



## NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

**NOTICE** is hereby given that the Annual General Meeting (AGM) of the Members of **IMAGINE CANADA** (the "Corporation") is called for and will be held electronically via Zoom videoconferencing on the *21st day of June, 2023, at 4:00 pm (ET)* for the following purposes:

1. To receive the audited financial statements of the Corporation for the financial year ended December 31, 2022;
2. To elect Directors of the Corporation;
3. To appoint the Auditors of the Corporation for the ensuing year;
4. To transact such other business as may properly be brought before the meeting.

For further information, please download the **2023 AGM Package** at [www.imaginecanada.ca](http://www.imaginecanada.ca).

### TO RSVP:

1. If you are attending: Please [register here](#) by the *15<sup>th</sup> day of June, 2023, at 4:00 pm (ET)*. If more than one person is attending from your organization, please have one (1) voting representative identify themselves by writing "Voting Representative" in the Last Name field following their name.
2. If no one from your organization is able to attend the meeting and you wish to vote on the above mentioned items: Please complete and return a proxy form appointing a representative to vote at the meeting on your behalf, and return via email to Danielle Ferguson-Shivrattan at [dshivrattan@imaginecanada.ca](mailto:dshivrattan@imaginecanada.ca) prior to the commencement thereof.

**DATED** the 16<sup>th</sup> day of May, 2023.

**BY ORDER OF THE BOARD**

*Ronan Ryan*

Ronan Ryan  
Chair, Board of Directors



**IMAGINE CANADA**  
(the "Corporation")

**PROXY**  
**FOR THE ANNUAL GENERAL MEETING OF MEMBERS**

**TO BE HELD ON**  
**June 21, 2023**

The undersigned Member of the Corporation hereby appoints \_\_\_\_\_ or, failing him/her, the chair of the meeting, as proxy of the undersigned to represent the undersigned at the Annual General Meeting of Members to be held electronically via Zoom videoconferencing on the 21st day of June, 2023, at 4:00 pm (ET), or at any adjournment or adjournments of said meeting and at such meeting to vote for the undersigned upon any and all matters which may come before the meeting, and to do any and all acts and things which the undersigned might or could do if personally participating. The undersigned hereby undertakes to ratify and confirm all that the said attorney and proxy of the undersigned may do or cause to be done by virtue hereof.

**IN WITNESS WHEREOF** the undersigned has executed this Proxy by its authorized officer, the \_\_\_\_\_ day of \_\_\_\_\_, 2023.

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**Name** of Member Representative  
(please print)

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**Name** of Member Organization  
(please print)

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**Title** of Member Representative  
(please print)

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**Signature** of Member Representative

Please return by email to Danielle Ferguson-Shivrattan at [dshivrattan@imaginecanada.ca](mailto:dshivrattan@imaginecanada.ca).

Proxies must be received before the calling to order of the meeting.



**Annual General Meeting  
AGENDA**

Wednesday, June 21, 2023  
4:00 PM ET

**Via Zoom videoconferencing**

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1. Welcome and call to order
2. Minutes of the June 2022 Annual General Meeting
3. Report from the Chair
4. Report from the President & Chief Executive Officer
5. Financial statements
6. Appointment of Auditors
7. Election of Directors
8. Other business
9. Adjournment

**Members in Attendance:** Ronan Ryan (Chair), Refat Jiwani (Treasurer), Abundance Canada (Darren Pries-Klassen), Ali Salam, Charlene Krepiakevich, Community Initiatives Fund (Tracey Mann), Cridge Centre for the Family (Adam Richards), Denis Carignan, Embrace Health Foundation (Arlene Lusterio), Family Service Ontario (Susan Wells) Florence Carey, Human Concern International (Mahmuda Khan), Jessica Gordon, Jordan Gray, Laure Delmarque, Manitoba Association of Senior Centres (Connie Newman), Margaret Mason (Immediate Past Chair), Mississauga Sports Council (Catherine Holland), Muslim Association of Canada (Abdul Nakua), Muttart Foundation (Geoff Braun), Nicolina Farella, Ninette Bishay, Pascal Lépine, Roger Ali, Tania Cheng, Volunteer Lethbridge (Allyssa Acojedo), Willy Van Klooster, Winnipeg Folk Festival (Lynne Skromeda)

**Others in Attendance:** Bill Harper, Bruce MacDonald, Cathy Barr, Chaerin Kwon, Chantal Edwards, Danielle Ferguson-Shivrattan, Eeman Khan, Devon Hurvid, Emilie Pontbriand, Kate Cornell, Malia Rogers, Nicole Mills, Noéline Le Jeune, Tim Richardson, Stephen Baldwin

Reuben Wright, Frances Kushner, Rony Gao

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1. Welcome & Call to Order

Ronan called the meeting to order, confirmed that the Notice of Meeting had been duly sent to members on May 20, 2022, and that quorum had been achieved. Ronan led a reflection on the events and reckonings of the past year and how we, as individuals and our organizations, can play a part in relieving injustice to make Canada a fair and peaceful country for all.

No conflicts of interest were declared.

2. Minutes of the 2021 Annual General Meeting

Ronan presented the minutes of the June 2021 Annual General Meeting.

**It was moved by Margaret and seconded by Refat that the June 16, 2021 Annual General Meeting minutes be approved as presented. Carried.**

3. Report from the Chair

Ronan reflected on the past year and highlighted Imagine Canada's role as a convener of sector strategy development and amplification. He thanked Imagine's leadership and dedicated Staff for their extraordinary efforts through another challenging year.

4. Report from the President & Chief Executive Officer

Bruce emphasized that the ongoing pandemic has shone a spotlight on the need for a strong and vibrant social sector. Canadians in need turn to charities, nonprofits, and social entrepreneurs in their hour of need, and our sector has responded.

Bruce thanked our Members, donors, sponsors, and supporters, who continue to contribute financially so that we can fulfill our mission. He also acknowledged the efforts of the Staff and Board of Directors.

5. Financial Statements

Refat Jiwani, Chair of the Risk Management, Finance & Audit Committee, presented the audited financial statements for the year ended December 31, 2021, circulated in the AGM Package, which were reviewed and approved by the Board of Directors at their May 2022 meeting.

**It was moved by Refat and seconded by Roger that the 2021 audited financial statements be received. Carried.**

6. Appointment of Auditors

Refat advised that RSM Canada LLP has performed Imagine Canada's financial statement audit for 7 years. Both Management and the Risk Management, Finance & Audit Committee have been satisfied with their performance and fees, and propose their re-appointment.

**It was moved by Refat and seconded by Nicolina that RSM Canada LLP be appointed Auditors for Imagine Canada for the year ending December 31, 2022. Carried.**

7. Bylaw Amendment

Lynne Skromeda, Chair of the Governance & HR Committee, introduced proposed revisions to Imagine Canada's Bylaws section 2.07b, circulated in the AGM Package, which were reviewed and approved by the Board of Directors at their February 2022 meeting.

**It was moved by Lynne and seconded by Margaret that the revisions to Imagine Canada's Bylaw 2.07b be approved by special resolution as presented:**

**In the event the Board determines that a Member should be expelled or suspended from membership in the Corporation, the Board shall provide twenty (20) days' notice of suspension or expulsion to the Member in writing and shall provide reasons for the proposed suspension or expulsion.**

**Carried.**

8. Election of Directors

Lynne introduced the Board candidates for election and re-election, biographies for whom were circulated in the AGM Package.

**It was moved by Lynne and seconded by Charlene that the following be elected to the Board of Directors of Imagine Canada for a three-year term:**

1. Florence Carey
2. Laure Delmarque
3. Jessica Gordon
4. Jordan Gray

**It was moved by Lynne and seconded by Denis that Ali Salam be re-elected to the Board of Directors of Imagine Canada for his second three-year term. Carried.**

9. Other Business

Ronan opened the floor for a question-and-answer session with Board officers.

Ronan thanked long-serving Board members Margarat Mason and Refat on behalf of the Board of Directors for their leadership and dedication over their many years on the Board, especially their contributions as Board Chair and Chair of the Risk Management, Finance & Audit Committee respectively.

10. Adjournment

There being no further business, the meeting was adjourned.

**It was moved by Charlene and seconded by Nicolina that the meeting be adjourned. Carried.**



## **Annual General Meeting 2023 Report from the Nominating Committee**

The **Nominating Committee** is composed of the following members:

1. Roger Ali, Nonprofit Executive
2. Darren Pries-Klassen, CEO, Abundance Canada
3. Lynne Skromeda, Executive Director, Winnipeg Folk Festival
4. Derek Gent, CEO, YMCA-YWCA Vancouver Island

There are fifteen positions on the Board, one of which is coming vacant. The Nominating Committee, with Board support, recommends that the following people be elected to the Imagine Canada Board of Directors at the Annual General Meeting on the 21st day of June, 2023:

***To be elected for a three-year term (one candidate):***

1. Danisha Bhaloo-Shivji, Boys & Girls Clubs Big Brothers Big Sisters of Edmonton (Calgary, AB)

***To be re-elected for a second three-year term (four candidates):***

1. Roger Ali, Nonprofit Executive (St. Catharines, ON)
2. Tania Cheng, Independent Consultant; Senior Consultant, Lumiere Consulting; Impact Challenge Lead, Sonor Foundation (Halifax, NS)
3. Charlene Krepiakevich, CEO, viaSport BC (Vancouver, BC)
4. Darren Pries-Klassen, CEO, Abundance Canada (St. Catharines, ON)

**Directors continuing to serve in 2023-2024 include:**

1. Ninette Bishay, Partner, Adams & Miles LLP (Toronto, ON)
2. Florence Carey, Lawyer/Consultant, F I Carey Law Corporation (Winnipeg, MB)
3. Denis Carignan, President, PLATO Testing (Pasqua First Nation, SK)
4. Laure Delmarque, V-P, Engagement des donateurs, Opération Enfant Soleil (Québec, QC)
5. Nicolina Farella, Program Director, The J.W. McConnell Family Foundation (Montréal, QC)
6. Jessica Gordon, Senior Director of Indigenous Relations, YWCA Regina (Regina, SK)
7. Jordan Gray, Senior Policy Analyst, Indigenous Services Canada (Calgary, AB)
8. Pascal Lépine, président fondateur, d'Atypic (Île des Sœurs, QC)
9. Ronan Ryan, Executive Director, CIBC Foundation (Oakville, ON)
10. Ali Salam, Assistant VP, Government & Regulatory Affairs, Sun Life Financial (Toronto, ON)



## **Board Candidate Bio**

### **Danisha Bhaloo-Shivji (Calgary, AB)**

Danisha is a Certified Fund Raising Executive and works as the Fund Development Manager with Boys & Girls Clubs Big Brothers Big Sisters of Edmonton.

In a volunteer capacity, Danisha is Co-Chair for Women United with United Way of Alberta Capital Region, National Board Member for United Way Centraide Canada, and Member of the Women United Global Leadership Council. Danisha is also the past-Chair and Committee Member of the Social Wellbeing Advisory Committee for the City of Calgary.

Some of her past activities include being a Senator for the University of Alberta, a Candidate for the Ward 12 Edmonton City Council By-Election in 2016, Local Chairperson and National Member of the Aga Khan Youth and Sports Board of Canada, Vice-Chair of the Edmonton John Howard Society and Board Member of Calgary John Howard Society, Committee Member and Board Member for the Association of Fundraising Professionals, World Partnership Walk Deputy Convenor of Marketing, and a Board Member for the Edmonton Opera.

Danisha has been recognized for her contributions to the community by the Queen Elizabeth II Platinum Jubilee Medal, Future of Good as one of their 21 Young Impact Leaders, the Government of Alberta Stars of Alberta Award, University of Alberta Alumni Award, Avenue Magazine Edmonton's Top 40 under 40, Edmontonians' Magazine's Sizzling 20 under 30, and Correctional Services of Canada.

Danisha currently resides in Calgary, Alberta with her husband, 3-year-old daughter, and newborn baby boy.





## **Board of Directors – Process for Nomination**

The Nominating Committee has considered a range of candidates and made recommendations to the Board of Directors. The [Report from the Nominating Committee](#) identifies the candidates recommended to the Members by the Board.

### **Further Nominations**

Nomination of additional candidates will be accepted for consideration at the Annual General Meeting scheduled for the 21st day of June, 2023.

- Nominees must be nominated by five (5) Members of Imagine Canada.
- The nomination of additional candidates must be accompanied by the consent of the nominee.
- Nominations for the additional candidates **must be received no later than the 6<sup>th</sup> day of June, 2023, at 4:00 pm (ET)** (15 days in advance).
- Nominations for the additional candidates must be submitted on the Nomination form attached and submitted by email to Danielle Ferguson-Shivrattan at [dshivrattan@imaginecanada.ca](mailto:dshivrattan@imaginecanada.ca).

**Please note that directors are to be nominated, and are elected, as individuals and not as organizational representatives.**



**Board of Directors – Nomination of Additional Candidates**

We would like to recommend the following candidate for election to the Imagine Canada Board of Directors at the Annual General Meeting on the 21st day of June, 2023. All nominators must be Members of Imagine Canada and this notice must be accompanied by the written consent of the proposed candidate.

Name: \_\_\_\_\_

Email address: \_\_\_\_\_

Organizational affiliation/position (if any): \_\_\_\_\_

Please provide a brief summary of each nominee’s experience and the strengths they would bring to the Board. Additional documentation supporting the nomination is welcome.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Nominators (must all be Members of Imagine Canada)**

Your Name: \_\_\_\_\_

Email address: \_\_\_\_\_

Organizational affiliation/position: \_\_\_\_\_

Signature: \_\_\_\_\_

Your Name: \_\_\_\_\_

Email address: \_\_\_\_\_

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Signature: \_\_\_\_\_