# ANNUAL REPORT 2012

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## Agenda 59<sup>th</sup> Annual General Meeting

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#### **Minutes of Annual General Meeting**

#### March 20, 2012

The 58<sup>h</sup> Annual General Meeting of QuintEssential Credit Union Limited was held at the Bay of Quinte Country Club, Highway # 2 West, Belleville, Ontario on Tuesday March 20, 2012.

The Chair, Alex Shatford called the meeting to order at 7:07 pm

The Registration Report was given and showed that 51 members and 3 guests were in attendance. Secretary Dianne Hadley declared that there was a quorum and the meeting could proceed.

Alex Shatford welcomed all members and guests and thanked them for their interest and support of the Credit Union.

Alex Shatford asked all members to observe a moment of silence to honour those members who had passed away in 2011

#### **Approval of Agenda:**

Alex Shatford asked for approval of the agenda as printed in the Document Package provided to each member in attendance.

Moved by Eric Hovinga and seconded by Keith Lumley

All in favour Motion Carried

#### **Previous Minutes from 2011 AGM:**

Alex Shatford asked for a motion to approve the Minutes of the 2011 AGM, held at the Bay of Quinte Country Club, March 22, 2011

Moved by Barb MaGee and seconded by Debbie Armstrong

All in favour Motion Carried

#### **Board of Directors Report:**

Alex Shatford, chair of the Board of Directors, presented his report. Alex commented on the positive financial results for the year despite the challenges of a faltering economy resulting in a strong financial position for the credit union. Completion of the data conversion has produced a banking system staff and members are satisfied with. Although during 2011, we received resignations for two Board Directors, we completed our annual planning session confirming our Vision, Mission, Values, Future Direction and Strategic Goals for 2012 and beyond focusing on profitable growth and care for the community. Alex thanks members for continued support and the Board, Management and Staff for hard work and committed service.

#### **Nominating Committee Report:**

Dianne Hadley presented the nominating committee report stating 5 positions open, three positions for 3 years and two for 1-year terms. Joe Aitchison, Bill Headon and Keith Jennings' term of office has expired. Keith Jennings has decided not to seek re-election. There being five candidates for five director positions,

the candidates were declared elected by acclamation. Dianne asked the candidates to address the membership for up to two minutes to introduce themselves and present their qualifications. Two candidates are out of country but provided their introduction, which were read by board members Dianne Hadley and Eric Hovinga.

#### **Candidate Addresses:**

Candidates for director positions, in alphabetical order are: Joe Aitchison, William Burns, Bill Headon, Chris LeSage and Ken Marazzo

#### Report of the President and CEO:

Ron Harrison, President and CEO, presented his report and explained that 2011 was a challenging year financially as the economy was affected by global economic imbalances. Nevertheless, he reported that the credit union still recognized a profit for the year. Ron went on to note that our assets totaled \$100,905,767, reaching a new benchmark of which we are proud. He thanked staff and the Board of Directors for their time and dedication. See complete report on page 9 of the 2011 Annual Report.

#### **Report from Lending Services Manager:**

Ron Harrison, CEO, presented the report highlighting a small decline in personal Loan balance but growth in commercial loan and mortgage business. Ron also stated our write-offs declined from 2010 results. Total Credit applications were 704 with 117 declined. See complete report on page 10 of the 2011 Annual Report.

#### **Report of Social Responsibility Committee:**

Eric Hovinga presented his report to the membership. Eric highlighted the activities of the Social Responsibility committee and their work during 2011. Eric recognized 3 staff members as the top three contributors to charities: Barb MaGee, Jan Heffernan and Debra Armstrong. Eric concluded his report by congratulating the QuintEssential Clowns for raising \$24,021 totaling close to \$125,000 in total making them top corporate team for the 5<sup>th</sup> year running. The 2011 Quintessential Credit Union Ron Koppmann Memorial Bursary was awarded to Orrin Ridout. On page 12 of the annual report is a list of all of the various community projects that are associated with the Social Responsibility Committee.

#### **Report from the Chief Financial Officer:**

Carrie Gregoire, Chief Financial Officer, reviewed the financial results for 2011. Her review included the Balance Sheet and Statement of Earnings for 2011. The credit union performed well above average. Carrie reported that despite a year of continued caution the credit union finished 2011 in a strong financial position with our balance sheet reflecting a stable environment with improving growth. She stated our income totaling \$301,967 was well above what had been budgeted. Carrie advised 2011 required a change in accounting standards, which was completed as required. See Balance Sheet on page 13 and the Statement of Earnings on page 14 of the 2011 Annual Report.

#### **Motion to accept Committee Reports:**

Alex Shatford asked for a motion to accept the Report of the Board of Directors, the Report of the Nominating Committee, the Report of the Chief Executive Officer, the Report of the Lending Services Manager, the Report of the Social Responsibility Committee and the Report of the Chief Financial Officer.

Moved by Leona Risto and seconded by William Burns.

All in favour Motion Carried

#### Report from the External Auditor:

Brian Kehoe, our external auditor representing Wilkinson and Company LLP, highlighted several items on their report. Brian noted that a new set of auditing standards were implemented this year, which required changes in the auditing process and thanked Management for the quality of work provided to complete these changes. He reported that the audit evidence is sufficient and appropriate to form an opinion that the statements are accurate and fairly reflect the financial position of the credit union. See complete report in the 2011 Financial Statements.

Motion to accept the Auditors report was moved by Dave Clarke and seconded by Bill Headon.

All in favour Motion Carried

#### **Report of the Audit Committee:**

Dave Clarke presented the Audit Committee Report and highlighted the activities of this committee during the 2011 year. The committee reviewed all external and internal audit documents and is pleased to report that all proposed recommendations to the board were implemented, or are currently in the process of implementation. See complete report on page 15 of the Annual Report.

Motion to accept the Audit Committee report was moved by Tim Hiuser and seconded by Erika Fraser.

All in favour Motion Carried

#### **Appointment of Auditors:**

Dave Clarke reported that the Board of Directors approved and recommended the firm of Wilkinson and Company LLP be retained as External Auditor for 2012.

Motion to retain Wilkinson and Company LLP as External Auditor for 2012 moved by Dave Clarke and seconded by Doug Beatty.

All in favour Motion Carried

#### **By-Law Amendment**

Alex Shatford, Chair, asked for approval from membership for the bylaw amendment by adding f) and g) to define eligibility to be a director of Quintessential Credit Union. Please refer to page 16 in the 2011 Annual Report Moved by Bill Headon, seconded by Dave Clarke.

All in Favor Motion Carried

#### **Recognition of Directors and Staff:**

Director Recognition by Alex Shatford

Jody Whyte, Keith Jennings, Kiersten Hutchison for serving on Board of Directors

Staff Recognition by Ron Harrison

- Debbie Armstrong, Kim Johnson, Linda Normand and Tammy Uens-McCambridge for 10 years of service.
- Cindy Grills for 15 years of service.
- Lovon Telford for 25 years of service.
- Valerie Hamilton for 30 years of service.

#### **Speaker from CUMIS Group:**

A representative from the CUMIS Group, Tom Tennian addressed the membership and reassured the members that CUMIS and QuintEssential will continue their strategic partnership, ensuring that members continue to have payment protection.

#### **Door prizes:**

Bill Headon and Ron Harrison conducted the draw for the many door prizes. Prizes were provided by Concentra Financial; CUETS (MasterCard); the CUMIS Group; Credential Securities; D & H Cheque Printing; Central1; Threshold Financial Technologies Inc; and Graphic Works.

#### **Open Time:**

**Adjournment:** 

Alex Shatford declared that all business was concluded and thanked all members for attending this meeting. Alex invited all attendees to visit with the staff and directors and to enjoy the refreshments provided.

Motion by Ken Marazzo to adjourn the r	neeting was made at 8 pm.
All in favour	Motion Carried
Board Chair	Secretary
Recorder: Dianne Hadley	



#### REPORT OF THE BOARD OF DIRECTORS

It is my pleasure, on behalf of the Board of Directors, to present the 2012 Annual Report to the membership. This past year continued to be challenging for QuintEssential Credit Union as our member/owners and the community struggled to recover from the faltering economy and to move forward with their financial goals.

We did not grow as much as planned but we did generate a profit in 2012. We are also continuing to reduce membership shares to reach the level of \$20 reducing the financial burden to join the credit union. Capital Reserves remain well above regulatory requirements ensuring that we sustain a strong, viable credit union.

Last year was an exceptional year for the QuintEssential Credit Union concerning community involvement investing both money and volunteer hours into our community. More about these activities will be covered in the Social Responsibility Committee report.

The credit union's operations continue to receive a good rating from our deposit insurer, the Deposit Insurance Corporation of Ontario (DICO).

We started with a full slate of nine board members in 2012. However, one board member resigned for personal reasons during the year and we were unable to appoint a suitable replacement.

I am pleased to report that our Directors are continuing with the training to achieve the required competencies to be a Credit Union Director in Ontario as required by the Deposit Insurance Corporation of Ontario. Your board members are committed to achieve a strong governance model on your behalf. As a result we will be well positioned to achieve our individual competency goals going into 2013.

In 2012, we requested input from a cross section of 3000 member/owners. The survey will be an invaluable resource to assist the board and management in planning for the future.

Board and management held our annual planning session to confirm our Vision, Mission, Values, Future Direction and Strategic Goals as we prepare for 2013 and beyond. Our future direction includes a focus on profitable growth that is obtained through high quality knowledgeable service to our member/owners, employee development, relevant products, and care for our community.

I would like to extend a heartfelt thank you to our member/owners for your continued support, to our dedicated board members and to management and staff, for their commitment to high quality knowledgeable service.

Sincerely, Bill Headon Chair



#### REPORT OF THE NOMINATING COMMITTEE

There are three (3) director positions available in 2013. Alex Shatford's term of office has expired and is seeking re-election. William Burns has decided not to seek re-election. Ken Marazzo resigned midterm due to personal reasons.

The by-laws of the Credit Union permit that any member/owner in good standing may stand for election to the Board of Directors subject to restrictions imposed by the Credit Unions and Caisses Populaires Act and the by-laws of the credit union. The credit union by-laws further require that member/owners who wish to be considered as candidates for election must submit a written application to be received by the Nominating Committee 30 days prior to the Annual General Meeting. Nominations from the floor will not be accepted.

The Notice of Elections was posted at both offices 60 days prior to the AGM in accordance with QuintEssential Credit Union by-law 7.12. The notice was also posted on the QuintEssential Credit Union website, on the member/owner statements and in the newspapers. Board information packages for candidates were available at both offices and on our website. Two (2) member/owners submitted completed packages.

The applications were reviewed by the Nominating Committee and have satisfied the requirements under the Credit Unions and Caisses Populaires Act and the by-laws of the credit union.

The applicants are as follows: Alex Shatford Craig Ervine

As we had two (2) applicants for three (3) available positions, all applicants are acclaimed with one (1) vacancy. The vacancy will be filled by Board appointment at a later date.

Dianne Hadley
Chair of the Nominating Committee



#### REPORT OF THE CHIEF EXECUTIVE OFFICER

#### Financial Results:

Total membership is 8,447 (8,519 in 2011) with Belleville branch at 6,107 and Trenton branch at 2,340. Assets grew \$2.2 million to \$92.9 million with deposits increasing by \$2.3 million and loans experiencing almost no growth. In addition, we also provide our member/owners financial services comprising of mortgages, deposits and mutual funds supplied by our co-operative partners. As of year-end, our on "on book" and "off book" assets totaled \$98.8 million (\$100.9 million in 2011). Net income was \$205,816 (\$301,967 in 2011) which was invested in retained earnings. Retained earnings and share capital as percentage of assets are now at 8.47% (8.57% in 2011). With the mandatory minimum regulatory capital set at 4.00 %, your credit union is in a very strong financial position to meet our member/owners' needs and the economic challenges that may be in our future.

#### In 2012, we have completed the following initiatives:

- Member/Owners Survey
- QuintEssential Attitude –service statement and standards initiated by our staff
- Our Member Cards and our ATM's were re-issued/updated for chip card technology
- Member/Owners received \$20 refund on their shares and the annual dues levy was waived
- In partnership with The CUMIS Group, we continue to offer our members preferred pricing for their home and auto insurance. Over 131 member/owners are enjoying this coverage currently.

#### In 2013, we are planning the following:

- New services Email Money Transfer and account integration
- Installing automatic external defibrillators at both branches
- We will continue training in the sales and service area as well as in product knowledge to serve our member/owners better

#### People Focused – Member/Owner, Staff/Board & Community

That's what the credit union is all about. Based on our member/owners' loyalty and continued support, fostered by our employee's dedication to provide excellent service and with the board's guidance to plan for the future, we will continually make changes to build a stronger organization to meet the needs of our member/owners and our community.

I would like to thank the member/owners for their continued support. Thank you to our management and staff team and to the Board of Directors for their efforts and commitment in serving our member/owners and our communities.

Respectfully submitted Ron Harrison, President & CEO



#### **REPORT ON LENDING SERVICES**

The persistent stagnant economy continues to present challenges concerning loan growth while managing our credit risk. In 2012 we saw a small decline in our outstanding loan balances year to year. Personal loan balances continue to decrease (\$1.8 million decrease), while both mortgages (\$1.6 million) and commercial credit (\$106, 873) have increased respectively. As at year end, personal/consumer loans were the following percentage of our loan business: 18.4% (20.9% in 2011), mortgages 66.6% (64.2% in 2011) and commercial 15.0% (14.9% in 2011).

A recap of our lending activity over the past year is as follows:

Loans/Mortgages Granted	#	2012	#	2011
Personal Loans	470	\$5,444,728	517	\$8,147,479
Residential Mortgages	91	\$12,276,572	57	\$8,479,271
<b>Commercial Loans</b>	1	\$150,000	7	\$1,392,048
<b>Commercial Mortgages</b>	12	\$2,258,203	6	\$2,040,675
	574	\$20,129,503	587	\$20,059,473

Total applications received for consumer/commercial credit for 2012 – 702. (704 - 2011) Total declined applications for consumer/commercial credit for 2012 - 128. (117-2011)

#### **Written Off Loans**

The credit union wrote off in unpaid loans a total of \$126,741 in 2012 (\$85,375 - 2011).

During 2012 our co-operative partner The CUMIS Group paid out \$367,451 (\$72,522 in 2011) in insurance claims to support our member/owners and their families through difficult times such as loss of employment, disability, critical illness and death.

Our staff take the time to ensure that they understand our member/owners' needs and strive to provide solution options that make sense. QuintEssential Credit Union is not just about lending money or processing deposits; it is about building long-lasting relationships with our member/owners and assisting them in achieving financial well-being.

The credit union offers a variety of loan and investment options. Talk to us today, you will be glad you did.

Respectfully Submitted Ron Harrison President & CEO



#### REPORT OF SOCIAL RESPONSIBILITY COMMITTEE

Last year we implemented a recognition program for the top three contributors of community volunteer hours. We would like to thank all volunteers for their community involvement and it is with great pleasure we announce our top three volunteer hours contributors for 2013: Alex Shatford,

Barb MaGee and Lovon Telford. QuintEssential Credit Union will donate a total of \$1,000 to the community involvement activity of their choice.

As well, we encourage you, our member/owners, to join us in our community efforts. The cash donations are important but we are very proud of our volunteer hours from our staff, board and member/owners. This year we have invested over 1000 hours in community involvement in such organizations as Children's Safety Village, Gleaners Food Bank and Operation Red Nose to name a few. If you would like to volunteer as part of the QuintEssential Credit Union team, please email Ron Harrison at <a href="mailto:rharrison@qcu.ca">rharrison@qcu.ca</a>

In 2012, the credit union donated \$40,000 which was used towards the purchase of a new delivery van for Gleaners Food Bank.

The QuintEssential Clowns were back in action during 2012 and once again participated in the Canadian Cancer Society's Relay for Life raising a total of \$21,061 in their efforts. This makes them the top corporate team for the 6th year in a row. Their "clowning around" has raised \$145,289 for the Canadian Cancer Society.

For the second year, QuintEssential donated funds and allowed female staff who wanted to volunteer to do so during business hours to assist in the construction of a home in support for a family under Habitat for Humanity Women's Build initiative.

In 2012, QuintEssential has included a new community organization that the credit union will donate money and the staff will volunteer hours – United Way of Quinte. The QuintEssential team was the top fund raiser and champions in the Minute to Win It Corporate Challenge. In 2013, the employees are making payroll deductions for the United Way and the credit union will match the staff's donations.

The Social Responsibility Committee selected Michael Lyons as the recipient of the QuintEssential Credit Union Ron Koppmann Memorial Bursary. In addition, 8 high school students received \$1,000 bursary each to assist with their education. This bursary program is exclusive to members' children or grandchildren who are entering or who are already in a post-secondary program. We encourage you to apply and "spread the word" to family and friends.

QuintEssential Credit Union is committed to community social responsibility and the committee would like to remind our staff and member/owners that applying for a donation is a simple process which can be found on our website (www.qcu.ca). We review all requests as they are submitted in order to respond in a timely fashion.

Eric Hovinga, Social Responsibility Committee Chair



2012 Community Involvement Disbursements			
Junior Diabetes Research Foundation	\$ 350		
The Gleaners Food Bank (Quinte) Inc.	\$40,000		
YMCA – Strong Kids Program	\$ 1,000		
Trenton Memorial Hospital Foundation Education Trust Fund for Fawcett children	\$ 250 \$ 200		
Canadian Cancer Society	\$ 500		
Belleville Children's Safety Village	\$ 600		
THS Track Quest	\$ 200		
QuintEssential Clowns Team - Canadian Cancer Society	\$ 5,000		
Big Brothers Big Sisters	\$ 2,000		
Frankford Public Library	\$ 500		
Belleville City Mission	\$ 1,000		
QuintEssential Credit Union Bursary Programs	\$ 8,170		
Ontario Credit Union Charitable Foundation	\$ 1,252		
Heart & Stroke Foundation	\$ 1,000		
Habitat for Humanity Prince Edward Hastings Women's Build	\$ 2,500		
Belleville General Hospital Foundation	\$ 600		
Quinte Chamber of Commerce – Santa Claus Parade	\$ 300		
Operation Red Nose	\$ 500		
United Way of Quinte	\$ 2,099		
Total	\$ 68,021		
Disbursements made by Ontario Credit Union Charitable Foundati	on to local recipients:		
QuintEssential Clowns – Canadian Cancer Relay for Life \$ 2,500			
Total	\$ 70,521		

# QuintEssential Credit Union Limited Balance Sheet as at December 31, 2012

ASSETS	2012	2011
	\$	\$
Cash and short - term deposits	11,247,957	8,832,971
Income taxes recoverable	0	8,858
Investments	6,715,384	6,506,195
Loans to members	71,558,292	71,668,744
Property, plant & equipment	2,175,469	2,290,263
Intangible assets	766,490	871,550
Investment property	11,740	23,480
Other assets	451,534	504,655
	92,926,866	90,706,716
LIABILITIES		
Income taxes payable	7,516	
Members' deposits	84,064,299	81,788,362
Accounts payable and accrued		
liabilities	977,232	1,102,533
Deferred commercial revenue	24,898	36,275
Deferred tax liability	99,531	114,800
Members' shares	437,000	554,172
	85,610,476	83,596,142
MEMBERS' EQUITY		
Retained earnings Accumulated other comprehensive	7,220,159	7,099,647
income	96,231	10,927
	7,316,390	7,110,574
	92,926,866	90,706,716

### QuintEssential Credit Union Limited Statement of Comprehensive Income For the Year Ended December 31, 2012

	2012	2011
REVENUE	\$	\$
Interest on members' loans	3,826,205	4,043,697
Investment income	190,013	152,958
	4,016,218	4,196,655
INTEREST AND LOAN RELATED EXPENSES		
Interest on members' deposits	1,280,073	1,363,399
Impairment losses	203,234	81,065
	1,483,307	1,444,464
GROSS FINANCIAL MARGIN	2,532,911	2,752,191
OTHER INCOME	1,099,103	1,199,067
EXPENSES		
Administrative	1,478,205	1,455,724
Depreciation of property, plant and equipment and intangibles	289,364	290,601
Depreciation of investment property	11,740	23,480
Deposit Insurance Corporation of Ontario Assessment	73,836	65,887
Salaries and employee benefits	1,638,809	1,755,373
	3,491,954	3,591,065
INCOME BEFORE INCOME TAX EXPENSE	140,060	360,193
INCOME TAX EXPENSE		
Current	34,817	8,224
Deferred	(15,269)	51,800
	19,548	60,024
NET INCOME FOR YEAR	120,512	300,169
OTHER COMPREHENSIVE INCOME	85,304	1,798
COMPREHENSIVE INCOME FOR YEAR	205,816	301,967



#### REPORT OF THE AUDIT & RISK COMMITTEE

Audit and Risk Committee Members: David Clarke, Chair; Joe Aitchison, Member; William Burns, Member; Alex Shatford, Recording Secretary.

The name of the committee was changed from Audit Committee to Audit and Risk Committee in 2012 to reflect its responsibility to oversee the Credit Union's Enterprise Risk Management function.

The Audit & Risk Committee is a Committee of the Board of Directors and is formed in accordance with the Credit Union and Caisses Populaires Act. The Audit & Risk Committee confirms that it is conducting its affairs in accordance with the Act and the regulations. During 2012, the Committee met 8 times.

The Committee arranged its agenda to ensure all required responsibilities as set-out in its Term of Reference were completed in a timely manner. One of many duties of the Audit & Risk Committee is to review Credit Union Policies on an annual basis. In addition, the Committee continues to oversee the ongoing process of Enterprise Risk Management (ERM) that was initiated in 2008. Effective ERM is critical to the credit union's ability to remain strong and profitable.

The Committee met with both the External Auditor and the Internal Auditor (Both teams are from Wilkinson and Company, LLP, and are independent of each other). The Committee reviewed their reports and was responsible for the review and approval of the appropriate management replies. Based on its findings, the Committee issued reports and made recommendations to the Board. All recommendations made by the Committee have either been implemented or are in the process of being implemented.

In June of 2012 QuintEssential Credit Union had a "Without Notice" Audit by The Deposit Insurance Commission of Ontario (DICO). DICO is both the Credit Union's Regulator and deposit insurance provider. All recommendations made by DICO have either been implemented or are in the process of being implemented.

The Committee wishes to report to the membership that, in its opinion, the current financial position of QuintEssential Credit Union is very strong. This is a reflection of the professionalism & dedication of our management & staff and the responsible manner in which it has conducted the affairs of your Credit Union. We wish to thank senior management for their assistance and expert guidance as we complete our duties.

Respectfully submitted on behalf of the Audit and Risk Committee, David Clarke, Chair



#### **BOARD TERM EXPIRY**

2013	2014	2015
Alex Shatford	David Clarke	Joe Aitchison
Bill Burns	Dianne Hadley	Bill Headon
Vacant	Eric Hovinga	Chris LeSage

### Staff (as of December 31, 2012)

Under Five Years of Service	Five Years of Service	Twenty Years of Service
Robert Berry Bonnie Boyd	Margaret Chabassol Laurie Golden	Leona Risto
Shelley Chaput Christine Colangelo Megan Collins Jeff Flower	Carrie Gregoire Kim Lee Crystal Magee* Ron Harrison	Twenty Five Years of Service Lovon Telford
Angela Grimster* Tim Hiuser Julie Johnstone* Jason Lott Meagan Reid Trisha Waite	Ten Years of Service Debbie Armstrong Kim Johnson Barb MaGee Linda Normand Tammy Uens-McCambridge  Fifteen Years of Service Cindy Grills	Thirty Years of Service Valerie Hamilton  Thirty-Five Years of Service as of May 25 Jan Heffernan*

<sup>\*</sup> New to this service level