



## **Annual General Meeting for 2022 Fiscal Year**

**June 24, 2023**

### **Information Package**

This document has been prepared as a resource for AGM participants during the meeting and contains most of the documentation that will be covered during the meeting. Some reports will be provided orally, and all pertinent reports and documentation will be included in the annual report for 2022, which will be available online and in print within a week of the meeting.

Note that most of the information discussed in this meeting, and in the annual report for 2022, will cover the CAA fiscal year January through December 2022, with only brief updates for the current year (2023).

## June 24, 2023, via Zoom

1:00 – 3:00 PM Eastern | 10:00 AM Pacific | 11:00 AM Mountain | 12:00 PM  
Central | 2:00 PM  
Atlantic Time

### Link to register for Zoom meeting:

<https://us06web.zoom.us/meeting/register/tZYkc-yvrzovG9SQHquyQ0YZTafmC3BGaLL>

## Fred Kerner Book Award Event

1. Opening Remarks: Karen Gansel and Travis Croken, National Co-Chairs
2. Introduction to the Shortlisted Authors
3. Readings by the Shortlisted Authors
4. Announcement of the Fred Kerner Book Award Winner: Diane Kerner (Special Guest)
5. Response by winner and closing remarks

**Break: ~ 10 minutes**

## Annual General Meeting

For Members only

### AGENDA

1. Call to order and welcome — confirm quorum
2. Land Acknowledgment
3. Amendments/Approval of Agenda
4. Approval of the minutes of the previous AGM of June 18, 2022
5. Business Arising from previous minutes
6. Call for nominations for National and Branch volunteer awards
7. Reports from the National Co-Chairs (summary only)
8. Finance Report
  - a) Presentation of CAA Financial Statements for the year-ended December 2022
  - b) Appointment of the chartered accountant for next review engagement in 2024
  - c) Budget Report for 2023 - slide presentation (no motion required)
  - d) Changes to capitation payments to branches
9. Committee Reports in brief
  - a) Membership Committee
  - b) MarComm Committee
  - c) Governance and Nominations Committee
  - d) Advocacy Committee
  - e) Fundraising Committee
10. Administrative Director's Report
11. New Business, if any
12. Report from the Nominations Committee and Election of Board Members
13. Closing Remarks and Adjournment of AGM

## 4. Minutes of the Previous Annual General Meeting

(Draft for approval)

### Virtual Annual General Meeting

Via Zoom

June 18, 2022

MANDATE (included here to help ensure that decisions support our mission and mandate).

As a national arts service organization, the mandate of CAA is to:

- Provide professional development services and support to its Canadian members and potential members including aspiring authors, emerging authors, independently published authors, and professional authors in every genre and across all writing-related professions
- Advocate for the protection of writers' rights by influencing public policy in the domain of literature, writers' interests, and literary work
- Extend its legacy of contributing to the advancement of Canada's heritage in the literary arts by exposing published works of members to the reading public

The meeting was preceded by the presentation of annual awards, with Karen Gansel in the chair.

#### The Fred Kerner Book Award

Shortlisted authors JC Sulzenko, Catherine Graham, Christina Myers, and Susan Olding read from their books. Also shortlisted was Geoff Inverarity, who was not in attendance.

The winner of the Fred Kerner Book Award was announced by Diane Kerner via a video: Catherine Graham, and an honourable mention went to Susan Olding. Catherine and Susan thanked CAA and the judges for the honour, and all the shortlisted authors present also commented on the value of the award and congratulated both Catherine and Susan.

#### CAA 2022 National Volunteer Awards

National co-chair Mark Vulliamy presided over the presentation of CAA's 2022 volunteer awards, the Allan Sangster Volunteer Award for meritorious and long-standing service and the Jean Kay Volunteer Award.

National director Robert Mackay presented the Allan Sangster Volunteer Award to Margaret Anne Hume. Jerry Clarke-Ames next introduced the first annual Jean Kay Volunteer Award by speaking about his wife, Jean Kay, now deceased, describing her extensive volunteer work and how much she appreciated receiving the Allan Sangster Award in 202. Mark next introduced Nina Shoroplova, who named Niagara Branch member Charlotte King as the inaugural recipient of this award.

A 15-minute break was announced, followed by the 101st annual general meeting.

## 1. Welcome and Call to Order

Karen Gansel called the meeting to order at 2:18 pm ET/3:00 pm AT/1:02 CT/12:18 pm MT/11:18 PT and welcomed attendees.

There was a moment of silence for two members of CAA–BC who passed away in the previous twelve months: Jean Kay and Kieran Egan, followed by a land acknowledgement given by the co-chair.

## 2. Approval of Agenda

MOVED by Robert Mackay, SECONDED by Margaret Hume, that the agenda be approved as presented.

CARRIED

## 3. Approval of the Minutes of the Previous AGM

MOVED by Sylvia Barnard, SECONDED by Melanie Marttila, that the minutes of the AGM held on July 24, 2021, be approved as presented.

CARRIED

## 4. Business Arising from the Minutes

There was no business arising from the minutes of the previous meeting.

## 5. Report of the National Co-Chairs

Karen Gansel and Mark Vulliamy gave brief reports, noting that a written report will be provided later. They particularly noted:

- Progress on the 5-year Strategic Plan
- Mark will not be continuing as a board member for health reasons
- The executive director, Anita Purcell, is retiring as of June 30 this year and a management consulting firm will be assisting the board (an award plaque was presented in recognition of her 13 years as executive director)
- Karen looks forward to working with the new board and our consultants to achieve our vision of leading Canadian writers into the next century.

MOVED by Robert Mackay, SECONDED by Sylvia Barnard, that the report of the Co-Chairs be accepted. CARRIED

## 6. Financial Reports

- a) Financial Statements for the year ending December 2021 were presented by Karen as acting chair of the Finance & Corporate Strategy Committee. Mark Vulliamy, in the chair, thanked Karen.

MOVED by Robert Mackay, SECONDED by Brian Douglas, that the Financial Statements for the year ending December 31, 2021, be accepted.

CARRIED

- b) Appointment of chartered accountants for the 2022 review engagement:

MOVED by Robert Mackay, SECONDED by Sylvia, that the firm of Hogg, Shain & Scheck be appointed as the accountants of record for the 2022 Review Engagement.  
CARRIED

- c) Overview of the Proposed 2021 Budget: Karen used a slide presentation to present the budget, advising that this was a conservative budget that would likely need to be adjusted depending on the outcome of the centennial fundraising efforts and our revisioning initiative with the Winston Wilmont consultants.

## **7. Update on Strategic Plan**

Karen Gansel assumed the chair while Mark Vulliamy gave a brief overview of activities undertaken thus far, noting that much of this information is under the Co-chairs' Report provided in the AGM Information Package distributed prior to the meeting. He added that more information would be provided in the annual report as well as following the current project with Winston Wilmont.

## **8. Regional Reports**

Due to time constraints, it was decided to defer discussion of this item, with information to be covered in the annual report for 2021.

## **9. Committee Reports**

Due to time constraints, it was decided to defer discussion of this item, with information to be covered in the annual report for 2021.

## **10. Executive Director Report**

Due to time constraints, it was decided to defer discussion of this item, with information to be covered in the annual report for 2021.

## **11. New Business**

There was no new business to be covered.

## **12. Motions from the Floor**

There were no motions from the floor.

## **13. Report of the Nominations Committee and Election of Board Members**

Margaret Hume thanked committee members Brian Douglas, Robert Mackay, and Karen Gansel for their time and effort seeking potential candidates for the slate. Reporting on behalf of the committee, she listed the individuals being nominated for board positions, as follows:

Ethan Allen, Travis Croken, Christopher Gorman, Doug Jordan, Robert G. Longpré, Nduka Otiono, Pamela Paterson, Robin van Eck, and Brian Douglas, who is returning for a second term.

MOVED by Margaret Hume, SECONDED by Melanie Marttila, that the 2022 slate of nominees as presented be elected to the board of directors for two-year terms from 2022 to 2024. CARRIED

## 14. Adjournment

MOVED by Bruce Madole, SECONDED by Edward Kananga, that the 101<sup>st</sup> AGM of the Canadian Authors Association be adjourned.

The meeting adjourned at 4:16 pm AT/3:16 pm ET/2:16 pm CT/1:16 pm MT/12:16 pm PT.

MOVED by \_\_\_Robert Mackay\_\_\_\_\_, SECONDED by \_Kenechukwu Onwudinjo\_, that the minutes of the Annual General Meeting of June 18, 2022, be approved

## 5. Business Arising from Previous Minutes

### 6. Call for Nominations for National and Branch Volunteer Awards

[Verbal announcement by Brandi Tanner, Administrative Director]

### 7. Report of the National Co-Chairs for 2022–2023

#### Achievements During the Past Year

Two key initiatives in our efforts to implement the ambitious 2021–26 Strategic Plan were begun but have had some setbacks and delays to completion. The first is in making a significant change on our website by adding community access software (Circle.so) to enable much better access and community involvement for all our members, especially those members-at-large not affiliated with any branch. Second, to make a change in our governance structure building on the community access software platform.

Canadian Authors has resolved to implement a new governance model restructuring the organization from one of formal branches to a new structure with virtual regional chapters. These regional chapters would no longer have the burden of formal structure and governance and separate budgets but would have local programs and events funded locally or through grants provided by the National Office.

The CAA Board of Directors has committed to purchasing a community management platform, Circle.so, which will serve as the foundation for regional chapters. The Board would designate chapter leader(s) to manage the new regional spaces on the Circle platform.

Long term, regional chapters, perhaps twelve or more, would better serve members-at-large not currently members of existing branches. To meet the requests from branches to streamline administration, under this new model, there would be no need for election of officers, formal reporting or separate budgets managed as now by each of the individual branches.

To give effect to these Strategic Plan initiatives, a motion to change existing bylaws will be necessary.

This new direction for Canadian Authors is consistent with our Strategic Plan 2021-2026 wherein we committed to secure financial viability of the organization in the immediate term through

seeking new sources of revenue; subsequently, grow the association, by expanding membership and affiliation with like and complementary associations in Canadian writing and publishing.

The Board continues to be committed to the changes envisioned in the Strategic Plan: significant fundraising, growing the membership to ensure financial viability, and putting in place sufficient professional staff to sustain and serve our members.

### **In Appreciation**

We would like to thank all our members for their support of our association over the past year. We thank all the many volunteers who contribute their time and energy to branch and national committees. We thank the branch executives, our national board members, and our national office staff, Brandi Tanner. We heartily thank all our donors. All of us working together helps make this association what it is.

We would like to extend a grateful thank you to a couple of board members who are retiring from the board as of the AGM. Melanie Marttila and Robin van Eck have both contributed to the board this year and will be missed. We thank both members for their dedicated service.

As of this AGM, Margaret will be stepping down as past chair on the board. Margaret has served the board as chair, co-chair and past chair and looks forward to the coming years as CAA continues to implement the five-year strategic plan. Karen will be continuing as past chair with the appointment of two new co chairs and looks forward to supporting these two new members in their new roles.

Our best wishes to all our current and past writers, many of whom have continued their membership to support the association.

MOVED by \_\_\_\_ NOT MOVED \_\_\_\_, SECONDED by  
\_\_\_\_\_, that the co-chairs' report be  
accepted.

### **8. Finance Reports**

#### **a) Presentation of CAA Financial Statements for 2022**

**CANADIAN AUTHORS ASSOCIATION**

**Financial Statements**

**December 31, 2022**

*(Unaudited)*



**CANADIAN AUTHORS ASSOCIATION**

**Index to Financial Statements**

**Year Ended December 31, 2022**

*(Unaudited)*

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	Page
<b>INDEPENDENT PRACTITIONER'S REVIEW ENGAGEMENT REPORT</b>	1
<b>FINANCIAL STATEMENTS</b>	
Statement of Financial Position	2
Statement of Operations	3
Statement of Cash Flows	4
Notes to Financial Statements	5 - 7

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## INDEPENDENT PRACTITIONER'S REVIEW ENGAGEMENT REPORT

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To the Members of Canadian Authors Association

We have reviewed the accompanying financial statements of Canadian Authors Association (the "Organization") which comprise the statement of financial position as at December 31, 2022, and the statements of operations 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*

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.

### *Conclusion*

Based on our review, nothing has come to our attention that causes us to believe that the financial statements do not present fairly, in all material respects, the financial position of Canadian Authors Association as at December 31, 2022, 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.

### *Emphasis of Matter - Material Uncertainty Relating to Going Concern*

Without modifying our conclusion, we draw your attention to Note 2 in the financial statements, which indicates that as at December 31, 2022, the Organization's current liabilities exceeded its total assets by \$50,919. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Organization's ability to continue as a going concern.

*Hogg, Shain & Scheck PC*

Toronto, Ontario  
May 23, 2023

Authorized to practise public accounting by the  
Chartered Professional Accountants of Ontario

**CANADIAN AUTHORS ASSOCIATION**

**Statement of Financial Position**

**As at December 31, 2022**

*(Unaudited)*

	<b>2022</b>	2021
<b>ASSETS</b>		
<b>CURRENT</b>		
Cash	\$ 20,921	\$ 26,004
Accounts receivable	848	8,708
Prepaid expenses	6,085	5,608
	<u>\$ 27,854</u>	<u>\$ 40,320</u>
<b>LIABILITIES</b>		
<b>CURRENT</b>		
Accounts payable and accrued liabilities <i>(Notes 4 and 7)</i>	\$ 5,653	\$ 11,839
Harmonized Sales Tax payable	3,974	5,873
Deferred revenues - membership <i>(Note 5)</i>	29,780	32,903
Salary payable <i>(Note 7)</i>	-	3,448
Canada Emergency Business Account loan <i>(Note 6)</i>	40,000	-
	<u>79,407</u>	<u>54,063</u>
<b>CANADA EMERGENCY BUSINESS ACCOUNT LOAN</b> <i>(Note 6)</i>	<u>-</u>	<u>40,000</u>
	<u>79,407</u>	<u>94,063</u>
<b>DEFICIT</b>		
<b>UNRESTRICTED</b>	<u>(51,553)</u>	<u>(53,743)</u>
	<u>\$ 27,854</u>	<u>\$ 40,320</u>

**APPROVED ON BEHALF OF THE BOARD**

\_\_\_\_\_ *Director*

\_\_\_\_\_ *Director*

*See accompanying notes to these financial statements*

**CANADIAN AUTHORS ASSOCIATION**

**Statement of Operations  
Year Ended December 31, 2022**

*(Unaudited)*

	2022	2021
<b>REVENUES</b>		
Earned:		
Membership fees	\$ 59,741	\$ 52,238
Awards program	4,441	2,703
Program and service fees	1,381	2,365
Publication sales and royalties	741	674
Workshops, conferences and webinars	430	9,301
Private sector:		
Donations	8,785	26,088
	<u>75,519</u>	<u>93,369</u>
<b>EXPENSES</b>		
Salaries:		
Administrative salaries	23,003	15,159
Management salaries	17,185	31,301
Programs and services:		
Awards	1,898	966
Conference and webinars	385	7,003
Copyright, production and royalties	189	189
Other administrative expenses:		
Administrative professional fees	16,483	3,892
General administration	4,282	2,683
Credit card merchant fees	2,628	3,415
Insurance	2,145	2,050
Marketing	1,845	1,249
Membership and registration fees	1,371	993
Rent	1,000	4,590
Interest and bank charges	915	894
Fundraising	-	1,607
Capitation to Branches <i>(Note 7)</i>	-	9,730
	<u>73,329</u>	<u>85,721</u>
<b>EXCESS OF REVENUES OVER EXPENSES</b>	<b>2,190</b>	<b>7,648</b>
<b>DEFICIT - BEGINNING OF YEAR</b>	<u><b>(53,743)</b></u>	<u><b>(61,391)</b></u>
<b>DEFICIT - END OF YEAR</b>	<u><b>\$ (51,553)</b></u>	<u><b>\$ (53,743)</b></u>

*See accompanying notes to these financial statements*

**CANADIAN AUTHORS ASSOCIATION**

**Statement of Cash Flows**  
**Year Ended December 31, 2022**

*(Unaudited)*

	<b>2022</b>	<b>2021</b>
<b>OPERATING ACTIVITIES</b>		
Excess of revenues over expenses	<b>\$ 2,190</b>	\$ 7,648
Changes in non-cash working capital:		
Accounts receivable	<b>7,860</b>	(8,708)
Prepaid expenses	<b>(477)</b>	(154)
Accounts payable and accrued liabilities	<b>(6,186)</b>	(1,785)
Harmonized Sales Tax payable	<b>(1,899)</b>	3,240
Deferred revenues - membership	<b>(3,123)</b>	11,100
Salary payable	<b>(3,448)</b>	(28,000)
	<b>(7,273)</b>	(24,307)
Cash flows used by operating activities	<b>(5,083)</b>	(16,659)
<b>INVESTING ACTIVITY</b>		
Canada Emergency Business Account loan	-	30,000
<b>INCREASE (DECREASE) IN CASH</b>	<b>(5,083)</b>	13,341
<b>CASH - BEGINNING OF YEAR</b>	<b>26,004</b>	12,663
<b>CASH - END OF YEAR</b>	<b>\$ 20,921</b>	\$ 26,004

*See accompanying notes to these financial statements*

# CANADIAN AUTHORS ASSOCIATION

## Notes to Financial Statements

Year Ended December 31, 2022

*(Unaudited)*

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### 1. NATURE OF THE ORGANIZATION

Canadian Authors Association ("CAA") is incorporated without share capital under the Canada Corporations Act on October 22, 1947. As a national association, the purpose of CAA is to:

- provide professional development services and support to its Canadian members and potential members, including aspiring authors, emerging authors, independently published authors, and professional authors in every genre and across all writing-related professions;
- advocate for the protection of writers' rights by influencing public policy in the domain of literature, writers' interests, and literary work; and
- extend its legacy of contributing to the advancement of Canada's heritage in the literary arts by exposing published works of members to the reading public.

Since August 1997, CAA is a registered charity under the Income Tax Act and, as such is exempt from income taxes.

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### 2. GOING CONCERN

These financial statements have been prepared on a going-concern basis that contemplates the realization of assets and the payment of liabilities in the ordinary course of business. Should CAA be unable to continue as a going concern, it may be unable to realize the carrying value of its assets and to meet its liabilities as they become due.

As at December 31, 2022, CAA had an accumulated deficiency of \$51,553 (2021 - \$53,743). For the year ended December 31, 2022, CAA incurred an excess of revenues over expenses of \$2,190 (2021 - \$7,648). Capitation fees in 2022 were agreed to not be shared with branches to assist with overall cash flows.

CAA's ability to continue as a going concern is dependant upon its ability to attain additional memberships, sponsorships, donations and other revenue, and to maintain profitable operations in the coming fiscal years. Additional funding is actively being coordinated with various donors. In addition, borrowing from third parties sufficient to meet current and future obligations may be required.

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### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Basis of presentation

These financial statements are the representation of management and have been prepared in accordance with Canadian accounting standards for not-for-profit organizations in Part III of the CPA Canada Handbook.

#### Revenue recognition

CAA follows the deferral method of revenue recognition for contributions. Unrestricted contributions, including donations, are recognized as revenues when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Restricted contributions, including certain donations, are recognized as revenues in the year in which the related expenses are incurred.

Earned revenues, including program and service fees, awards program, workshops, conferences and webinars, and publication sales and royalties, are recognized when there is persuasive evidence that an arrangement exists, delivery has occurred, the price is fixed or determinable and collection is reasonable assured.

*(continues)*

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**CANADIAN AUTHORS ASSOCIATION**

**Notes to Financial Statements**

**Year Ended December 31, 2022**

*(Unaudited)*

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)***

Revenue recognition (continued)

Membership fees are recognized on a pro-rata basis, based on the quarter of the year in which fees were received:

- January to March 100%
- April to June 75%
- July to September 50%
- October to December 25%

Financial instruments

CAA's financial instruments consist of cash, accounts receivable and accounts payable. All financial instruments are initially measured at fair value, and subsequently, at amortized cost.

Financial assets, measured at cost or amortized cost, are tested for impairment if there are indications of possible impairment. The impairment loss is equal to the difference between carrying value and expected recoverable amount. A previously recognized impairment loss may be reversed to the extent of the improvement, either directly or by adjusting the allowance account, provided it is no greater than the amount that would have been reported at the date of the reversal had the impairment loss not been recognized previously. The amount of any write down or reversal is recognized in excess of revenues over expenses.

Contributed services

Volunteers contribute services throughout the year to assist CAA in carrying out its activities. The fair value of donated services cannot be reasonably determined and are therefore not reflected in these financial statements.

Use of estimates

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, at the date of the financial statements and the reported amounts of revenues and expenses during the year. Such estimates are periodically reviewed and any adjustments necessary are reported in excess of revenues over expenses in the year in which they become known. Such estimates include year-end accrued liabilities and collectability of accounts receivable. Actual results could differ from these estimates.

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**4. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

Accounts payable and accrued liabilities at December 31, 2022 includes \$707 (2021 - \$707) in government remittances payable.

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**5. DEFERRED REVENUES - MEMBERSHIP**

CAA offers one and two year memberships that are recognized into membership revenues on a pro-rata basis, based on the quarter of the year in which the membership fees were received. As a result, a portion of the memberships sold in the current year are recognized into membership revenues over the course of three fiscal years.

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# CANADIAN AUTHORS ASSOCIATION

## Notes to Financial Statements

Year Ended December 31, 2022

(Unaudited)

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### 6. CANADA EMERGENCY BUSINESS ACCOUNT LOAN

Prior to fiscal 2022, CAA applied for and received the \$40,000 Canada Emergency Business Account ("CEBA") loan. The CEBA loan is non-interest bearing up to the initial term date of December 31, 2023. From the period commencing December 31, 2023 to the extended term date of December 31, 2025, the loan bears an annual interest rate of 5%.

The CEBA Term Loan Agreement indicates if \$30,000 of the loan amount is repaid by December 31, 2023, the remaining balance will be forgiven.

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### 7. RELATED PARTY TRANSACTIONS

CAA pays capitation fees to its branches across Canada. These related party transactions are in the normal course of operations and are measured at the exchange amount established and agreed to by the related parties. In fiscal 2022, the branches agreed to wave receipt of these fees for the year (2021 - \$9,370).

Prior to the fiscal year, CAA's executive director voluntarily deferred cashing bi-weekly paycheques to assist CAA with managing its cash flows. These amounts were measured at the carrying amount, which is the cost of services provided as recorded in the accounts of CAA. The total amount of uncashed cheques at year end is \$Nil (2021 - \$3,448) as all outstanding amounts from prior year were cashed.

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### 8. FINANCIAL INSTRUMENTS

CAA is exposed to various risks through its financial instruments. The following analysis provides information about the CAA's risk exposure and concentration as of December 31, 2022.

#### Credit risk

Credit risk arises from the potential that a counter-party will fail to perform its obligations. CAA is exposed to credit risk from the potential that membership fees are not paid. Accounts receivables are monitored and followed-up by management on a continuous basis to minimize the risk of lost revenues.

#### Liquidity risk

Liquidity risk is the risk CAA will not be able to meet its financial obligations when they come due. CAA manages its liquidity risk by forecasting its cash flows from operations anticipating activities to ensure it has sufficient available funds to meet current and foreseeable financial requirements. Given CAA's available liquid resources as compared to the timing of the payment of liabilities, CAA has met its objective of having sufficient liquid resources as at year end.

It is management's opinion that CAA is not exposed to significant market, interest rate, and other price risks arising from its financial instruments.

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MOVED by \_\_\_Melanie Marttilla\_\_\_\_\_,  
 SECONDED by \_\_\_JF Garrard\_\_\_\_\_, that the  
 Financial Statements for the year ending December 31,  
 2022, be accepted

**b) Appointment of the chartered accountants for 2023 review engagement (done in 2024)**

MOVED by \_\_\_\_\_ Doug Jordan \_\_\_\_\_,  
 SECONDED by \_\_\_Bob Mackay\_\_\_\_\_, that the  
 firm of Hogg, Shain & Scheck be appointed as the  
 accountants of record for the 2023 Review Engagement

**c) Overview of the Proposed 2023 Budget**

[Slide presentation by Doug Jordan, Treasurer; this is an information session only, with no motion required.]

**d) Branch Capitation Payments**

[Presentation by Karen Gansel, Co-Chair]

MOVED by \_\_\_ Doug Jordan \_\_\_\_\_,  
 SECONDED by \_\_\_Robert Longpre\_\_\_, that the existing CAA  
 bylaws be changed to reflect: 1) resolution that all  
 members will be transitioned from branches to regional  
 chapters, and 2) resolution that the board will no longer  
 make capitation payments to branches or regional chapters  
 with regional chapters being compensated for  
 programming expenses on an as needed basis

**9. Committee Reports in Brief**

**a) Membership Committee Report**

***2022–2023 Membership Committee Report***

The Membership Committee's mandate is as follows:

- Develop the membership drive plan with the assistance of the Marketing and Communications Committee and designated support staff
- Approves member applications for professional designation
- Makes recommendations to the Board of Directors on proposed changes to requirements for professional designation, as required
- Makes recommendations to the Board of Directors regarding branch status, including recommendations regarding approval of new branches and disbanding of branches that do not meet bylaw requirements
- Makes recommendations to the Board of Directors on proposed changes to bylaws related to membership and branch issues, as required
- Makes recommendations to the Board of Directors on proposed membership categories and rates, as required

- Reports regularly to the Board of Directors, at a minimum on a quarterly basis

Committee activities during 2022 included the following:

- Approved a streamlined Professional Designation Application process with the goal of clearing the Professional Application bottleneck queue (still in process)
- Introduced the idea of membership badges (since finalized and released)
- Began work on a membership survey and developing a retention strategy based around top 3 CAA controllable reasons for non-renewals
- Began gearing up to run a series of membership drives in 2023 targeting a 15% increase in membership over last year

Current Committee members: Chris Gorman, Travis Croken, Arlene Smith, Jane Warren, and Brandi Tanner (staff rep.)

## **b) MarComm Committee Report**

### ***2022-2023 MarComm Committee Report***

The MarComm committee mandate is as follows:

The MarComm Committee oversees and advises on marketing campaigns, marketing collateral and public relations efforts. This includes helping the Association in its efforts to define and communicate to the public core values and beliefs of the organization, the benefits and resources it offers to members and to the public, and what makes it unique among other writers' groups.

While the Board of Directors has the overall responsibility for organizational communication, the MarComm Committee will have authority to design social messages for CAA using this communication and revise and update them as necessary.

The committee's focus is twofold:

- Helping ensure that the association's internal and external communications, including the products and vehicles used, are professional, effective, and consistent with its branding strategy
- Assisting in the development of high-level policies related to communications and public relations

Communication products and vehicles under the Committee's oversight include but are not limited to the following:

- National and branch websites
- Communications strategies and plans
- Marketing campaigns
- Service-related documents such as e-bulletins, newsletters, blogs, member book catalog
- Social media accounts such as Facebook, Twitter, Instagram, LinkedIn, etc.

The MarComm committee had not met for quite some time before being revitalized last year. Our main goals as we rejuvenated our online activity were to provide value to our members and establish more brand awareness in the writing community, therefore hoping to attract more

members. During the last quarter of 2022, we began to post again, at least three times a week, to our previously established Facebook and Twitter pages, as well as on a newly created Instagram page. We saw a very slow incline in our follower counts and engagement levels; however, this was to be expected as the accounts had been dormant for some time. 2022 mainly focused on building a strategy for our marketing and communications efforts and setting up for success in the new year. We have currently seen much higher levels of engagement and new followers and expect to see these grow as new content is being developed with brand awareness and value in mind. We also have plans for more marketing strategies such as merchandise and business cards/postcards that can allow us to get our name in front of our ideal customers in relevant places offline.

Members of the MarComm committee include: Ethan Allan (chair), Karen Gansel (*ex officio*), Chris Gorman, Robert Longpré, Pamela Paterson, and Brandi Tanner (staff rep).

### **c) Governance and Nominations Committee Report**

#### **Annual Report of the Governance & Nominating Committee, June 18, 2022 to June 24, 2023**

During the year between the Annual General Meetings on June 18, 2022, and June 24, 2023, the Governance & Nominating Committee:

- Held two meetings
- Participated in the board orientation session on August 22, 2022
- Submitted quarterly reports to the Board of Directors
- Revised the committee Terms of Reference, which was approved by the Board of Directors
- Further revised the Diversity, Equity, and Inclusion Statement, which was approved by the Board of Directors
- Drafted and approved a Diversity, Equity, and Inclusion Policy, which was approved by the Board of Directors
- Reviewed and updated the Chart of Tasks for the committee
- Researched, contacted, and prepared the slate of board nominees for June 24, 2023 AGM
- Contacted and recruited members for CAA committee work

Members of Governance & Nomination Committee were: Margaret Hume (chair), Travis Croken (*ex officio*), Brian Douglas, Kenekukwo Onwudinjo, and Nduka Otiono.

### **d) Advocacy Committee Report**

#### **2023 Advocacy Committee Report in Brief for AGM**

This committee's mandate is as follows:

- Advocate and lobby on behalf of its members and other writers as appropriate
- Support the lobbying efforts of other groups and organizations with information, encouragement, and assistance of a non-political nature
- Disseminate information to the board of directors and members as appropriate on a timely basis
- Respond to major issues and concerns raised by other organizations in the sector, and clarify the Association's position on issues as required and appropriate

Since copyright, and in particular copyright reform, are hot topics right now, the CAA Advocacy Committee is fairly active. The Committee meets about 8 times a year. Its most recent work is shown on the CAA website advocacy pages, including the Take Action and Media Releases pages. The committee also regularly contributes to the *CAA Communiqué*.

Committee activities during 2022–2023 included the following:

- Updating the following CAA webpages several times:
  - Take Action! page — adding new material regarding Controlled Digital Lending (CDL); adding a new “Be Part of the Fix” section to promote the Copyright Day of Action on November 29, 2022, and updating each section as required to maintain timeliness
  - Media Releases page — posting several new releases, including (1) applauding the federal government’s commitment in its Budget announcement “to ensur[e] that the *Copyright Act* protects all creators and copyright holders”; (2) a CAA Statement on Bill C-19; (3) a response to the US ruling on Internet Archive’s practice of CDL
- Participating in the Day of Action organized by the Fixing Fair Dealing committee spearheaded by Access Copyright. This was held November 29, 2022, to encourage Canadians to urge the federal government to keep its promise to fix the *Copyright Act*
- Attending meetings held by Access Copyright and other country-wide copyright-related organizations throughout the year
- Providing content to the *CAA Communiqué*, including the announcement of a contest to reward clever aphorisms reflecting copyright reform awareness

Goals and planned activities for 2023 include the following:

- Preparing further text on advocacy concerns for the website and *Communiqué*
- Preparing Media Releases as required
- Concluding the aphorism contest in September

Members of the committee include Jeananne Kathol Kirwin (chair), Travis Croken, Elizabeth Hill, Robert Longpré, Bruce Madole, Madeleine Pelletier, Anita Purcell, Pam Clark and Brandi Tanner (staff rep).

## **e) Fundraising Committee Report**

### **2022-2023 Fundraising Report**

2022-2023 has had some disappointments with respect to fundraising for the CAA and some signs of progress.

Fundraising is perhaps one of the least desirable activities in not-for-profit organizations, understandably. As Treasurer and Chair of the Fundraising Committee I can report that we struggled to find members interested and willing to serve on this committee. We drew heavily on the past experience of our former executive director, Anita Purcell.

Fundraising is central to our ability to implement the Strategic Plan adopted in 2021. The Centennial Fundraising Drive to members raised some \$26,000 but the Strategic Fundraising drive of 2022 raised just over \$8,000. We intend to canvas the members again in the Fall of 2023 with hopes of raising \$15,000. But we need substantially more than that to make serious dents in our Strategic Plan initiatives.

We had applied to the Catalyst and Transformation Fund in 2022 for a \$10,000 Grant that would have been extended to a further \$20,000 in 2023. Administrative delays caused this application to be aborted.

We have considered launching a 50-50 raffle to members and supporters but this requires a licence from the Ontario Lottery Corporation. We are still waiting for news on our application.

We applied to the Community Services Recovery Fund for funding in support of our plans to recruit a new executive director in 2024. Our application for \$37,000 for a search consultant and campaign expenses was not granted due to limited funds.

We applied to Walmart Corporation Community Support Program for a 3-year \$120,000 funding grant to pay the costs of a staff member to undertake member services and support our membership recruitment campaign which goes a long way to self-sustainability. This application was also declined as it was perceived as not meeting Walmart's definition of community.

Both of these applications for funding relate to significant and serious requirements for the Canadian Authors rejuvenation plans, and we intend to apply to other corporate sponsors in 2023-2024 to try to secure funding for these strategic initiatives.

Targeted organizations are RBC, The Red Wilson Foundation, and the Ontario Trillium Foundation.

Fundraising is an organization-wide activity and is tied to initiatives in other committees, especially Membership and MarComm. As we extend our brand to the wider community, we hope to reach some of our fundraising goals.

Ideas are welcome.

MOVED by \_\_\_\_Margaret Hume\_\_\_\_, SECONDED by  
\_\_\_\_Matthew Bin\_\_\_\_, that the committee reports be  
accepted

## **10. Administrative Director's Report**

[Slide presentation by Brandi Tanner]

MOVED by \_\_\_\_Margaret Hume\_\_\_\_, SECONDED by  
\_\_Carlo Gallina\_\_, that the administrative director's  
report be accepted

## **11. New Business**

### **12. Report of the Nominations Committee and Election of Board Members**

#### **Report of the Nominations Committee and Election of Board Members**

At the annual general meeting (AGM), members vote on a proposed slate of candidates for the board of directors. Board positions will be formally appointed at the next scheduled board meeting after this AGM. Contrary to the association's fiscal year, which ends December 31, the term of board

members flows through the periods between annual general meetings. As well, board terms are generally for two years. Therefore, this year's election is for the period June 2023 to the 2025 AGM.

Two board members have completed their previous two-year terms and have agreed to stand for another term – Karen Gansel, and Robert W. Mackay. Their bios appear below. Melanie Marttila has completed her two-year term this year and will not be standing for another term. Robin van Eck left the board earlier this year.

One individual has been newly nominated to the board. She is Nancy M. Bell (Rocky View County, AB). Her bio appears below.

***Nominated Slate of Directors for 2023–2025 (in alphabetical order)***



**NANCY M. BELL** is an avid horsewoman and a retired equestrian coach. She enjoys fostering rescue animals and gardening.

Nancy has extensive publishing credits in poetry, fiction, and nonfiction. Recently her work has been included in *Tamaracks Canadian Poetry for the 21st Century*, *Vistas of the West Anthology of Poetry*, and *The Beauty of Being Elsewhere*. Her poetry is also being included by the University of Holguin Cuba in their Canada Cuba Literary Alliance (CCLA) program. The self-published *Touchstone* was reviewed in *A Shower of Warm Light* by Prof. Miguel Angel Olive Iglesias. She has presented at the Surrey International Writers Conference, the Writers Guild of Alberta conference, *When Words Collide*, and *Word on the Lake*. She has served as judge for the Writers Guild of Alberta's Alberta Literary Awards–YA Category.

Nancy has been a member of Canadian Authors Association since August 2021. She is also a member of the Writers Guild of Alberta, the League of Canadian Poets, and was previously a member of The Writers' Union of Canada. Nancy lives in Rocky View County, Alberta with her husband and various critters.



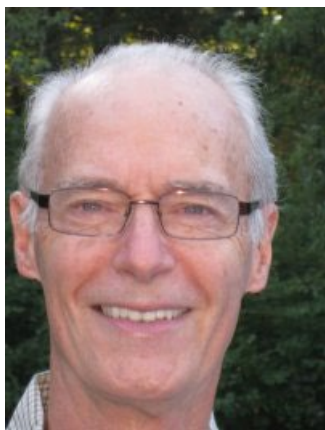
**KAREN GANSEL:** A graduate of the University of Toronto's Master of Health Administration, Karen had a nineteen-year career with the Ontario Ministry of Health as a senior manager. This included leading two Ministry joint teams with the Ontario Medical Association and the Ontario Hospital Association. Prior to that, she was part of the Ministry negotiations team and worked on policy for physician services. She gained hands-on experience in operational management as senior manager of the Assistive Devices Program from 2001–2005, working with a broad range of community stakeholders, health professionals, and a staff of 50.

Karen next assumed the role of executive director of Bellwood's Centres for Community Living for seven years, working with a professional board and providing accessible housing and support services for people with disabilities. Following her retirement in 2009, Karen began writing fiction novels.

Karen's first self-published novel, *Differences Between Us*, is a psychological suspense that is available on Amazon.com and Kobo.com. A short story, *Canal of Destiny*, was published on the *Quick*

*Brown Fox* blog in 2010. She has since published two additional novels, *Celeste Unraveled* and *The Inheritance*, both available on Amazon.com and Kobo.com.

A member of Canadian Authors Association since 2009, Karen was president of Canadian Authors–Niagara between 2011 and 2017. She chaired the CAA Branch Support & Development Committee from 2013 to 2016 and the Program Committee from 2017 to May 2019. Karen joined the CAA Board of Directors in 2017. She took on the role of vice-chair in 2020 and co-chair in 2021. Karen lives in Niagara-on-the-Lake, Ontario.



**ROBERT W. MACKAY** is currently working on a historical novel set in the Korean War. He attended UBC, obtaining a bachelor's degree in mathematics and physics, and spent ten years in the Canadian navy with service in destroyers and submarines. He subsequently taught school and returned to UBC, obtaining a law degree. In the course of his law practice, he was also the founding president of the Trial Lawyers Association of BC and subsequently served on the board of directors.

Robert's first published novel is the gold-medal-winning *Soldier of the Horse*, the story of his father's time in the WW I Canadian Cavalry Brigade. His second novel, *Terror on the Alert*, also won an Independent Publishers Award. It is set in a Canadian submarine during the Cuban Missile Crisis. *Terror* was published in September 2014, in time for the 100th anniversary of submarines in Canada. A member of Canadian Authors Association since 2008, Robert is a past president of Canadian Authors–BC. He chaired the Metro Vancouver committee responsible for CanWrite! 2019. He currently sits on the Canadian Authors Association Board of Directors as recording secretary as well as regional director, BC and Yukon. He has also served on the Governance & Nominating Committee. He lives in Surrey, B.C.

MOVED by \_\_\_Margaret Hume\_\_\_\_\_, SECONDED by \_\_\_JF Garrard\_\_\_\_\_, that the 2023 slate of nominees as presented be elected to the board of directors

### 13. Closing Remarks and Adjournment of AGM

MOVED by \_\_\_Robert Mackay\_\_\_, SECONDED by \_\_\_Doug Jordan\_\_\_, that the 102nd AGM of Canadian Authors Association be adjourned