

New Animal Shelter for Uxbridge-Scugog (“NASUS”)

Minutes of the Annual General Meeting

Held electronically in January 2021

Board Invitees: Paul Bussiere, Melinda Diebel, Susan Long, Tara Rosen, Amy Stevenson, Buck Sully

Introduction

The meeting was called to order via email. The slate of Directors for 2020 and the expected slate of Directors for 2021 was presented via email. All Directors agreed to stand for an additional term. A public call for nominees for additional Directors will be issued in the coming days.¹ NASUS Treasurer, Melinda Diebel provided 2019 financials and NASUS highlights.

NASUS Highlights and 2019 Financial Report Summary from our Treasurer Melinda Diebel

NASUS highlights:

During 2017, the Board signed a Gift Agreement with the Township of Uxbridge and transferred the bulk of its assets to the Township in preparation for the shelter build.

Per both NASUS’ gift agreement and the agreement between the Townships of Scugog and Uxbridge, the responsibility for the shelter build (including the planning, scheduling and oversight of the build) is held by the Township of Uxbridge.

In 2018, as NASUS continued to receive donations towards this project, an additional \$50k was transferred to the Township of Uxbridge. At that time the Board elected to retain a minor balance in their accounts to cover certain shelter-related projects, upcoming costs with respect to professional fees and other amounts related to the wind-down of the NASUS registered organization.

To-date NASUS has transferred over \$700k (approximately \$130k over our expected contribution of \$570k) to the Township of Uxbridge. Both the Township of Uxbridge and the Township of Scugog have pledged \$540k each towards the joint shelter build. The total budget for the build, based on the expected NASUS contribution of \$570k, has been set at \$1.65m. The Township of Uxbridge has since indicated that this budget is insufficient and should be raised. The Townships are unwilling to commit additional funds for the build and have declared the build delayed indefinitely.

In 2019, following the Townships’ announcement of the pause of the shelter build, the Board elected to discontinue transfers of capital to the Township until a build plan and timetable was provided. They also elected to stop all active fundraising except the two popular community events they run in recognition of the community and volunteers who have supported them since 2011.

Over the past decade, NASUS has surpassed **20,000** direct volunteer hours, exclusive of community events and fundraising activities done independently from NASUS. These independent activities would likely represent thousands of additional hours invested into this project by our communities.

¹ Please note that anyone may nominate a new Director for the 2021 term through NASUS President Tara Rosen via email (tara@tararosen.com) before the 15th of March 2021. Barring any new appointees the Directors and Executive will all be re-elected in their existing roles. If additional nominees are put forth within that time period an electronic meeting of the Board will be held to discuss the nomination(s). Otherwise, the 2021 Executive and Board is expected to comprised of: President Tara Rosen, Vice-President Amy Stevenson, Treasurer Melinda Diebel, Secretary Susan Long, and Directors at large Paul Bussiere and Buck Sully.

2019 Financial Report:

NASUS did not actively fundraise throughout 2019 but did hold two of its much-loved community events which raised over two thousand dollars after costs. The remainder was received from other donors during the year via United Way, Canada Helps, individual and corporate donations and coin boxes. Donations totalled \$15,635 during 2019.

Costs were minimal during 2019 due to the lack of active fundraising activities. NASUS paid professional fees of just under \$1.8k for professional assistance with its required filings for Canada Revenue Agency. These costs are required to maintain NASUS' status as a Registered Charity. 2019 also saw \$800 in internet and Quickbooks Online fees as NASUS was charged a catch-up payment for some prior period internet costs. There were no other significant individual costs. Remaining expenses consisted of: expenses for the two small community events held; post office box rental; financing fees charged by Canada Helps, Square and other payment collecting services; and postage stamps. Expenses totalled \$3,390 during 2019.

NASUS ended 2019 with \$49,678 in the bank and account payables of \$1,632. The payable related to fees paid on NASUS' behalf by the Directors and was repaid after the year-end.

Project / Build Update

No significant updates were provided by the Township or its representatives on the build process during 2020. Only one meeting was granted to NASUS during the year; the following is a summary of that ZOOM.

June 4th, 2020 ZOOM call:

Per Mayor Barton, due to Covid-19 and other projects in town going sideways (such as the culvert), the building of a new animal shelter is not on the top of the priority list and that they do not expect it to be a high priority for at least the next couple years. He also provided some history on how we got to this point from the Township's perspective.

The Township of Uxbridge, in its role as project manager (entrusted with complete control over the shelter build), awarded the RFP for the build to a third-party contractor called Mettko in 2018. At that time, an initial payment was made to Mettko to commence work.

Shortly thereafter, (without a written contract) Mettko requested an additional \$500k and took nearly \$400k in services out of the original RFP that the Township had issued. The Township of Uxbridge and Mettko are still held up in litigation over this.

The Townships looked at other possibilities: renovating the existing shelter, purchasing Epsom school, changing the build design & footprint and / or changing to a modular build. But they decided that they were committed to building the shelter as designed; that they would need to find an additional partner to fund the shortfall and that they would not plan or start the build and engage in other fundraising until the full amount needed to build that design was in the bank.

Per Mayor Barton they are still actively seeking a partner to come up with the additional funds needed to build the shelter. To date they have been in talks with a couple of additional partners who could help move forward with a build, but nothing has come out of those talks. Until they secure a partner, the project is on hold.

Their prior update, on November 2019, was as follows:

Mayor Dave Barton thanked NASUS, its volunteers and the communities of Uxbridge and Scugog for contributing over \$700k. However, he stated that the build is still short a minimum of \$500k and neither Township is prepared to provide any further funds towards the build of the shelter. Due to this, Uxbridge staff and Council has been speaking to various interested parties in order to find a shelter partner or a corporate sponsor.

A statement from Our President Tara Rosen

Me and my fellow Board members remain committed to seeing this project through.

This is not a commitment solely borne of a duty to our donors; though that is definitely a large part of our determination to ensure that the shelter is built. We do not take lightly the investment that the citizens, organizations and businesses of Uxbridge and Scugog have made to this shelter by volunteering, promoting and donating towards its build. Every one of them deserves to see their contributions validated by walking through the door of the new shelter once it is built.

Our commitment, and that of many of our volunteers and supporters, is also borne of our collective drive to help the animals of Uxbridge and Scugog. This drive is why we are all still here – fighting for our new shelter. It is why our Board members have collectively given have thousands of hours of our lives and thousands of dollars of our hard-earned money to this project. No one wants this shelter to be built more than us.

Once the build has started, NASUS will look to transfer its remaining funds to the project account and exploring additional fundraising ideas such as: memorial benches, naming policies and the sale of bricks or plaques towards the cost of the build.

In the meantime, please note that all of your donations (and ours) cannot be spent on anything other than the shelter build. All monies transferred to the Township were secured in an interest-bearing account dedicated to this project. As preliminary work commenced on the planning, some of those funds were spent on things like architecture fees, surveys, contractor deposit, etc... the remainder is still in that account earning interest. These funds and the ones currently retained by NASUS cannot be spent on any thing other than the shelter build project, fundraising and the basic requirements of maintaining registered charitable status. A summary of NASUS' annual spending can be examined via our annual registered charity filings on the Canada Revenue Agency website². During our Annual General Meeting our Treasurer provides additional detail (please see the summary above for 2019, the most recently filed year-end).

In the meantime, we can't thank you enough for your patience and support.

Did you know that in 2020, in the toughest year most of us can remember, when we did not actively fundraise and were not able to hold our two community events - we still received some donations? This is a testament to the dedication and commitment that our supporters have to see a new shelter for Uxbridge and Scugog.

As President of NASUS, I am just as dedicated. So is every member of the NASUS Board. We **will** build a new shelter for our animals – together. Because together we are stronger.

² <https://www.canada.ca/en/services/taxes/charities.html>

Closing Statement

The Board recognizes the frustration of donors, volunteers and animal lovers in the Townships of Uxbridge and Scugog – these delays have been heartbreaking for our members as well. Unfortunately, NASUS and its Board have no control over the timing or details of the shelter build.

The Board is committed to ensuring that the new animal shelter for Uxbridge and Scugog is built and that it serves the needs of its residents and staff for years to come. To this end, the Board will continue to hold all parties to their commitments with respect to the build of a new shelter.

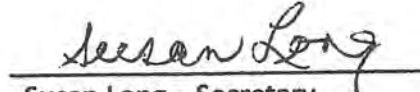
Thank you to all NASUS' volunteers, supporters and partners.

The meeting was adjourned via email.

RESOLVED by the Directors of the New Animal Shelter for Uxbridge-Scugog that the above minutes of meeting held on the time period indicated therein, and approved, in form or as revised therein, by the directors at the next regular meeting of the Board, are hereby confirmed as a true and accurate record of that meeting.



Tara Rosen – President



Susan Long – Secretary

**New Animal Shelter for Uxbridge-Scugog
Financial Statements
For the Year Ended December 31, 2019
(Unaudited - see Notice to Reader)**

Contents

Notice to Reader	2
Financial Statements	
Balance Sheet	3
Statement of Net Assets	4
Statement of Operations	5
Notes to Financial Statements	6



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Notice to Reader

On the basis of information provided by management, we have compiled the balance sheet of New Animal Shelter for Uxbridge-Scugog as at December 31, 2019 and the statements of operations and net assets for the year then ended.

We have not performed an audit or a review engagement in respect of these financial statements and, accordingly, we express no assurance thereon.

Readers are cautioned that these statements may not be appropriate for their purposes.

Chartered Professional Accountants, Licensed Public Accountants

Uxbridge, Ontario
December 18, 2020

**New Animal Shelter for Uxbridge-Scugog
Balance Sheet
(Unaudited - see Notice to Reader)**

December 31	2019	2018
Assets		
Current assets		
Cash	\$ 49,678	\$ 36,168
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Liabilities and Net Assets		
Current liabilities		
Accounts payable and accrued liabilities	\$ 1,632	\$ 367
Net Assets	<u>48,046</u>	<u>35,801</u>
	<u>\$ 49,678</u>	<u>\$ 36,168</u>

**New Animal Shelter for Uxbridge-Scugog
Statement of Net Assets
(Unaudited - see Notice to Reader)**

For the year ended December 31	2019	2018
Balance, beginning of the year	\$ 35,801	\$ 61,450
Excess revenue over expenditures (expenditures over revenue)	12,245	(25,649)
Balance, end of the year	\$ 48,046	\$ 35,801

**New Animal Shelter for Uxbridge-Scugog
Statement of Operations
(Unaudited - see Notice to Reader)**

For the year ended December 31	2019	2018
Revenue	\$ 15,635	\$ 27,417
Expenditures		
Bank charges and fees	127	116
Cost of events and other costs	464	398
Office expenses	1,002	516
Professional fees	1,797	2,036
	<hr/> 3,390	<hr/> 3,066
Income before Contribution to Township	12,245	24,351
Contribution to Township	-	(50,000)
	<hr/>	<hr/>
Excess revenue over expenses (expenses over revenue)	\$ 12,245	\$ (25,649)

**New Animal Shelter for Uxbridge-Scugog
Notes to Financial Statements
(Unaudited - see Notice to Reader)**

December 31, 2019

1. Basis of accounting

The organization was incorporated (without share capital) on September 16, 2011 and became registered as a charitable organization effective July 20, 2012.

Revenue excludes any commitments or pledges.
