



University of Alberta Students' Union

## **FINANCE COMMITTEE**

**Monday, November 14, 2016**

**4:00PM**

**SUB 0-55**

### **AGENDA (FC 2016-09)**

**2016-09/1      INTRODUCTION**

**2016-09/1a     Call to Order**

**2016-09/1b     Approval of Agenda**

**2016-09/1c     Approval of Minutes**

**2016-09/2      QUESTION/DISCUSSION PERIOD**

**2016-09/3      COMMITTEE BUSINESS**

**2016-09/3a     FACRA DFU Report**

Please see FC-09.01

**2016-09/3b     Gateway Student Journalism Society - Updated Mandate Document**

Please see FC-09.02

**2016-09/3c     PACHES moves to approve Student Group Granting Committee revised standing orders as presented.**

**2016-09/3d     PACHES moves to approve Finance Committee revised standing orders as presented.**

**2016-09/5      INFORMATION ITEMS**

**2016-09/6      ADJOURNMENT**

**2016-09/6a     **Next Meeting:** Monday November 28, 2016 at 4:00PM.**



## First Alberta Campus Radio Association

CJSR Radio • 88.5 FM • p: 780-492-2577 • www.cjsr.com

October 30, 2016

University of Alberta Students' Union  
Room 2-900, Students' Union Building  
University of Alberta  
8900 114 Street NW  
Edmonton, AB T6G 2J7

ATTN: Robyn Paches, VP Operations and Finance

### DEDICATED FEE UNIT REPORTING 2016/17

RE: First Alberta Campus Radio Association (FACRA)

Please find attached the information package required in Students' Union Bylaw 6200 to support the release of our Dedicated Fee Unit Funding for the current year as follows:

1. Copy of approved FACRA Budget (year ending 2017) illustrating how funds received from the Students' Union reserve will be spent during the current fiscal year (attached)
2. Audited financial statements from the previous fiscal year, ended April 30, 2016. (attached)

Audited by Peterson Walker LLP Chartered Accountants and accepted by membership at AGM in August 2016

Note: After our audit passed the FACRA board (2016\_08\_04\_FACRA\_Minutes) restricted funds from identified operating surplus from 2016 for the following much needed projects:

1. On Air Studio Upgrade Project, \$30000
  2. Transmitter Upgrade Project, \$35000
3. Evidence of compliance with all contracts with the Students' Union – our account with the University of Alberta Students' Union is in good standing. There is no outstanding billing related to our current Space Agreement. Further documentation can be obtained from Amy Lo (Accounting Clerk) in SU Accounts Receivable if necessary.
  4. Evidence that we are fulfilling our mandate as described under this bylaw. (See attached CRTC (Canadian Radio-Television and Telecommunications Commission) FM licence renewal for CJSR 88.5 FM (licence held by First Alberta Campus Radio Association) renewed in 2014 (7 year license) and Certificate of Incorporation for the First Alberta Campus Radio Association attached). CRTC required Annual Report submitted in November 2016 as required under the

Broadcast Act. In 2016, CJSR picked up 2 national awards for programming excellence at the 2016 (35<sup>th</sup>) National Campus Radio Conference Awards Gala.

In addition to broadcasting via the radio to the U of A campus and city wide on 88.5 FM frequency, CJSR streams live via our website and mobile app (free on the app store – cjsr fm 88.5). A program schedule can be found on our website [www.cjsr.com](http://www.cjsr.com).

Also included is a copy of our current ByLaws with a provision for the appointment of elected SU (elected by Students' Council for that purpose) and GSA representative as a member of the FACRA Board for your reference.

Please let me know if you need anything else to release our Dedicated Fee Unit funding for 2016/17. Thank you.

Sincerely,



Melanie Zaitsoff

Station Manager / Executive Director  
CJSR FM 88.5 / First Alberta Campus Radio Association  
780.492.2577, ext. 4

Attached Documents:

1. FACRA Budget 2017 YE
2. FACRA Audited Statements 2016 YE
3. CRTC FM Licence
4. Certificate of Incorporation
5. Copy of Current ByLaws (August 20, 2015)

**CJSR 2016/2017 Budget**

	Q1	Q2	Q3	Q4	Total
<b>REVENUE</b>					
Donations	24,500	24,500	24,500	24,500	98,000
Student Fees	0	0	56,100	67,001	123,101
Advertising	5,000	5,000	5,000	5,000	20,000
Merchandise Sales	0	0	0	0	0
Other Revenue	0	0	0	0	0
Interest	0	0	0	0	0
Member Fees	750	750	750	750	3,000
Grants	13,500	10,417	1,500	6,250	31,667
Casino	11,250	11,250	11,250	11,250	45,000
<b>Total Revenue</b>	<b>55,000</b>	<b>51,917</b>	<b>99,100</b>	<b>114,751</b>	<b>320,768</b>
<b>EXPENSES</b>					
Salaries and Benefits	50,750	50,750	50,750	50,750	203,001
Fundrive	0	14,600	0	0	14,600
Professional Fees	5,000	1,500	0	0	6,500
Operating Agreement	2,675	2,675	2,675	2,675	10,700
Repair and Maintenance	3,750	3,750	3,750	3,750	15,000
Telephone	1,651	1,651	1,651	1,651	6,602
Office	8,079	5,434	5,734	14,234	33,480
Insurance	3,200	0	0	0	3,200
Memberships and Licenses	50	0	6,180	2,355	8,585
Interest and Service Fees	278	278	278	278	1,110
Capital Expenditures	0	0	0	0	0
Conferences	6,500	0	0	0	6,500
Advertising and Promotion	3,300	400	0	0	3,700
Non-recoverable GST	0	0	0	1,800	1,800
Sales Commission	0	0	0	0	0
Postage	125	125	125	125	500
Grant Expense	3,270	0	500	0	3,770
Travel and Parking	191	191	191	1,927	2,500
Bad Debt (recovery)	0	0	0	1,500	1,500
Rental	513	513	513	513	2,050
<b>Total Expenses</b>	<b>89,331</b>	<b>81,865</b>	<b>72,345</b>	<b>81,557</b>	<b>325,098</b>
				<b>Net Income</b>	<b>-4,330</b>

**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Financial Statements**  
**Year Ended April 30, 2016**

**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Index to Financial Statements**  
**Year Ended April 30, 2016**

---

	Page
INDEPENDENT AUDITOR'S REPORT	3
FINANCIAL STATEMENTS	
Statement of Financial Position	4
Statement of Operations	5
Statement of Changes in Net Assets	6
Statement of Cash Flows	7
Notes to Financial Statements	8 - 11

**INDEPENDENT AUDITOR'S REPORT**

To the Board of Directors of  
First Alberta Campus Radio Association

**Report on the Financial Statements**

We have audited the accompanying financial statements of First Alberta Campus Radio Association, which comprise the statement of financial position as at April 30, 2016 and the statements of operations, changes in net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

**Basis for Qualified Opinion**

In common with many charitable organizations, the Association derives revenue from various sources such as fundraising and donations, the completeness of which is not susceptible to satisfactory audit verification. Accordingly, our verification of revenue from these sources was limited to the amounts recorded in the records of the Association and we were not able to determine whether any adjustments might be necessary to operations, assets or net assets.

**Qualified Opinion**

In our opinion, except for the effect of the matter described in the Basis for Qualified Opinion paragraph, these financial statements present fairly, in all material respects, the financial position of the Association as at April 30, 2016 and the results of its operations and its cash flows for the year ended in accordance with Canadian accounting standards for not-for-profit organizations.

Edmonton, Alberta  
July 18, 2016



CHARTERED ACCOUNTANTS

**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Statement of Financial Position**  
**April 30, 2016**

	2016	2015
<b>ASSETS</b>		
CURRENT		
Cash (Note 3)	\$ 529,002	\$ 427,402
Accounts receivable	23,702	50,578
Prepaid expenses	9,305	4,623
	<u>\$ 562,009</u>	<u>\$ 482,603</u>
<b>LIABILITIES AND NET ASSETS</b>		
CURRENT		
Accounts payable and accrued liabilities	\$ 14,009	\$ 5,540
Deferred contributions (Note 4)	119,032	128,062
	<u>133,041</u>	<u>133,602</u>
NET ASSETS		
Reserve fund (Note 5)	66,000	66,000
Unrestricted	362,968	283,001
	<u>428,968</u>	<u>349,001</u>
	<u>\$ 562,009</u>	<u>\$ 482,603</u>

LEASE COMMITMENT (Note 6)

**APPROVED BY THE BOARD**

\_\_\_\_\_ Director

\_\_\_\_\_ Director



**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Statement of Operations**  
**Year Ended April 30, 2016**

	2016	2015
<b>REVENUE</b>		
Student fees:		
Undergraduate	\$ 110,411	\$ 115,371
Graduate	14,100	14,490
Fundraising and donations	96,173	105,140
Casino	86,271	48,790
Grants (Note 7)	38,129	10,709
Advertising	25,736	26,558
Interest and other	3,424	2,508
	<u>374,244</u>	<u>323,566</u>
<b>EXPENSES</b>		
Salaries and benefits	192,708	162,309
Repairs and maintenance	25,466	23,099
Office (Note 8)	18,253	38,584
Fun drive	13,748	13,917
Operating agreement	10,919	10,747
Telephone	6,810	7,273
Professional fees	5,813	6,361
Memberships and licenses	4,364	8,118
Insurance	3,781	5,270
Rental	3,003	2,275
Training	2,476	709
Travel and parking	2,121	3,029
Bad debts	1,818	12,590
Non-recoverable GST	1,697	2,166
Interest and bank charges	1,020	1,414
Postage	280	501
Homelessness Marathon	-	106
Grant repayment	-	6,303
	<u>294,277</u>	<u>304,771</u>
<b>REVENUE OVER EXPENSES</b>	<u>\$ 79,967</u>	<u>\$ 18,795</u>

**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Statement of Changes in Net Assets**  
**Year Ended April 30, 2016**

	Unrestricted	Reserve Fund	<b>2016</b>	2015
<b>NET ASSETS - BEGINNING OF YEAR</b>	\$ 283,001	\$ 66,000	<b>\$ 349,001</b>	\$ 330,206
Revenue over expenses	79,967	-	<b>79,967</b>	18,795
<b>NET ASSETS - END OF YEAR</b>	<b>\$ 362,968</b>	<b>\$ 66,000</b>	<b>\$ 428,968</b>	<b>\$ 349,001</b>

**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Statement of Cash Flows**  
**Year Ended April 30, 2016**

	<b>2016</b>	2015
<b>OPERATING ACTIVITIES</b>		
Revenue over expenses	<b>\$ 79,967</b>	\$ 18,795
Changes in non-cash working capital:		
Accounts receivable	<b>26,876</b>	(16,672)
Prepaid expenses	<b>(4,682)</b>	(1,675)
Accounts payable and accrued liabilities	<b>8,469</b>	(4,299)
Deferred contributions	<b>(9,030)</b>	41,669
	<b>21,633</b>	19,023
<b>INCREASE IN CASH</b>	<b>101,600</b>	37,818
Cash - beginning of year	<b>427,402</b>	389,584
<b>CASH - END OF YEAR</b>	<b>\$ 529,002</b>	\$ 427,402

# FIRST ALBERTA CAMPUS RADIO ASSOCIATION

## Notes to Financial Statements

Year Ended April 30, 2016

---

### 1. NATURE OF OPERATIONS

First Alberta Campus Radio Association is incorporated under the Societies Act (Alberta) and operates as a not-for-profit entity which exists for the fundraising and operations of CJSR FM 88.5 radio station on the University of Alberta campus.

The Association is a registered charity under the Income Tax Act, and as such, is exempt from income taxes.

---

### 2. SIGNIFICANT ACCOUNTING POLICIES

#### Basis of presentation

These financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations.

#### Cash

Cash is defined as cash on hand and cash on deposit, net of cheques issued and outstanding at the reporting date.

#### Equipment

Equipment is expensed on acquisition and any proceeds from the sale of equipment is recognized as revenue when realized.

#### Contributed goods and services

The Association receives a substantial amount of volunteer time and effort, as well as donated goods to carry out its activities. Due to the difficulty in determining the fair value of these contributed amounts, they have not been recognized in these financial statements.

#### Revenue recognition

The Association follows the deferral method of accounting for contributions. Contributions, including operating grants, are included in revenue in the year in which they are received or receivable, with the exception that contributions to fund a specific future period's expenses are included in revenue in that later period.

Advertising revenue is recognized at the time a customer is invoiced and collection is reasonably assured.

Student fees are recognized as revenue when they are received or receivable and collection is reasonably assured.

Interest revenue is recognized when it is earned.

*(continues)*

---

**FIRST ALBERTA CAMPUS RADIO ASSOCIATION**  
**Notes to Financial Statements**  
**Year Ended April 30, 2016**

---

2. SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Financial instruments

Financial instruments are recorded at fair value when acquired or issued. In subsequent periods, financial assets with actively traded markets are reported at fair value, with any unrealized gains and losses reported in income. All other financial instruments are reported at amortized cost and tested for impairment at each reporting date.

Use of estimates

The preparation of financial statements, in conformity with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the amounts reported in the financial statements. Significant estimates include accrued liabilities and deferred contributions. By their nature, these estimates are subject to measurement uncertainty and actual results could differ.

---

3. CASH

Cash includes \$84,619 (2015--\$89,520) in casino proceeds which can only be used in accordance with the licensing agreement with the Alberta Gaming and Liquor Commission.

Cash includes \$25,000 (2015--\$25,000) in funds which can only be used in accordance with the guidelines set out by the Government of Alberta Community Spirit Program grant.

---

4. DEFERRED CONTRIBUTIONS

A portion of the receipts received in the year are deferred to be recognized as revenue in future years as the related expenses are incurred. Deferred contributions consist of the following:

	<u>2016</u>	<u>2015</u>
Casino	\$ 84,619	\$ 89,520
Government of Alberta - 2010 Community Spirit Program	25,000	25,000
Community Radio Fund of Canada	9,413	13,542
	<u>\$ 119,032</u>	<u>\$ 128,062</u>

The Association received a grant from the Government of Alberta under their Community Spirit Program, these funds are to be used to purchase equipment.

---

5. RESERVE FUND

The reserve fund consists of \$66,000 which is reserved for the purchase of a new transmitter. This fund can only be used with Board approval.

---

## FIRST ALBERTA CAMPUS RADIO ASSOCIATION

### Notes to Financial Statements

Year Ended April 30, 2016

---

#### 6. LEASE COMMITMENT

The Association has a lease and operating commitment with the University of Alberta Students' Union which expires August 2016. Future minimum lease payments are as follows:

2017	<u>\$ 6,160</u>
------	-----------------

---

#### 7. GRANTS

	<u>2016</u>	<u>2015</u>
Community Radio Fund of Canada	\$ 36,629	\$ 8,959
National Campus and Community Radio Association - Rendez-vous de la Francophonie project	1,500	-
Truth and Reconciliation Commission	-	1,750
	<u>\$ 38,129</u>	<u>\$ 10,709</u>

---

#### 8. EQUIPMENT

The Association expensed the following equipment during the year which is included as part of office expenses:

	<u>2016</u>	<u>2015</u>
Computer equipment	\$ 8,423	\$ 13,426
Website	-	13,000
	<u>\$ 8,423</u>	<u>\$ 26,426</u>

---

## FIRST ALBERTA CAMPUS RADIO ASSOCIATION

### Notes to Financial Statements

Year Ended April 30, 2016

---

#### 9. RELATED PARTIES

The Association is related to the the University of Alberta Students' Union and the University of Alberta Graduate Students' Association. The Students' Union and Graduate Students' Association each have a representative on the Board of Directors for the Association, collect student fees on behalf of the Association and rent office space to the Association. During the year, the following transactions occurred:

	<u>2016</u>	<u>2015</u>
<b>Students' Union</b>		
Student fees	\$ 110,411	\$ 115,371
Operating agreement	\$ (10,919)	\$ (10,747)
<b>Graduate Students' Association</b>		
Student fees	\$ 14,100	\$ 14,490

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

---

#### 10. FINANCIAL INSTRUMENTS

The Association's financial instruments consist of cash, accounts receivable, and accounts payable and accrued liabilities.

The Association is exposed to the following risks through its financial instruments:

##### Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Association's main credit risk relates to accounts receivable. Accounts receivable are generally amounts due from advertisers and funding agencies. It is management's opinion that there is no significant credit risk as of April 30, 2016.

##### Liquidity risk

Liquidity risk arises from the possibility that the Association might encounter difficulty in settling its debts or in meeting its obligations related to financial liabilities. It is management's opinion that there is no significant liquidity risk as of April 30, 2016.

---



LICENCE NUMBER/NUMÉRO DE LICENCE: 2014-0314-001-2021

DECISION /DÉCISION CRTC: 2014-314

CALL SIGN/INDICATIF D'APPEL: CJSR-FM

**LICENCE TO CARRY ON A  
CAMPUS, COMMUNITY RADIO OR  
DEVELOPMENTAL PROGRAMMING  
UNDERTAKING**

- Campus**    **Community**  
 **Developmental**

Issued in accordance with the provisions of the  
*Broadcasting Act*, and the Regulations made thereunder.

**THE FIRST ALBERTA CAMPUS RADIO  
ASSOCIATION**

is hereby authorized to carry on an English-language FM  
radio programming undertaking on the frequency 88.5 MHz  
at

**EDMONTON, ALBERTA**

with local programming and programs received from any  
network, except as otherwise provided under a condition of  
this licence.

This licence includes authorization to make use of  
any subsidiary communications multiplex operation  
(SCMO) channel included within the main channel, except  
as otherwise provided under a condition of this licence.  
**(FOR FM STATIONS ONLY)**

This licence shall remain in force from

**1 SEPTEMBER 2014  
UNTIL  
31 AUGUST 2021**

This licence is not valid during any period while  
the broadcasting certificate(s) issued under the  
*Radiocommunication Act* is (are) suspended or revoked.

**LICENCE D'EXPLOITATION D'UNE  
ENTREPRISE DE PROGRAMMATION DE RADIO  
CAMPUS, COMMUNAUTAIRE OU EN  
DÉVELOPPEMENT**

- Campus**    **Communautaire**  
 **Développement**

Délivrée conformément aux dispositions de *la Loi  
sur la radiodiffusion* et des règlements établis en vertu de  
cette loi.

**THE FIRST ALBERTA CAMPUS RADIO  
ASSOCIATION**

est autorisé(e) par les présentes à exploiter une entreprise  
de programmation de radio FM de langue anglaise à la  
fréquence 88,5 MHz à

**EDMONTON (ALBERTA)**

avec de la programmation locale et des émissions reçues  
de tout réseau, sauf condition contraire de la présente  
licence.

La licence permet l'utilisation d'un canal  
d'exploitation multiplex de communications secondaires  
(EMCS) inclus dans le service principal, sauf condition  
contraire de la présente licence. **(POUR LES  
STATIONS FM SEULEMENT)**

La licence est en vigueur à partir du

**1 SEPTEMBRE 2014  
JUSQU'AU  
31 AOÛT 2021**

Cette licence n'a aucune validité pendant toute  
période où le(s) certificat(s) de radiodiffusion délivré(s) en  
vertu de *la Loi sur la radiocommunication* est (sont)  
suspendu(s) ou révoqué(s).



**DEVELOPMENTAL PROGRAMMING  
UNDERTAKING**

- Campus    Community  
 Developmental

Issued in accordance with the provisions of the *Broadcasting Act*, and the Regulations made thereunder.

**THE FIRST ALBERTA CAMPUS RADIO  
ASSOCIATION**

is hereby authorized to carry on an English-language FM radio programming undertaking on the frequency 88.5 MHz at

**EDMONTON, ALBERTA**

with local programming and programs received from any network, except as otherwise provided under a condition of this licence.

This licence includes authorization to make use of any subsidiary communications multiplex operation (SCMO) channel included within the main channel, except as otherwise provided under a condition of this licence.  
**(FOR FM STATIONS ONLY)**

This licence shall remain in force from

**1 SEPTEMBER 2014  
UNTIL  
31 AUGUST 2021**

This licence is not valid during any period while the broadcasting certificate(s) issued under the *Radiocommunication Act* is (are) suspended or revoked.

This licence is subject to the conditions on the back hereof which form an integral part of this licence.

**CAMPUS, COMMUNAUTAIRE OU EN  
DÉVELOPPEMENT**

- Campus    Communautaire  
 Développement

Délivrée conformément aux dispositions de *la Loi sur la radiodiffusion* et des règlements établis en vertu de cette loi.

**THE FIRST ALBERTA CAMPUS RADIO  
ASSOCIATION**

est autorisé(e) par les présentes à exploiter une entreprise de programmation de radio FM de langue anglaise à la fréquence 88,5 MHz à

**EDMONTON (ALBERTA)**

avec de la programmation locale et des émissions reçues de tout réseau, sauf condition contraire de la présente licence.

La licence permet l'utilisation d'un canal d'exploitation multiplex de communications secondaires (EMCS) inclus dans le service principal, sauf condition contraire de la présente licence. **(POUR LES STATIONS FM SEULEMENT)**

La licence est en vigueur à partir du

**1 SEPTEMBRE 2014  
JUSQU'AU  
31 AOÛT 2021**

Cette licence n'a aucune validité pendant toute période où le(s) certificat(s) de radiodiffusion délivré(s) en vertu de la *Loi sur la radiocommunication* est (sont) suspendu(s) ou révoqué(s).

Cette licence est assujettie aux conditions inscrites au verso qui font partie intégrante de la présente licence.

**Canada**

  
.....  
for the Chairman  
pour le Président

No. 50296817

# CERTIFICATE Of INCORPORATION

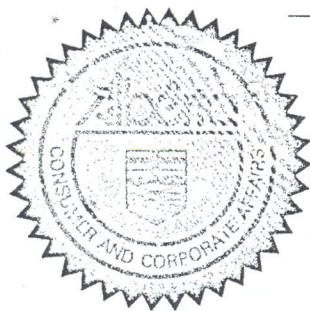
I HEREBY CERTIFY THAT

- THE FIRST ALBERTA CAMPUS RADIO ASSOCIATION -

IS THIS DAY INCORPORATED UNDER THE SOCIETIES ACT OF THE PROVINCE OF ALBERTA

GIVEN UNDER HIS HAND AND SEAL OF OFFICE AT EDMONTON, ALBERTA,

THIS twenty-second DAY OF August A.D. 1983.



*A. Murphy*  
Office of The Registrar of Corporations

**Alberta**  
CONSUMER AND  
CORPORATE AFFAIRS



50296817

CCA-06-082  
REV 01-82

CONSUMER AND  
CORPORATE AFFAIRS  
Corporate Registry

403 / 427-4058  
TWX 610-831-1942  
Centur. Place  
9803-10, 7 Avenue  
Edmonton, Alberta, Canada  
T5J 3A3

NAME CHECK REPLY

403/261-3442  
902, J.J. BOWLEN BLDG.  
620-7 AVENUE S.W.  
CALGARY, ALBERTA, CANADA  
T2P 0Y8

The corporate name listed below has been checked with our records and has been reserved for a period of ninety days subject to any conditions specified. The incorporator, by submitting incorporation documents, assumes full responsibility for the corporate name including any risk of similarity of the corporate name with the name of any body corporate, association, partnership, firm or trade name, whether such name is in our files or not.

DATE 83 AUG 30		
NAME THE FIRST ALBERTA CAMPUS RADIO ASSOCIATION		
RN 296817	STATUS SUSPNS RESERVED 83/08/29	RELEASE 83/08/29 DELETE YY/MM/DD
COND1: TYPE	CAN	RECEIVED YY/MM/DD
CO./AGENCY		
ADDRESS		
COND2: TYPE	CAN	RECEIVED YY/MM/DD
CO./AGENCY		
ADDRESS		
COND3: TYPE	CAN	RECEIVED YY/MM/DD
CO./AGENCY		
ADDRESS		
COND4: TYPE	CAN	RECEIVED YY/MM/DD
CO./AGENCY		
ADDRESS		
COND5: TYPE	CAN	RECEIVED YY/MM/DD
CO./AGENCY		
ADDRESS		
COMMENTS		

APPLICANT DOUGLAS FISHER DM FOR ALM

DATE: 83/08/30 *aw*

NAME: *OK*

FEES: *OK*

CONTENT: *OK*

83/08/22 INCORPORATE  
PENDING INCORPORATION



PLEASE RETURN WITH INCORPORATION/REGISTRATION DOCUMENTS.

SEE REVERSE SIDE FOR SAMPLE CONSENT OR CONSENT AND UNDERTAKING.



**First Alberta Campus Radio Association  
Bylaws**

## Section 1: Interpretation

### 1. The Society

The name of the Society is First Alberta Campus Radio Association, which can also be known as FACRA.

### 2. Bylaws

These Bylaws are binding on all Members of the Society and other persons lawfully under its control.

### 3. Definitions

In these Bylaws, the following words have these meaning:

- a) ACT means the Societies Act, as amended or any statute substitute for it.
- b) AD HOC means for this purpose only which is a committee appointed for a special purpose or task.
- c) AGM means the Annual General Meeting
- d) AUTHORIZED AGENT means any staff member or volunteer the board has delegated responsibility to as defined by Board of Directors.
- e) BOARD means the Board of Directors of the Society.
- f) BYLAWS means the Bylaws of the Society as amended.
- g) DIRECTOR means any person elected or appointed to the Board. This includes the President.
- h) EMPLOYEE means a paid staff member of the Society.
- i) EX OFFICIO means by right of office to describe someone who has the right because of the position they hold.
- j) GENERAL MEETING means the Annual General Meeting and a Special General Meeting.
- k) IN WRITING includes by print, handwritten, and email.
- l) MEMBER means a Member of the Society as described in Section 2.
- m) REGISTER OF MEMBERS means the register maintained by the Board of Directors containing the names of the Members of the Society.
- n) SOCIETY means the First Alberta Campus Radio Association.
- o) SPECIAL MEETING means the Special General Meeting.
- p) SPECIAL RESOLUTION means a resolution passed at the Annual General Meeting or Special General Meeting of which not less than 21 days' notice specifying the intention to propose resolution has been duly given and by the vote of not less than 75% of those Voting Members who are eligible to vote.
- q) STAFF means any paid employee of the association.
- r) VOTING MEMBERS means a Member entitled to vote at the Meetings of the Society as described in Section 3.
- s) VOLUNTEER means an unpaid staff member of the Society.
- t) SMED means the Station Manager/Executive Director.

## 4. Interpretation

The Following rules of interpretation must be applied in interpreting these Bylaws.

- a) GENDER NEUTRAL words indicate the identity of an individual. This Society recognizes that not everyone falls into the category of masculine or feminine and will use language to reflect a neutral tone. For example, this document will refer to people as Members or use they, their, or them.
- b) LIBERAL INTERPRETATION these Bylaws must be interpreted broadly and generously
- c) ORGANIZATION words indicating persons also include the Organization.
- d) SINGULAR AND PLURAL words indicating the singular number also include the plural, and vice-versa.

## 5. Priority

- a) Where these Bylaws are silent, Robert's Rules of Order will apply.
- b) If there is a contradiction, the Societies Acts supersedes these Bylaws.
- c) Headings are for convenience only, they do not affect the interpretation of these Bylaws.

## 6. Objectives of the Society

The Objectives of the Society are as follows:

- a) The Objectives of the Society is to enlighten and entertain an audience through high quality and diverse programming that constantly challenges the status quo.
- b) Our Objective is to enrich the lives of University of Alberta students by providing high quality music programming, and news, and information that reflects diverse interest of campus.

# Section 2: Membership

## 1. Classification of Members

There are four categories of members:

- a) Student Membership
- b) Non-Student Membership
- c) Organization Membership
- d) Non-Voting Membership

### 1.1 Student Membership

Student Membership is a Voting member and to become a Student Member, an individual must:

- a) Have paid University of Alberta Student's Union or Graduate Student's Association Fees during the current FACRA membership year;
- b) Register to become a Member of the Society; and
- c) Paid the Student Membership fee.

## **1.2 Non-Student Membership**

Non-Student Membership is a Voting Member and to become a Full Member, an individual must:

- a) Have paid the Annual Membership fee for the current FACRA membership year; and
- b) Register to become a Member of the Society.

## **1.3 Organization Membership**

Organization Membership is a Voting Member and to become an Organization Member, an Organization must:

- a) Have paid Organization membership fees; and
- b) Register to become a Member of the Society.

## **1.4 Non-Voting Membership**

- a) Non-Voting members are members of the Society who do not meet requirements to become Voting Memberships as defined in 1.1 – 1.3.
- b) Staff are not eligible to become voting members of the Society.
- c) There is no fee to become a Non-Voting member.

## **2. Admission of Members**

- a) Any individual may become a Member of the Society if they meet in the appropriate category requirements by submitting an application for membership and having the application accepted.
- b) The individual will be entered as Registered Member under the appropriate category in the Register of Members.

## **3. Membership Fees**

### **3.1 Membership Year**

The membership year is August 1<sup>st</sup> to July 31<sup>st</sup>.

### **3.2 Membership renewal**

- a) Membership fees are due prior to or on August 1<sup>st</sup>.
- b) Membership do not automatically renew each year.

### **3.3 Setting the Membership Fees**

The Board decides annual membership fees for each category of Membership.

### **3.4 Payment Date for Fees**

The annual membership fees must be paid on/or before August 1<sup>st</sup> of each year, for the upcoming membership year

## **4. Rights and Privileges of Voting Members**

### **4.1 Any Member in good standing is entitled to:**

- a) Receive notice of meetings of the Society;
- b) Attend any meeting of the Society;
- c) Speak at any meeting of the Society;
- d) Nominate and be nominated for a Director; and
- e) Exercise other rights and privileges given to Members in these Bylaws.

### **4.2 Voting Members**

The only Members who can vote at meetings of the Society are:

- a) who are in good standing; and
- b) Are at least eighteen (18).

### **4.3 Number of Votes**

- a) A Voting Member is entitled to one (1) vote at a meeting of the Society.
- b) Organization Members are entitled to one (1) vote at a meeting of the Society.

### **4.4 Member in Good Standing**

A Member in Good Standing when:

- a) The Member has paid membership fees;
- b) The Member is not in suspension; and
- c) The Member has not had membership terminated.

## **5. Termination of Membership**

### **5.1 Resignation**

- a) Any Member may resign from the Society by sending or delivering a written notice to the President of the Society.
- b) Once the notice is considered to have ceased being a Member on the date his name is removed from the Registry of Members.

### **5.2 Death**

- a) Membership ends upon the death of the member.

### **5.3 Expulsion**

- a) The Society may, by Special Resolution at a Special General Meeting called for such a purpose, expel any Member for any cause which is deemed sufficient in the interests of the Society.
- b) This decision is final.
- c) On passage of the Special Resolution, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.



## **6. Transfer of Membership**

- a) No Membership is transferrable to another person; and
- b) No rights or privileges of a Member is transferable to another person.

## **7. Member Liability**

No Member is, in their individual capacity, liable for a debt or liability of the Society.

# **Section 3: Meetings of the Society**

## **1. Annual General Meeting**

- a) The Society shall hold an Annual General Meeting on or before September 15 of each year;
- b) The Board Sets the place, day, and time of the AGM;

### **1.1 Notice of Meeting**

- a) Notice shall be given to Members at least twenty-one (21) days before the AGM specifying the intention of the propose resolution;
- b) Notice of the meeting states the place, date, and time of the AGM; and
- c) Methods of notice include two (2) of the following:
  - I. Written notice delivered to the Members;
  - II. Notice posted in print on the premises of CJSR Station; or
  - III. Broadcast on air by CJSR at least three (3) times, not less than three (3) days prior to the meeting date.

### **1.2 Agenda for the Meeting**

The following are the agenda items:

- a) Adopting the agenda;
- b) Adopting the minutes of the last Annual General Meeting;
- c) President's Report;
- d) Review the audited Financial Statements;
- e) Nominating and electing Members of the Board; and
- f) Matters specified in meeting notice.

## **2. Special General Meeting**

### **2.1 Calling a Special General Meeting**

A Special General Meeting may be called at any time:

- a) By the President or Vice-President of the Board;
- b) By a special resolution of at least 60% of the Board of Directors to that effect; or
- c) On the written request of at least 20% of the Members of the Society. The request must state the reason for Special General Meeting and the motion(s) intended to be submitted at such Special General Meeting.

## **2.2 Notice of Special General Meeting**

- a) The Secretary gives notice to each member at least twenty-one (21) days before the Special General Meeting specifying the intention of the propose resolution;
- b) This notice states the place, date, time and purpose of the Special General Meeting; and
- c) Notice is given in the same method as the Annual General Meeting.

## **2.3 Agenda for the Special General Meeting**

- a) Only matter(s) set out in the notice for the Special General Meeting are considered at the Special General Meeting.

## **2.4 Procedure at Special General Meeting**

- a) Any Special General Meeting has the same method of voting; and
- b) Quorum requirements as the AGM.

# **3. Proceedings at the Annual or Special General Meeting**

## **3.1 Attendance by the Public**

- a) General Meetings of the Society are open to the public; and
- b) A majority of the Voting Members present may ask any persons who are not Voting Members to leave.

## **3.2 Quorum**

- a) Attendance by twenty (20) Voting Members or 50% of eligible Voting Members, whichever is the lesser, is quorum.
- b) The President cancels the General Meeting if a quorum is not present within thirty (30) minutes after the set time.
- c) If canceled, the meeting is rescheduled for one (1) Week later at the same time and place.
- d) If a quorum is not present within thirty (30) minutes after the set time of the second meeting, the meeting is canceled.

## **3.3 Presiding Officer**

- a) The President chairs every General Meeting of the Society. The Vice-President chairs in the absence of the President.
- b) The President can appoint an alternate Chair. The Voting Members will accept the alternate Chair by majority vote.
- c) If neither the President nor the Vice-President is present within thirty (30) minutes after the set time for the General Meeting, the Members present choose one (1) of the members to chair by majority vote.

## **3.4 Adjournment**

- a) The President may adjourn any General Meeting with the consent of the Voting Members at the meeting. The adjourned General Meeting conducts only the unfinished business from the initial Meeting.
- b) No notice is necessary if the General Meeting is adjourned for less than thirty (30) days.
- c) The Society must give notice when a General Meeting is adjourned for thirty (30) days or more. Notice must be the same as for any General Meeting.

## 4. Voting

- a) Each Voting Member has one (1) vote. A show of hands decides every vote at every General Meeting. A ballot is used if at least five (5) Voting Members request it.
- b) Organization Membership only have one (1) vote.
- c) The President does not have a second or casting vote in the case of a tie vote. If there is a tie vote, the motion is defeated.
- d) A Voting Member may assign their voting privileges by written proxy to another Voting Member in advance seven (7) days before the meeting.
- e) No Voting-Member may hold more than one proxy.
- f) A majority of the votes of the Voting Members present decides each issue and resolution, unless the issue needs to be decided by a Special Resolution.
- g) The President declares a resolution carried or lost. This statement is final, and does not have to include the number of votes for or against the resolution.
- h) Five Voting Members may request a ballot vote. In such case, the President or the presiding officer may set the time, place and method for a ballot vote. The result of the ballot is the resolution of the General Meeting.
- i) Members may withdraw their request for a ballot.

## 5. Failure to Give Notice of Meeting

No action taken at a General Meeting is invalid due to:

- a) Accidental omission to give any notice to any Member;
- b) Any Member not receiving any notice; or
- c) Any error in any notice that does not affect the meaning.

## 6. Written Resolution of All the Voting Members

- a) With unanimous agreement, all Voting Members may sign a resolution.
- b) This resolution is as valid as one passed at a General Meeting.
- c) It is not necessary to give notice or to call a General Meeting.
- d) The date on the resolution is the date it is passed.

# Section 4: Governance

## 1. The Board of Directors

The Board of Directors consists of eleven (11) Directors of the Society that consists of:

- a) Two (2) Director positions appointed by the Students' Union, University of Alberta;
- b) One (1) Director position appointed by the Graduate Student's Association, University of Alberta;
- c) Eight (8) Directors elected at the Annual General Meeting; and
- d) The Board of Directors may appoint ex officio members without voting powers to the Board.

### **1.1 Election of the Directors**

- a) At the first Annual General Meeting of the Society, the Voting Members elect the following Directors:
  - a. Four (4) Directors, each serving one (1) year term; and
  - b. Four (4) Directors, each serving two (2) year term.
- b) Voting members may re-elect a Director of the Board for a maximum of six (6) consecutive years.
- c) Staff members who have been terminated are not eligible to be elected to the Board.
- d) Eligible former staff members who wish to be elected must wait a full year after the year of their last day of work to be eligible to be elected.

### **1.2 Governance and Management of the Society**

- a) The Board governs and manages the affairs of the Society.
- b) The Board may hire a paid administrator(s) to carry out management functions under the direction and supervision of the Board.

### **1.3 Directors of the Society**

- a) The Directors hold office until re-elected or until a successor is elected.
- b) The Directors may not serve more than six (6) consecutive years.

### **1.4 Powers and Duties of the Board**

The Board may exercise all of the powers of the Society, except as limited to the ACT. The powers and duties of the Board include:

- a) Promoting the objects of the Society;
- b) Promoting membership in the Society;
- c) Hiring employees to operate the Society;
- d) Regulating employees' duties and setting their salaries;
- e) Maintaining and protecting the Society's assets and property;
- f) Approving an annual budget for the Society;
- g) Paying all expenses for operating and managing the Society;
- h) Paying persons for services and protecting persons from debts of the Society;
- i) Investing any extra monies in investments where the principal is guaranteed;
- j) Financing the operations of the Society, and borrowing or raising monies;
- k) Making policies for managing and operating the Society;
- l) Approving all contracts for the Society;
- m) Maintaining all accounts and financial records of the Society;
- n) Appointing legal counsel as necessary;
- o) Making policies, rules and regulations for operating the Society and using its facilities and assets;
- p) Selling, disposing of, or mortgaging any or all of the property of the Society; and
- q) Without limiting the general responsibility of the Board, delegating its powers and duties to the Executive Committee or the paid administrator(s) of the Society.

## **2. The Executive**

- a) The Executive consists the President, Vice-President, Secretary and Treasurer.

- b) At its first meeting after the Annual General Meeting, the Board elects from among the Directors the Executive positions.
- c) Students' Union and Graduate Student's Association Positions cannot hold Executive positions on the Board.

## **2.1 Duties of the Executive**

### **2.1.1 The President:**

- a) Supervises the affairs of the Board;
- b) When present, chairs all meetings of the Society, the Board and the Executive;
- c) Is responsible for ensuring reports are filed with the CRTC, Industry Canada, and any other non-financial regulatory bodies affecting the operation of CJSR;
- d) Is an ex officio member of all Committees;
- e) Acts as the spokesperson for the Society; and
- f) Carries out other duties assigned by the Board.

### **2.1.2 The Vice-President:**

- a) Presides at meetings in the President's absence. If the Vice-President is absent, the Directors elect a Chairperson for the meeting;
- b) Replaces the President at various functions when asked to do so by the President or the Board;
- c) Is a member of the Executive; and
- d) Carries out other duties assigned by the Board.

### **2.1.3 The Secretary:**

- a) Attends all meetings of the Society, the Board and the Executive;
- b) Keeps accurate minutes of these meetings;
- c) Distributes these minutes within two (2) weeks of the meeting in the following manner: send an electronic copy via e-mail to all Directors, store an electronic copy in an Internet archive accessible to all Society Members, post a printed copy on the premises of CJ SR, and provide hard copies for all Directors at the meeting where those minutes are approved;
- d) Has charge of the Board's correspondence;
- e) Makes sure a record of names and addresses of all Members of the Society is kept;
- f) Makes sure all notices of various meetings are sent;
- g) Makes sure annual fees are collected and deposited;
- h) Keeps the Seal of the Society when any such seal exists;
- i) Files the annual return, changes in the Directors of the organization, amendments in the Bylaws and other incorporating documents with the Corporate Registry; and
- j) Carries out other duties assigned by the Board.

### **2.1.4 The Treasurer:**

- a) Makes sure all monies paid to the Society are deposited in a chartered bank, treasury branch or trust company chosen by the Board;

- b) Makes sure a detailed account of revenues and expenditures is presented to the Board as requested;
- c) Makes sure an audited statement of the financial position of the Society is prepared and presented to the Members at the Annual General Meeting;
- d) Chairs the Finance Committee of the Board;
- e) Is a member of the Executive; and
- f) Carries out other duties assigned by the Board.

### **3. Committees**

#### **3.1 Establishing Committees**

- a) Committees are established by the Board to carry out work of the Board as defined in the Committee Terms of Reference;
- b) The Terms of Reference defines the Committee Roles and Responsibilities as granted and approved by the Board; and
- c) Any Committee or the Board may appoint Sub-Committees to carry out any part of another committees responsibilities; and
- d) A Director is appointed to chair a committee at the first Board meeting of the year.

#### **3.2 General Procedures for Committees**

- a) A Director chairs each Committee created by the Board;
- b) The Chairperson calls committee meetings;
- c) Committee Members maintain the Committee Terms of Reference that define the duties and privileges of the Committee as granted by the Board.
- d) Each Committee records minutes of meetings and distributes minutes to the Committee Members and Board of the Society; and
- e) Provides reports to each Board meeting;

#### **3.3 Standing Committees**

The Board establishes the following standing committees:

- a) Bylaw and Policy Committee;
- b) Finance Committee;
- c) Programming Committee;
- d) Community Relations and Events Committee; and
- e) Nominating Committee

##### **3.3.1. Bylaw & Policy Committee:**

- a) Consists of at least one (1) board member, who is the Chairperson, and two (2) other Members appointed by the Board.
- b) Is responsible for:
  - Recommends policies on framework, governance and advocacy;
  - Recommends recruiting, hiring, evaluation and dismissal, contracts of employment, salary and employee benefits;
  - Review all new policies and maintaining the policy manual;
  - Interpret policies in the event of a dispute;

- Report on the Committees activities during the year at the Annual General Meeting; and
- Carry out other duties assigned by the Board.

### **3.3.2. Finance Committee:**

- a) Consists of the Treasurer, who is the Chairperson, and three (3) other Members appointed by the Board.
- b) Is responsible for:
  - Recommends financial policies to the Board;
  - Investigates and makes recommendations to the Board for acquiring funds and property;
  - Recommends policies on disbursing and investing to the Board;
  - Establishes policies for Board and committee expenditures;
  - Arranges the annual audit of the books;
  - Reports on the Committees activities during the year at the Annual General meeting; and
  - Carry out other duties assigned by the Board.

### **3.3.3. Programming Committee:**

- a) Consists of at least one (1) board member, who is the Chairperson, and up to twelve other Members appointed by the Board
- b) Is responsible for:
  - Recommends policies that ensure quality programming;
  - Reports on the Committee's activities during the year at the Annual General meeting; and
  - Carry out other duties assigned by the Board.

### **3.3.4. The Community Relations & Events Committee:**

- a) Consists of at least two (2) Board members, one of whom is the Chairperson, and other Members appointed by the Board.
- b) Is responsible for:
  - Recommends policies regarding communications, membership and fundraising to the Board;
  - Promotes the annual Fund Drive; and
  - Carry out other duties as assigned by the Board.

### **3.3.5. The Nominating Committee:**

- a) Consists of at least two (2) Board members, one of whom is the Chairperson.
- b) Is responsible for:
  - Recruits nominees for each vacant Director position based on the requirements and values of the Society
  - Orientate new board members;
  - Ensuring the Board of Directors Director Manual is maintained and updated; and
  - Carry out other duties assigned by the Board.

#### **4. Resignation, Death or Removal of a Director**

- a) A Director, including the President, may resign from office by giving one (1) months' notice in writing. The resignation takes effect either at the end of the months' notice, or on the date the Board accepts the resignation.
- b) Voting members may remove any Director including the President before the end of their term. There must be a majority vote at a Special General Meeting called for this purpose.
- c) If there is a vacancy on the Board, the remaining Directors may appoint a Member to fill that vacancy until the next Annual General Meeting.
- d) Notwithstanding restrictions elsewhere in these Bylaws, the Board may appoint a Director who previously served six (6) consecutive or more consecutive years on the Board.
- e) If the vacancy is the result of the resignation, death, or removal of a Director before the first Annual General Meeting following the Annual General Meeting at which they were elected, at the Annual General Meeting following the resignation, the Members will elect an additional Director to serve a term ends at the close of the first Annual General Meeting at which this Director was elected.
- f) If the number of appointed Directors exceeds five (5), the Board will call a Special General Meeting, for the purpose of electing Directors, to occur no more than sixty (60) days after the sixth Director is appointed. If the Annual General Meeting is scheduled to take place within the period, the need for the Special General Meeting is waived.
- g) The Directors elected at the Special General Meeting serve terms that are the same as those of the Directors they replace.

#### **5. Meetings of the Board**

- a) The Board holds meetings no less than once every two (2) months.
- b) The President calls the meetings. The President also calls a meeting if any two (2) directors make a request in writing and state the business for the meeting.
- c) Seven (7) days' notice for Board meetings is given to each Board Member by in writing, telephone, or fax. Board Members may waive notice.
- d) 50% of the Directors at any Board meeting is a quorum.
- e) If there is no quorum, the President adjourns the meeting to the same time, place, and day of the following week. At least four (4) Directors present at this later meeting is a quorum.
- f) Each Director, including the President, has one (1) vote.
- g) A majority of the votes of the Directors present decides each issue and resolution.
- h) In the case of a tie, the President does not have a second or casting vote. In such a case, the motion is defeated.
- i) Where a Director stands to gain personally, whether materially or otherwise, from a decision of the Board that Director will abstain from voting on all votes pertaining to that decision.
- j) Meetings of the Board are open to Members of the Society or invited guests, but only the Directors may vote. A majority of the Directors present may ask any other Members, or other persons present, to leave.



- k) With unanimous agreement, all Directors may sign a resolution, this resolution is as valid as one passed at any Board meeting. It is not necessary to give notice or to call a Board meeting. The date on the resolution is the date it is passed.
- l) A meeting of the Board may be held by electronic means. Directors who participate are considered present for the meeting.
- m) Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Board.
- n) A Director may waive formal notice of a meeting.
- o) When required, a proxy must be specified in writing.
- p) No Director may hold proxy for more than one Director.
- q) A Director shall issue regrets in writing when unable to attend a meeting.

## **6. The Station Manager/Executive Director (SMED)**

- a) The Board may hire a Station Manager/Executive Director (SMED) to carry out assigned duties.
- b) The SMED reports to and is responsible to the Executive of the Board, and acts as an advisor to the Board.
- c) The SMED does not vote at any meeting.

### **7.1 The Station Manager/Executive Director (SMED):**

- a) Attends Society, Board, and other meetings, as required;
- b) Keeps the Board informed about the affairs of the Society;
- c) Establishes procedures, implementing and executing Board-approved policies;
- d) Delegates authority and responsibility as appropriate to staff, Board directors and other volunteers;
- e) Oversees the preparation of office procedure manuals, outlining specific duties and areas of responsibilities, recommending needed changes as required to the Board;
- f) Assists the Board in identifying Bylaws and policy in need of update/change and makes suggestions to the Board for approval;
- g) Ensures the Board fulfills all requirements of its stakeholders, including government, the Students' Union, Graduate Student's Association, CRTC, Corporate Registries (Societies Act), CRA, SOCAN, Workers Compensation and it's members;
- h) Posts and recruits for all job openings at the station and conducts hiring and selection process in conjunction with the HR Chair or Board designate;
- i) Works with the Board on governance policy issues by providing support and by initiating approved recommendations or actions;
- j) Recommends to the Board changes to policies and procedures that would improve the organization;
- k) Submits all information, reports, and records as requested or required by law, Bylaws and policy to appropriate regulatory and government officials or the Board;
- l) With approval of the Board, allocates and redirects funds as required based on operating realities;
- m) Manages the stations' accounts, cash flow, and any term deposits with the approval of the board;
- n) Ensures preparation of the annual budget for Board approval in conjunction with FACRA Treasurer.

## **Section 5: Finance and Other Management Matters**

### **1. The Registered Office**

- a) The Registered of the Society is located in Edmonton, Alberta; or
- b) Another place may be established at the Annual General Meeting or by resolution of the Board.

### **2. Finance and Auditing**

- a) The fiscal year of the Society in each year shall be May 1 to April 30.
- b) There must by an audit of the books, accounts and records of the Society at least once each year. A qualified accountant appointed at each Annual General Meeting must do this audit. At each Annual General Meeting of the Society, the auditor submits a complete statement of the books for the previous year.

### **3. Seal of the Society**

- a) The Board may adopt a seal as the Seal of the Society.
- b) The Secretary has control and custody of the seal, unless the Board decides otherwise.
- c) Only Directors or Employee authorized by the Board can use the Seal of the Society. The Board must pass a motion to name the authorized Directors and Employee.

### **4. Cheques and Contracts of the Society**

- a) The designated Directors of the Board sign all cheques drawn on the monies of the Society.
- b) Two (2) signatures are required on all cheques.
- c) The Board may authorize the SMED to sign cheques for certain amounts and circumstances. The SMED may not sign their own pay cheque or expense reimbursement cheque.
- d) All contracts of the Society must be signed by the Directors or other persons authorized to do so by resolution of the Board.

### **5. The Keeping and Inspection of the Books and Records of the Society**

- a) The Secretary keeps a copy of the Minute Books and records minutes of all meetings of the Members and of the Board.
- b) The Secretary keeps the original Minute Books at the Registered Office of the Society. This record contains minutes from all meetings of the Society, the Board, the Executive, and all other Board committees.
- c) The Board keeps and files all necessary books and records of the Society as required by the Bylaws, the Societies Act, or any other statute or laws.
- d) A Member wishing to inspect the books or records of the Society must give at least two (2) weeks' notice to the President or the Secretary of the Society of the member's intention to do so.

- e) Unless otherwise permitted by the Board, such inspection will take place only at the Registered Office, or other regular business premises operated by the Society, during normal business hours.
- f) All financial records of the Society are open for such inspection by the Members.
- g) Other records of the Society are also open for inspection, except for records that the Board designates as confidential.

## **6. Borrowing Powers**

- a) The Society may borrow or raise funds to meet its objects and operations. The Board decides the amounts and ways to raise money, including giving or granting security.
- b) The Society may issue debentures to borrow only by resolution of the Board confirmed by a Special Resolution of the Society.

## **7. Payments**

- a) No Member or Director of the Society receives any payment for his services as a Member or Director.
- b) Reasonable expenses incurred while carrying out duties of the Society may be reimbursed upon prior written Board approval.

## **8. Protection and Indemnity of Directors**

- a) Each Director holds office with protection from the Society. The Society indemnifies each Director against all costs or charges that result from any act done in his role for the Society. The Society does not protect any Director from acts of fraud, dishonesty, or bad faith.
- b) No Director is liable for the acts of any other Director or employee. No Director is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm, or Organization dealing with the Society. No Director is liable for any loss due to an oversight in error in judgment, or by an act in his role for the Society, unless the act is fraud, dishonesty or bad faith.
- c) Directors can rely on the accuracy of any statement or report prepared by the Society's auditor. Directors are not held liable for any loss or damage as a result of acting on that statement or report.

## **Section 6: Amending the Bylaws**

- a) These Bylaws may be canceled, altered, or added to by a Special Resolution at any Annual General or Special General Meeting of the Society.
- b) The twenty-one (21) days notice of the Annual General or Special General Meeting of the Society must include details of the proposed resolution to change the Bylaws.
- c) The amended Bylaws take effect after approval of the Special Resolution at the Annual General Meeting or Special General Meeting and accepted by the Corporate Registry of Alberta.

## **Section 7: Distributing and Dissolving the Society**

- a) The Society does not pay any dividends or distribute its property among its Members.
- b) If the Society is dissolved, any funds or assets remaining after paying all debts are paid to a registered and incorporated charitable organization. Members select this organization by Special Resolution. In no event, do any Members receive any assets of the Society.

Dear Finance Committee,

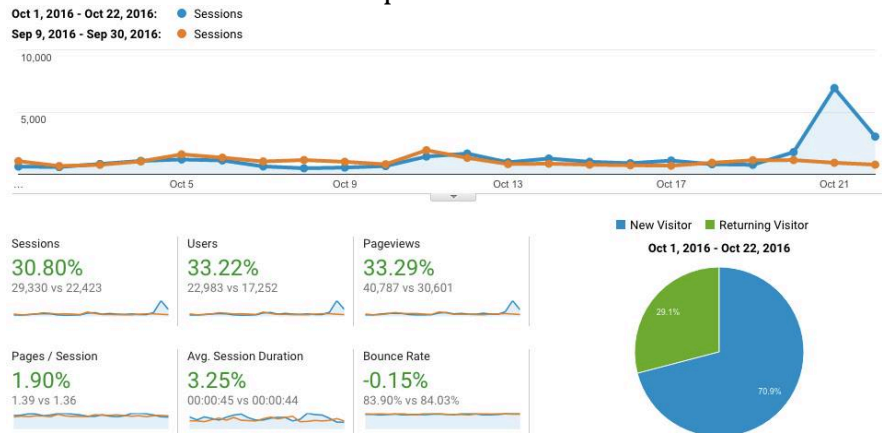
It's that time of year again where we have to prove to you that The Gateway is deserving of students' money. After a few years of what might be called soul-searching, I'm happy to report that I think we're moving in the right direction.

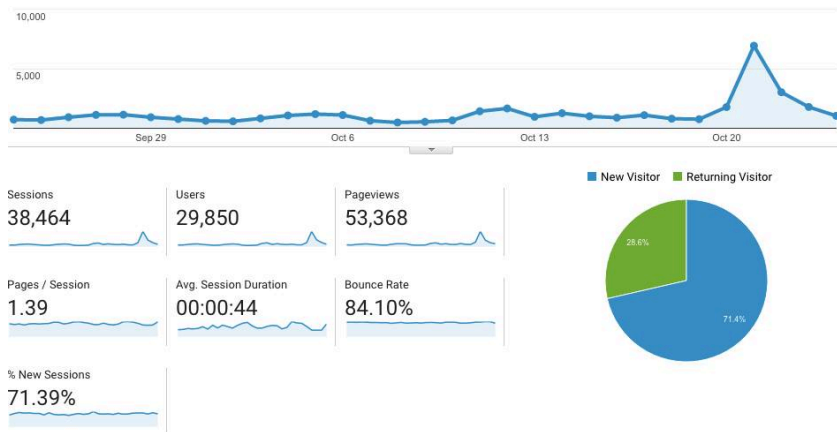
Obviously there is a lot different this year than in previous years. From an editorial perspective, after a few years of watching our print circulation decrease, we changed gears completely and we're now printing a monthly magazine. Our average circulation last year was 2,500 per weekly issue, and we've been seeing exponential decline in the past years.

The goal was to produce a print product that students, staff and anyone else on campus would want to pick up, while working on our online content to be timely and innovative. The September magazine has been successful, with pickup approaching 5,500, and October appears to be doing well too. We've noticed that pickup in SUB, HUB and especially CAB has improved, which is promising as those are general buildings with students of many different majors and inclinations. Other niche racks such as in Law, Fine Arts and Business are performing satisfactorily as well, and staff has established an effecting restocking and tracking system.

Some staff changes have altered our online plans somewhat this year, but given the major shift we had to undertake by establishing an effecting means of producing online content, it's going well. As print has declined, our online views have increased, and we're getting at least 40,000 page views per month, with the majority of those being unique views. People are also spending more average time on our pages, meaning that people are reading the content. To make our content more attractive, we plan our giving assignments to design volunteers, and the magazine content we've boosted for September has performed surprisingly well. Our next step in our online strategy is to solidify our social media presence and establish a unique, consistent voice.

Here are some recent Wordpress stats:





The editorial shift is definitely risky in certain senses, and it's also daunting because we're the first major Canadian student newspaper to change our format this dramatically in a very long time. The newspapers at the University of Calgary and UBC are paying close attention to what we're doing, and quality magazines on campus might be the way of the future for campus press, so trailblazing is something we're proud of.

Financially, the organization has seen some unprecedented change. We used to earn revenues of \$500,000 a year primarily due to ad sales, but the turn for the worse in print media ad sales has dramatically affected our yearly revenue to the point that the DFU now makes up 83% of our annual revenue rather than less than 50%. We've had to cut positions and all staff this year are experiencing pay cuts compared to last year, but financially at least we're stable and we have the ability to plan year-to-year.

The low ad sales have also made us rethink the organization, and our expenses haven't been lower in at least ten years: for example, combining the Editor-in-Chief and the Business Manager positions has saved us about \$40,000. A positive about operating mostly off the DFU is that there is no sales commission, allowing people to not take advantage of the organization.

I'd also like to note that our board has been active and there has been lively discussion at every meeting. Determining the best way of doing things is contentious, but what's important is that everybody cares and that everyone is doing what they think is best for the organization.

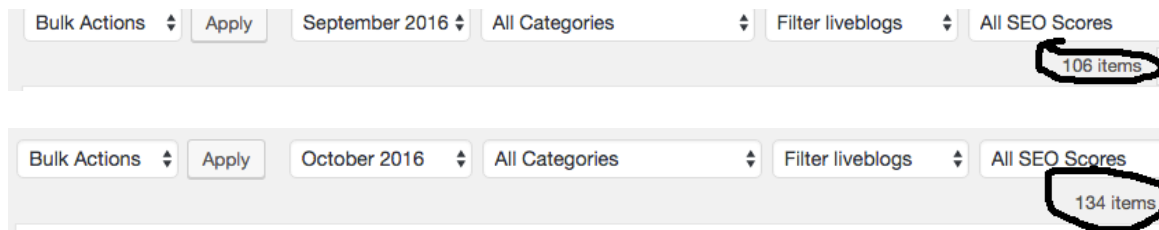
\*\*\*

For the DFU, we're required to provide evidence of fulfilling our mandate. Here is a point-by-point breakdown:

1. To publish at least four print issues and 500 unique content posts to the Gateway's website each Fall and Winter term

We have sent our November issue to the printer and we're working on the December issue. We'll likely have a Getaway of some sort this year too.

We estimated last year that we'd be able to produce 500 pieces of individual content per semester, and this semester we're on track to meet that goal. Here are some screenshots from our Wordpress on October 21:



We should meet 250 by the end of October. We also have a regular stream of volunteers unlike we did in September, so based on the October numbers, we'll likely exceed 250 for this semester.

2. to offer advertising rates discounted by at least ten percent to the Students' Union and registered student groups;

Questions about our ad sales relationship with the SU should be directed toward Nigel Brachi. He tells me the Gateway has been offering the same deal for a while now. According to our website, student groups interested in advertising are encouraged to contact me, in which I inform them of their discount.

3. to develop, advertise, and implement actions to resolve complaints about the editorial policy of the Gateway and its staff;

Our policies are posted on our website under the "About" section. The complaints procedure can be found in Section 6, Article 4 of our policies.

4. to devote a portion of any budget surplus to providing scholarships for undergraduate students

Two students, Nathan Fung and Ruby Prinsen, received awards this October and we will continue the practice of awarding scholarships.

If people like what they see, dislike what they see, or would like to contribute to The Gateway through volunteering writing or their time for Outreach events, let me know or drop by the office on the third floor of SUB. The shift ensures that The Gateway remains a relevant host for student voices, and our mandate is to publish a multiplicity of voices. Our content is as strong as the students who support us.

Josh Greschner





University of Alberta Students' Union

## **FINANCE COMMITTEE**

**Monday October 31 , 2016**

**4:30 PM**

**SUB 6-06**

### **ATTENDANCE**

NAME	PROXY	PRESENT
Robyn Paches (Chair)		Y
Victoria Dejong		Y
Francesca El Ghossein		Y
Dorsa Nahid		Y
Brandon Prochnau	Delane Howie	Y
Nicole Hammond		Y
Reed Larsen		Y
Saba Al Hammouri		N
Levi Flaman		N

### **MINUTES (FC-2016-08)**

**2016-08/1            INTRODUCTION**

**2016-08/1a            Call to Order**

Meeting called to order at 4:32 PM.

2016-08/1b

**Approval of Agenda**

***DEJONG/HAMMOND moved to approve the agenda for October 31, 2016.***

***7/0/0***

***CARRIED***

2016-08/1c

**Approval of Minutes**

**HAMMOND** requested to amend the minutes on 3b to reflect that she thought it was demonstrated in both SLS and in APIRG.

***HAMMOND/NAHID moved to approve the minutes for October 24, 2016 as amended.***

***7/0/0***

***CARRIED***

2016-08/2

**QUESTION/DISCUSSION PERIOD**

2016-08/3

**COMMITTEE BUSINESS**

2016-08/3a

**PACHES** moves that Finance Committee recommend to Student Council the release of \$45,000 from the Capital Reserve for the purpose of a feasibility student for the Myer Horowitz Renovations.

General Manager Marc Dumouchel and myself are doing a presentation on update to Myer Horowitz Theatre on Council Meeting tomorrow. Marc will discuss the technicalities and I will discuss my efforts for fundraising.

My actions in planning the \$10 million fundraising campaign include talking to a lot of professional fundraisers like Mike House (CEO of the Stollery of Children's Hospital Foundation), Douglas Stollery (Chancellor), friends of Myer Horowitz, and a lot of people involved in the charity world.

Fundraising has a lot of risks, and I want to mitigate those risks. My ultimate goal is to not ask for students for any money and do it completely fundraising. Realistically, I am not sure if we can get away with that completely.

Thus, I bring the Feasibility Study which is an industry standard in

fundraising that is one of the very first steps before a major campaign. It is conducted by a third party consultant group that will facilitate meetings with many different prospective donors as well as prominent people in the community to see their interest, capacity, and funding model to a project like Myer Horowitz Theatre. The main point is that it tells us information so we have the ability to make a judgement call and an educated decision.

I propose to the Finance Committee to recommend to Students' Council that we pull \$45,000 out of the Capital Fund. We usually pull money out of Capital Reserve for projects such as this that are investments to improve existing or new infrastructure. The \$45,000 will cover the cost of the feasibility study.

This study is a tool to provide comfort for donors and granting because we can say that we consulted with a professional firm who said the project is feasible so their donation is safe.

ViTreo was highly recommended by the Office of Advancement and they do most fundraising campaigns for the university specifically the most recently successful Devonian Botanical Garden because it was fully funded.

The reason that this is a timeliness issue is if it is approved to start on November, the final presentation will come until February 2017. We need to start fundraising as soon as we can.

**DEJONG**

Have you contacted any of the references? I'm curious about the support that they'll give the SU to implement their whole plan.

**PACHES**

That is completely dependent on their findings and in the actual plan. When I asked Scott about this, he said it is completely dependent on what the results of the report are.

**EL GHOSSEIN**

Is the report going to report findings and recommendations?

**PACHES**

Yes. Part of the report too is how to structure fundraising. It is a collaborative approach with this company.

**LARSEN**

What if you are not in the organization next year, do they provide ways for turnover?

**PACHES**

I believe is is a tool for the turnover because the report itself can handed from VP to VP. I flagged him that we want that as part of the report.

**DEJONG**

If we get the report, follow it accordingly and it doesn't work out the way they predicted it would, is there anything they do for us after that?

**PACHES**

I don't believe so, but at that point, they would step in and give us advice. He did tell me a story of an organization where they expected to fundraise \$10 million and in the end, they needed to fundraise over \$70 million for the project. However, that group had unrealistic goals, and ViTreo worked with them to give advice like applying for grants, etc. I think it is a collaborative process.

**EL GHOSSEIN**

We are reference to them in the future, so I think it is in their interest to follow up.

**PACHES**

Another thing to mention is my goal that we sustain the momentum of fundraising even after turnover of office which is why we need as many tools like this as possible.

Is there any questions that you think would come up?

**HOWIE**

Did you look at other companies to look for feasibility plan that might be cheaper?

**EL GHOSSEIN**

Why this company?

**PACHES/HAMMOND upon recommendation of the Finance Committee move that Student Council release \$45, 000 from the Capital Reserve for the purpose of the Feasibility Study for the Myer Horowitz Theatre Renovations.**

**7/0/0**

**CARRIED**

**2016-08/5**

**INFORMATION ITEMS**

**2016-08/6**

**ADJOURNMENT**

Meeting adjourned at 5:00pm

**2016-08/6a**

**Next Meeting:** November 14th, 2016 at 4:00pm

**SUMMARY OF MOTIONS**

<b>MOTION</b>	<b>VOTES</b>
<b>PACHES/HAMMOND upon recommendation of the Finance Committee, move that Student Council release \$45, 000 from the Capital Reserve for the purpose of the Feasibility Study for the Myer Horowitz Theatre Renovations.</b>	<b>7/0/0 CARRIED</b>