

# **The Calgary Chinese Elderly Citizens' Association**

## **2025 Members' Annual General Meeting**

**Saturday, May 31, 2025 at 1 pm**

### **Auditorium of the Calgary Chinese Elderly Citizens' Association**

#### **1. Sign-in of members**

The 2025 annual general meeting (AGM) of The Calgary Chinese Elderly Citizens' Association (CCECA) was held on Saturday, May 31, 2025 at 1 pm in the Auditorium of CCECA.

#### **2. Confirmation of Quorum**

The welcome speech was first delivered by Mr Kenneth Fung, CCECA's Executive Director, and who was also the Cantonese speaking master of ceremonies. Mandarin interpreter was staff Elaine Ogada. (Mandarin interpretation was partly done by Kenneth Fung).

Mr Fung announced that CCECA has gone through its 40 years of service. Starting in 1985 there were 5 staff and 50 members. In 1995 CCECA moved to this new location. Today, in 2024 CCECA has 31 staff, 10 Directors, 2,636 members, 5,565 service users and 397 active volunteers.

Land acknowledgement was then declared to recognize that we work and live on the southern part of Alberta which is the traditional territories of the Indigenous people and the Aboriginal groups.

Mr Kenneth Fung further announced that 54 registered members attended this meeting at this time. (Final - 73 members) The minimum quorum for the Annual General Meeting requires 50 members to be present as specified in the by-laws, thus this meeting was official ad valid.

Kenneth Fung reconfirmed with all members that they have received the meeting agenda, last year's annual meeting minutes, the special members meeting minutes, red voting card, and other necessary documents for this meeting. It was made clear by Kenneth Fung that raising up of the 'red voting card' signified the agreement of the resolution.

CCECA required all participants either to mute or to turn off their mobile phones as this is standard practice for the official meeting. Participants were also requested to refrain from making any recordings, as there were designated staff or volunteers to handle the audio- and video-recording of the meeting. This was to ensure confidentiality of the meeting. Furthermore no unauthorized flyers, leaflets or pamphlets other than the CCECA's official papers could be distributed within the meeting premises.

Two professional security guards were hired to ensure that the meeting would not be disturbed. As a sincere reminder by CCECA that all members, attendees or participants must voice out respectfully during their turn of speeches and strictly follow instructions of CCECA staff.

### **3. Call to order**

The 25th (2024-2025) Board of Directors attending the meeting were:

Mr Thomas Chan (President),  
Mr Michael Lok (Vice-President),  
Ms Claudia Lam (Treasurer),  
Mr Elton Liang (Secretary),  
Mr David Keung (Secretary - absent),  
Mr Danny Lui,  
Ms Patricia Fosbrook,  
Ms Annie Lei,  
Mr Patrick Kwan,  
Mr Garson Chan.

The Nomination Committee members attending the meeting were:

Mr Sidney Woo (Chairman),  
Mr Raymond Chow (Secretary),  
Ms SelinaLau,  
Mr Stanley Tse.

There were 6 Board of Directors Candidates on the list:

Mr Thomas Chan,  
Mr David Keung,  
Ms Sim Kwong,  
Mr Peter Ho,  
Ms Alison Lai,  
Mr Michael Lok.

### **4. Approval of Agenda**

Claudia Lam (membership # 5407) motioned to approve the agenda and seconded by Danny Lui (membership #10517). 61 members approved. There were also only 61 attendees so the motion was carried unanimously.

### **5. Approval of Minutes of 2024 AGM**

Danny Lui (membership # 10517) motioned to approve the minutes (the shorter 8 pages version) and seconded by Becky Tsu (membership # 6278). 56 members approved. Since the approval votes exceeded 50% of 63 attendees, motion was carried.

### **6. Approval of Minutes of 2024 SGM**

Since these minutes were very long and members required sometimes to read it, Claudia Lam made a summary of the 2024 SGM minutes.

Claudia specifically indicated that no voting procedures were' required for some of the proposals in 2024 SGM such as renovation, tax service, updating nomination procedure etc.

Danny Lui (membership # 10517) motioned the minutes (the longer version covered 14 motions) and seconded by Becky Tsu (membership # 6278), 68 members approved. Since the approval votes exceeded 50% of 69 attendees, motion was carried.

## **7. Greeting from Thomas Chan, President**

Thomas expressed his wholehearted thanks to everyone, including Directors of the Board, Nomination Committee members, staff, all members, and volunteers, for their tremendous contributions in the past year. Also, he beseeched and appreciated all the service users for their understanding of the difficulties and the challenges that CCECA are currently facing.

## **8. Financial Report by Claudia Lam, Treasurer**

Claudia Lam began by pointing out that the complete set of the CCECA Audited 2024 Financial Report was already posted on the board in the hall. She was going to make a brief report focusing on the Profit and Loss.

### **REVENUE**

(i) A total funding of \$1,461,909 was received, out of this, 27% was from the Municipal Government. Others were from United Way, AHS, private sectors, and the Provincial / Federal Government.

(ii) The Endowment revenue, which had exceeded last year, amounting \$365,634 was credited. This income was largely due to stock interest, dividend and investment return.

(iii) General programs, sightseeing tours, interest groups and taxation consultation services etc. contributed \$242,145.

(iv) Donation and Fund Raising provided \$231,668. Out of this sum, \$200,000 was donated by an enthusiastic philanthropist. As for the Walkathon funds which had raised \$100,000 was being reserved for the use of future building refurbishment.

(v) Other revenue: An amount of \$83,455 was from our return on diversified investment and term deposits.

(vi) The Membership fees due was \$51,393.

The Casino income was \$43,841, this amount was assigned for settlement of CCECA utility fees. An amount of \$30,184 came from Amortization of Deferred Capital contribution. Government subsidized \$7,910 for hiring summer workers. Rental income of \$3,849 was for renting classrooms and hall. The total income was \$2,521,988.

### **EXPENSES**

(i) The total Funded program expenses was \$1,463,035. The majority, over \$1,200,000, was the payroll for the employees. There was another expenses \$46,597 for administrative service activities.

(ii) General program expenditure including tours, interest groups, and to a large extent subsidized the Home Support Services, Volunteer Handy Person Program, Escort Transportation Services, Palliative and End of Life Care Program amounted to \$348,428. Claudia Lam emphasized that this amount was specially allotted from the CCECA investment return.

(iii) Amortization was \$30,855.

(iv) Total Operation Expenses came to \$1,842,318.

(v) General administrative fees including wages, fringe benefits, WCB, and training amounted to \$298,298.

(vi) Administrative offices expenses including utility, auditor fee, insurance, advertisement, photocopy and stationery etc. totalled \$188,795.

(vii) Donation and Others amounted \$1,600.

The majority of this sum was given to other institutes, for instance Wing Kee was one of them.

(viii) Funded Program was \$46,597, this amount has been posted back to ordinary administrative charges so as to diminish our administrative expenditure.

The Total Expenses summed up to \$2,284,414. The surplus of Revenue over Expenses for CCECA in 2024 was \$237,574.

Thanks to the Auditor for finding out an amount of \$81,000 carried over from last year's financial account to this year. This amount was part of the funding from the Provincial Government and accumulated from previous years because of the less spending on one of our programs during Covid period. As the use of this money is unrestricted (confirmed by auditor after checking the contract thoroughly), this sum of amount will be credited to the general account of CCECA.

Since the Auditor did a correction in 2023 financial data, there is a difference in the account of 2024. As a result no difference should be expected from now on. This amount will be designated to help Adult Day Program on the 3rd floor. This finding is somewhat special this year.

Though there was a surplus of \$200,000 in the report, the Directors have decided that \$200,000 should go into the Restricted Fund. The reason was that if renovation is needed for the rooftop and air conditioning maintenance, the estimated amount will exceed 1 million. However, funding was not reserved by us nor received from the government so far and hopefully this \$200,000 will alleviate the renovation burden.

## **9. Appoint Auditor**

Last year Metrix Group LLP served as CCECA's auditor. This group has good experience with auditing. A couple of days ago they came to the Board to give a detailed presentation on the procedures and conclusion. They also recovered \$81,000 for us through their effort as mentioned in the above point 8.

On 2025 May 26, they gave recommendations on how to improve the auditing procedure. The Board has decided to appoint them as our auditor for the coming year (2025). Their charge is

estimated to be \$14,000 - 16,000 versus this year the charge was \$14,000, though there was an overrun cost for them, no extra charge was debited on CCECA.

Claudia Lam requested that voting is required as to have Metrix Group as the auditor for 2025 and to accept the charge.

Thomas Chan (membership # 6658) motioned the minutes and seconded by Elton Liang (membership # 10018). 69 members approved. Since the approval votes exceeded 50% of 71 attendees, motion was carried.

## **10. Annual Report by Kenneth Fung, Executive Director**

In his remarks, Executive Director Kenneth Fung highlighted the 40th anniversary of CCECA in 2025. He stated that our continuous growth, from a grassroots nonprofit initiative serving Chinese seniors in Calgary which was started in 1985 until today, had demonstrated our sustainability, commitments, and achievements leading us to be one of the renowned social service agencies.

He emphasized CCECA's role in addressing cultural differences and linguistic gaps in mainstream expertise services to elderlies and the vulnerable, which was supported by a team of professional workers, by more than 30 staff and nearly 400 volunteers.

He proclaimed his vision in a prospective manner that CCECA's commitments to quality services, preserving heritage, and intergenerational continuity which will be inspired by the values of care and wellness of the seniors.

He also highlighted key achievements from 2024, including a wide range of programs / educational sessions, e.g. Community & Home Support Programs, Mental Wellness, Adult Day Program, Escort Transportation Services & Medical Interpretation, Handy Person Program etc., that had supported seniors' socio-economic well-being, social inclusion, health and mental wellness, and aging in place.

Extraordinary achievements had been made by our outreach team and 20 seminars were held with more than 500 seniors participated that could allow them to get to a better understanding to their own wellness. With the help of our 76 volunteers, who had contributed 3,000 hours to conduct 64 taxation sessions for the elderlies and in helping the completion of 2,100 income tax returns.

Looking ahead to 2025, he announced the launching of the pioneer new initiatives focused on Health and Sleepwell Program, Medication Appropriateness, and Deprescribing Project. These programs entail volunteer training, Mental Health Carnival, and Peer Support Groups to deliver a comprehensive sleep health information, and safer medication practices.

He concluded by encouraging members to support CCECA's annual Walkathon funding event which was scheduled on July 12, 2025

## **11. Member's Proposals**

### **THE FIRST PROPOSAL**

Submitted by: Claudia Lam (Membership # 5407)

Proposal: To amend clause #26 of CCECA bylaws

Existing Clause #26:

26. At each Annual General Meeting, half of the directors shall be elected to serve a staggered two-year term on the Board of Directors. The Board may appoint one (1) or Two (2) "Directors on reserve". Any vacancy that occurred during the year shall be filled by such "Director on reserve" at the next Board Meeting provided that it is so stated in the notice calling such meeting and approved by the Board.

Proposed amendments:

26. At each Annual General Meeting, half of the directors shall be elected to serve a staggered two-year term on the Board of Directors. ~~The Board may appoint One (1) or Two (2) "Directors on reserve". Any vacancy that occurred during the year shall be filled by such "Director on reserve" at the next Board Meeting provided that it is so stated in the notice calling such meeting and approved by the Board.~~ **In the event the number of directors falls below the minimum prescribed in Clause 25, that is, fewer than nine (9) members, of an incomplete Board roster, that is less than 9 members, the Board shall have the authority to appoint additional directors to fill such vacancies until the next Annual General Meeting. fill any vacancy as it sees fit until the next Annual General Meeting. Directors may be appointed by the Board between Annual General meetings to address vacancies or special needs. The Board may also appoint additional directors between Annual General Meetings to meet specific organizational needs, such as required expertise, community representation, or program oversight, provided that the total number of directors does not exceed thirteen (13), in accordance with Clause 25. Any director appointed under this section shall hold office only until the next Annual General Meeting, at which time they must be elected by the members to remain on the Board. For the purpose of calculating term limits under Clause 25, a director appointed by the Board shall not be considered to have commenced a full term unless and until they are elected by the members at an Annual General Meeting.**

Claudia explained that the Board of Directors did not have more than 13 directors and no "Director on Reserve" has been appointed in recent years. In addition, there were some unexpected events, e.g. some directors resigning unexpectedly after election, then the Board was left with less than 9 directors. As a result, and after legal consultation, it was decided that existing Clause 26 will be amended.

Michael Lok (membership # 8684) motioned to approve the proposal and seconded by Danny Lui (membership # 10517). 63 members approved. Since the approval rate exceeded 50% of 72 attendees, motion was carried.

## THE SECOND PROPOSAL

Submitted by: Danny Lui (Membership # 10517)

Proposal: To amend Clause #33 of CCECA bylaws

Existing Clause #33:

33. Qualification of Directors - A person shall be qualified for election as Director only if he:
- a. has the commitment and capacity (time, energy, expertise) to fulfill the commitment of a Director for a two-year term;
  - b. has been a member (Full or Associate) of CCECA in good standing for a minimum of one month immediately prior to the date of the election;
  - c. is not receiving remuneration from CCECA or is not an immediate family member (father, mother, spouse, siblings or children) of a person who is receiving remuneration from CCECA.

Proposed amendments:

33. Qualification of Directors - A person shall be qualified for election as a Director only if he:
- a. has the commitment and capacity (time, energy, expertise) to fulfill the commitment of a Director for a two-year term;
  - b. has been a member (Full or Associate) of CCECA in good standing for a minimum of one month immediately prior to the date of the election;
  - c. is not receiving remuneration from CCECA or is not an immediate family member (father, mother, spouse, siblings or children) of a person who is receiving remuneration from CCECA.
  - d. **Any additional requirements may be determined by the Nomination Committee.**

Danny Lui stated that it is necessary and important to enforce the power of Nomination Committee to decide on certain prerequisites (e.g. academic qualifications, achievements or social status, etc.) for the candidates so that the directors after being elected could easily carry out a range of fiduciary duties.

Thomas Chan (membership # 6658) motioned to approve the minuses and seconded by Claudia Lam (membership # 5407). 65 members approved. Since the approval votes exceeded 50% of 73 attendees, motion was carried.

## THE THIRD PROPOSAL

Submitted by Michael Lok (Membership # 8684)

Proposal: To add a chapter on "Endowment Fund" to the CCECA by-laws

1. Add new definitions to Chapter A on definitions and re-arrange the sequence of the list of definitions alphabetically. New definitions include Endowment Fund, Restricted Fund and Special Member Meeting as below:

## A. DEFINING AND INTERPRETING THE BY-LAW

**Definitions:** In these By-laws, the following words have these meanings.

h. **Endowment Fund** means a donation of money or property to CCECA, which uses the resulting investment income to fund certain purposes, such as operating services. Endowment Fund differs from others in that the total amount of gifts is invested. Income earned is spent while the capital gain is added to the principal for growth. In this respect, an endowment is a perpetual gift.

i. **Full member** means ...

j. **General Meeting** means ...

k. **Officer** means ...

l. **Registered Office** means ...

m. **Register of Members** means ...

n. **Restricted Fund** means a type of funding where donations or grants are specially earmarked for a particular purpose or project. This type of funding is established to separate from those funds for general reserve purposes. In contrast, unrestricted funds can be used at the association's discretion.

o. **Special Member Meeting (SMM)** means a meeting which is distinct from the Annual General Meeting (AGM) and Special General Meeting (SGM). A SMM is convened to address an agenda that necessitates the attendance of at least 100 CCECA Full Members in person. For approval, 90% of the participating Full Members must approve the presented proposal.

p. **Special Resolution** means ...

q. **Voting Members** means ...

**2.** Add a new chapter **L** on Endowment Fund and re-arrange the sequencing of subsequent chapters as below:

### L. ENDOWMENT FUND

58. This by-law section establishes a legal framework for the operation of Endowment Fund. Endowment Fund is one of the restricted fund categories. Both Restricted Fund Policy and Endowment Fund Policy will be consulted together to govern the overall administration of Endowment Fund.

59. Endowment Fund is meant for permanent gifts. Therefore, the issue of dissolution of the Endowment Fund is specifically addressed in Clause 60 in these by-laws.

60. Dissolution of Endowment Fund

The Endowment Fund is intended for long-term capital growth. Dissolving the Endowment Fund, either partially or completely, is the last resort after thoroughly considering all other viable

options. However, it may still happen under exceptional circumstances, and the following conditions must be met:

a. Establishment of a Working Committee

A Board-designated working committee must be formed, consisting of:

- i. President
- ii. Vice President
- iii. Treasurer
- iv. One Secretary
- v. Two additional board members
- vi. CCECA Legal Advisor

All working committee members, except the Legal Advisor, must have served as a Full Member and as a member of the Board of Directors for at least one year.

b. Defined Purpose

A comprehensive proposal must be presented, outlining:

- i. The purpose of the proposal, clearly aligned with CCECA's mission and objectives.
- ii. Justification that the proposal is the only viable means to achieve the stated purpose.

c. Evaluation

The working committee must evaluate the proposal, considering legal, tax, financial and other implications.

d. Committee Approval

The working committee must unanimously (100%) approve the proposal before presenting it to the Board.

e. Board Approval

The proposal requires approval from at least 90% of the sitting Board members.

f. Member Approval at a Special Member Meeting specially convened

The proposal must be presented to CCECA members for final approval under the following conditions:

- i. Members receive the proposal at least two weeks before the meeting.
- ii. The proposal is discussed during the meeting, allowing members to ask questions and provide input.

g. Voting Requirements

- i. A minimum of 100 valid Full Members must attend the meeting to cast vote in person. Proxy voting is not permitted.
- ii. Approval from at least 90 % of participating Full Members is required.

61. Modification or Repeal of Clause 60 (Dissolution of Endowment Fund)

Any modification or repeal of this by-law section to render it ineffective shall follow the same resolution conditions outlined above, ensuring proper governance and alignment with CCECA's mission and objectives.

## **M. Dissolution**

62. Upon dissolution of CCECA and after payment of all debts and liabilities, all remaining assets will be given to a qualified donee described in subsection 149.1 (1) of the Income Tax Act.

## **N. BY-LAWS**

63. The By-Laws of CCECA may be rescinded, altered or added to by a "Special Resolution" as defined in the Societies Act of Alberta.

64. The By-Laws of CCECA shall be interpreted in accordance with the English text.

65. In the event of any conflict or in consistency between the terms and conditions set forth in the CCECA bylaws and policies or regulations, the terms and conditions set forth in the CCECA bylaws shall prevail.

Michael Lok stated that the Endowment Fund is intended to be perpetual and must be preserved. This proposal is clearly important to decline any abuse of this fund in the future. If anytime and if as a last resort this amount is to be dissolved, this strict protocol must be observed and followed.

Danny Lui (Membership # 10517) motioned to approve the minutes and seconded by Elton Liang (Membership # 10018). 59 members approved. Since the approval votes was more than 50% of the 60 attendees, motion was carried.

## **12. Introduction of Voting Procedure by Sidney Woo, Nomination Committee Chair**

Sidney presented to the members that the Nomination Committee is authorized by the Board to recruit and to evaluate candidates as potential Directors for the Board.

At present The Nomination Committee consists of 4 members including:

- Sidney Woo - Chairman
- Raymond Chow - Secretary
- Selina Lau
- Stanley Tse

Currently The Board of Directors has 11 Directors:

- 6 Directors - the term came to an end
- 4 out of the 6 Directors have expressed their wish to continue serving the Board
- 2 Directors are longing for retirement. Thus:

- 5 Directors will remain in the Board for the coming year from 2024 - re-elected
- 4 Directors - readmitted
- 2 Directors - new to the Board

---

Total number - 11 Directors for the new Board

Sidney Woo conveyed that as according to the by-law of CCECA the Board could allow up to 13 directors, but there was no other nominators. 11 Directors were admitted to the Board.

### **13. Board Member Candidates Self Introduction**

Six Board Members Candidates introduced themselves in succession:

- i. Thomas Chan
- ii. David Keung (absent) - speech presented by Thomas Chan
- iii. Sim Kwong (absent) - speech presented by Claudia Lam
- iv. Peter Ho
- v. Alison Lai
- vi. Michael Lok

The Candidates introduced themselves to all members with regard to their education background, work experience, expertise, and objectives for joining the Board. They also expressed their vision, anticipation, and their desired aspiration for broadening the services of CCECA.

### **14. Announcement of New Board Members**

Eleven new Board members were announced:

- i. Claudia Lam
- ii. Elton Liang
- iii. Danny Lui
- iv. Patricia Fosbrook
- v. Annie Lei
- vi. Thomas Chan
- vii. David Keung (absent)
- viii. Sim Kwong (absent)
- ix. Peter Ho
- x. Alison Lai
- xi. Michael Lok

There was no objections from 54 attendees meeting the quorum.

### **15. The Annual General Meeting was adjourned at 3:36 pm.**

The Nomination Committee was instantly dissolved.

Minutes taken by: Selina Lau (member of the Nomination Committee)  
Dated: 2025 June 15th