



**ANNUAL GENERAL MEETING  
2025**

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## Annual General Meeting Agenda

Friday September 26, 2025

Registration: 6:30pm

Formal Agenda: 7:00-8:00pm

3550 East Hastings St, Vancouver, BC V5K 2A7, and virtually by MS Teams:

[Join the meeting now](#)

### Agenda

1. Welcome and Call to Order, Quorum Verification
2. Land Acknowledgement
3. Appoint Chair and Secretary for the meeting
4. Adoption of Agenda
5. Approval of 2024 Annual General Meeting Minutes
6. Board President Remarks
7. Executive Director Remarks
8. Presentation of Audited Financial Statements

***Resolution*** to appoint Tompkins Wozny as the auditors for fiscal year 2026.

9. Bylaws Special Resolution:

***RESOLVED AS A SPECIAL RESOLUTION***

*that the existing Bylaws of the Society be deleted and replaced with the proposed set of Bylaws as presented in the AGM package.*

Key changes include (but not limited to):

- Adding membership dues to address the issue of members not being registered annually.
- Addition of voting by proxy.
- Change to Board terms being 2 years for all positions.
- Changes to the mandatory Officer positions.
- Employee members must have not been employed for 12 months before being eligible to sit on the Board.
- Amalgamation of the (previously separate) Board of Directors, and Executive Committee sections.
- Elimination of sections that are duplicated in the Governance policies.
- Edits of wording to enhance clarity.

10. Introduction of the Board

- Presentation of proposed Board Slate 2025-2026

***Resolution*** to accept the slate as presented.

11. Award Presentation

## Meeting minutes from previous AGM

Annual General Meeting Minutes

September 27th, 2024

Meeting: Hybrid at Options' Provincial Office and virtually

**Members Present:** Kaye Hare, Joyce Rautenberg, Brandy Wiebe, Zeba Khan, Ashley Brooks, Kaye Broens, Yasamin Alami, Tiffany Melius, Dawn Petten, Rach McBride, Jan Turner, Rachael Ollivier, Ashleigh Turner, Jill Doctoroff, Marion Ulmann

**Guests Present:** Ashpreet Thind, Meghan Mason, Erik Allas, Eugene Kabanovski

**Regrets:** Jessy Dame, Wei Jack Guo, Brenda Kumar, Saira Hansen, Kristen Gilbert

**Registration:** 6:30pm

**Welcome and Call to Order:** 6:58pm

**Verification of Quorum**

**Land acknowledgement** (Kaye)

**Appoint Chair and Secretary for the meeting**

Kaye chairing; Ashley minutes

**Adoption of AGM agenda**

Motion: Adopt the 2024 AGM agenda (Moved: Yasamin, Seconded: Kaye B. – All in Favour, None Opposed)

**Approval of 2023 AGM minutes**

Motion: Approve the 2023 AGM minutes (Moved: Rachael, Seconded: Jan– All in Favour, None Opposed)

**Executive Director Remarks**

As we commence our Annual General Meeting, I want to invite everyone to get grounded in Our Mission:

To champion and celebrate the sexual health of all people in BC, by supporting, providing, and promoting inclusive and accessible health care and education.

Or more succinctly:

To champion and celebrate sexual health.

I chose to accept the Executive Director role at Options because of the staff who were the panel at my second interview. I saw a group of folks who were CHAMPIONS in every sense of the word - passionate people who have defeated many challenges (including insufficient resources, socio-political backlash, and more) to continue to do the work they do – and to fight on behalf of others who cannot. In my short time here at Options (3 months), I have come to know what it looks like to be truly invested in a cause, and to celebrate it joyfully. A good penis joke never goes astray.

I see my job as supporting our incredible champions to do the great work that they do. It has been said to me that in the past Options has been lauded as doing 'so much with so little' – but they shouldn't have to. Constantly scrambling to make ends meet doesn't leave much energy to work towards being "...trusted and innovative leaders in a world that honours sexuality and its diversity." – our organizational vision.

We are heading into some interesting political territory with a BC election in October and a Federal Election next year, and so our strategic planning in early 2025 will need to remain focused on our vision, mission, and values. We need to remain Knowledgeable, Engaging, and Inclusive, Mind-Opening, Caring, and Community-focused. These guiding principles will ensure that we remain on course, no matter what opposition we champions face. As we face a changing landscape for sexual and reproductive health, I feel confident that we can remain true to the core of why we are here.

I would like to thank:

- the PO staff for welcoming me into their fold with open arms,
- Jill – outgoing interim ED – for offering such a smooth transition, having put out some small fires before I came on board,
- the Board, and especially Kaye, for making me feel supported and being my collaborative partners in navigating my way through a significant time in Options' story
- the frontline staff – even though I still haven't met many of you – for continuing to do the amazing work you do to champion and celebrate sexual health in British Columbia.

## **Audited Financial Statements**

Audited Financial Statements presented by our auditors, Erik Allas and Eugene Kabanovski. The audit went well and in the auditor's opinion, the financial statements present Options' financial position fairly.

At year end 2024, \$899,338 assets and a \$333,964 net loss but there was \$369,067 in equity that offset this, leaving us with \$35,103 in net assets end of 2024. Income decreased by about 7% and costs increased by about 9%.

Motion: Receive the audited financial statements for 2023-2024 and auditor report thereon (Moved: Yasamin, Seconded: Marion – All in Favour, None Opposed)

## Appoint auditors for fiscal year 2024-2025

Motion: Appoint Tompkins-Wozny as the auditors for fiscal year 2024-2025 (Moved: Tiffany, Seconded: Kaye B. – All in Favour, None Opposed)

## Introduction of the Board

- o Up for election:

Position	Board Member	Term
<b>Treasurer</b>	Yasamin Alami	2nd in Exec Role
<b>Secretary</b>	Ashley Brooks	2nd in Exec Role
<b>Vice President</b>	Rachel Ollivier	1st in Exec Role
<b>Vice President</b>	Zeba Khan	1st in Exec Role
<b>Member at Large</b>	Marion Ulmann	1st Term
<b>Member at Large</b>	Brenda Kumar	1st Term
<b>Member at Large</b>	Kaye Broens	1st Term
<b>Member at Large</b>	Sheila Smith	1st Term
<b>Member at Large</b>	Meghan Mason	1st Term

- o Current Board Members remaining in their roles:

Position	Board Member	Term
<b>President</b>	Kaye Hare	2nd in Exec Role
<b>Past President</b>	Joyce Rautenberg	1st in Exec Role
<b>Member at Large</b>	Jack Guo	2nd Term

<b>Member at Large</b>	Brandy Wiebe	2nd Term
<b>Member at Large</b>	Jessy Dame	1st Term

## **Election of Directors and Officers of the Board**

Motion: Appoint the board slate (Moved: Dawn, Seconded: Ashleigh - All in Favour, None Opposed; Abstentions: members did not vote on themselves)

## **Adjourn**

Motion: Adjourn the 2024 AGM (Moved: Kaye B., Seconded: Yasamin— all in favor, none opposed).

Adjourned: 7:23pm

# **Audited Financial Statements**



[www.twmca.com](http://www.twmca.com)

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**FINANCIAL STATEMENTS**

**OPTIONS FOR SEXUAL  
HEALTH**

**March 31, 2025**

Limited Liability Partnership



**Tompkins Wozny**  
Chartered Professional Accountants

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## INDEPENDENT AUDITORS' REPORT

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To the Members of  
Options for Sexual Health

### ***Qualified Opinion***

We have audited the financial statements of Options for Sexual Health (the "Society"), which comprise the statement of financial position as at March 31, 2025, and the statements of operations, changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion section of the report, the accompanying financial statements present fairly, in all material respects, the financial position of the Society as at March 31, 2025, 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.

### ***Basis for Qualified Opinion***

In common with many not-for-profit organizations, the Society derives revenue from donations and fundraising activities, the completeness of which is not susceptible to satisfactory audit verification. Accordingly, verification of these revenues was limited to the amounts recorded in the records of the Society. Therefore, we were not able to determine whether any adjustments might be necessary to donations and fundraising revenue, excess of revenues over expenses, and cash flows from operations for the year ended March 31, 2025, current assets as at March 31, 2025, and net assets as at April 1 and March 31 for the 2025 year. The 2024 audit report was also qualified in respect to this matter.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Society in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

### ***Responsibilities of Management and Those Charged with Governance for the Financial Statements***

Management is responsible for the preparation and fair presentation of the 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.

In preparing the financial statements, management is responsible for assessing the Society's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Society or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Society's financial reporting process.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they



<sup>1</sup>  
**Tompkins Wozny**  
Chartered Professional Accountants

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## INDEPENDENT AUDITORS' REPORT (CONT'D)

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could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Society's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Society's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Society to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### Report on Other Legal and Regulatory Requirements

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

*Tompkins Wozny LLP*

Vancouver, Canada  
July 23, 2025

Chartered Professional Accountants



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**Tompkins Wozny**  
Chartered Professional Accountants

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**Options for Sexual Health****STATEMENT OF FINANCIAL POSITION**

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As at March 31

	2025 \$	2024 \$
<b>ASSETS</b>		<i>[Restated - Note 14]</i>
<b>Current</b>		
Cash - operating	1,921,974	106,094
- gaming	92,548	130,870
Term deposits	—	400,000
Accounts receivable <i>[note 4]</i>	51,078	138,844
Inventories	126,855	177,460
Prepaid expenses	3,134	3,397
	2,195,589	956,665
Capital assets <i>[note 5]</i>	10,944	17,586
	2,206,533	974,251
<b>LIABILITIES</b>		
<b>Current</b>		
Accounts payable and accrued liabilities <i>[note 6]</i>	154,718	60,744
Deferred revenue - grants <i>[note 7(a)]</i>	1,811,024	646,045
- contributions <i>[note 7(b)]</i>	—	156,838
Current portion of obligation under capital lease	—	608
	1,965,742	864,235
<b>NET ASSETS</b>	240,791	110,016
	2,206,533	974,251

Commitments *[note 12]**See accompanying notes to the financial statements*

On behalf of the Board:

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Director

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Director**Tompkins Wozny**  
Chartered Professional Accountants

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**Options for Sexual Health****STATEMENT OF CHANGES IN NET ASSETS**

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As at March 31

	Invested in Capital Assets \$	Internally Restricted \$	Unrestricted \$	Total \$
<b>2025</b>	<i>[Note 2]</i>			
<b>Balance, beginning of year</b>	<b>16,978</b>	<b>35,745</b>	<b>57,293</b>	<b>110,016</b>
Excess of revenues (expenses) for the year	(11,992)	—	142,767	130,775
Acquisition of capital assets	5,350	—	(5,350)	—
Repayment of capital lease	608	—	(608)	—
<b>Balance, end of year</b>	<b>10,944</b>	<b>35,745</b>	<b>194,102</b>	<b>240,791</b>
<b>2024 [Restated - Note 14]</b>				
<b>Balance, beginning of year</b>	5,389	35,745	402,846	443,980
Excess of expenses for the year	(8,899)	—	(325,065)	(333,964)
Acquisition of capital assets	14,285	—	(14,285)	—
Repayment of capital lease	6,203	—	(6,203)	—
<b>Balance, end of year</b>	<b>16,978</b>	<b>35,745</b>	<b>57,293</b>	<b>110,016</b>

*See accompanying notes to the financial statements*

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**Options for Sexual Health****STATEMENT OF OPERATIONS**

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Year ended March 31

	2025	2024
	\$	\$
<b>REVENUE</b>		
Provincial government contracts <i>[note 8]</i>	1,862,031	1,610,332
Fee for service <i>[note 10]</i>	417,563	323,089
Grants <i>[note 9]</i>	243,485	165,132
Donations and fundraising <i>[note 11]</i>	64,677	104,243
Investment income and other	35,460	18,825
	<b>2,623,216</b>	<b>2,221,621</b>
<b>EXPENSES</b>		
Salaries, contractors and benefits <i>[note 15]</i>	1,899,195	1,948,807
Medical supplies	244,842	167,326
Rent	117,477	125,592
Office and administration	50,813	49,029
Advertising and promotion	45,710	43,128
Professional and consulting	34,835	19,603
Insurance	32,133	26,678
Medical charting	20,935	62,185
Delivery	13,191	12,463
Amortization of capital assets	11,992	8,899
Equipment and leases	7,371	12,072
Travel	7,160	4,495
Fundraising	6,622	10,681
Conference	150	63,359
Interest on capital lease	15	1,268
	<b>2,492,441</b>	<b>2,555,585</b>
<b>Excess of revenues (expenses) for the year</b>	<b>130,775</b>	<b>(333,964)</b>

*See accompanying notes to the financial statements*

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**Options for Sexual Health****STATEMENT OF CASH FLOWS**

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Year ended March 31

	2025 \$	2024 \$
		<i>[Restated - Note 14]</i>
<b>OPERATING ACTIVITIES</b>		
Excess of revenues (expenses) for the year	130,775	(333,964)
Item not affecting cash		
Amortization of capital assets	11,992	8,899
Changes in other non-cash working capital items		
Accounts receivable	87,766	47,729
Inventories	50,605	(106,950)
Prepaid expenses	263	13,507
Accounts payable and accrued liabilities	93,974	(61,338)
Deferred revenue - grants	1,164,979	(312,896)
Deferred revenue - contributions	(156,838)	156,838
<b>Cash provided by (used in) operating activities</b>	<b>1,383,516</b>	<b>(588,175)</b>
<b>INVESTING ACTIVITIES</b>		
Purchase of capital assets	(5,350)	(14,285)
Redemption (purchase) of term deposits	400,000	(400,000)
<b>Cash provided by (used in) investing activities</b>	<b>394,650</b>	<b>(414,285)</b>
<b>FINANCING ACTIVITIES</b>		
Repayment of capital lease	(608)	(6,203)
<b>Cash used in financing activities</b>	<b>(608)</b>	<b>(6,203)</b>
<b>Increase (decrease) in cash during the year</b>	<b>1,777,558</b>	<b>(1,008,663)</b>
Cash, beginning of year	236,964	1,245,627
<b>Cash, end of year</b>	<b>2,014,522</b>	<b>236,964</b>
<b>Cash consist of:</b>		
Cash - operating	1,921,974	106,094
- gaming	92,548	130,870
	<b>2,014,522</b>	<b>236,964</b>

*See accompanying notes to the financial statements*

## **NOTES TO FINANCIAL STATEMENTS**

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March 31, 2025

### **1. PURPOSE**

Options for Sexual Health (the "Society") is incorporated under the Societies Act of British Columbia. The Society, a registered charity, is exempt from income taxes under section 149 of the Income Tax Act.

The purpose of the Society is to prevent unplanned pregnancies and promote optimal reproductive health by providing quality education, information, and clinic services to individuals, groups and communities in British Columbia.

### **2. SIGNIFICANT ACCOUNTING POLICIES**

These financial statements were prepared in accordance with Canadian accounting standards for not-for-profit organizations and include the following significant accounting policies:

#### **Use of Estimates**

The preparation of financial statements in conformity with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenues and expenses reported during the year. Significant areas requiring the use of management estimates relate to the useful lives of capital assets and the allocation of expenses to various programs and grants. Actual results could differ from these estimates.

#### **Revenue Recognition**

The Society follows the deferral method of accounting for contributions. Restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Restricted contributions for the purchase of capital assets are deferred and amortized over the remaining useful life of the capital asset acquired. Unrestricted contributions are recognized as revenue when they are received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Interest revenue is recognized as revenue is earned.

Rental, counselling, memberships and miscellaneous revenue are recognized when the service is provided and collection is reasonably assured.

#### **Measurement of Financial Instruments**

The Society initially measures its financial assets and financial liabilities at fair value. The Society subsequently measures all its financial assets and financial liabilities at amortized cost.

Financial assets measured at amortized cost include cash and accounts receivable. Financial liabilities measured at amortized cost includes accounts payable and accrued liabilities.





## NOTES TO FINANCIAL STATEMENTS

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March 31, 2025

### 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

#### Inventories

Inventories consist of contraceptive and medical supplies, and are recorded at the lower of cost and net realizable value. The cost of inventories include all direct costs of purchase net of vendor rebates, and is determined on a first in, first out basis. Net realizable value is the estimated selling price in the ordinary course of business.

#### Capital Assets

Capital assets are recorded at cost. Amortization is provided as follows under a straight line basis:

▪ Computer equipment	3 years
▪ Equipment and furniture	3 years
▪ Leasehold improvements	Term of lease
▪ Computer software	3 years

#### Leased Asset

Leases entered into that transfer substantially all the benefit and risks associated with ownership are recorded as the acquisition of a tangible capital asset and the incurrence of an obligation. The asset is amortized in a manner consistent with capital assets owned by the Society and the obligation, including interest thereon, is repaid over the term of the lease. All other leases are accounted for as operating leases and the rental costs are expensed as incurred.

#### Net Assets

Net assets invested in property and equipment represents the Society's investment in property and equipment. Internally restricted net assets represents those funds restricted by Board designation for contingency purposes. These amounts are not available for purposes other than those designated by the Board of Directors.

#### Donations In-kind

Board member volunteers contribute their time to assist the Society in carrying out its activities. Due to the difficulty in determining the fair value of such services their value is not recognized in these financial statements.

The Society accepts donations in the form of goods, services, and rent. Due to the difficulty in determining their fair value, the Society has opted not to record these contributions in its financial statements.



## NOTES TO FINANCIAL STATEMENTS

March 31, 2025

**3. CREDIT FACILITY**

The Society has a \$35,000 [2024 - \$35,000] overdraft agreement with a bank with an interest rate of 19.99% per annum. At March 31, 2025 there was no [2024 - \$Nil] outstanding balance on this facility.

**4. ACCOUNTS RECEIVABLE**

	2025	2024
	\$	\$
Operations	25,168	104,999
GST receivable	25,910	18,024
Accrued supplier credit	—	15,821
	51,078	138,844
Allowance for doubtful accounts	—	—
	51,078	138,844

**5. CAPITAL ASSETS**

	Cost	Accumulated Amortization	Net Book Value
	\$	\$	\$
<b>2025</b>			
Computer equipment	29,282	20,049	9,233
Equipment and furniture	9,916	8,205	1,711
Computer software	14,965	14,965	—
	54,163	43,219	10,944
<b>2024</b>			
Computer equipment	23,932	14,590	9,342
Equipment and furniture	9,916	4,165	5,751
Computer software	14,965	12,472	2,493
	48,813	31,227	17,586



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**Options for Sexual Health****NOTES TO FINANCIAL STATEMENTS**

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March 31, 2025

**6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

	2025	2024
	\$	\$
Wages, vacation and benefits	117,333	37,240
Operations	32,931	19,050
Government remittances - WorkSafeBC	4,454	4,454
	<b>154,718</b>	<b>60,744</b>

**7. DEFERRED REVENUE***(a) Grants*

	Opening Deferred \$	Amounts Received \$	Earned As Revenue \$	Ending Deferred \$
Province of British Columbia - Oper	499,965	2,695,915	1,524,880	1,671,000
Province of British Columbia - HIV	—	37,500	37,500	—
Ministry of Health - Sex Sense	—	299,651	299,651	—
Gaming	121,506	91,000	115,000	97,506
Other	6,673	124,986	128,485	3,174
	<b>628,144</b>	<b>3,249,052</b>	<b>2,105,516</b>	<b>1,771,680</b>
Teaching programs/courses	7,345	107,197	82,102	32,440
Donations	10,556	—	3,652	6,904
	<b>646,045</b>	<b>3,356,249</b>	<b>2,191,270</b>	<b>1,811,024</b>

*(b) Contributions*

The Province of BC reimbursed the Society for all purchases of contraceptives at the end of each quarter until March 2024 [note 10] .

	Opening Deferred \$	Amounts Received \$	Earned As Revenue \$	Ending Deferred \$
Province of British Columbia - PHS/	156,838	—	156,838	—

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**Options for Sexual Health****NOTES TO FINANCIAL STATEMENTS**

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March 31, 2025

**8. ECONOMIC DEPENDENCE**

The Province of BC provided 71% [2024 - 72%] of the Society's revenues. As a result, the Society is economically dependent on the Provincial Government of British Columbia for the funding required to deliver its services and programs.

Provincial government funding is comprised of:

	2025	2024
	\$	\$
Province of British Columbia - PHSA - Clinics	1,524,880	1,174,950
- MOH - Sex Sense Program	299,651	285,382
- PHSA - HIV & HVC	37,500	150,000
	1,862,031	1,610,332

**9. GRANTS**

Grant revenue (repayment) is comprised of:

	2025	2024
	\$	\$
Gaming	115,000	91,175
The Houssian Foundation	50,000	50,000
Beedie Foundation	50,000	—
British Columbia Institute of Technology	—	24,970
Other	28,485	1,000
Community Living BC	—	(2,013)
	243,485	165,132

**10. FEE FOR SERVICE**

Fee for service is comprised of:

	2025	2024
	\$	\$
Education training fees	145,890	173,461
Province of British Columbia - PHSA [note 7(b)]	156,838	96,541
Sale of medical supplies	111,161	49,935
Clinic fees and services	3,674	3,152
	417,563	323,089



## NOTES TO FINANCIAL STATEMENTS

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March 31, 2025

### 11. DONATIONS AND FUNDRAISING

Donations and fundraising is comprised of:

	2025	2024
	\$	\$
Donations	64,677	88,115
Fundraising events	—	16,128
	64,677	104,243

### 12. COMMITMENTS

The Society has entered into a lease agreement for its Vancouver clinic office from January 1, 2025 to December 31, 2025 for which minimum lease payments are as follows:

- April 1, 2025 to December 31, 2025: \$77,006

### 13. FINANCIAL INSTRUMENTS

The Society is exposed to various risks through its financial instruments. The following analysis presents the Society's exposures to financial risks as at March 31, 2025.

#### Credit Risk

The Society is exposed to credit risk with respect to its cash and accounts receivable. The Society assesses, on a continuous basis, accounts receivable on the basis of amounts it is virtually certain to receive based on their net realizable value. Cash is held by a reputable Canadian financial institution.

#### Liquidity Risk

Liquidity risk is the risk of being unable to meet cash requirements or fund obligations as they become due. It stems from the possibility of a delay in realizing the fair value of financial instruments.

The Society manages its liquidity risk by constantly monitoring forecasted and actual cash flows and financial liability maturities, and by holding assets that can be readily converted into cash.

### 14. RESTATEMENT

In fiscal 2023, accounts receivable and Provincial government contracts revenue was understated by \$74,913.



**NOTES TO FINANCIAL STATEMENTS**

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March 31, 2025

**14. RESTATEMENT (CONT'D)**

The changes to the previously reported 2024 figures are as follows:

	As Previously Reported	Adjustment	Restated Amount
	\$	\$	\$
<b>Statement of Financial Position</b>			
Accounts receivable	63,931	74,913	138,844
Net assets	35,103	74,913	110,016

The statement of cash flows has been revised accordingly.

**15. DISCLOSURE OF REMUNERATION**

Pursuant to the British Columbia Societies Act, the Society is required to disclose remuneration and benefits paid to employees and contractors who are paid \$75,000 or more during the fiscal year. Salaries, contractors and benefits expense includes \$95,557 [2024 - \$151,163] paid to one [2024 - two] employee(s) during the year. No remuneration was paid to any members of the Board.



## **Proposed Constitution and Bylaws of**

### **Options for Sexual Health**

Draft amendments June 2025

#### **CONSTITUTION**

1. The name of the Society is "Options for Sexual Health".
2. The purposes of the Society are:
  - a. To promote sexual and reproductive health as a fundamental right of all people.
  - b. To develop and deliver optimal and sustainable educational and clinical services in the realm of sexual and reproductive health.
  - c. To promote research, public awareness and discourse, and other means of advocating for quality sexual health education and reproductive health services.
  - d. To work in alliance with other recognized provincial, national, and international bodies with similar aims.
  - e. To receive, acquire, and hold grants, donations, and legacies and to make grants for the promotion of the above objects. To solicit funds to carry on the work of the Society. To acquire or take by purchase, donation or otherwise, and to own land or personal property, to call, exchange, mortgage, lease, let, improve and develop it, and to erect and maintain any building necessary for the purpose of the Society. To borrow, raise or secure the payment of money to further the objects of the Society. To be a non-profit organization, independent of commercial control.

## BYLAWS

### ARTICLE I - DEFINITIONS

"Board" shall mean the Board of Directors of the Society.

"Bylaws" shall mean these bylaws of the Society.

"Director" shall mean an individual Member of the Board.

"Hold Office" shall mean currently elected to the Board of Directors.

"Members" shall mean collectively ordinary Members, employee Members, honorary Members and life Members of the Society.

"Society" shall mean Options for Sexual Health



## ARTICLE II - GENERAL

1. The Mission Statement of the Society shall be: To champion and celebrate the sexual health of all people in BC by supporting, providing, and promoting inclusive and accessible health care and education.

or more succinctly:

To champion and celebrate sexual health

2. The operations of the Society shall be carried out in the Province of British Columbia.
3. The activities of the Society shall be carried out without financial gain for its Members. Any income, profit, or other benefits to the Society shall be used in promoting the collective purposes of the Society.
4. The Society may create funds and set the terms and conditions which shall govern the funds as the Board considers prudent.
5. Upon winding up Options for Sexual Health, after payment of its just debts and obligations, and fulfilling the requirements of the Societies Act of British Columbia as in force at the time, the remaining assets of the Society shall be distributed to one or more recognized charitable organizations in British Columbia in such manner as the Society shall decide. This provision was previously unalterable.

## **ARTICLE III - FINANCE**

### **SECTION 1. Fiscal Year**

The fiscal year of the Society shall be April 1st to March 31st.

### **SECTION 2. Books of Account**

1. The books of account and records shall normally be kept at the registered office of the Society and shall be open at all times for inspection by the Board.
2. Members (not being a Director) shall not have the right of inspecting any account or book or document of the Society except as conferred by the Societies Act (British Columbia), or authorized by the Board, or by resolution of the Members.
3. Members may access the required documents and records as conferred by the Societies Act with no less than two weeks' notice. Directors have the right to restrict Members' access to the register of Members if access would be harmful to the Society or a Member of the Society.

### **SECTION 3. Borrowing Power**

The Board shall be empowered to borrow, raise, or secure the payment of money in such manner as it thinks fit, except in the form of debentures which may be issued only by express resolution of the Members of the Society in general meeting. A debenture may not be issued without the sanction of a special resolution.

### **SECTION 4. Fundraising**

The Board is empowered to conduct or authorize fundraising activities by public or private subscription or by approach to public or private bodies; and no other person or persons, or body may do so without authorization by the Board.

## **ARTICLE IV – DOCUMENTS**

### **SECTION 1. Authority**

The common seal of the Society shall be affixed to any document required by law to be in deed form, and to such other individual or kinds or documents as may be determined from time to time by the Board. The use of the common seal shall be only used for a purpose with the prior approval of the Board.

## **SECTION 2. Seal**

The common seal shall be kept in the registered office of the Society and/or the custody of the Executive Director.

## **ARTICLE V – MEMBERSHIP**

### **SECTION 1. Definition**

1. A person may apply to the Directors, or designate, for Membership in the society and on acceptance by the Directors, or designate, is a Member.
2. A Member ceases to be in good standing of the Society upon failure to abide by the bylaws or pay dues.

### **SECTION 2. Membership Types**

#### **1. Ordinary Members**

Ordinary Members are Members in good standing pursuant to Section 1 of this Article V not later than 30 days prior to the Society's annual general meeting and who show a willingness to uphold the purposes of the Society as set out in the Constitution of the Society and to conform to the Bylaws.

Ordinary Members shall:

- a. be entitled to vote in Annual and Special General Meetings of the Society; and
- b. be entitled to hold office in the Society.

#### **2. Employee Members**

Employee Members shall be residents of the province of British Columbia who are employees of the Society who are Members in good standing pursuant to Section 1 of this Article V not later than 30 days prior to the Society's annual general meeting.

Employee Members:

- a. shall be entitled to vote at meetings of the Society; and
- b. shall not be entitled to hold office in the Society, until at least 12 months have elapsed from the employment end date.

### 3. Life Members

Life Members shall be persons who have rendered outstanding services to the Society or to their community in the field of family planning, appointed by the voting Members of the Society in general meeting for life on nomination by the Board. Pursuant to Sections 1 and 3 of this Article V, and notwithstanding Section 2 clause 2 of this Article V, Life Members may be former employees of the Society after they have left its paid employ.

## SECTION 3. Fees

The amount of the annual Membership dues, in all categories, shall be determined by the Board. The amount may be modified with the approval of the Board, from time to time, when circumstances warrant.

## SECTION 4. Withdrawal and Removal

1. The name of any Member may be removed from the register of Members by the Board for cause or conduct or behaviour inimical to the objects of the Society, provided that an opportunity be afforded to the Member to appear before the Board.
2. Membership ceases:

- a. upon delivery of written notice of resignation to the Secretary of the Society or designate;
- b. upon removal by the Board pursuant to subsection (1) of this Section 3;
- c. upon the death of such Member;
- d. upon 30 days lapsing without payment of dues, after each year's Annual General Meeting; or
- e. if a Member ceases to be in good standing.

## **SECTION 5. Register**

A register of Members shall be maintained under the authority of the Directors.

## **ARTICLE VI - MEETING OF MEMBERS**

### **SECTION 1. Annual Meeting Notice**

1. The annual general meeting of the Members shall be held at least once in every calendar year and not more than 15 months after an adjournment of the previous annual general meeting, on a date and at a time and place - including by electronic and hybrid means - to be determined by the Board, for the purpose of:
  - a. receiving reports from the Board and the Officers of the Society as may be appropriate;
  - b. receiving the audited financial statement relating at least to the previous fiscal year;
  - c. appointing auditors;
  - d. electing Board Members and Officers of the Society;
  - e. other business that, under these by-laws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the Directors issued with the notice convening the meeting.
2. Notice of the annual general meeting shall be given to all Members whose names appear on the registrar of Members. This notice shall be given not more than 60 days or less than 14 days in advance of the AGM. Notice of any special

resolutions shall be provided to Members not less than three weeks before such meeting.

## **SECTION 2. Special General Meeting**

The President or the Board may convene, or upon receipt of a requisition signed by not less than ten percent of the Members eligible to vote must convene, a general meeting of the Society. The business to be transacted shall be specified in the notice of meeting which shall be given in writing to all Members whose names appear in the registrar of Members three weeks before the date of such meeting.

## **SECTION 3. Quorum and Voting**

1. Quorum for a general meeting is three Members or 10% of all Members, whichever is greater.
2. Votes shall be exercised by show of hand or by open or secret ballot, at the discretion of the Chairperson of the meeting. A simple majority of those voting shall prevail for an ordinary resolution, and 2/3 vote for a special resolution, except where otherwise specified by these Bylaws or any provision of the Societies Act (British Columbia) as may be in effect from time to time. In the event of an equality of votes for and against a motion, the Chairperson shall have the deciding vote, being the only vote the chairperson shall cast.
3. At any general meeting each Member entitled to vote at such meeting shall be entitled to one vote.
4. Voting by proxy is permitted, with a maximum of three proxy votes to be held by one Member in attendance.
5. Members attending by telephone or virtual means will have the same rights as Members attending in-person.

## **SECTION 4. Rules of Order**

The rules contained in Robert's Rules of Order, current edition may govern the Society in all cases to which they are applicable and in which they are not inconsistent with the Bylaws of the Society.

## ARTICLE VII – BOARD OF DIRECTORS

The Board of Directors is the governing body for the Society consisting of Directors who have been elected to oversee its activities and internal affairs. Directors have legal duties and responsibilities under the BC Societies Act.

### SECTION 1. Composition

1. The Board of Directors shall comprise:

- a. Up to six Officers;
- b. Up to nine Members-at-Large.

Officers and Members-at-Large are all referred to as 'Directors'.

2. The Officers of the Society shall be:

- a. President
- b. Treasurer
- c. A minimum of two, and a maximum of four, Officers in any combination of the following:
  - i. Vice-President
  - ii. Past President
  - iii. Secretary
  - iv. Combined roles (e.g. Secretary-Treasurer)
  - v. Co- roles (e.g. Co-Presidents)
  - vi. Any other Officer roles as the Board may deem necessary from time to time.

3. At least one Director must ordinarily reside in the Province of British Columbia.

### SECTION 2. Powers of the Board

- 1. The Board shall be subject to the orders of the Society and none of its actions shall conflict with action taken by the Society.
- 2. The Board is empowered to direct, manage and supervise all the affairs of the Society between annual general meetings in accordance with the Constitution and Bylaws, and to do all such things as are not specifically reserved to the Society in general meetings by the Bylaws.

3. The Board shall have the power to engage or discharge the Executive Director on such terms as it may direct.
4. The Board may appoint standing, special, or ad hoc committees as it deems necessary.
5. The Board may delegate to the Executive Committee and the Executive Director any but not all of the Board's powers as the Board deems necessary.
6. The Board is empowered to do all such further acts as are provided for in these bylaws.

### **SECTION 3. Meeting, Quorum, Voting**

1. The Board shall meet no fewer than four times each year, including at the annual general meeting.
2. If all Directors consent generally or in respect of a particular meeting, a Director may participate in a meeting of the Board or of a committee of the Board by means of a conference telephone or other communications facilities or service as permit all persons participating in the meeting to hear each other, and a Director participating in such a meeting by such means is deemed to be present at the meeting.
3. A quorum for any meetings of the Board shall consist of five Directors, two of which shall also be Officers of the Society.
4. A resolution in writing, endorsed by a majority of the Directors entitled to vote on that resolution at a meeting of the Board or a committee of the Board, is as valid as if it had been passed at a meeting of the Board or a committee of the Board.
5. Each Director shall notify the Executive Director in advance of absence from any meeting which the Director is required to attend. Directors are expected to make reasonable efforts to attend all meetings they are required to attend.
6. Each Director shall have one vote.
7. The voting provisions set out in Article VI, Section 3, clauses 2-5 shall apply to all meetings of the Board.

### **SECTION 4. Nominations**



A Committee of the Board will identify and present to the Board, no later than one month before the annual general meeting, a list of persons who have agreed to let their names stand for election as Members and Officers of the Board.

## **SECTION 5. Election and Tenure**

1. All Directors shall be Members in good standing.
2. The Directors (including Officers) shall be elected at the annual general meeting to serve a two-year term, pursuant to Article VI, Section 3.
3. Should there be more than one nomination for an Officer vacancy, a secret ballot option may be provided to each Member entitled to vote at the annual general meeting.
4. No person shall serve more than three consecutive terms in the same office (i.e. Member-at-Large and/or Officer role).

## **SECTION 6. Withdrawals and Removal**

1. Directors may resign prior to the expiration of their terms by written resignation submitted to the Board and such resignation shall be effective upon acceptance thereof by the Board.
2. The Members may, by resolution passed by 2/3 of the Members entitled to vote at a general meeting, remove Directors for cause before the expiration of their term of office. The Members may elect or appoint replacements and determine the terms of the replacements, pursuant to the provisions of this Article VII, Section 5.
3. The absence of any Director from two consecutive meetings of the Board shall trigger the President to confirm with the Director their ability to fulfill their Board obligations. If, following this confirmation, concerns remain regarding the Director's ability to meet their obligations, the matter shall be brought to the Board for a vote. Should the Board not be satisfied by vote that the Director is able to fulfill their ongoing obligations, the Director's office shall be vacated immediately after such a vote takes place.

## **SECTION 7. Vacancy**

Any vacancy occurring on the Board between successive annual general meetings may be filled by the Board at its discretion. The Director or Officer must be voted in at the next general meeting.

## **SECTION 8. Duties and Responsibilities of the Officers**

1. The President shall preside at all general meetings of the Society and at all meetings of the Board. The President shall be an ex-officio Member of all committees.
2. The Treasurer shall be responsible for all the financial transactions of the Society and such other duties as may, from time to time, be delegated by the Board.
3. A Vice-President shall undertake all the duties of the President in absence of the President, and shall undertake such other duties as may from time to time be delegated by the President or in the President's absence, the Board.
4. A Past President shall be the immediate past holder of the office of President, shall organize and chair ad hoc committees or working groups from time to time at the request of the President, and shall represent the Society at the request of the President.
5. A Secretary shall be responsible for giving notice, and recording the minutes, of all meetings of the Society and of the Board, and exercising legal duties as may from time to time be delegated by the Board, such as ensuring compliance with the BC Societies Act on matters of Society records.
6. The Officers together shall be the Executive Committee.
7. Within the powers granted to it by the Board, the Executive Committee is empowered to manage all the affairs of the Society between meetings of the Board.
8. The Executive Committee shall be subject to the orders of the Board and none of its actions shall conflict with actions taken by the Board.
9. A quorum for any meeting of the Executive Committee shall consist of three voting Members of the Executive Committee.

## **SECTION 9. Assistants to Officers**

The Board may, if it sees fit, appoint assistants to both the Secretary and the Treasurer, but they shall not rank as Officers of the Society.

## **SECTION 10. Conflict of Interest**

Any person who has, or in the determination of the Board appears to have, a commercial relationship to the Society whereby, whether directly or indirectly, duties or interests might be created in conflict with duties or interests as an Officer of the Society, must fully disclose the nature and extent of the interest. They must:

1. Abstain from voting on the resolution
2. Leave the Board meeting when a discussion about the noted relationship takes place, unless asked to provide information
3. Leave the Board meeting when the vote occurs, regardless
4. Not take any action intended to influence the discussion or vote

## **SECTION 11. Remuneration**

The Directors shall serve without remuneration except where expenses incurred in the service of the Society are specifically authorized by the Board.

## **SECTION 12. Indemnity to Directors and Others**

Subject to the Societies Act, each Director of the Society who has undertaken or is about to undertake any liability on behalf of the Society, and their heirs, executors and administrators, and estates and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Society, from and against:

1. all costs, charges, and expenses which such Director sustains or incurs in or about any action, suit, or proceeding which is brought, commenced, or prosecuted against that person, or in respect of any act, deed, matter of thing whatsoever, made, done, or permitted by that person, in or about the execution of duties of that person's office or in respect of any such liability;

2. all other costs, charges, and expenses which that person sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges, or expenses as are occasioned by that person's willful neglect or default.

## **ARTICLE VIII - AMENDMENTS TO BYLAWS**

Amendments to these Bylaws shall be made only by special resolution of the Society at an annual general meeting, of which notice of no more than 60 days and no fewer than 14 days shall have been given, and shall require a majority of two thirds (or sixty-six percent) of those present and entitled to vote.

## **Proposed Board Slate For Annual General Meeting September 26, 2025**

### **Officers of the Board:**

1. Co-President: Kaye Hare
2. Co-President: Rachel Ollivier
3. Vice President: Brenda Kumar
4. Treasurer: Meghan Mason
5. Secretary: Ashley Brooks (standing)

### **Members-at Large:**

New:

6. Phoebe Lazier
7. Tamil Kendall
8. Nima Boscarino
9. Karanpreet Johar
10. Jaime Sutton

Re-election:

- None

Standing (not up for election – terms continuing):

11. Jack Guo
12. Marion Ullman
13. Sheila Smith
14. Kaye Broens
15. Brandy Wiebe

### **Resigned since last AGM**

- Joyce Rautenberg
- Jessy Dame
- Zeba Khan
- Yasamin Alami