



2023 Annual General Meeting

March 6, 2023
13:00 - 14:00 MST
Hilton El Conquistador – Coronado Ballroom
Tucson, Arizona

2022-23 Chair: Brendan Nobes
2022-23 2nd Vice-Chair: Francis Roy
President: Mary Van Buren

1.0 CALL TO ORDER

The Chair called the AGM to order at 13:00. He stated that the meeting was being held in person and virtually, further explaining that voting would be taking place through the Chime app.

Information on how to download the app was provided to voters in advance of the meeting. Those who were identified as their firm's representative received login credentials to cast their votes. The Chair explained the process to vote on motions for in-person and virtual voters. A sample question was presented to allow everyone to test the voting system.

Following a successful test of the system, the Chair announced that quorum had been reached, and that the meeting could proceed. The President explained that translation services are available through the app Interprefy.

The Chair informed members of the passing of CCA past President John C. Hallowell (1990-93). CCA offered their sincere condolences.

He then reviewed the agenda and there were no additions or amendments.

2.0 APPROVAL OF MINUTES

It was moved and seconded:

"THAT the AGM minutes of March 7, 2022 be approved as circulated."

The motion passed.

3.0 CHAIR AND PRESIDENT'S REPORT

The Chair shared his report, reminding members that his focus for the past year was threefold:

1. To expand CCA's in person engagement with members, helping to unify the industry and to ensure that CCA reflects the priorities of its integrated partner associations across the country. Of note was a five-city engagement tour to seek member feedback on pressing standard practices issues.
2. To launch a new Best Practices Services to elevate best practices in project delivery, as well as help educate public and private owners and contractors to improve fairness, productivity and profitability.
3. To strengthen the bonds between partner associations and the CCA. The MOUs that describe mutual expectations have been rolling out across Canada.

The Chair thanked the CCA President, her staff, and the support of the 2022 Board, committees and National Advisory Councils for all the work they have done to unite, evolve and lead the industry.

He also shared that CCA was recognized for excellence in Board and Director Effectiveness by the Governance Professionals of Canada. Only seven awards are conferred annually and recognizes how CCA has evolved into a best-in-class organization. Special thanks were given to Charles Caza, Chair of the Governance & Nominating Committee.

The Chair then presented a video of the industry's shared success in 2022.

The President shared her report, stating that CCA will remain focused on delivering more value to members and partner associations by collaborating and aligning on important issues like securing the workforce we need, advocating for greater infrastructure investment dollars, and supporting fair contracting.

She also stated that 2023 will see CCA deliver on a project to digitize CCDC documents, and thanked Bill Black (CCA-Calgary) and Sam Sanderson (CAPEI) for helping to pilot the service and providing valuable feedback. The platform will be rolled out to all members later in 2023.

The President outlined important topics that came out of the NAC meetings earlier that day regarding opportunities to collaborate on immigration and expanding our advocacy for a national trade infrastructure plan. CCA will also continue to explore the possibility of LCAs becoming members of the CCA, and if approved by the Board of Directors, would be brought forward at the next AGM for member approval.

4.0 FINANCE & AUDIT COMMITTEE REPORT AND APPROVAL OF THE AUDITORS FOR 2023

The Chair of the Finance and Audit committee reminded members that they were provided with a link to the audited financial statements with their attendance and login details for today's meeting. He confirmed that CCA's auditors, Kelly Huibers McNeely, have conducted a financial audit and have provided an unqualified opinion confirming two things:

- First, that the financial statements provided to you present fairly, in all material respects, the financial position of the CCA as at Dec 31, 2022;
- and that the results of CCA operations and cash flows for the year as presented are in accordance with Canadian accounting standards.

The Committee Chair also confirmed that all government remittances and other expenses have been paid.

Statement of Operations

The Statement of Operations was presented, confirming that CCA remains in a strong financial position. CCA had budgeted a modest operating surplus of \$9,350 despite the deferral of the normal 2 per cent membership fee. 2022 saw

a slow return to more normal operating costs with increased business travel while still using virtual meetings for many of the committees. CCA executed on its annual plan, delivering a successful annual conference, Talent Fits Here campaign, Hill Day, launch of the Best Practices Services, multiple webinars, meetings with COOs, members and government officials, CCA also partnered with the Canadian Apprenticeship Forum to promote incentives for hiring Red Seal apprentices, which also generated revenue for local partner associations. CCA is also investing a new digitized CCDC service, which will modernize how members access these consensus documents. This resulted in a slightly higher operating surplus of \$85,188 more than the budget. When the loss on investments and foreign exchange is taken into account, CCA incurred a deficit of \$130,140.

Statement of Financial Position

The Statement of Financial Position was then presented. The committee Chair declared that CCA's net asset reserve at December 31, 2022 was \$5,062,811, which meets its target. With guidance from the Finance & Audit Committee, and to set up CCA for future success, new internally restricted, net asset reserves were created in 2022, replacing the prior year's combined legal/advocacy fund and in addition to the conference and meetings fund. These funds were not drawn down during the year, and stand at:

- Strategic initiatives fund: \$400,000
- Revenue risk fund: \$400,000
- Advocacy fund: \$250,000
- Legal fund: \$250,000
- Conference and meetings fund: \$200,000

While CCA staff have managed the budget very astutely, there is limited capacity to undertake new initiatives. Given the challenges of COVID-19, CCA deferred the normal annual fee increase of 2 per cent for three years, absorbing the significant inflation that has occurred over this period. The Finance & Audit Chair signaled however that the 2 per cent increase will return for 2024.

Under CCA's by-laws, the financial auditors are appointed annually by the members at the Annual General Meeting.

It was moved and seconded:

"THAT the members of this Annual General Meeting appoint the firm of Kelly Huibers McNeely as the Association's auditor for 2023."

The motion passed.

5.0 GOVERNANCE & NOMINATING COMMITTEE REPORT

CONSIDERATION OF BY-LAW AMENDMENTS AND MOTION RE: SAME

The 2nd Vice-Chair shared the Governance & Nominating Committee Report on behalf of the chair of the Governance & Nominating Committee. He advised members that the role of the Governance & Nominating Committee is to ensure that CCA's governance is effective, and that its volunteer roles are filled by a diverse and skilled group of individuals. He thanked those who served on the committee, and its nominating sub-committee, for their work and dedication.

The 2nd Vice-Chair presented the proposed amendment for an optional addition one year term for the Chair. In discussions with the Governance & Nominating Committee and the Board, and considering best practices, it was agreed that providing the Chair with up to a two year term could be beneficial. The Chair would have more time to build on relationships, work on issues, and mentor the Vice-Chair who will assume the Chair's duties. It was noted that several other leading associations, including the Toronto Construction Association, have this model in place. Given the uncertainty of the length of the term, the 2nd Vice Chair role should be eliminated.

The Vice-Chair also explained that the by-laws are being updated to easily accommodate for electronic meetings, which were not common practice when the Act was first conceived.

It was moved and seconded:

“THAT be it resolved that the amendments to By-law 1 are hereby approved in the form presented to the members.”

The motion passed.

6.0 NOMINATING COMMITTEE’S REPORT

The 2nd Vice-Chair explained to members that the Nominating Committee is tasked with reviewing the candidates who put themselves forward to serve. He thanked the members of the Nominating Committee for their valuable contributions and thanked all candidates as volunteers are the lifeblood of the CCA.

He then presented the slate of nominees and noted that all would be serving a two-year term with the exception of Brendan Nobes, who would serve for one year. The nominees were presented as follows:

- *Brendan Nobes*
- *David Bowcott*
- *Derek Brown*
- *Charles Caza*
- *Trevor Doucette*
- *Steve Drummond*
- *Nadine Fullarton*
- *Eric Gaulin*
- *Quentin Huillery*
- *Christina O’Donnell*
- *Amber Sandhu*
- *Ajay Sharma*
- *Rick Wagner*

It was moved and seconded:

“THAT the members accept the slate of nominations to the 2023-24 CCA Board of Directors as presented.”

The motion passed.

7.0 ELECTION OF DIRECTORS TO CCA BOARD

It was moved and seconded:

“THAT the CCA 2023-24 individuals listed on the slate of nominations are elected to the CCA Board for the terms as set out on the slate.”

The motion passed.

8.0 RECOGNITION OF OUTGOING BOARD MEMBERS

The Chair thanked the outgoing Board members for giving generously of their time and expertise. Individuals recognized were:

- Jean-François Arbour
- Andrew Arnill
- Leslie Doka
- Branden Kotyk
- Patrick Lafrenière

9.0 ADJOURNMENT

The meeting was adjourned at 14:00.

Certified correct by:

Brendan Nobes
Chair 2022

Mary Van Buren
CCA President