Member Kit





ANNUAL GENERAL MEETING

Date	Time	Location
	6:15 pm Doors Open on location	TELUS Spark Science Centre
Wednesday, March 15, 2023	6:45 pm Virtual Lobby Opens	220 Saint George's Drive NE,
	7:00 pm Call to Order	Calgary, AB

AGENDA

- 1. Call to Order
- 2. Declaration of Quorum
- 3. Opening Ceremonies and Introductions
- 4. Rules of Order
- 5. Approval of Agenda
- 6. Approval of AGM Minutes (March 9, 2022)
- 7. Financial Report (F2022)
- 8. Board Governance Report
- 9. Resolution: Bylaw Amendments
- 10. CEO Report
- 11. Q&A
- 12. Board Election Results
- 13. Recognition of Retiring Board Members
- 14. Adjournment



RULES OF ORDER

- 1. Meeting rules and procedures shall be in compliance with all legislative, by-laws, and policy requirements.
- 2. The only persons entitled to be present at a meeting are those entitled to vote, the auditor of the credit union, invited persons and others who, although not entitled to vote, are entitled or required under any provision of *The Credit Union Act* to be present.
- 3. No business shall be transacted at a meeting absent quorum. In the absence of quorum, the Chair shall adjourn the meeting to a date not more than forty (40) days thereafter.
- 4. Subject to any restrictions in the by-laws only a member or designated representative may make motions, speak in debate, or vote at a meeting.
- 5. A resolution is out of order if written Notice of the Resolution, required by the *Act* and or *bylaws*, is not provided as required.
- 6. A member, or designated representative, must identify by name to engage in motion making debate.
- 7. A member, or designated representative, wishing to speak on any matter, at a meeting, must wait to be recognized by the Chair.
- 8. Apart from procedural motions related to conduct of the business of the meeting, the only motions or resolutions that shall be in order are those that are included in the approved agenda for the meeting.
- 9. A motion to amend a resolution, which is included on the agenda, shall be in order provided that the amendment reasonably pertains to the subject matter of the original resolution.
- 10. On each motion a member, or designated representative, may speak twice, but for no longer than three minutes per occasion. The motion maker may speak first if preferred, prior to any other speaker.
- 11. Debate via the virtual Q&A function or in person must be relevant and related to the pending motion. Voting will be by virtual ballot vote (poll).

- 12. Except for matters requiring a special resolution all matters at a meeting shall be determined by majority vote.
- 13. All persons present at a meeting must be respectful to others and avoid personal attacks, or disorderly or discourteous behaviour. Any person causing a disturbance will be requested to leave and may have a security escort.
- 14. Reports are deemed to be received when presented or read before a meeting. Reports do not need to be approved, or accepted, by a carried motion.
- 15. A report with recommendations must be adopted or accepted by carried motion, for recommendations in a report to be considered approved.
- 16. The Chair may declare the meeting adjourned on conclusion of all business listed in the order of business or identified on the adopted agenda.
- 17. Robert's Rules of Order, 12TH Edition shall be a source of reference and guide concerning procedural matters at a meeting.

Electronic Meetings:

- 18. Technical requirements and malfunctions: Each member is responsible for his or her audio and internet connections; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
- 19. Forced disconnections: The chair may cause or direct the disconnection or muting of a member's connection if it is causing undue interference with the meeting. The chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.
- 20. Virtual assignment of the floor: To seek recognition by the chair, a member shall type their question into the Q&A box. Questions will be verbalized by the Chair or designate and also answered verbally. In the event a question not pertaining to the business of the agenda is posed, a response will be provided in the Q&A Box with an opportunity for the member to have their question addressed outside of the meeting by an appropriate representative of Connect First Credit Union Ltd.
- 21. Video display: [For groups using video, but in which the number of participants is too large for all to be displayed simultaneously:] The chair, the Recording Secretary, or their assistants shall cause a video of the chair to be displayed throughout the meeting and shall also cause display of the video of the member currently recognized to speak or report.



MINUTES

Annual General Meeting

Wednesday, March 9, 2022 Hybrid/Virtual Meeting Hosted by One West Experience Factory

IN PERSON:

Board Members:

Andrew Eberl, Chair	Matthew Becker
Michel Cantin, 1 st Vice-Chair	Karim Teja
Carey Taubert, 2 nd Vice-Chair	Robert Petryk
Charlie Van Arnam	Anne Johnson
Cindy Skrukwa	Tim Rose *remote
Doug van Spronsen *remote	Wendy Metzger

Management:

Wellington Holbrook, CEO	Kendra Holland, Chief Credit & Risk Officer
Paul Kelly, Former CEO	Sandi Kaye, Chief Financial Officer
Bob Webb, Chief People & Culture Officer	Rachael Golembuski, Chief Audit Officer
Catherine Boynton, Chief Technology Officer *absent	Jackie Barber, Chief Strategy & Innovation Officer *remote

Guests:

Joe Yurkovich, Parliamentarian	Colton Lefthand, Stoney Nakoda First Nation
Darlene Harris, elected board candidate	Cody Lefthand, Stoney Nakoda First Nation
Paul Rossmann, elected board candidate	
Will O'Yeung, elected board candidate	

Recording Secretary: Sara Scott, Board Executive Assistant

CALL TO ORDER

Mr. Eberl called the meeting to order at 7:00 p.m. and announced that 183 members were in attendance at call to order virtually and in person, thereby establishing a quorum.

Mr. Eberl invited Colton and Cody Lefthand from the Nakoda Stoney First Nation to open the meeting with a prayer and blessing.

A short video was presented to showcase connectFirst and former CEO, Paul Kelly was invited to share a few words about our credit union's journey.

Mr. Eberl welcomed everyone attending in person and virtually and reviewed the functionality of the platform and features to be used. All motions presented will use the virtual polling feature to cast votes.

Mr. Eberl introduced 1st Vice Chair Michel Cantin who would assume the role of chair if Mr. Eberl experienced technical difficulties or was unable to continue. He then introduced CEO, Wellington Holbrook and Mr. Joe Yurkovich (attending virtually) who acted as Parliamentarian.

RULES OF ORDER

Mr. Eberl referred to the Rules of Order that were contained in the member information package.

MOTION: Tim Crowe | Adele Ward

To approve the Rules of Order as presented. Carried.

APPROVAL OF AGENDA

A Mr. Eberl addressed the agenda and asked for a motion to approve as presented.

MOTION: Cindy Royale | Barry Britto

To approve the agenda as presented by unanimous consent. Carried.

APPROVAL OF MINUTES

Mr. Eberl addressed the minutes from the March 10, 2021 AGM. Seeing no corrections or questions arising from the minutes, he asked for a motion to approve the minutes as presented.

MOTION: Krystal Green | Stephanie Stone

To approve the March 10, 2021 minutes as presented. Carried.

FINANCIAL REPORT (F2021)

A Eberl informed the membership of reports presented within the published materials:

- Audit & Finance Committee Report
- Risk Committee Report

 F2021 Financial Statements, Management's Discussion & Analysis and KPMG External Auditor's Report.

A Eberl invited Sandi Kaye, Chief Financial Officer to present details of the financial reports. It was noted that the credit union's results were the best reported in 83 years.

BOARD GOVERNANCE REPORT

A Eberl referred the membership of the Board Governance Report available in published materials and provided an overview of connectFirst's governance activities in 2021. Top items included:

- Governance Policy Review (DEI, Remuneration, Core Competency Framework)
- Enterprise Risk Management Framework to assess risk
- Merger with SPARK the Energy Credit Union
- CEO Executive Search

A. Eberl then invited CEO, Wellington Holbrook to present his report to the membership

CEO REPORT

W. Holbrook thanked the Board for the opportunity to serve connectFirst as the next CEO.

Looking forward to the future, W. Holbrook provided a snapshot of connectFirst's plans to improve our member experience by:

- Updating the digital app including new design and functionality
- Increasing expertise in lines of business including Independent Business, Agriculture, Busines Banking and Wealth.
- Creating a Consumer and Concierge Team who work in the branch locations and answer member calls, ready to have a conversation with our member and provide the expertise needed.

BOARD ELECTION RESULTS AND TRIBUTE TO RETIRING DIRECTORS

Mr. Eberl then invited Michel Cantin, Nominations Committee Chair to present the 2022 Director Elections results.

Mr. Cantin provided his report on the process and results of the 2022 director elections. He congratulated the successful candidates and thanked the outgoing directors.

The successful candidates announced were:

- Andrew Eberl, 3-year term
- Darlene Harris, 3-year term
- Matt Becker, 3-year term
- Paul Rossmann, 1-year term

• William O'Yeung, 3-year term

Mr. Cantin then turned the meeting back over to Chair, Andrew Eberl. Mr. Eberl asked if there were any questions relating to the election process, Mr. Cantin confirmed there were no questions.

C. Taubert, 2nd Vice Chair was invited to acknowledge and thank the retiring directors on behalf of connectFirst:

- Doug Van Spronsen
- Tim Rose
- Wendy Metzger

Mr. Eberl addressed the destruction of voting ballots from the 2022 Board Election.

MOTION: Sherise Thompson | Andrea Grassl

To approve the destruction of ballots from the 2022 Board Election.

During the virtual poll of the motion to destroy ballots for the 2022 Director Election, a technical anomaly prevented some members from viewing the poll and casting their vote. As a result, the ballots will not be destroyed and will be held securely until the next AGM, at which time the motion to destroy the 2022 and 2023 ballots will be presented.

ADJOURNMENT: The AGM was adjourned by A. Eberl at 7:59pm.



AUDIT & FINANCE COMMITTEE REPORT

The role of the Audit and Finance Committee ("AFC") is to ensure that an independent and effective control framework for the protection of member assets has been implemented by management of connectFirst Credit Union ("connectFirst"). It does this by reviewing reporting on the assessment, management and monitoring of the financial integrity and internal control environment of the Credit Union. The AFC consists of five directors and as required by the Credit Union Act, the committee met on a regular basis in fiscal 2022. Key activities included:

- Reviewed financial performance, including comparison of actual results to budget and trend analysis
- Reviewed the quarterly and annual audited public financial statements and notes to the financial statements, prepared in accordance with International Financial Reporting Standards (IFRS), and recommended their approval to the Board of Directors
- Met with internal and external auditors on a quarterly basis to review accounting and auditing issues
- Reviewed the external auditor's report of Connect First Credit Union Ltd. as completed by the external auditor, for the year ending October 31, 2022
- Reviewed and approved the Management Discussion & Analysis for the year ending October 31, 2021
- Supported the recruitment process of the Chief Financial Officer through involvement of the AFC Chair in the shortlisted candidates' review process including participation in the interview with the final candidate
- Reviewed all Financial and Statistical reports as submitted to our regulator
- Reviewed internal and external audit reports, including scope, plan, audit methods, quality of reporting, and audit results
- The AFC Chair and committee members directly participated in the external auditor's Request for Proposal ("RFP") process alongside management, including the review and challenge of the participating firms, ahead of the final selection and recommendation of the appointment of the selected external auditor to the Board
- Monitored areas of financial risk including asset liability management, capital, liquidity and investments
- Reviewed and recommended distribution of earnings through common share and investment share dividends for the fiscal year to the Board
- · Reviewed and approved the credit union's borrowing facilities
- Reported the committee's activities and action plans to the Board of Directors

The AFC is pleased to report to the members of connectFirst that it receives full cooperation and support from management, thus enabling it to play an effective role in risk oversight, and enhancing the overall control environment at connectFirst.

The AFC, relying on management reports, internal audit reports, and external audit reports, believes that connectFirst operates using sound business practices, benefits membership and protects the assets of the organization.

Respectfully submitted,

Carey Taubert Audit and Finance Committee Chair



RISK COMMITTEE REPORT

The Risk Committee assists the Board of Directors in fulfilling its oversight responsibilities. It does this by reviewing reporting on identification, assessment, management and monitoring of risks and controls which management and the Board have established. The Risk Committee consists of five directors who met on a regular basis in fiscal 2022 to complete its responsibilities. Key activities included:

- Monitored loan delinquency levels and reviewed the allowance for impaired loans, as reported by management. This monitoring ensures that the board is satisfied that management has properly accounted for anticipated future loan losses.
- Discussed emerging risks faced by the Credit Union, either brought forward by management or by committee members.
- Received reports from management on significant activities such as the risks related to Thirdparty or Vendor risk, evolving technology employed at or planned for the Credit Union, and IT governance maturity assessments.
- Monitored market risk, credit risk, competition risk, cyber security risk and technology risk levels asthe significant risks that may impact the Credit Union, as reported by management.
- Monitored the continuing maturity of the Credit Union's Enterprise Risk Management (ERM) program.
- New committee members attended an orientation session on the ERM program at connectFirst, to understand the ERM Framework and benefits of the ERM program.
- Monitored the Credit Union's Enterprise Strategic Risk Appetite Statements during the year, which set out the nature and extent of risks that are acceptable to the Credit Union to incur in pursuit of its Strategic Direction.
- Reviewed and recommended key policies for Board approval to ensure that board policies reflect any changes in applicable legislation, regulations, or industry best practices, and remain aligned with management policies.
- Followed the Terms of Reference for the Risk Committee to make certain that board and management responsibilities with regards to Risk Management continue to be defined and understood.
- Reported the Committee's activities and action plans to the Board of Directors.

The Risk Committee is pleased to report to the member of connectFirst that is receives full cooperation and support from management, thus enabling it to play an effective role in risk oversight and enhancing the overall control environment at connectFirst. The Risk Committee, relying on

management reports, internalaudit reports, and external audit reports, believes that the Credit Union operates using sound business practices, benefits the membership and protects the assets of the Credit Union. In 2022, our connectFirst team did a remarkable job of identifying and managing risk throughout a high-risk environment. Across our organization, a risk awareness culture and risk management maturity were clearly demonstrated and are commended by the Board Risk Committee.

Respectfully Submitted,

Bob Petryk Risk Committee Chair



BOARD GOVERNANCE REPORT

The Board of connectFirst Credit Union is committed to democratic governance and ensuring it achieves the highest standards of excellence in the quality and effectiveness of governance. This means maximizing member value, staying connected and relevant to local communities, ensuring the long-term financial health of our organization through our strategic oversight, and embracing our cooperative roots and credit union uniqueness. These governance goals are pursued in the spirit of transparency, openness, teamwork, and accountability.

This governance report is intended to provide you – our members – with a holistic view of what your Board of Directors does and how their work adds value to the membership.

While we continually evolve our board practices with the goal of striving for governance excellence, we consistently hold ourselves accountable to four key governing principles:

- **Relevance** ensuring that the board is connected to and relevant to the membership it serves.
- **Renewal** ensuring that our governance practices provide for the opportunity to bring on new board members.
- **Effectiveness** ensuring that we have skilled and knowledgeable board members and a process for assessing the effectiveness of our governance.
- **Accountability** ensuring that we are accountable to our members in the oversight we provide and that the decisions we make are in the best interests of the credit union.

We believe transparency is a key element of board **Accountability**. As part of its annual responsibilities, our board reviewed and amended policies, conducted a full bylaw review, provided guidance on major transformative business initiatives, and continued to strive for governance excellence in our oversight of the credit union.

As it relates to board **Relevance**, through our regular meetings we were informed with what was happening with our members and in our communities. We focused our discussions on understanding member impacts – both to our individual members and our business members and on the financial impacts to the credit union itself. We provided oversight to ensure our leadership's response was effective, and that the long-term financial health of our credit union was a focus.

We provided oversight to some of the major transformative initiatives underway in our credit union and continued our oversight of emerging risks through the application of connectFirst's Enterprise Risk Management framework. This ensures we can identify, assess, and monitor the risks yielding significant consequences on the achievement of the goals, financial resources, or reputation of connectFirst.



Additionally, as a key responsibility of the board, we spent time in Q3 2022 reviewing our governing bylaws to align with best practice, current communication channels and ensure clarity around the requirements of designated representatives, as it relates to member voting and board involvement. These bylaw amendments are on the agenda to be approved by you, the members.

We continue to evaluate and provide oversight to our business strategy. We challenged ourselves and management look at the financial landscape, emerging trends and alternative options with a lens open to possibility. The outcome from our discussion was a strengthened strategic direction to differentiate, expand and transform and increased understanding of activities and investments for an efficient and effective delivery.

Our credit union continues to be grounded in its commitment to make money make a difference – to be a beacon for financial success and prosperity in our province. To understand and connect our members with the knowledge and tools they need to prosper.

Through the process, strategic guideposts to differentiate, expand, and transform provide us with a solid foundation and set our credit union on a course for success.

In support of board **Renewal**, we focused our recruitment goals through our call for director candidates during September and October. We promoted this opportunity to our members on our websites, advertisements in local newspapers, referencing it in our social media, posters in branches, and on displays on our digital screens. We also engaged leadership and members of the Nominations Committee to promote the opportunity through their networks. We appreciate that this is a journey, and the Board Governance Committee continues to make Diversity, Equity and Inclusion (DEI) an important focus of the Board as a whole to encourage a larger pool of diverse candidates during our annual call for candidates process.

We reflected on and introduced practices intended to support board **Effectiveness** through the annual review of governance policies, development, processes for committee population and election of board leadership.

Changes were made to better reflect a focus on DEI that aligns with the approach increasingly taken by the broader connectFirst organization. The role DEI plays in building a highly effective and competent board, an expanded definition of diversity, and enhanced language for definitions of equity and inclusion continue to be focuses of our board. In 2022, our board struck a special DEI Panel to research and recommend areas of improvement in development and education for our board members. Our DEI Committee participated in the CEO DEI Advisory Committee made up of connectFirst employees, to better understand ways the board can actively support and encourage diversity, equity and inclusion through board practices, discussions, and the renewal of its members.

Additionally, in striving to continually enhance the effectiveness of your board, we reviewed our core competency approach which sets minimum competency expectations for all members of the board to achieve within a specified period. The overall framework was enhanced to include behavioural attributes to focus on demographic quality and attitudinal competency that a board member may bring to the table.



From an **Accountability** perspective, our newest initiative is establishing our Environmental Social Governance, or ESG, proposition to enable us to use this lens to evaluate all our strategic discussions.

Finally, a key governance responsibility of any board is to select and hire the CEO, and as part of their fiduciary due diligence, ensure that the sources of talent, both within and outside of the organization, are being considered. Selecting the CEO is therefore one of the most important decisions a board will make. In February 2022, we welcomed a new CEO, Wellington Holbrook, who led our credit union in the development and launch of our new brand that brought awareness to our long-established mission, vision, and values.

In Fall 2022, we received the resignation of our CEO which led to the appointment of Kendra Holland as interim CEO. Under Kendra's leadership, the Board was able to give complete focus on recruitment of a permanent CEO.

In this context, the connectFirst Board undertook a CEO search in which qualified internal and external potential candidates were identified and invited to apply for the position. We engaged a highly respected external search firm in Leaders International. This approach allowed us to create benchmark data to compare candidates and provided objectivity in the process. To ensure fairness and equity in our decision making, utilizing Leaders International candidate assessment tools, all candidates were measured against the same, appropriate benchmarks. The professional, objective input that Leaders International provided improved the quality of our selection process and resulted in the successful recruitment of Don Coulter in February 2023.

In addition to providing governance oversight for credit union operations, in late 2022, the board of directors engaged in preliminary partnership discussions with Servus Credit Union.

On March 3, 2023, we formally announced to our employees and members the intention to merge with Servus Credit Union.

Recognizing that our members and our employees have been through an extraordinary amount of change over the last few years with previous mergers, digital conversations, and leaders, we didn't enter these conversations lightly. We understand the immense responsibility the board has to this credit union, our members, and our employees.

connectFirst and Servus have developed a set of guidelines within a Memorandum of Understanding, which will provide structure to the conversations as we move ahead.

We are early on in our conversations and have lots of work to do. There will be the opportunity for our members to learn more and ultimately vote on the decision once our due diligence and regulatory review are complete.



Board Attendance

Regular Board Attendance for April 1, 2022 – March 14, 2023			
Board Member	Committee Meetings Recorded Absence	Board Meeting Recorded Absence	In Compliance
Anne Johnson Governance Committee Vice Chair Nominations Committee Chair	none	none	Yes
Andrew Eberl Board Chair, Governance Committee Member HR Committee Member	none	Jan. 17 – ad hoc Board	Yes
Carey Taubert Board 2 nd Vice Chair Audit & Finance Committee Chair HR Committee Member	none	none	Yes
Charlie Van Arnam Risk Committee Member Governance Committee Member	none	none	Yes
Cindy Skrukwa HR Committee Member Risk Committee Vice Chair Alberta Central Board Representative	none	none	Yes
Darlene Harris Risk Committee Member Audit & Finance Committee Member	none		Yes
Matthew Becker HR Committee Chair Nominations Committee Member	none	Jan. 24 ad hoc Board	Yes
Michel Cantin Board 1 st Vice Chair Governance Committee Chair Nominations Committee Vice Chair	none	none	Yes
Karim Teja HR Committee Vice Chair Audit & Finance Committee Vice Chair	none	Sep. 20 Board Jan. 24 ad hoc Board	Yes
Paul Rossmann *resigned Oct. 31 2022 Governance Committee Member Audit & Finance Committee Member	none	none	Yes
Robert Petryk Audit & Finance Committee Member Risk Committee Chair Alberta Central Board Representative	none	none	Yes
William O'Yeung Nominations Committee Member Risk Committee Member	none	none	Yes



Compensation

The Board maintains a Board Remuneration Policy, which is reviewed every two years with any recommendations for change being validated by an external third party.

In the chart below, you will find Board members annual remuneration for F2022 (November 1, 2021 – October 31, 2022) based on the flat-fee retainer model within policy. The greater expectations and time commitment required of those in board leadership roles, i.e., Board Chair, 1st and 2nd Vice Chair, and/or Committee Chair roles, is acknowledged and rewarded through a differentiated remuneration level.

Board Member	Flat-Fee Retainer
Anne Johnson Governance Committee Vice Chair Nominations Committee Chair	33,614.56
Andrew Eberl Board Chair, Governance Committee Member HR Committee Member	61,250.00
Carey Taubert Board 2 nd Vice Chair Audit & Finance Committee Chair HR Committee Member	40,833.28
Charlie Van Arnam Risk Committee Member Governance Committee Member	30,625.00
Cindy Skrukwa HR Committee Member Risk Committee Vice Chair Alberta Central Board Representative	30,625.00
Darlene Harris Risk Committee Member Audit & Finance Committee Member	17,937.50
Matthew Becker HR Committee Chair Nominations Committee Member	35,729.12
Michel Cantin Board 1 st Vice Chair Governance Committee Chair Nominations Committee Vice Chair	50,968.82



Karim Teja HR Committee Vice Chair Audit & Finance Committee Vice Chair	30,625.00
Robert Petryk Audit & Finance Committee Member Risk Committee Chair Alberta Central Board Representative	35,729.15
William O'Yeung Nominations Committee Member Risk Committee Member	17,937.50
Current Board Members - Total	385,874.93

Retired Board Member	Flat-Fee Retainer
Doug van Spronsen (Nov. 1, 2021 – Mar. 30, 2022) **	12,687.50
Paul Rossmann (Mar. 10, 2022 – Oct. 31, 2022) ***	17,937.50
Tim Rose (Nov. 1, 2021 – Mar. 30, 2022) **	12,687.50
Wendy Metzger (Nov. 1, 2021 – Mar. 30, 2022) **	12,687.50
Retired /Resigned Board Members – Total	56,000.00
OVERALL TOTAL	441,874.93

^{*}Initial Term - Board Members reimbursed from Mar. 2022 – Oct. 31, 2022 ** Retiring Board Members: Reimbursed from Nov. 1, 2021 – Mar. 2022 *** Board Member resigned position October 31, 2022

Respectfully submitted,

Andrew Eberl, Board Chair