



**PRIDE WINNIPEG FESTIVAL INC.  
NOVEMBER 26<sup>TH</sup>, 2015 MINUTES  
ANNUAL GENERAL MEETING (“AGM”)**

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Annual General Meeting  
Rainbow Resource Centre, 170 Scott Street,  
Winnipeg Manitoba  
Thursday, November 26th, 2015

**IN ATTENDANCE:**

**PRIDE WINNIPEG**

**OFFICERS:**

JONATHAN NIEMCZAK, President  
JOSEPH CHENG, Vice-President, Finance  
JEFF MYALL, Vice-President, Communications and Marketing  
ROBERT BISCONTRI, Vice-President, Programming

**DIRECTORS:**

JORDAN HIRSCH, Forks Festival Director  
JENNA McNEIL, Marketing Director  
EVAN MAYDANIUK, Parade and Rally Director

**AGM CHAIR:** MARK SCHOLLENBERG

**AGM SECRETARY:** JONATHAN NIEMCZAK

**MEMBERS PRESENT:**

Member 1074	Member 1071	Member 1061
Member 1068	Member 1032	Member 1058
Member 1042	Member 1073	Member 1076
Member 1070	Member 1026	Member 1038
Member 1075	Member 1072	
Member 1069	Member 1082	



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**CALL TO ORDER**

Mark Schollenberg, AGM Chair, called the meeting to order at 6:20pm.

**ESTABLISH QUORUM**

Jonathan Niemczak, AGM Secretary, confirmed that quorum had been established for the meeting.

**ADOPTION OF PREVIOUS AGM MINUTES**

**MOTION 1 - ADOPTION OF MINUTES**

Moved by: Member 1072

Seconded by: Member 1038

For the Membership to approve the Previous Annual General Meeting Minutes that occurred on November 26, 2015.

**Carried**

**PRESIDENT’S ADDRESS**

The President, Jonathan Niemczak, welcomed members and guest to the 2015 Annual General Meeting of Pride Winnipeg Festival and provided a report on the 2015 Pride Winnipeg Festival as well as other activities the Organization has engaged in since the last AGM.

**BY-LAW AMENDMENTS**

**MOTION 2 - ADOPTION OF BY-LAW AMENDMENTS**

Moved by: Member 1058

Seconded by: Member 1026

For the Membership to approve the presented By-Law Amendments.

**Carried**

**BY-LAW AMENDMENT I (ENTIRE BY-LAWS) – INCORPORATION OF GENDER NEUTRAL PRONOUNS**

*Whereas, Throughout the Pride Winnipeg Festival By-Laws non-gender neutral pronouns (he/she and him/her) are being used; and*



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*Whereas, This may cause issue with individuals who do not identify as he/she or him/her; therefore*

*Resolved, That gender neutral pronouns be incorporated through the Pride Winnipeg By-Laws*

**BY-LAW AMENDMENT II (ARTICLE III, SECTION 3.01) – CHANGE OF TRANSGENDERED TO TRANS-IDENTIFIED**

*Whereas, Article III, Section 3.01 of the Pride Winnipeg Festival By-Laws currently lists Transgendered a part of the Organizations Mission; and*

*Whereas, Transgendered is not an inclusive term and should be changed to Trans-Identified; therefore*

*Resolved, That Article III, Section 3.01 should be amended to read as follows:*

*“Pride Winnipeg Festival Inc. is a voluntary, not-for-profit Community Organization incorporated under the Laws of Manitoba to provide an opportunity for gay, lesbian, bisexual and trans-identified persons and their allies to celebrate their culture, heritage and diversity. “attached “Governance Board Member Amendment” to Articles VIII, IX, and XV.*

**BY-LAW AMENDMENT III (ARTICLE V, SECTION 5.01) – CHANGE OF FISCAL YEAR END**

*Whereas, Pride Winnipeg Festival’s current fiscal year end of August 31st, causes the Pride Festival to land between Q3 and Q4; and*

*Whereas, The financial activity of the Pride Festival is split between Q3 and Q4 creating an inaccurate financial picture for the Q3 and Q4; and*

*Whereas, Moving the fiscal year end of the Organization to September 30th would allow for the Pride Festival financial activity to be captured completely in Q3; therefore*

*Resolved, That Article V, Section 5.01 should be amended to read as follows:*



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*“The fiscal year of the Corporation shall terminate on the thirtieth day of September in each year.”*

**BY-LAW AMENDMENT IV (ARTICLE VII, SECTION 7.09) – CHANGE IN AGENDA ITEM APPROVAL PROCESS**

*Whereas, The Community Liaison Committee has dissolved; and*

*Whereas, In Article VII, Section 7.09 of the Pride Winnipeg Festival By-Laws the Community Liaison Committee is required to approve agenda items that were rejected by the Board of Directors; and*

*Whereas, This section needs to be amended to remove the Community Liaison Committee review step; therefore*

*Resolved, That Article VII, Section 7.09 should be amended to read as follows:*

*“The Board of Directors will review and approve items for the AGM agenda.”*

**BY-LAW AMENDMENT V (ARTICLE VIII, SECTION 8.03 (A)) – CHANGE IN GOVERNANCE MEMBER ENDORSEMENT REQUIREMENTS**

*Whereas, Candidates for a Governance Board Member position require ten members of Pride Winnipeg to endorse them in order to stand for election; and*

*Whereas, There is no requirement for these endorsing members to have been members of the Organization for a certain period of time; and*

*Whereas, This could lead to possible abuse of the election process; therefore*

*Resolved, That Article VIII, Section 8.03 (a) should be amended to read as follows:*

*“Have ten (10) signatures from members of the organization that are in good standing and have been members of the organization for a minimum of one (1) year;”*



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**BY-LAW AMENDMENT VI (ARTICLE VIII, SECTION 8.04 (A)) – REMOVAL OF OPERATIONAL BOARD MEMBER POSITION TITLES**

*Whereas, Pride Winnipeg Festival’s Organization Chart changes on a regular basis; and*

*Whereas, Currently any changes to the titles or makeup of the Operational Board Members requires Membership approval which slows down the ability for the Organization to adapt to needed changes in the Organization structure; therefore*

*Resolved, That Article VIII, Section 8.04 (a) should be amended to read as follows:*

*“The Board of Directions will have seventeen (17) positions dedicated to Operation Board Members.”*

**BY-LAW AMENDMENT VII (ARTICLE VIII, SECTION 8.08 (D)) – CHANGE IN MONTHLY REPORT REQUIREMENT**

*Whereas, Currently Pride Winnipeg Board Members are required at a minimum to provide a report on their activities once a month; and*

*Whereas, During the summer months of July and August there is not a lot of business being undertaken by Board Members thus providing little activity to report on; therefore*

*Resolved, That Article VIII, Section 8.08 (d) should be amended to read as follows:*

*“Issuing a minimum of one (1) written report to the Board of Directors each month from September - June;”*

**BY-LAW AMENDMENT VIII (ARTICLE IX, SECTION 9.04 AND 9.05) – CHANGE IN OPERATION BOARD MEMBER TERM RENEWAL PROCESS**

*Whereas, Currently Pride Winnipeg Board Members are required to go before a personnel review committee in order to secure a term renewal; and*

*Whereas, This process is complicated to execute due to the time involved in going through the process and the timing of when term renewals are done; and*



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*Whereas, A simplified process of term renewals going to the Board of Directors for a majority vote is needed; therefore*

*Resolved, That Article IX, Section 9.04 should be amended to read as follows:*

*“The Board may renew a term for an Operational Board Member by a majority vote in favor of granting an additional term.”*

*and,*

*That Article IX, Section 9.05 be removed in its entirety.*

**BY-LAW AMENDMENT IX (ARTICLE XI, SECTION 11.06) – CHANGE IN MONTHLY MEETING REQUIREMENT**

*Whereas, Currently Pride Winnipeg Board Members are required to meet once a month; and*

*Whereas, During the summer months of July and August the monthly meeting requirement is a burden due to Board Members attempting to enjoy their summer and take a break from Pride; and*

*Whereas, Very little business is undertaken during the summer months making monthly Board Meetings during these months unnecessary; therefore*

*Resolved, That Article XI, Section 11.06 should be amended to read as follows:*

*“The Board of Directors shall meet no less than ten (10) times a year. The Board of Directors may appoint a day or days in any month or months for regular meetings at an hour to be named. If regular meetings are scheduled, no additional notice is required. Supplementary meetings must be preceded by at least five (5) days’ notice unless all Board Members are present and in unanimous agreement to hold a meeting, or if those not present have consented (verbally or in writing) to hold a meeting in their absence. For this purpose, notice is considered given when an email is sent to the Board Member’s Pride Winnipeg email address.”*



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**BY-LAW AMENDMENT X (ARTICLE XII, SECTION 12.01) – CHANGE IN OFFICER LISTING**

*Whereas, Pride Winnipeg is splitting the Vice-President, Communications and Marketing position into two separate positions of Vice-President, Marketing and Vice-President, Stakeholder Relations; and*

*Whereas, Pride Winnipeg is changing the title name of Vice-President, Corporate Affairs to Vice-President, Governance; and*

*Whereas, These changes needs to be reflected in the listing of Officers for the Organization; therefore*

*Resolved, That Article XII, Section 12.01 should be amended to read as follows:*

*“Officers of the Corporation include the:*

- (a) President;*
- (b) Vice-President, Finance;*
- (c) Vice-President, Governance;*
- (d) Vice-President, Programming;*
- (e) Vice-President, Marketing*
- (f) Vice-President, Stakeholder Relations.”*

**BY-LAW AMENDMENT XI (ARTICLE XV, SECTION 15.01) – ADDITION OF AUDIT COMMITTEE**

*Whereas, Pride Winnipeg is not required to perform an annual audit of its financial activity; and*

*Whereas, An Audit Committee would provide reassurance that Pride Winnipeg is following proper accounting procedures and Organization financial policies; therefore*

*Resolved, That Article XV, Section 15.01 should be amended to read as follows:*

*“The Board of Directors shall maintain standing committees of the following:*

- (a) Executive;*



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- (b) Audit;*
- (c) Finance;*
- (d) By-law and Policies;”*

**PRESENTATION OF FINANCIAL STATEMENTS**

Joseph Cheng, Vice-President Finance and Treasurer, presented the 2014-15 Financial Statements to the Membership.

**MOTION 3 – ADOPTION OF THE 2014-15 FINANCIAL STATEMENTS**

Moved by: Member 1068

Seconded by: Member 1061

For the Membership to adopt the 2014-15 Financial Statements.

**Carried**

**QUESTION PERIOD**

The Board of Directors fielded questions from the Membership and guests.

**ADJOURNMENT**

**MOTION 4 – ADJOURNMENT**

Moved by: Member 1049

For the adjournment of the 2015 Pride Winnipeg Festival Annual General Meeting at 8:35pm.

**Carried**