



2019 Annual Report

STRONGER TOGETHER



613-236-3631 | www.ottawabot.ca | 328 Somerset Street West, Ottawa, ON

ANNUAL GENERAL MEETING

OCTOBER 1, 2020 | 5:00 pm

Virtual Meeting

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AGENDA

1. Welcome from the Chair, Ian Sherman
2. Remarks from City of Ottawa Mayor, His Worship Jim Watson
3. Quorum
4. Motion to approve minutes of November 5, 2019
5. Motion to ratify board motions for 2019
6. Motion to receive the audited financial statement for the year ended December 31, 2019 approved by the Board of Directors on June 29, 2020
7. Motion to approve bylaw changes as presented
8. Motion to receive the nomination report and elect directors
9. Report of the Chair of the Board
10. Report of the President & CEO
11. Keynote: Perrin Beatty, President & CEO, Canadian Chamber of Commerce
12. New Business
13. Adjournment

MESSAGE FROM THE CHAIR & CEO

The Ottawa Board of Trade focus in 2019 was one of building a solid foundation for the newly formed, consolidated organization. Our board and staff team worked through redefining our leadership needs, forging new partnerships and increasing our volunteer engagement. We are well positioned to fulfill our key role and responsibility - to be a strong voice for business.

Our mission to create prosperity through helping businesses grow, creating a competitive business environment and promoting Ottawa as the best place to live, work and invest is being realized by the dedication and passion of our staff and volunteer team.

We have already begun to level up our advocacy work to better serve the business community and increase our impact. As an independent, non profit association, the strength of our influence depends on the strength of our membership.

Therefore, we have fine tuned our member value proposition. Our goal is for every business in Ottawa to become an active member of the Board of Trade and benefit from having us as a vital partner in business. Through our advocacy, collaboration and leadership, businesses have an effective mechanism for shaping the future of the community in which they live, do business and support their employees.

The challenges we have faced in the last few months has served to further highlight the need for business and community leaders to work together and optimize our collective resources at every level of government.

We pledge to continue to focus on leveraging the strengths of the National Capital Region and make the most of the opportunities before us. Stronger together.

Respectfully,

Ian Sherman, Chair, Board of Directors
Sueling Ching, President & CEO



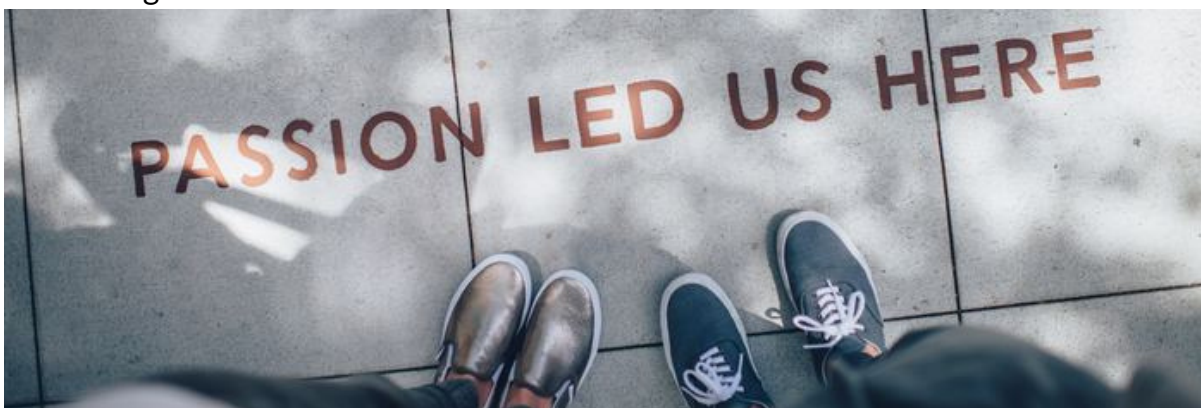
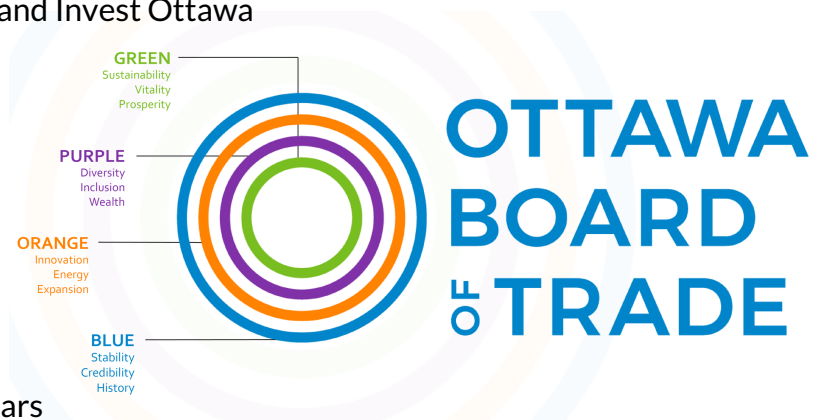
Ian Sherman
Chair, Board of Directors



Sueling Ching
President & CEO

HIGHLIGHTS

- New leadership and focus on our role and responsibility as the voice for business
- New and stronger **partnerships** including
 - City of Ottawa, Ottawa Tourism and Invest Ottawa
 - Gatineau Chamber and RGA
 - Canadian and Ontario Chambers
 - Canadian Global Cities Council
- New **programs** with strategic focus;
 - Trade Accelerator Program
 - Business Peer Groups
 - Recovery Activation Program
 - Education and Inspiration Webinars
 - Information and Recognition Platforms
 - Launch of #OttawaNEXT - business and community leader portal
 - Summit Series; Aviation, City Building, Small Business and Talent
- Development of committee and volunteer work to **strategic objectives**;
 - Capital Build Taskforce
 - CEO Council
 - Economic Growth Committee
 - Environment & Sustainability Committee
 - Talent Development Committee
 - Council for Diversity and Inclusion
 - SME Council
 - Young Entrepreneurs and Professionals Council
- **Representation and submissions** for decision making on key economic issues at all levels of government



MINUTES OF NOVEMBER 5, 2019 | 2:00 PM

Shaw Centre, Ottawa, Ontario

- 1. Call to Order and Welcome from 2019 Chair, Mr. Ian Sherman**
 - Mr. Sherman welcomed participants and called the Annual General Meeting (AGM) to order at 2:00pm
 - Mr. Sherman began by thanking the staff and executive committee. He also thanked Mr. Ian Faris, former President and CEO, for his work with the Board of Trade and thanked Ms. Sueling Ching for stepping in as Interim President and CEO
 - Mr. Sherman informed everyone that the Executive search has started for a permanent CEO which is being led by Mr. Mischa Kaplan
 - Mr. Sherman referred members to the circulated package
- 2. Confirmation of Quorum**
 - Mr. Sherman called for quorum – and Mr. Mischa Kaplan confirmed that the required minimum 15 members in good standing were in attendance
 - Mr. Sherman reminded members that if they moved or seconded a motion, that they should stand and provide their name and member organization.
- 3. Approval of Minutes from the last Special Members Meeting on June 5, 2018**
 - Mr. Mischa Kaplan moved and seconded by Mr. Rob Campbell to approve the previous minutes
- 4. Motion to ratify the actions of the Board of Directors and its officers for the year of 2018**
 - Ms. Joelle Hall moved and seconded by Mr. Wayne French
- 5. Report of the Treasurer and presentation of 2018 Audited Financial Statements**
 - Ms. Ruby Williams moved and Ms. Joelle Hall seconded that the Audited Financial Statements be approved as distributed
- 6. Consideration of motion to appoint the provisional board until the next AGM**
 - Mr. Craig Bater moved and seconded by Mr. Dirk Bower
- 7. New Business**
 - Mr. Sherman called for the presentation of any new business. No new business was discussed
- 8. Adjournment of the AGM**
 - Mr. Sherman thanked attendees for their participation
 - Mr. Sherman moved that the meeting be adjourned

FINANCIAL REPORT

OTTAWA BOARD OF TRADE

Statement of Financial Position

December 31, 2019, with comparative figures for 2018

	2019	2018
Assets		
Current assets		
Cash	\$ 79,546	\$ 199,119
Accounts receivable	138,882	58,103
Prepaid expenses	12,463	21,305
	<u>230,891</u>	<u>278,527</u>
Long-term investments (Note 3)	100	100
Capital assets (Note 4)	-	2,866
	<u>\$ 230,991</u>	<u>\$ 281,493</u>
Liabilities and Net Assets		
Current liabilities		
Accounts payable and accrued liabilities (Note 5)	\$ 38,739	\$ 38,676
Payable to limited partnership (Note 2)	152	1,957
Deferred revenue (Note 6)	176,452	134,014
	<u>215,343</u>	<u>174,647</u>
Commitments (Note 7)		
Net assets	15,648	106,846
	<u>\$ 230,991</u>	<u>\$ 281,493</u>

FINANCIAL REPORT

OTTAWA BOARD OF TRADE

Statement of Operations and Changes in Net Assets

Year ended December 31, 2019, with comparative figures for 2018

	2019	2018
Revenue		
Membership fees	\$ 432,104	\$ 377,423
Membership development	140,154	108,732
Income from limited partnership	112,141	87,521
Insurance administration fees	99,314	82,995
Advertising and commissions	4,807	6,537
Contributions	-	387
	788,520	663,595
Expenses		
Salaries and employee benefits	561,130	392,322
Member events and development	107,774	85,773
Rent and occupancy costs	58,704	56,147
Professional fees	37,782	16,639
Postage, telephone and communication	24,349	23,713
Office	15,088	7,467
Bank fees and credit card charges	12,978	10,499
Travel	12,197	11,951
Membership fees	10,809	7,926
Office equipment maintenance and rentals	10,271	16,624
Hospitality	8,466	8,525
Insurance	8,377	6,209
Promotion and publications	7,113	-
Bad debts	2,468	-
Amortization	2,212	1,433
	879,718	645,228
(Deficiency) excess of revenues over expenses from operations	(91,198)	18,367
Merger of Orleans Chamber of Commerce and West Ottawa Board of Trade	-	(43,217)
Deficiency of revenues over expenses	(91,198)	(24,850)
Net assets, beginning of year	106,846	131,696
Net assets, end of year	\$ 15,648	\$ 106,846

SUMMARY OF BYLAW CHANGES

1. Update name of organization
2. Remove need for and reference to Corporate Seal
3. Reduce required notice for general meetings to 10 days
4. Clarify that proxy voters can vote FOR or Against a motion/resolution
5. Specify effective date of a members notice of withdrawal
6. Add clause that termination of membership for 90 days failure to pay the prescribed fee only applies if there is no reasonable explanation
7. Clarify that consequences of termination of membership also applies in the event of a suspension of membership
8. Allow membership meetings to be called by 15 members rather than a majority of the membership
9. Open up members meetings from members only, to anyone invited by a member, subject to the Chair's right of removal or barring access for valid reasons
10. Increase quorum for members meetings from 15 to 25 members
11. Remove Chair's right to 2nd vote in case of a tie vote at members' or directors' meetings
12. Add clauses for electronic participation at members meetings and electronic meetings of members
13. Add 1 year term for Past Chair
14. Clarify that Board Chair and V Chairs are elected by the Board
15. Provide that the usual 2 year term for the Board Chair and V Chairs can be varied by the Board
16. Increase the size of the Board to (15 – 21) including the Chair, Immediate Past Chair and Vice-Chair(s)
17. Provide that the terms of Directors shall be staggered as much as practicable, ie approximately half of the Directors shall be elected each year
18. Add a duty on the Board to make and maintain a succession plan for the executive committee positions of Chair and Vice-chair(s)
19. Specify that a director may be removed by Special Resolution of the Board
20. Change notice requirement for Directors meetings from 2 days to 5 days (except by consent)
21. Require that Directors be personally present for regular Board meetings, unless they have the Chair's permission to attend by telephone or video conference and clarify that directors may not appoint or act by proxy
22. Clarify procedures for electronic participation at directors' meetings and electronic meetings of directors
23. Add a power in the Chair in cases of emergency or urgency, to call for a Board meeting on short notice and/or to call for a motion /resolution to be presented and voted on by email, with a simple majority, rather than unanimity
24. Provide that all Committees, Councils and Task Forces must have a Director in one of the leadership positions, namely Committee Chair(s) or Vice-Chair, wherever possible and practicable; that any member of a Committee, Council or Task Force shall be a member in good standing; and that any member of a Committee, Council or Task Force including the Chair(s) and Vice-Chair shall be appointed, and may be removed, by ordinary resolution of the Board of Directors in consultation with the President and Board Chair
25. Change the constitution of the Nominating Committee
26. Require that all officers except the President, must be a Director and a member in good standing
27. Remove the Dispute Resolution provisions from the Bylaw, better dealt with in Board policies
28. Confidentiality – to provide that the minutes of board meetings are confidential to the Board
29. Update the procedure for Bylaw amendment
30. Incorporate wording and structure from updated Model Bylaw for Boards of Trade published by Corporations Canada

REPORT OF THE NOMINATION COMMITTEE

SLATE FOR THE BOARD OF DIRECTORS 2020/2021

Incumbent Members (13) – until 2021 AGM

- Andrew Scott, Pita Pit
- Craig Bater, Law
- Greg Skotnicki, Market Makers AG
- Ian, Sherman, EY
- James Baker, Keynote Group
- Joelle Hall, Richardson GMP
- Mark Nisbett, Brookstreet Hotel
- Mischa Kaplan, Ottawa Tourism
- Priya Bhaloo, TAG HR
- Robert Rheaume, BDO
- Ruby Williams, Deloitte
- Shelley True, True Dot Design
- Wayne French, Waste Management

New Members (8) – until 2022 AGM

- Andrew Arnott, RBC
- Brendan McGuinty, Strategy 360
- David Coletto, Abacus Data
- Erin Benjamin, Canadian Live Music Association
- Erin Crowe, Martello Technologies
- Karla Briones, Karla Briones Consulting/Freshi/Pet Stop
- Megan Wallace, Perley-Robertson, Hill & McDougall
- Sally Douglas, Grey Smith Douglas Co.

Outgoing Members (8)

- Amanda-Lyn Smith, The Massage and Treatment Clinic
- Cyril Leeder, Myers Group
- Dirk Bouwer, Perley-Robertson, Hill & McDougall
- Jorge Useche, RBC
- Lynn Johnston, TD
- Michael Crockatt, Ottawa Tourism
- Rob White, Tehama
- Wendy Trudel, Pinecrest-Queensway Community Health Centre



**Advocating for business.
Fueling the future.**



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