



MINUTES OF THE SIXTY-SIXTH ANNUAL MEETING held on Tuesday, March 26, 2024

**MINUTES OF THE SIXTY-SIXTH ANNUAL MEETING
TUESDAY, MARCH 26, 2024**

The 66th Annual General Meeting of Kingston Community Credit Union Limited was held at Donald Gordon Hotel & Conference Centre, 421 Union Street, Kingston, Ontario on Tuesday March 26, 2024.

Agenda Item #	Acceptance/Discussion	Status
1) Enrolment of Members	<p>At 7:02pm, the meeting was called to order by the Mr. Jon Dessau, CEO, who welcomed the membership.</p> <p><u>Determination of Quorum</u>: The registrar confirmed that there were 58 (fifty-eight) registered Kingston Community Credit Union members in attendance. In accordance with the bylaws, the required number is 20. Mr. Dessau declared that a quorum was present and thus the meeting was duly constituted.</p> <p>Following an Indigenous Land Acknowledgement, Mr. Dessau introduced Mr. Dave Bull, CFO/Credit Manager, who made a special presentation to our last surviving Founding Member, Mr. Edward Brash.</p>	
2) Chair's Opening Remarks	<p>The Chair, Lisa DiRocco, introduced herself and welcomed the assembly to the Annual General Meeting of Kingston Community Credit Union. She provided an overview of the meeting's proceedings and the structure of the meeting and encouraged everyone to ask questions and make comments. AGM information packages for members were provided at the registration table, containing the agenda, minutes of the last AGM, and the Audited Financial Statements.</p> <p>The Chair introduced her fellow Board members, and each was asked to stand to be recognized: Stephen Bach, Brent Bellamy, Jo Matyas, Reta McCormick, and Bob Trentadue.</p> <p>At this time, Mrs. DiRocco asked the membership to stand and observe a moment of silence in remembrance of members who had passed away in the last year.</p>	
3) Approval of Agenda	It was moved by Norm Meyers and seconded by Dominic Naimool, that the agenda be adopted as presented.	CARRIED
4) Minutes of the 65th Annual General Meeting	<p>Minutes of the 65th Annual General Meeting were distributed upon registration.</p> <p>It was moved by Mark Kahnt and seconded by Pat Kirkwood, that the Minutes of the 65th Annual General Meeting be approved as written.</p>	CARRIED
5) Business Arising from Minutes	There was no business arising from minutes.	
6) Report of the Chair of the Board of	<p>The Chair referred to her report found on page two of the Annual Report and presented a report of the Chair of the Board of Directors.</p> <p>Mrs. DiRocco announced that the Board of Directors recommended approval for the</p>	

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<p>Directors</p>	<p>following to be paid for the 2023 financial year to the membership:</p> <ul style="list-style-type: none"> • a 6% Dividend on the Equity Share Account, and • a 5% Service Charge Rebate on Deposit Accounts. <p>Discussion/Questions:</p> <p>Mrs. DiRocco extended her appreciation to the board members, management and staff congratulated them on another successful year. She was pleased to be able to report a return to the membership this year totalling about \$71,000 in dividends.</p> <p>It was moved by Steve Barrie and seconded by Nicole Bryant, that for the 2023 financial year, the membership be paid a 6% Dividend on the Equity Share Account, and a 5% Service Charge Rebate on Deposit Accounts.</p> <p>It was moved by Niculus Blunt and seconded by Joanne Field, that the Report of the Chair of the Board of Directors be accepted.</p>	<p>CARRIED</p> <p>CARRIED</p>
<p>7) Report of the CEO</p>	<p>Report of the CEO was presented by CEO, Jon Dessau. Mr. Dessau welcomed the membership and guests. Upon thanking the membership for their support, he reviewed key highlights of KCCU's financial performance in 2023, siting his full report on page three of the Annual Report. He began by recognizing his colleagues on the staff who have delivered another great annual outcome, including the following notable achievements:</p> <ul style="list-style-type: none"> • \$880K in net income from operations. • 21.63% Total Supervisory Capital Ratio. • Liquidity Coverage Ratio of 175%. • Over 600 new memberships opened. • Low delinquency rates. • Exemplary community service and engagement with 555 community service hours completed. • Product Development and Technical advancements implemented in 2023: <ul style="list-style-type: none"> ○ 2-step identity verification. ○ A whole backstage platform for Email Money Transfers (EMT). ○ Sourced new Cyber Insurance coverage. ○ Introduced a zero-trust information security environment. ○ Collaboration with our regulator, FSRA, on new data reporting with privacy controls. ○ Expanded use of PowerBI and related reporting tools and processes. ○ Launched <i>Deposit Anywhere</i>. ○ Launched First Home Buyers Account (FHSA). ○ Launched new KCCU digital newsletter. <p>Mr. Dessau concluded his report by commenting on continued fall-out from the COVID-19 pandemic and inflationary pressure, and the impact on community and membership. He encouraged the attendees to support local, help each other, and to live by the vision of KCCU to grow the well-being of our community.</p> <p>Discussion/Questions:</p> <p>A member applauded the just completed purchase of the plaza at 795 Gardiners Rd.,</p>	

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7) Report of the CEO (continued)	<p>and how the excellent location will secure the future of KCCU.</p> <p>It was moved by Bryn Fisher and seconded by Concetta Silva, that the Report of the CEO be accepted.</p>	<p>CARRIED</p>
8) 2023 Community Report	<p><i>A video presentation of KCCU's 2023 Community Report was shared with the membership and guests. There was no discussion of this agenda item.</i></p>	
9) Report of the Governance Committee	<p>The Chair of the Governance Committee, Brent Bellamy, referred to his report found on page ten of the Annual Report and presented a report of the Governance Committee. He thanked fellow committee members Stephen Bach, Frank Huntley and Jo Matyas for their work and support on the committee. He also outlined the duties and key activities for the Governance Committee in 2023 as part of their five meetings throughout the year.</p> <p>Discussion/Questions: The membership was invited to ask questions, and there were none.</p> <p>It was moved by Dan Murphy and seconded by Angie Ryan, that the Report of the Governance Committee be accepted.</p>	<p>CARRIED</p>
10) Report of the Audit Committee	<p>Bob Trentadue, Chair, referred to his report found on page five of the Annual Report and briefly presented the work of the Audit Committee. The Committee met four times during the fiscal year of 2023 to review financial and risk management activities, processes and results. Mr. Trentadue stated that the Audit Committee conducted its activities in accordance with the Act, Rules and Regulations. He was pleased to report that KCCU had surpassed the reserves, capital and liquidity requirements and is in a strong and sound financial position. Mr. Trentadue thanked the other Committee members, Lisa DiRocco and Reta McCormick for their commitment, diligence, attention and the significant work on risk and financial oversight completed by the committee in the past year. He made special recognition to Reta McCormick on her retirement from the Board after 13 years.</p> <p>Discussion/Questions: The membership was invited to ask questions, and there were none.</p> <p>It was moved by Dan DeVito and seconded by Carrie Pereira, that the Report of the Audit Committee be accepted.</p>	<p>CARRIED</p>
11) Report of the CFO/Credit Manager	<p>The Report of the CFO/Credit Manager was presented by David Bull. Mr. Bull referred to page seven of the Annual Report and summarized financial statistics for 2023 noting that details can be found in the Audited Financial Statements included in the member package distributed before the meeting. Mr. Bull discussed the following items:</p> <ul style="list-style-type: none"> • Deposits vs. Lending Growth Trends and Historical Growth 2019-2023. • Business Services including the end of the CEBA loan and the aftereffects of the pandemic. • Wealth offerings • Highlights in 2023 such as the increase in interest rates, strong audit results, and strong credit growth. 	

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11) Report of the Credit Manager (continued)	<ul style="list-style-type: none"> • Loan Growth in 2023 resulting in overall credit portfolio growth of 6.1% and low credit losses. • 2023 Growth rates (Deposits) with a deposit analysis for liquidity, capital and structural risks. • 2023 Budget vs. Actual – Assets, Liabilities and Wealth <p>Discussion/Questions: A staff member expressed gratitude from the younger generation to the more established staff members for securing the future of KCCU by purchasing the plaza at 795 Gardiners Rd. (Q1-2024). They thanked senior management members for their sacrifices and contributions for the current success and legacy of KCCU.</p> <p>It was moved by Keith Prytulka and seconded by Dominic Naimool, that the Report of the CFO/Credit Manager be accepted.</p>	CARRIED
12) Report of the Auditors	<p>The Auditor's Report was presented by Brent Wilson, Auditor with MNP LLP.</p> <p>Mr. Wilson referred to page two of the audited financial statements (Statement of Comprehensive Income) and provided the Credit Union with a clean report, stating that he found the affairs of KCCU to be in good order and fairly presented in accordance with International Financial Reporting Standards. He highlighted some key figures for the year such as Net Income of \$880,849 and Total Comprehensive Income at \$1,233,404.</p> <p>Mr. Wilson next directed the assembly to pages 26 and 27 (Note 16) reporting on Regulatory Capital and pages 27 and 35 (Note 22-Subsequent Event) which reference the Purchase of 795 Gardiners Rd.</p> <p>He concluded with the following statement: "In our opinion, the summarized financial statements derived from the audited financial statements of Kingston Community Credit Union for the year ended December 31, 2023 are a fair summary of those financial statements, in accordance with International Financial Reporting Standards."</p> <p>Discussion/Questions: The membership was invited to ask questions, and there were none.</p> <p>It was moved by Angie Ryan and seconded by Dan Murphy, that the Auditor's Report be accepted.</p>	CARRIED
13)a New Business - Report of the Nominating Committee	<p>The report of the Nominating Committee was given by Chair of the Nominating Committee, Reta McCormick. Mrs. McCormick stated that as the standing practice, the Nominating Committee is made up of those members of the Board whose term is not expiring. Therefore, the current committee consists of: Brent Bellamy, Lisa DiRocco, Bob Trentadue and herself. During the first meeting of the Nominating Committee in September 2023, and after she notified the Board that she would not be seeking re-election, Reta was nominated to be the Chair of the Nominating Committee.</p>	



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<p>13)a New Business - Report of the Nominating Committee (continued)</p>	<p>Mrs. McCormick stated that there was one Board Member, Jo Matyas, whose term has expired, one Board Member who resigned, Frank Huntley, and her own retirement from the Board, creating three vacant positions. In accordance to the By-laws, a notice of vacancy was posted on December 4, 2023 and nominations closed at 4 pm on February 27, 2024. The Committee received five nominations for the three vacant positions.</p> <p>The Committee reviewed all Director Candidate Applications for Nominations received and verified that all candidates have fulfilled the eligibility requirements within the prescribed time periods, including completion of the required Director Candidate information packages. The Committee confirmed that all five Director Candidates met all of the qualifications for nomination to the Board and that after an interview process and deliberation by the committee, three of five candidates were recommended to be endorsed by the Board. The Board met on March 5, 2024 to consider the recommendation of the Nominating Committee, which they approved following deliberations. All five candidates were contacted individually by the Vice-Chair of the Board and were given an explanation of the findings. At that time two candidates decided to withdraw their applications.</p> <p>As such, the Committee recommended to the Board of Directors to recommend to the Membership at the Annual General Meeting that the following three candidates be acclaimed:</p> <ul style="list-style-type: none"> • Jo Matyas (incumbent), • Jordan Beattie, and • Daniel Hendry. <p>Discussion/Questions: The membership was invited to ask questions, and there were none.</p> <p>It was moved by Mark Kahnt and seconded by Jason Field, to acclaim Jo Matyas, Jordan Beattie and Daniel Hendry to the Board of Directors.</p> <p>It was moved by Steve Barrie and seconded by Chris Eggink, that the Report of the Nominating Committee be accepted.</p>	<p></p> <p>CARRIED</p> <p>CARRIED</p>
<p>13)b New Business – Appointment of the Auditor</p>	<p>Mrs. DiRocco stated that the next item for business was the appointment of the Auditors. She referred to By-Law 6.7, stating that at each annual meeting, the members of the Credit Union shall appoint an Auditor. The Audit Committee has recommended to the Board of Directors that the Board recommends to the Membership to re-appoint MNP LLP Chartered Professional Accountants as the Credit Union’s auditor for 2024.</p> <p>It was moved by Clifford Piehl and seconded by Angie Ryan, to re-appoint the firm of MNP LLP Chartered Professional Accountants as the auditors for Kingston Community Credit Union for the financial year ending December 31, 2024.</p>	<p></p> <p>CARRIED</p>
<p>14) Announcements</p>	<p>Mrs. DiRocco announced that in 2023, there were eleven employees celebrating a milestone year at the Credit Union. In recognition of their service, Mrs. DiRocco acknowledged the following employees:</p>	<p></p>



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	<ul style="list-style-type: none">• 5-year Anniversary: GigiAnne, Chelsea, Anrubby, and Dominic• 10-year Anniversary: Nicolus• 15-year Anniversary: Anne and Jennifer• 20-year Anniversary: Dave, Jason, and Firdaus <p>Mrs. DiRocco recognized the next two employees for their dedicated service and commitment to KCCU. In appreciation for their 35 Years of Service, the following employees were recognized for their dedication to the credit union:</p> <ul style="list-style-type: none">• Dave• Gina <p>For the next announcement, Mrs. DiRocco recognized the service of retiring Board member, Reta McCormick, and made a special presentation on behalf of the Board, management, and staff. Reta served on the Board for 13 years and chaired various Nominating Committees and has been a valued member of the Audit Committee for 5 years. Her commitment to cooperative values and her positive presence on the Board will be missed.</p> <p>Mrs. DiRocco invited Mr. Dessau to make the final announcement. He proceeded with introductions of invited guests and thanked them for attending.</p>	
13) Adjournment	<p>Mr. Dessau called for a motion to adjourn thanking the membership and staff for joining us in-person this year and invited all to stay and enjoy the refreshments.</p> <p>There being no further business, it was moved by Steve Barrie that the meeting be adjourned at 8:20pm.</p>	CARRIED

These minutes were received by the Board.

SIGNED:

Chair – Bob Trentadue

Corporate Secretary – Mary Lowdon

Date

Date