

**Oseredok Ukrainian Cultural and Educational Centre  
Minutes of Annual General Meeting  
Monday, June 19, 2023 – 6:00 p.m.**

1. Oseredok's Board president, L. Hunter, called the meeting to order at 6:01 p.m.
2. L. Hunter asked the members in attendance to vote on the appointment of a) M. Pawlowsky as Meeting Chair and b) R. Rohalsky as Secretary.

- a) A. Hawaleshka/E. Waskiw; carried
- b) J. Dolynchuk/ A. Hawaleshka; carried

3. M. Pawlowsky took control of the meeting.

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

E. Waskiw/A. Hawaleshka; carried

4. **Motion: To accept the 2022 AGM and Special General Meeting minutes as written.**

A. Hawaleshka/J. Dolynchuk; carried

Z. Hyworon asked that the minutes be available earlier for the next AGM.

5. M. Pawlowsky asked if there was any business arising from the previous minutes. None was identified.

6. Reports:

1. President's Report – L. Hunter, Board President, read her report.
2. Executive Director – Y. Zmerzla read her report.
3. External Auditor's Report – Michael Delaurier of The Exchange Group's accounting firm provided the report. He noted that this was their first-year auditing Oseredok's books, stating that the transition went well with good cooperation from Oseredok's staff. It was a "clean audit" with no modifications.
4. Audit Committee – M. Pawlowsky provided the committee's report.

7. Discussion and Adoption of Reports.

T. Prychitko asked why the \$464,000 sale of land was grouped with the unrestricted funds saying this should be reflected as restricted funds as it was designated to be used towards the building of the new addition. Also, he and Z. Hyworon noted that there had been consistent deficits over the last eight years; therefore, Oseredok's picture is not as "rosy" as it is portrayed. They asked that the Board consider changing how this land sale and any interest earned through investments be reflected on the balance sheet as restricted versus unrestricted funds. L. Hunter noted that the Board has always viewed this sale as restricted and will consider the suggestion for future consideration.

Demyan Hyworon asked for a status update on the Land development requirement. L. Hunter replied that Oseredok had received an extension before COVID to November 2026. However, she and the Board members had recently met with Minister Obby Khan to have that extension pushed to 2030. We hope to

receive a response by August of this year. The requirement is to have a five-storey extension built by 2030. Z. Hyworon and O. Hawaleshka strongly encouraged us to get this extension before it falls off the Minister's radar with the upcoming provincial election.

**Motion: To accept all reports as read.**

D. Volkov/ E. Waskiw; carried

8. Governance Committee Report

J. Dolynchuk, chair of the Governance Committee, outlined the proposed amendments to Oseredok's Constitution. Motions will be approved by section.

**Motion: To accept changes as outlined in the handout Sec. 5.0.**

J. Dolynchuk/ A. Hawaleshka; carried

**Motion: To accept changes as outlined in the handout Sec. 5.1**

J. Dolynchuk/ D. Volkov; carried

**Motion: Accept changes as outlined in the handout Sec. 6.6.**

J. Dolynchuk/A. Hawaleshka;

Discussion ensued. Demyan Hyworon felt that the Treasurer's role needed more detail. This has been **TABLED** for further discussion at the Board.

**Motion: To accept changes as written in the handout Sec. 6.7.**

J. Dolynchuk/ A. Hawaleshka; carried

**Motion: To accept changes as written in the handout Sec. 13.1.**

J. Dolynchuk/ L. Prout;

Discussion to enhance wording in section 13.1 b) to include the following language in bold font to appear in brackets (i.e. Video or Teleconference, **mail-in ballot or other means**); carried

M. Pawlowsky noted that we have a quorum of 12 with 24 active members in attendance (J. Pidkowich by ZOOM).

9. Nominating Committee Report – A. Hawaleshka presented the report.

Two Board members have completed their terms and are not seeking re-election (E. Waskiw and E. Kisiow), and one Board member is stepping down due to a conflict of interest he feels has occurred since starting a new job (D. Volkov). All three individuals were acknowledged for their previous service to Oseredok.

10. Elections:

1) Board of Directors. A. Hawaleshka noted that there are 3 Board positions left vacant by the individuals mentioned in point 9 above. Also, 2 Board members (B. Yakimoski and J. Pidkowich) seek re-election.

Three people have stepped forward during the nomination process. They are Professor Myroslav Shkandrij, Stepan Gordienko and Lawrence Prout. Z. Hyworon had nominated two additional individuals, Mike Mager and Christine Semaniuk, who could not join us for the meeting since they are currently out of town.

A discussion arose about whether we could change the constitution through a motion at the meeting to increase the number of applicants sitting on the Board since we have such a good mix of qualified and willing candidates. Currently Sec. 5.2 of the Constitution reads, "There will be no more than 12 directors elected by members". J. Dolynchuk suggested that this be increased to 14. After further debate, it was decided that this should be discussed at the Board level first and then brought to a future AGM; it would be unconstitutional to change the section just because it was convenient.

M. Pawlowsky asked members to vote for up to 5 individuals (to fill three vacated positions and two open positions due to the completion of terms) out of the seven potential candidates. Antin Sloboda and Elizabeth Brandeau were asked to scrutinize the election.

Election results: Prof. M. Shkandrij, S. Gordienko, L. Prout, J. Pidkowich and B. Yakimoski were elected to join the Board.

## 2) Audit Committee

### **Motion: To re-elect S. Armstrong, D. Volkov and M. Pawlowsky to the Audit Committee.**

A. Hawaleshka/E. Kisiow;

T. Prychitko asked whether it was appropriate that D. Volkov remains on this committee since he has stepped down from the Board due to a conflict of interest. Board will discuss whether there is an issue. Carried.

## 11. Appointment of External Auditor.

### **Motion: To appoint the accounting firm Exchange Group as Oseredok's external auditors for Fiscal 2024.**

M. Pawlowsky/A. Hawaleshka; carried

## 12. Ukrainian Cultural and Educational Foundation Inc. Report.

M. Pawlowsky read the report on behalf of D. Kozelko, Chair of the UCEF Board

## 13. Other Business

Z. Hyworon spoke of the need for an Advisory Board since Oseredok is entering critical times with an upcoming expansion.

### **Motion: Have Oseredok Board establish an advisory committee**

Z. Hyworon/ T. Hawaleshka: 13 in favour, 14 against; not carried

### **Motion: To destroy the voting ballots**

D. Volkov/A. Hawaleshka; carried

14. Adjournment

M. Pawlowsky thanked everyone for their attendance this evening.

**Motion: To adjourn the 2023 AGM meeting at 7:57 p.m.**

L. Hunter/D. Volkov; carried

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M. Pawlowsky – AGM Chair

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R. Rohalsky – Secretary