

Oseredok Ukrainian Cultural and Educational Centre
Minutes of Special General Meeting
Thursday, December 15, 2022 – 6:00 p.m.

1. Oseredok's Board president, L. Hunter, called the meeting to order at 6:07p.m.
S. Kachor asked if we have a quorum. 16 members in attendance; quorum confirmed.
2. L. Hunter had asked the members in attendance to vote on the appointment of
A.) O. Skrypnyk as Meeting Chair and B.) R. Rohalsky as Secretary.
A.) Y. Zmerzla/A. Hawaleshka; carried
B.) A. Hawaleshka/ E. Waskiw; carried
3. O. Skrypnyk took charge of the meeting.

Motion: To accept the meeting's agenda as circulated.

O.Hawaleshka/S. Kachor; carried

4. J. Pidkowich joined the meeting via ZOOM and reported the following on behalf of the audit committee:
 - a RFP (Request for Proposal) was issued to 6 firms following the last AGM in June 2022
 - Of the 6 firms: 1 declined, 1 did not respond
 - 2 of the 6 firms were determined to be acceptable candidates
 - 2 Oseredok staff members interviewed the two firms
 - on October 18, 2022 the Audit Committee recommended The Exchange Group as Oseredok's new auditors. The Board voted to accept the recommendation.

Motion: To accept Exchange Group as Oseredok's new auditors for the 2023 year.

J.Pidkowich/O. Hawaleshka

All for except one member against; carried

After the motion and before the vote discussion and questions arose as to why the interview process only consisted of staff without representation of any audit committee members.

5. J. Dolynchuk; chair of the Governance Committee outlined the proposed amendments to Oseredok's Constitution. Motions will be approved by section versus waiting until point 7 as initially identified in the agenda.

A) Motion – To add a Table of Contents to the Constitution

J. Dolynchuk/D.Hyworon

B) Motion – Sec 1.1; Change Ukrainian Cultural and Educational Centre's name to Oseredok Ukrainian Cultural and Educational Centre Inc.

J. Dolynchuk/O. Hawaleshka; carried

C) Motion – Sec 3.3: Approve change and addition as noted in handout.

J. Dolynchuk/ H. Bryl-Klimenko; carried

D) Motion – Sec 3.9: Approve change and addition as noted in handout.

J. Dolynchuk/E. Kisiow; carried

E) Motion – Sec 4.2, 7.1 and 10.2; Approve changes in each of these sections as noted in handout.

J. Dolynchuk/E. Waskiw; carried

F) Motion – Sec 5.0; Approve new provision which is meant to provide clarity to the Board's role and responsibility.

J. Dolynchuk/ O. Hawaleshka

Discussion ensued: consensus was not reached after a considerable amount of time was spent debating alternate wording. J. Dolynchuk proposed this motion be **TABLED** for a future meeting. All in agreement.

G) Motion – Sec 5.3; Approve change as noted in handout.

J. Dolynchuk/E. Kisiow; carried

H) Motion – Sec 6.1 b.; Approve addition as noted in handout.

J. Dolynchuk/ A. Hawaleshka; carried

I) Motion – Sec 6.2; Approve change as noted in handout.

J. Dolynchuk/ B. Yakimoski

Discussion ensued: motion was amended as follows:

Amended Motion – To reinstate 6.2 a) Fundraising Committee and to change 6.2 b) to read “Finance and Investment Committee”

J. Dolynchuk/ E. Kisiow

one member against all others in favour; carried

J) Motion – Sec 6.3 d); Approve addition as noted in handout.

J. Dolynchuk/K. Yurkiw

Discussion followed.

Amended motion - “Chair of the Board” to read “President”. The rest of Sec 6.3 d) to read as originally motioned.

J.Dolynchuk/S. Kachor

K) Motion – Sec 6.5; Approve addition as noted in handout.

J. Dolynchuk/O. Hawaleshka

Discussion followed.

Amended motion – To delete Sec 6.5d and change Sec 6.5a to include “Executive Meetings”

S. Kachor/D. Hyworon; carried

L) Motion – Sec. 6.6: Approve change as noted in handout.

L. Dolynchuk/L. Hunter

Discussion followed. Consensus on wording could not be reached.

J. Dolynchuk motioned to **TABLE** on further review. All in agreement.

M) Motion – To accept new Sec. 6.7 as noted in handout.

J. Dolynchuk/ E. Waskiw

Consensus could not be reached on proper wording after much discussion.

S. Kachor motioned to **TABLE** to a later date. All in favour.

N) Motion – Sec 7.2; To accept change as noted in handout.

J. Dolynchuk/L. Hunter; carried

O) Motion – Sec. 7.3; To accept change as noted in handout.

J. Dolynchuk/ Z. Hyworon; carried

P) Motion – Sec 8.2; To accept changes as noted in handout.

J. Dolynchuk/A. Hawaleshka; carried

Q) Motion – Sec 9.1; To accept changes as noted in handout.

J. Dolynchuk/A. Hawaleshka; carried

R) Motion – Sec 12.2; To accept addition as noted in handout.

J. Dolynchuk/ S. Kachor; carried

S) Motion – Sec 13.1; To accept change as noted in handout.

J. Dolynchuk/ L. Hunter

Discussion followed. Agreement was not reached. J. Dolynchuk **TABLED** for further review.

In total, 4 sections have been tabled for further review: Sec. 5.0, 6.6, 6.7 and 13.1

6. No further discussion took place.

7. As noted by J. Dolynchuk at the start of #5 in the agenda; motions were made, discussed and carried by sections.

8. O. Skrypnyk thanked everyone for their attendance this evening.

Motion: To adjourn the 2022 Special meeting at 8:12p.m.

O. Hawaleshka/E. Waskiw; carried

O. Skrypnyk – AGM Chair

R. Rohalsky – Secretary