

ANNUAL GENERAL MEETING PACKAGE



52nd Annual General Meeting

January 30, 2018 at 5.00pm

BC Sports Hall of Fame, 777 Pacific Blvd South, Vancouver (at Gate A, BC Place Stadium)

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January 15, 2018

Dear Member,

Notice of Annual General Meeting

As an Industry member in good standing, you are invited to attend the Vancouver Regional Construction Association's 52nd Annual General Meeting. As follows:

When:

Tuesday, January 30, 2018, 5.00-6.15pm

Where:

BC Sports Hall of Fame, 777 Pacific Blvd South, Vancouver

(at Gate A, BC Place Stadium)

Schedule

5.00-5.30pm

Registration

5.30-6.15pm

Annual General Meeting

The purpose of the Annual General Meeting is to:

- Receive the financial statements for the year ended September 30, 2017;
- Appoint the auditor:
- Receive the report of the Governance and Nominations Committee and to elect the 2018/19 Board of Directors; and
- Address any new business.

Note: Copies of this Annual General Meeting Package will be available at the meeting. It will also be posted on our website at www.vrca.ca, and available for pick-up at our office at 3636 East 4th Avenue, Vancouver, BC, V5M 1M3.

To RSVP for the Annual General Meeting, please visit the VRCA online events calendar, at www.vrca.ca/calendar. If you are unable to attend personally, please complete the enclosed Proxy Form and deliver it to the VRCA office at 3636 East 4th Avenue, Vancouver, BC, V5M 1M3, or email it to president@vrca.ca no later than 9am on January 29, 2018.

Following the meeting, please join us at Rogers Arena to toast the 2018/19 Board of Directors, network with industry peers and take in the Vancouver Canucks vs. Colorado Avalanche hockey game. Through VRCA's long-standing relationship with the Canucks, we are delighted to offer AGM attendees an exclusive rate for lower bowl seats. Go to www.vrca.ca to buy your tickets now!

We look forward to seeing you on January 30!

mai apulan

Regards.

Fiona Famulak President



52nd Annual General Meeting January 30, 2018 at 5.00pm BC Sports Hall of Fame, 777 Pacific Blvd South, Vancouver (at Gate A, BC Place Stadium)

PROXY FORM

If you are an Industry member in good standing and unable to attend the Annual General Meeting personally, please complete this Proxy Form and deliver it to the VRCA office at 3636 East 4th Avenue, BC, V5M 1M3, or email it to president@vrca.ca, no later than 9am on January 29, 2018.

The undersigned, hereby appoints Graham Sibbald of Wylie Crump Limited (or failing him, Jason Glue of Graham Construction and Engineering LP), as proxy for the undersigned to attend, vote and otherwise act for and on behalf of the undersigned in respect of all matters that may come before the Annual General Meeting of the Association, to be held on January 30, 2018, and at any adjournment thereof.

This proxy represents one vote to which the undersigned is entitled in accordance with the Bylaws of the Vancouver Regional Construction Association.



AGENDA

1.	Cal	II to Ord	er	Graham Sibbald
2.	vve	eicome	Members and Guests	Granam Sibbaid
3.	Vei	rify Quo	rum	Fiona Famulak
4.	App	proval c	f:	Graham Sibbald
	a)	Agend	a	
	b)	Minute	s of the 51st Annual General Meeting on February 2, 2017	
	c)	Audite	d Financial Statements for the year ended September 30, 2017	
	d)	Appoi	ntment of Auditors for the year ending September 30, 2018	
	e)	Annua	Report for the year ended September 30, 2017:	
		i)	Chair's Message	Graham Sibbald
		ii)	President's Message	Fiona Famulak
		iii)	Affiliated Association Reports:	
			- BC Construction Association (BCCA)	Chris Atchison
			- Canadian Construction Association (CCA)	Mary Van Buren
5.	Re	port of	he Governance and Nominations Committee	David McFarlane
	a)	Election	n of Directors	
6.	Oth	ner Bus	ness	Graham Sibbald
7.	Adj	ournme	ent	Graham Sibbald



Minutes of the 51st Annual General Meeting on February 2, 2017

1. Call to Order

Graham Sibbald, Vice Chair of the Board of Directors, called the meeting to order at 5.37pm. He conveyed that Chair, David McFarlane, was unable to attend the meeting due to a schedule conflict and sent his regrets.

2. Welcome Members and Guests

The Chair welcomed members and guests, specifically Paul Michaud, Partner at Morgan & Company LLP and Chris Atchison, new President at the BC Construction Association.

3. Credentials Report

Fiona Famulak, President, noted the following:

- (a) Notice to members Article 5.1.1(c) of the bylaws states that "Notice of a general meeting must be given to all members not less than 14 days before the meeting". VRCA issued notice on January 16, 2017, seventeen days ahead of the meeting and was therefore compliant.
- (b) Quorum Article 6.2.1 of the bylaws states that "Quorum at a general meeting is 15% of the Industry Members in good standing but not fewer than 3 of them present at all times in person, by authorized representative or by proxy".
 - At the time the report was delivered there was 580 Industry Members in good standing, 15% of which is 87. There was a total of 108 members in attendance (32 in person and 76 represented by proxy). On the basis quorum had been met the meeting could proceed.
- (c) Ordinary resolution Article 6.6.1 of the bylaws states that "Except where otherwise required, a question, motion, or resolution at a general meeting must be decided by ordinary resolution". On the basis of attendance noted above, a simple majority = 50% of 108 + 1 = 55 votes.

4a. Approval of the Agenda

The Chair called for a motion to approve the agenda and asked for any additions to the agenda.

It was suggested, on the basis that an election will take place at the AGM, that the election be brought forward from Agenda Point #5(a), to Agenda Point 4(b), so that the election can be conducted and votes counted while other AGM business is underway.

Motion: To approve the agenda as amended.

Moved: Wagner/Shipway CARRIED



4b. Report of the Governance and Nominations Committee

The Chair called on Clark Campbell, Chair of the Governance and Nominations Committee, to present his report. As follows:

- Noted the Report of the Governance and Nominations Committee was included in the AGM Package.
- Thanked 2016/17 Board of Directors for their many hours of commitment to VRCA, BCCA and CCA. Noted he himself will be retiring from the VRCA and BCCA Boards of Directors.
- Noted the report highlights that in accordance with VRCA's bylaws, the Board of Directors must be 14 directors, including:
 - o The immediate Past-Chair
 - The chair of each of the General Contractors, Trade Contractors and Manufacturers and Suppliers Divisional Councils
 - o Three other members from each Division
 - One individual elected or appointed by the U40 Network
- Noted that on the basis that the Past-Chair, three Divisional Council Chairs and the individual elected or appointed by the U40 Network are acclaimed, 6 vacancies remain on the 2017/18 Board of Directors to be filled by members from each Division.
- Noted that per Clause 7.2.7 of the bylaws "An election must be conducted by secret ballot, unless the number of nominees is equal to or fewer than the positions to be filled, in which case the nominees must be declared to be elected."
- Noted that an election is required in two of the Divisions, because number of nominees > number of vacancies and that nominees will be acclaimed in the third Division. Specifically:

GC Division - 3 vacancies and 3 nominees
TC Division - 2 vacancies and 5 nominees
M&S Division - 1 vacancy and 3 nominees

- Noted that as VRCA transitions to 3 year terms (a process that will complete in 2019), per Clause 7.2.9 of the bylaws "... those candidates with the greater number of votes are elected to the longer terms".
- Reminded all members to place their completed ballot in the ballot box so that votes can be
 counted and the result announced later at the AGM. Confirmed that he will return at the end of
 the AGM to announce the results of the election and to complete his Report.

4c. Approval of the Minutes of the 50th AGM on January 26, 2016

Motion: To approve the minutes of the 50th AGM on January 26, 2016.

Moved/seconded: Wagner/Mierau CARRIED



4d. Presentation of the Financial Statements for the year ended September 30, 2016

The Chair introduced Paul Michaud of Morgan & Company LLP to present the audited financial statements for the year ended September 30, 2016.

The Chair acknowledged the long-standing relationship between VRCA and Morgan & Company LLP, and thanked them for their audit services.

Paul Michaud provided a brief overview of the financial statements, noting the high quality of accounting and internal financial review at VRCA in recent years.

Note: No motion is required to approve the financial statements at the AGM since they were approved by the Board of Directors in December 2016.

4e. Appointment of Auditors for year ending September 30, 2017

Motion: To appoint Morgan & Company LLP as auditors for the year ending September 30, 2017.

Moved/seconded: McFarlane/Lawson CARRIED

4f. Approval of the Annual Report for the year ended September 30, 2016

The Chair acknowledged the revamped Annual Report included in the AGM package – it's more engaging, reader friendly and includes a useful Highlights page that summarizes the good work of VRCA throughout the year – and advised that the reports of the Chair, President, BCCA and CCA are contained in the Annual Report.

Highlights from the Chair's Report:

- Operational enhancements that resulted in improved marketing and communications, member engagement, program participation and financial control, all of which resulted in a net income and contribution to reserves of just over \$114,000;
- Continued momentum at the three divisional Councils, accountable for increasing member engagement around industry issues and contributing to regional, provincial and national conversations on capital procurement, quality of documents and construction innovation;
- Continued progressive discussions with the BC Construction Association (BCCA), and our three
 regional construction association partners, re how to leverage our collective power through e.g.
 BidCentral and a new website that is soon to be launched, and bring increased value to our
 members via smart partnerships, both old and new.

The Chair asked the President to elaborate on her President's Message. The President:

- Thanked the members for their support that enabled VRCA to deliver strong results.
- Referenced the industry's importance to BC's economy:
 - o \$15B industry
 - 8.2% towards our province's GDP
 - o 210,000 workers
 - \$296B estimated capital cost of proposed projects
 - \$82B of construction currently underway



- Referenced the BuildForce Canada 2017-2026 report issued on January 31, 2017, that confirms BC has great opportunity and some real workforce challenges ahead.
- Referenced the ways in which VRCA can help members navigate the skills shortage e.g. its School Outreach Program, the Skilled Trades Employment Program and its Education Program and, in particular, the Construction Leadership Forum.
- Announced that registration for the 2017 Construction Leadership Forum launched at 2pm on February 2, 2017, and that John Furlong, CEO of the 2010 Vancouver Olympic and Paralympic Winter Games will kick off the Forum on May 5.

Motion: To approve the reports contained in the 2016 Annual Report. Moved/seconded: Mierau/Wightman CARRIED

5. Report of the Governance and Nominations Committee (continued from 4b above)

The Chair called on the Chair of the Governance and Nominations Committee to update the meeting on the election results.

The Committee Chair confirmed that votes had been counted and the result of the election in each of the TC and M&S Divisions were:

- TC Division:
 - o Bob Cooke, Division 15 Mechanical
 - Shawn Boyd, Houle Electric
- M&S Division:
 - o Graham Sibbald

The Committee Chair noted that the 3 nominees in the GC Division would be acclaimed. The Committee Chair announced the <u>entire</u> board – also projected on the screen – congratulated all and asked for a motion to approve the report of the Governance and Nominations Committee and to accept the entire 2017/18 Board of Directors as presented.

Motion: To approve the report of the Governance and Nominations Committee as presented. Moved/seconded: Campbell/Wightman CARRIED

Motion: To accept the entire 2017/18 Board of Directors as presented. Moved/seconded: Wagner/Baker CARRIED

The Chair, on behalf of the Board of Directors, acknowledged and thanked Clark Campbell, John Silva and Thomas Schmitz for their time on the VRCA Board of Directors.

6. Any Other Business

No other business was brought forward.

7. Adjournment

There being no further business, the Chair called for a motion to adjourn the meeting at 6.05pm.

Motion: To adjourn the meeting.

Moved/seconded: Cooke/Wagner CARRIED

FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 2017



INDEPENDENT AUDITOR'S REPORT

To the Members of Vancouver Regional Construction Association

Report on the financial statements

We have audited the accompanying financial statements of Vancouver Regional Construction Association, which comprise the balance sheet as at September 30, 2017, and the statements of revenue and expenses, 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 audit opinion.

Opinion

In our opinion, these financial statements present fairly, in all material respects, the financial position of Vancouver Regional Construction Association as at September 30, 2017, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Report on Other Legal and Regulatory Requirements

As required by the Society Act (British Columbia), we report that, in our opinion, the accounting principles in the Canadian accounting standards for not-for-profit organizations have been applied on a consistent basis with that of the preceding year.

Vancouver, Canada

"Morgan & Company LLP"

December 14, 2017

Chartered Professional Accountants





BALANCE SHEET

	SEPTEMBER 30 2017 2016			
	2017	2	016	
ASSETS				
Current				
Cash and cash equivalents (Note 2)	\$ 487,722	•	58,306	
Short-term investments (Note 2)	671,320		66,636	
Accounts receivable	138,240		98,955	
Inventories	27,745		29,988	
Prepaid expenses and deposits	 161,207	1	72,822	
	1,486,234	2,0	26,707	
Long-term investments (Note 2)	1,308,000	9	08,000	
Long-term capital assets (Note 3)	 769,305		04,360	
	\$ 3,563,539	\$ 3,7	39,067	
LIADULTEC				
LIABILITIES Current				
Accounts payable and accrued liabilities Unearned revenue:	\$ 225,191	\$ 2	35,876	
Membership dues	581,437	7	18,640	
Contracted services	266,796		10,840	
Contracted convisce	 1,073,424		65,356	
Capital lease liability (Note 4)	3,037	٠, ــ	4,217	
Suprice reason number (Note 4)	 1,076,461	1,2	69,573	
NET ASSETS (Note 5)	2,487,078	2,4	69,494	
•	\$	-	39,067	

Approved on behalf of the Board of Directors:

/s/ "Graham Sibbald"	, Director
/s/ "Don Wightman"	, Director

STATEMENT OF REVENUE AND EXPENSES

YEAR ENDED SEPTEMBER 30, 2017

		MEMBER SERVICES	SER	/ICES		BUILDING OPERATIONS	PERA	TIONS		TOTAL	AL.	
		2017		2016		2017		2016		2017		2016
Revenue												
Education	↔	552,284	↔	332,620	↔		6		↔	552,284	s	332,620
Membership Dues		973,962		968,356				,		973,962		968,356
Networking Events		547,485		549,172						547,485		549,172
Other		78,253		77,175		175,085		192,778		253,338		269,953
Planroom		459,743		452,861		•		1		459,743		452,861
		2,611,727		2,380,184		175,085		192,778		2,786,812		2,572,962
Investment income		4,917		8,429						4,917		8,429
		2,616,644		2,388,613		175,085		192,778		2,791,729		2,581,391
Expenses												
Depreciation		8,116		15,082		29,101		37,522		37,217		52,604
Dues to Associations		233,381		219,786						233,381		219,786
Education		488,073		303,217						488,073		303,217
Networking Events		434,926		438,163						434,926		438,163
Other		295,595		393,029		141,547		124,492		437,142		517,521
Planroom		243,718		231,573						243,718		231,573
Salaries and Benefits		826,818		703,926						826,818		703,926
		2,530,627		2,304,776		170,648		162,014		2,701,275		2,466,790
Excess Of Revenue Over Expenses	\$	86,017	↔	83,837	\$	4,437	↔	30,764	↔	90,454	↔	114,601

STATEMENT OF CHANGES IN NET ASSETS

YEAR ENDED SEPTEMBER 30, 2017

	FUTURE CAPITAL RESERVE	SPECIAL PROJECTS (BID CENTRAL) RESERVE	SPECIAL PROJECTS (WEB DEVELOPMENT) RESERVE	FUTURE OPERATIONS RESERVE	UNRESTRICTED	NET ASSETS
Balance, September 30, 2015	1,988,139			200,000	198,020	2,386,159
Allocation of investment income	3,671	1	1		(3,671)	
Excess of revenue over expenses	•	1		•	114,601	114,601
Special Project Fund expenses	ı	(31,266)	1	ı		(31,266)
Transfers	1	31,266	1	1	(31,266)	, "
Balance, September 30, 2016	1,991,810	1	1	200,000	277,684	2,469,494
Reallocation of opening reserves	(1,083,810)	ı	ı	471,320	612,490	ı
Increase internally restricted reserve	400,000	ı	,	•	(400,000)	
Excess of revenue over expenses	ı	ı	ı	ı	90,454	90,454
Special Project Fund expenses	ı	(17,643)	(55,227)	ı	ı	(72,870)
Transfers	1	17,643	55,227		(72,870)	1
Balance, September 30, 2017	\$ 1,308,000	ا ج	, &	\$ 671,320	\$ 507,758	\$ 2,487,078

STATEMENT OF CASH FLOWS

	YEAR SEPTE	
	2017	2016
Operating Activities		
Excess of revenue over expenses	\$ 90,454	\$ 114,601
Special Projects Reserve expenses Item not involving cash:	(72,870)	(31,266)
Accrued interest and investment loss	(5,500)	(8,429)
Depreciation	37,217	52,604
	49,301	127,510
Changes in non-cash working capital items:		
Accounts receivable	60,715	147,289
Inventories	2,243	7,467
Prepaid expenses and deposits	11,615	(31,269)
Accounts payable and accrued liabilities	(11,049)	63,956
Unearned revenue	(181,247)	116,488
	 (68,422)	431,441
Investing Activities		
Additions to capital assets	(2,162)	(2,490)
Purchase of investments, net of redemptions	 (400,000)	(580,402)
	 (402,162)	(582,892)
Decrease In Cash	(470,584)	(151,451)
Cash and cash equivalents, Beginning Of Year	 958,306	1,109,757
Cash and cash equivalents, End Of Year	\$ 487,722	\$ 958,306

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 2017

NATURE OF THE ASSOCIATION

The Vancouver Regional Construction Association (the "Association") is a not-for-profit organization incorporated under the Society Act (British Columbia). The Association provides plan room, educational, networking and advocacy services to the construction industry.

1. SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations in Canadian dollars, applied within the framework of the significant accounting policies summarized below.

a) Financial Instruments and Risk Management

The Association's financial instruments consist of cash and cash equivalents, investments, accounts receivable, accounts payable and unearned revenue. Cash and cash equivalents and short-term investments are financial assets recorded at fair value. Long-term investments and accounts receivable are financial assets recorded at amortized cost. Accounts payable and unearned revenue are classified as other financial liabilities, and are recorded at amortized cost.

Financial instruments are exposed to market, credit and liquidity risks. The Association's risk management processes are governed by banking, investment, credit and budget policies or procedures that have been established by management and reviewed by the Board of Directors. Cash is held in Canadian currency operating bank accounts, which are federally insured, and interest bearing investment bank accounts. Short-term Investments comprise Canadian government and high quality corporate bonds with fixed interest rates that are capable of reasonably prompt liquidation. Long-term investments comprise principal protected investments maturing in 2020 and 2022. Accounts receivable and payable represent trade amounts with members and authorized suppliers. The Association manages liquidity risk by maintaining current balances in accounts receivable and accounts payable and by maintaining sufficient cash resources to fund the Association's activities on an on-going basis. Overall the Association's exposures to changes in market, credit and liquidity risks within the current fiscal year are considered to be minimal.

b) Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments with maturities within three months held for the purpose of meeting short-term commitments rather than for investment purposes.

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 2017

1. SIGNIFICANT ACCOUNTING POLICIES (Continued)

c) Inventories

Inventories are valued at the lower of cost and net realizable value.

d) Capital Assets

Land, building, building and leasehold improvements, equipment and intangible assets are recorded at cost. Depreciation was provided to amortize the capital costs over the estimated expected useful lives of the assets at the following annual rates:

ASSET	BASIS	RATE
Building	Straight-line	20 years
Sign	Straight-line	20 years
Building and leasehold improvements	Straight-line	3-10 years
Furniture, fixtures and office equipment	Straight-line	5 years
Office equipment under capital lease	Straight-line	5 years
Web development costs	Straight-line	3-5 years

e) Revenue Recognition

Receipts from membership dues and member services are deferred and recorded as unearned revenue. Revenue is recognized proportionally over the term of the membership and as contract services are provided.

f) Use of Estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions about future events that affect the reported amounts of assets, liabilities, revenues and expenses as at the end of or during the reporting period. Management believes that the estimates used are reasonable and prudent, however, actual results could differ from those estimates. Significant areas requiring the use of management estimates relate to the determination of the useful lives of capital assets for amortization, and the measurement of membership dues receivable and unearned revenue.

g) Income Taxes

Under the provisions of the Income Tax Act of Canada, the Association is not liable for corporate income taxes.

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 2017

2. CASH AND CASH EQUIVALENTS AND INVESTMENTS

	2017	2016
Cash and cash equivalents Short-term investments Long-term investments	\$ 487,722 671,320 1,308,000	\$ 958,306 666,636 908,000
	\$ 2,467,042	\$ 2,532,942

2016

2047

The Association's investment policy is to invest conservatively with highly rated counterparties to preserve capital while earning a reasonable rate of return. The policy directs that this is to be accomplished by investing in a diversified portfolio with a low risk profile. Currently, investments include cash held in accounts bearing interest at rates ranging from 0.2% to 1.3%, Canadian government bonds yielding interest at rates ranging from 1.5% to 1.8%, maturing at various dates to 2022, and long-term investments in principal protected banker notes.

3. CAPITAL ASSETS

CAPITAL ASSETS				
		2017		
	 COST	 CUMULATED EPRECIATION	<u> </u>	VALUE
Land Building and leasehold improvements Furniture, fixtures and office equipment Office equipment under capital lease Sign	\$ 696,000 1,834,652 257,474 6,147 53,499	\$ 1,774,620 253,343 3,022 47,482	\$	696,000 60,032 4,131 3,125 6,017
Web development costs	2,847,772 46,543	2,078,467 46,543		769,305 -
·	\$ 2,894,315	\$ 2,125,010	\$	769,305
		2016		
	 COST	CCUMULATED EPRECIATION	١	NET BOOK VALUE
Land Building and leasehold improvements Furniture, fixtures and office equipment Office equipment under capital lease Sign	\$ 696,000 1,834,652 255,312 6,147 53,499	\$ 1,745,518 249,696 1,229 44,807	\$	696,000 89,134 5,616 4,918 8,692
Web development costs	2,845,610 46,543	2,041,250 46,543		804,360 -
	\$ 2,892,153	\$ 2,087,793	\$	804,360

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 2017

4. OBLIGATIONS UNDER CAPITAL LEASE

During the 2016 fiscal year, the Association acquired office equipment under capital lease for \$6,147. The lease bears interest at 18% with minimum monthly lease payments of \$149 until October 2020.

5. NET ASSETS

The Association's articles of incorporation require that, in the event of dissolution, the net assets shall not be distributed to the members but shall, to the extent feasible, be used in the furtherance of one or more of the objectives of the Association and, where not feasible, shall be donated to a charity or charities of the Board of Directors' choice.

6. CAPITAL MANAGEMENT

The primary objectives of the Association's capital management policies are to accumulate sufficient capital to invest in future capital asset development, future member services and to accumulate sufficient working capital to fund operations on a going concern basis to meet its current service commitments to members. The capital structure of the Association consists of net assets internally restricted by the Association's Board of Directors for specific purposes comprising net assets invested in capital assets and in the reserves for future capital additions in the aggregate amount of \$1,308,000 (2016 - \$908,000), and future operations in the amount of \$671,320 (2016 - \$666,636). Special project expenses of \$72,870 (2016 - \$31,266) comprise third-party development costs for the Association's member services. Unrestricted net assets includes cash available for current operations in the amount of \$487,722 (2016 - \$958,306).

7. COMMITMENTS

Association Dues

The Association is a member of the British Columbia Construction Association ("BCCA") and the Canadian Construction Association ("CCA"). The Association pays dues to BCCA and CCA on the basis of the Association's membership level. During the year ended September 30, 2017, the Association paid dues of \$233,381 (2016 - \$219,786).

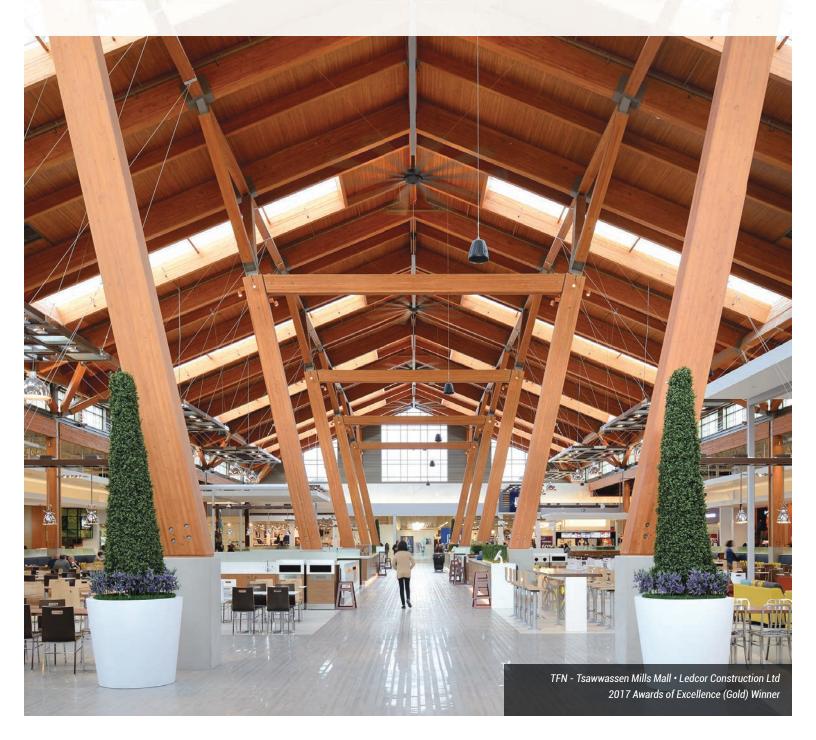
8. CONTINGENCY

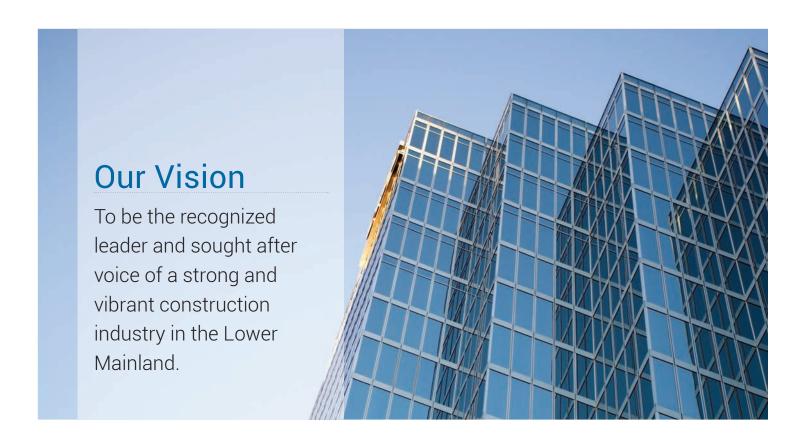
The Association is contingently liable for BC provincial sales tax on fees paid for use of the BidCentral platform (included within Planroom expense in the Statement of Revenue and Expenses) from April 1, 2013 to June 30, 2017 in the amount of \$44,729. Effective July 1, 2017, the fees for the BidCentral platform are paid by BCCA. The outcome of this liability is not determinable at this time and as a result, no accrual for this item has been made in these financial statements.



2017 Annual Report VRCA







Our Mission

VRCA is dedicated to serving its members by enabling them to compete effectively in a stable, efficient and profitable industry by:

Actively representing the interests of the construction industry and providing leadership on all matters associated with construction.

Providing relevant and timely educational programming and sharing of information.

Promoting and encouraging the use of acceptable standard practices.

Creating business opportunities through encouraging economic development and providing project information.





2017/18 Board of Directors

Executive Officers

Past Chair, David McFarlane, EllisDon Corporation Chair, Graham Sibbald, Wylie Crump Limited Vice Chair, Jason Glue, Graham Construction and Engineering LP Secretary/Treasurer, Don Wightman, PML Professional Mechanical Ltd.

General Contractors Division

Kevin Mierau, Mierau Contractors Ltd. Katy Fairley, Kinetic Construction Ltd. Richard Shipway, Axiom Builders Inc.

Trade Contractors Division

Shawn Boyd, Houle Electric Ltd.

Bob Cooke, Division 15 Mechanical Ltd.

Dave Fettback, Western Pacific Enterprises GP

Manufacturers and Suppliers Division

Steve McConnell, CMW Insurance Services Ltd. Craig Mitchell, Metric Modular Lucas Rycroft, National Concrete Accessories

U40 Network

Steve Reitenbach, Doka Canada Ltd.



Chair's Message

The year ended September 30, 2017 represented the final year of our three year 2014-17 strategic plan that focused on enhancing VRCA's education program, advocacy work, profile in the marketplace, governance, partnerships and financial health.

Our President, Fiona Famulak, continued to work closely with the Board, her team and an array of partners from both inside and outside the industry, to bring fresh perspective and new ideas to the table that resulted in many achievements that include:

- Operational enhancements that resulted in across-the-board business growth and a net income and contribution to reserves of just over \$90,000;
- Continued work to build a robust partner network as evidenced by the support that VRCA garnered from 39 industry
 partners for its proposal response to the City of Vancouver's RFP in respect of a Zero Emission Building Centre of
 Excellence, a ground-breaking initiative the contract details of which are now being negotiated by VRCA and the City of
 Vancouver;
- Important foundational work to build relationships with local governments across the Lower Mainland that included
 the roll-out of a new Infrastructure Masterclass, designed specifically for public sector employees involved in capital
 procurement;
- Continued progressive discussions with the Canadian Construction Association, the BC Construction Association and our three regional construction association partners, on how to leverage our collective power through coordinated advocacy and educational offerings, BidCentral and smart partnerships that bring increased value to our members.

Since 2017 was the final year of our 2014-17 strategic plan, our Board also had the task of developing the next three year plan. Predicting the future is never easy. Predicting the future for an industry that is ripe for change and in a market that has some key milestones on its horizon that will require contractors to build faster, greener and more productively than ever before was the challenge before us.

Our Board of Directors rose to that challenge. Using VRCA's strong business foundation as a springboard and keeping our members' needs front and centre at all times, our directors contributed their vision, insight and ideas towards our 2017-2020 plan entitled *The Future Starts Now*. The Board believes that excellence, underpinned by a culture of learning and innovation, is a critical factor for the survival and prosperity of VRCA's members and BC's construction industry as a whole. Our plan is therefore a roadmap that focuses on excellence through adoption of best-in-class approaches, innovative construction processes, technologies, materials and business strategies as a way to bring about the transformational change the industry needs to stay competitive.

Our plan comprises seven strategic goals that will see VRCA elevate its industry roles – to Educate, Advocate and Facilitate – to a new level through the evolution and development of current and new programs and services. The Educate, Advocate and Facilitate pillars are supported by a foundation of four business goals being:

- 1. To optimize the use of VRCA's building (something that we are quite excited about!);
- 2. To achieve full brand recognition as a centre of construction excellence in the marketplace;
- 3. To continue to adopt best practice board governance and operational processes and procedures, and
- 4. To achieve long-term financial viability.

It has been an incredible honour and privilege to serve as Chair in such an exciting time in VRCA's history. I sincerely thank the Board of Directors for their time, expertise and commitment. I would also like to thank all our volunteers, including our Life Members, who willingly give their time and energy to support the membership's needs. Lastly, I would like to acknowledge and thank Fiona and her dedicated team for another very successful 12 months.

Our industry is forecast to be busy through until at least 2020-2021. While it may seem counter-intuitive to need the programs and services of VRCA during busy times, it is at times like these that your membership is even more important to ensure the industry is supported and its voice is heard and in a timely manner. The strength of our association is a direct function of the commitment, connection and involvement of our members. I encourage you to participate in the VRCA and contribute to its continued growth and success, as this will benefit not only you but the construction industry as a whole.

Graham Sibbald
Chair, Board of Directors



President's Message

The year ended September 30, 2017 marked the end of a very successful three-year period in which VRCA's Board of Directors and staff accomplished a great deal.

At our Christmas Luncheon, I reported that 2017 was "The Year of Up", as evidenced by growth across all business units compared to the prior year:



MEMBERSHIP

662 members, up by 8%, positioning VRCA as the only growing construction association in BC and one of a handful across the country



FVFNTS

3,542 attendees at 21 events (that included 5 sellout events), with average attendance up by 13%



EDUCATION

679 individuals at 56 classroom courses, up by 43%, and 1,477 students engaged via our School Outreach Program, up 228%



PLANROOM SERVICES

858 province-wide PreBid opportunities and 4,831 bidding opportunities via BidCentral (where 279 and 1,877 respectively were located in the Lower Mainland)

In addition, we increased our distribution of e-newsletters by 21%, our social media reach by 18%, and are delighted to have recently launched our new, member-centric website.

What does VRCA's growth mean for our members? Simply put, it means we are able to deliver enhanced member value for every dollar you invest in us. Specifically:

Growth Area:	Provides you with:	
Membership	Enhanced representation at all levels of government through VRCA's advocacy work	
Event attendance	Greater opportunity to:	
	Connect with industry professionalsPromote your brand to an industry-wide audience	
Course attendance	Industry endorsement that our education offering is relevant and affordable	
Planroom services	Ability to build a pipeline of province-wide business opportunities, grow your business	
Website, readership and social media reach	Greater opportunity to: Promote your brand to an industry-wide audience Be profiled by VRCA to an industry-wide audience	

With 2017 behind us, we look forward to the future. British Columbia's construction industry continues to be the crown jewel in Canada's construction marketplace and is expected to maintain that position until at least 2020-2021 as it responds to unique population growth pressures that demand housing, commercial, and institutional construction, and civil works projects such as public transit to serve new residents. Our regional market is hot, fiercely competitive and is requiring contractors to build faster, greener and more productively than ever before.

These market conditions need VRCA to change too, so that it is as progressive as the industry is supports. I therefore want to thank our Board of Directors for their vision, the 2017-2020 strategic plan that we developed over the summer and the bold decisions they have since made to facilitate VRCA's continued progress. The plan will see VRCA elevate its industry roles – to Educate, Advocate and Facilitate – by expanding current offerings and introducing new products and services essential to our members' future success. We will also take steps to optimize the use of VRCA's building as an important educational and promotional tool for construction best practices.

I'm very excited by the opportunities that lie ahead for VRCA to support its members in new and innovative ways, and for the opportunity to work with our team, Board of Directors, members and partners to bring our vision to life!

Thank you for your continued investment in VRCA as we leverage the good work of years past and chart a future that is meaningful to both our members and our industry. I look forward to working with you and for you in the coming year.

Fiona Famulak President



BC Construction Association BC Construction Association

The BCCA advocates at the provincial level on behalf of the four RCA's and all employers in BC's industrial, commercial, and institutional construction sector. As a VRCA industry level member, your company is an integrated member of BCCA: in communicating your needs to VRCA, you have the opportunity to shape provincial efforts.

The past year has been a significant and transformative one: Chris Atchison began his tenure as BCCA President in January 2017, and the organization introduced a focused new strategic plan.

Strategic Plan 2017-2020

With input from leadership of VRCA, VICA, SICA and NRCA, the BCCA Board of Directors updated BCCA's Vision and Mission:

Our Vision: BC is home to a world-class construction sector that demonstrates exceptional productivity and resilience.

Construction's Rank as an Employer in BC's Goods Sector

8.6%
Construction Indust

Contribution to BC's GDP

BC High School Grads enter Construction Trades Programs within 1 Year of Graduation. (Needs to be 1/5)

Our Mission: To ensure BC's skilled workforce, resources, and regulatory environments exceed the needs and expectations of industrial, commercial, and institutional construction employers.

The 2017-2020 Strategic Plan is built of four key pillars, each with a focus area for action:









Advocacy

BCCA is a proudly non-partisan organization and maintains a positive dialogue with all three political parties. Chris has had productive 1:1 discussions with Premier Horgan and Andrew Weaver, as well as key Ministers, Deputies, and ADMs. The Deputy Minister's Industry Infrastructure Forum continues with BCCA Board Member Roger Yager co-chairing with Deputy Minister of Finance Lori Wannamaker.

Programs & Services

Priorities include BidCentral, STEP, and the LNG Canada Trades Training Fund, as well as innovative solutions to construction's prompt payment problem.

Mark Your Calendar

April 2018 - Construction Month in B.C. April 16/17, 2018 - UR+ BC (Understanding Risk in the Built Environment)



For further information on all these initiatives and more, please visit the BCCA website at www.bccassn.com





Canadian Construction Association

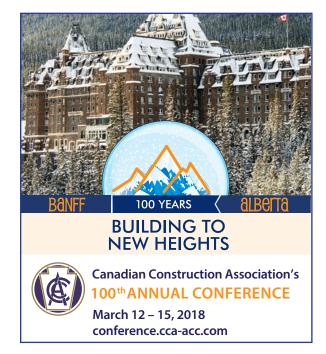
As a VRCA Industry level member, your company is automatically an integrated member of the CCA, directly supporting your efforts at the national level. Your national association's 2017 accomplishments and 2018 priorities (as captured at CCA's Fall Board Meeting on October 3-4, 2017), include:

New Procurement Guide and Requirements

The CCA board of directors endorsed the updated edition of CCDC 23: A Guide to Calling Bids and Awarding Construction Contracts and the new CCDC Division 00: Procurement and Contracting Requirements, subject to revisions being made to CCDC 23 referencing portions of a CCA bulletin on the naming of subcontractors.

CCA to Seek Broad Industry Support on Federal Payment Legislation

The CCA board passed three motions with respect to federal payment legislation:



- 1. THAT, CCA endorses the spirit and intent of federal bill S-224 and undertakes to work with industry and government to find a broad consensus on effective legislation.
- 2. THAT, the CCA board create a taskforce on the culture of payment with a mandate to identify initiatives that will improve industry and stakeholder knowledge of payment processes and mechanisms and improve the culture of compliance.
- 3. THAT, the CCA board create a taskforce on federal payment with a mandate to consult broadly with CCA members, partner associations, industry stakeholders, and the federal government in order to make a consensus submission to government on federal payment legislation.

Enhanced CCA Educational Initiative

The CCA board approved a heightened role for CCA in support of its partner associations' educational activities. The proposed strategy embraces the recommendations of a CCA taskforce comprising CCA board members and partner association representatives.

The plan calls for a phased approach that would allow CCA to initially use existing staff and resources. Phase 1 would concentrate on:

- Developing an ongoing awareness/educational program regarding existing CCDC/CCA standard documents;
- Establishing a separate working group to devise a strategy and tools for a marketing/lobby campaign
 to be undertaken by CCA partner associations aimed at increasing the use of CCDC/CCA standard
 documents;
- Creating and maintaining a central database that lists the various educational courses/programs being offered by CCA partner associations;
- Disseminating information to CCA partner associations on government and related grant programs that can assist partner associations in their educational efforts;

Continued on next page

• Developing a "train-the-trainer" course for Construction 101 and the Construction Industry Ethics classroom session.

Phase 2 would consist of the creation of a CCA Education Committee/subcommittee to:

- Identify further areas of potential collaboration between CCA and its partner associations in the educational field; and
- Develop and implement strategies to engage outside committees, CCA special committees, and other
 organizations not within the sole control of CCA to promote the benefits of partnering with CCA partner
 associations in the delivery and execution of their respective educational initiatives. It is important to
 remember that the Canadian Construction Documents Committee, Canadian Design-Build Institute,
 Institute for BIM in Canada and Lean Construction Institute of Canada are not required to utilize CCA
 resources or to work with CCA partner associations for their educational initiatives.

Industry Input into Asphalt Reviews

The CCA Civil Infrastructure Council is concerned with industry's ability to influence any changes to specifications or procedures resulting from the Ontario Auditor General's report that is very critical of asphalt quality and testing procedures. Ontario recently introduced several new specifications without industry consultation. The council feels that since such reviews may spread to other jurisdictions, it is critical for the industry to be included in any discussions regarding proposed changes to specifications or procedures in this regard. The Ontario Road Builders' Association has engaged consultants to a technical review and to do an industry audit to form the basis of an industry response.

Coming Soon: Quality of Design and Project Management Guides

The CCA Standard Practices Committee is expected to soon share a guide document with CCA partner associations. This guide is intended to assist the industry at the regional and local levels in addressing the need to improve the quality of design documents. The guide summarizes the contributing factors influencing the quality of design documents and proposes several solutions.

The CCA General Contractors Council is finetuning a final draft of the proposed new CCA Guide to Project Management Service Delivery. This guide provides an explanation of the role and responsibilities of project management firms and their relationship with other project stakeholders.

In closing, we invite you to join us at CCA's 100th annual conference and AGM in Banff, Alberta, March 12-15, 2018. For details see http://conference.cca-acc.com/





Highlights

OCTOBER 2016 - SEPTEMBER 2017

MEMBERSHIP

117
COMPANIES
JOINED VRCA

65% FROM 2016



662 TOTAL MEMBERS

601 INTEGRATED MEMBERS

452
U40 NETWORK
MEMBERS

EDUCATION



56 VRCA classroom courses - UP 27%



CORPORATE SOCIAL RESPONSIBILITY



Pledges for the Canadian Red Cross BC Wildfires Appeal through our HERE4BC campaign

Students each received the VRCA Award in Economics/Construction Operations and a \$1200 Bursary

ONLINE EXPOSURE



4,347 E-Newsletter Subscribers UP 21%

\$92,100

117% greater than annual budget

BIDCENTRAL

4,831

NEW PROJECTS POSTED ON BIDCENTRAL IN THE PROVINCE OF BC

1,877
New projects posted on BidCentral in the Lower Mainland

1,450
Sets of blueprints printed

9,900 Stat Decs signed @ VRCA

305 Number of digital scans completed

NETWORKING EVENTS

Number of networking events held within the Lower Mainland



INCLUDES



SOLD OUT EVENTS

3,542

NUMBER OF EVENT ATTENDEES

AVERAGE EVENT ATTENDANCE 13% FROM 2016



REPORT OF THE GOVERNANCE AND NOMINATIONS COMMITTEE

a. Introduction

In accordance with VRCA's bylaws, the Board of Directors must be 14 directors, including:

- The immediate Past-Chair (1)
- The chair of each of the General Contractors, Trade Contractors and Manufacturers and Suppliers Divisional Councils (3)
- Three other members from each Division (9)
- One individual elected or appointed by the U40 Network (1)

Each of the three Divisions must elect or appoint a Divisional Council comprising a Chair and two Vice-Chairs, to serve and represent the Division for one year commencing at the Annual General Meeting. The elected Chair of each Divisional Council, together with the Past-Chair of the Board of Directors and the individual elected or appointed by the U40 Network, is <u>automatically</u> a candidate for election to the Board of Directors.

b. Number of vacancies to be filled on the 2018/19 Board of Directors

There are two (2) vacancies on the 2018/19 Board of Directors to be filled by members from the Manufacturers and Suppliers Division. As follows:

Division	No. of vacancies
General Contractors	0
Trade Contractors	0
Manufacturers and Suppliers (including service providers)	2

The Board of Directors is currently transitioning to a model where each director will hold a term of 3 years. As a result, the 2 vacancies referenced above will be filled by members, each with a term of 3 years.

c. List of nominees running for the 2 vacancies on the 2018/19 Board of Directors

On the basis of details set out in Paragraphs (a) and (b) above, the Governance and Nominations Committee is pleased to place before the members of the Association the following list of four (4) board nominees in alphabetical order, comprising 1 incumbent (identified by *) and 3 new nominees:



Manufacturers & Suppliers Division		
Mathew Binkle	Assistant Vice President, Construction/Surety Jardine Lloyd Thompson Canada Inc.	
Shaun Johnston	Managing Director, Construction and Development BMS Canada Risk Services Ltd.	
Steve Reitenbach*	Account Manager DOKA Canada Ltd	
Kelly Taylor, CPA, CA, CGA	Partner MNP LLP	

A brief biography for each of the above individuals is attached at the Appendix to this report.

On the basis that the number of nominees in the Manufacturers and Suppliers Division exceeds the two (2) vacancies in that Division, an election will take place at the Annual General Meeting and the nominees receiving the greatest number of votes shall be elected. If there is a tie in the number of votes, or there is otherwise no need for a vote, the tie must be decided by random means agreed to by the candidates affected, or by toss of coin.

d. List of incumbents on the 2018/19 Board of Directors (with 1-2 years remaining)

The 7 individuals below are incumbents on the Board of Directors with 1-2 years remaining on their board terms:

General Contractors Division		
Katy Fairley	Vice President, Business Development Kinetic Construction Ltd.	
Jason Glue	District Manager Graham Construction and Engineering LP	
Kevin Mierau	President Mierau Contractors Ltd.	
Trade Contractors Division		
Shawn Boyd	Regional Manager, Vancouver Houle Electric Ltd.	
Bob Cooke	President & CEO Division 15 Mechanical Ltd.	
Dave Fettback	President Western Pacific Enterprises Ltd.	
Manufacturers & Suppliers Divis	sion	
Craig Mitchell	Director, Innovative Solutions Metric Modular	



e. List of individuals automatically candidates for election to the 2018/19 Board of Directors

The 5 individuals - incumbents identified by * below - who are automatically candidates for election to the 2018/19 Board of Directors by virtue of their position are as follows:

2018/19 Past-Chair		
Graham Sibbald*	Director	
	Wylie Crump Limited	
2018/19 Chair, General Contractors Divisional Council		
Richard Shipway*	Commercial Business Manager	
	Axiom Builders Inc.	
2018/19 Chair, Trade Contractors Divisional Council		
Don Wightman*	President	
	PML Professional Mechanical Ltd.	
2018/19 Chair, Manufacturers & Suppliers Divisional Council		
Steve McConnell*	Vice President	
	CMW Insurance Services Ltd.	
2018/19 U40 Network		
Niko De Marre	Project Manager	
	Graham Construction and Engineering LP	

Following the elections outlined at Paragraph (c) above, the members present in person or by proxy at the Annual General Meeting will be asked to endorse the 2018/19 Board of Directors in its entirety.

Regards
David McFarlane
Chair, Governance and Nominations Committee



APPENDIX TO THE REPORT OF THE GOVERNANCE AND NOMINATIONS COMMITTEE

Nominee biographies

Nominee	Biography of 250 words (max).
Mathew Binkle Assistant Vice President,	Mathew is Assistant Vice President, Construction/Surety at Jardine Lloyd Thompson Canada Inc.
Construction/Surety Jardine Lloyd Thompson Canada Inc.	He is an active community member with a background in Insurance/Surety and would be thrilled with the opportunity to serve on the VRCA Board and give back the industry which has provided him with such an interesting career.
	During his years as an Insurance/Surety Broker, he's gained extensive knowledge across a broad spectrum of sectors including developers, general and trade contractors, consultants, P3 projects, mining companies and private equity firms.
	While Mathew's past board positions are limited, he's very enthusiastic to work with the VRCA Board and put his 15 years of Construction Insurance and Contract Surety experience to good use. With a young family he has a vested interest in ensuring the construction industry in the Lower Mainland remains a stable and profitable industry well into the future.
	Mathew views the VRCA as the leader in advocacy for the Lower Mainland construction industry and admires its leadership and members for their continued cooperation despite being representative of an extremely competitive industry. Being experienced in advocating on behalf of his own clients who may also include competitors, he believes he is very well suited for a VRCA board position.
Shaun Johnston Managing Director, Construction and	Shaun is Managing Director and National Leader of the Construction & Development Practice for BMS in Canada.
Development BMS Canada Risk Services Ltd.	Prior to joining BMS, Shaun was VP, Manager of the Construction Division for Aon. In any leadership role Shaun undertakes, he brings an ability to build strong cohesive teams focused on client service, growth and innovation.
	Shaun has spent his career working collaboratively with a diverse mix of leading construction and development firms, assisting them in the execution of their business objectives.
	He has been a participant in VRCA events over the past 15 years and finds tremendous value in the networking and insight gained on industry opportunities and challenges.
	Shaun brings board of directors' experience gained from both for-profit and not-for-profit board positions. He has actively led charitable initiatives, including the Building for Kids Charity Golf Classic over the past decade, which with the construction industry's support, has raised significant funds for BC Children's Hospital.
	Shaun's desire to contribute stems from his belief that the purpose of VRCA is to engage its diverse membership to capitalize on opportunities and proactively address challenges head-on. He firmly believes that the construction industry is critical to the continued success of our region, and the VRCA facilitates the necessary connections to develop opportunities for its members. Shaun wants to actively assist the VRCA to achieve its 2020 strategic plan. He would bring an attentive ear, an extensive and diverse network, and an easy-going, team-based approach to working with the VRCA Board, staff and membership.



Steve Reitenbach* Account Manager DOKA Canada Ltd

Steve is Account Manager at DOKA Canada Ltd.

Following completion of his post-secondary education at Simon Fraser University in 2001, Steve guickly began a career in management.

Beginning with a General Manager role outside the construction industry, he transitioned into the construction supply industry, joining Williams Scotsman Modular Buildings in 2008. In his position as BC Area Manager, Steve successfully managed the BC Southern Area and opened Williams Scotsman's second branch in Prince George to better serve BC's northern industrial construction. In 2015, Steve expanded his work experience by moving into Concrete Formwork Supply with DOKA, the world's largest formwork supplier. At DOKA, he continues to work with key clients in the Commercial and Industrial Construction sectors of BC.

Steve is currently pursuing completion of his Gold Seal designation through VRCA. Steve has been actively involved in the VRCA's U40 Network since its inauguration in 2009 and has held the positions of M&S Council rep, U40 Vice Chair, U40 Chair and currently sits on the VRCA Board of Directors as the U40 representative.

Kelly Taylor, CPA, CA, CGA *Partner MNP LLP*

Kelly is a Chartered Professional Accountant and a Partner at MNP LLP, a professional accounting firm.

He is an advocate for the VRCA and the BC construction industry as a whole and believes in promoting and giving back to the construction industry.

As a Partner, Kelly is also part of MNP's Real Estate & Construction niche where he focuses 50% of his time advising clients in the construction industry on new innovative and proprietary strategies.

He has been very involved in the construction industry since MNP became platinum sponsor of the VRCA's Construction Leadership Forum. In this context, Kelly's role is to engage with the construction industry and give back to the association by attending VRCA events, that include the President's Club Dinners, Awards of Excellence ceremony, the Construction Leadership Forum, the Christmas Luncheon and U40 Golf Tournament.

Kelly believes his professional expertise and his background knowledge of the construction industry from a different perspective would highly benefit the association.

^{*}Incumbent