(Unaudited)

3. CASH		
	2019	2018
Cash	\$ 45,820	\$ 16,796

Cash includes a savings account bearing interest at 2.25% (2018 - 1.35%).

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.

2019 - 2020 MSOT Budget

Income	Budget
Membership Fees	\$30,000.00
Interest Income	250.00
Advertising - Labels/Emails	1,800.00
PPG Directory	1,300.00
MSOT Merchandise	0.00
Sponsorship	1,200.00
Web Post	0.00
Mic. Income	500.00
Event Income - Tickets	1,000.00
Grants	0.00
Uncategorized Income	0.00
Total Income	\$36,050.00

Expenses	Budget
Meeting Expenses	\$300.00
Travel	
<i>Board Members</i>	750.00
<i>Executive Officer</i>	750.00
Board Recognition	200.00
Professional Development	
<i>Board Members</i>	750.00
<i>Executive Officer</i>	750.00
<i>Compensation / Salaries</i>	
Wages - Executive Officer	8,675.16
Source Deductions - EO	540.00
Staff Travel Expenses	60.00
Registrations / Financial Costs	1,368.00
Office / Reception Costs	4,788.00
EO Advisory	941.28
<i>Membership</i>	
Advocacy & Promotion	
<i>Campaigns</i>	1,000.00
<i>Incentive Prizes</i>	100.00
<i>Promotional Items</i>	100.00
Awards	
<i>25 Year Membership</i>	100.00
<i>Excellence in Fieldwork</i>	100.00
<i>MSOT Book Prize</i>	100.00
<i>Outstanding OT</i>	100.00
<i>PD Grant</i>	200.00
<i>Team OT MVP</i>	0.00

Events	
Annual General Meeting	600.00
OT Celebration Night	3,000.00
Continuing Education Event	700.00
Private Practice Group	
PPG Policy Change Fund	2,700.00
Private Practice Group - Support	900.00
On-line Registration System	
MSOT Online Cards	0.00
Web/Internet Upgrade	0.00
Online System Start Up	0.00
Online Annual Cost	480.00
Online Credit Card Fees	660.00
Organizational Costs	
Insurance	2,400.00
Phone / Internet	444.00
Office Supplies	300.00
Postage/Courier/Printing	240.00
Organizational Costs (Bank/CAOT)	120.00
Professional Fees (Aduit/Legal)	2,600.00
Rent	900.00
Renewal	0.00
Software/Support/Licensing	0.00
MSOTRF Donations	0.00
Uncategorized Expenses	0.00
Bad Debt	0.00
Total Expenses	\$37,716.44

Net Surplus/(Deficit) (\$1666.44)

Proxy Vote

The MSOT Annual General Meeting (AGM) will be held on October 10, 2019

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 10, 2019 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 10, 2019

This form must be received by the MSOT office no later than October 9, 2019 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 10, 2019 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 10, 2019.

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