



**24TH ANNUAL GENERAL MEETING
8:00 P.M., WEDNESDAY, NOVEMBER 22, 2017
CEDAR HILL REC CENTRE**

MINUTES

ROUTINE BUSINESS:

Called to Order: by Douglas Anderson, Chair at 8:04pm

1. Confirmation of Attendance and Quorum: 41 voting members, 7 proxies
2. Adoption of the Agenda APPROVED
3. Approval of the Minutes of the last Annual General Meeting Nov. 23, 2016
 - i. Minutes amended to reflect there was a quorum, that the directors were elected by acclamation and that the president was elected by acclamation.
MOVED BY: Neil Fleischmann APPROVED AS AMENDED
4. Business Arising from the Minutes –none
5. Reports:
 - a. Report of the President – attached
 - b. Report of the Treasurer - Financial Statements attached

NEW BUSINESS:

1) RESOLUTIONS:

Ordinary Resolution #1: Setting Membership Dues for Victoria Ballroom Dance Society

BE IT RESOLVED that effective immediately, the annual dues for regular membership be set at \$70 per annum, and that the rate for eligible students and disabled persons be \$40, with the exception that members who are joining for the first time, or former members rejoining after an absence of more than 1 year from the expiration of their last membership year, may have their memberships pro-rated, such that if they join after January 1 the fee will be \$50 for regular members and \$30 for the student/disability rate, and if they join after April 1 the fee will be \$30 for the full rate and for the student/disability rate.

MOVED BY: the Treasurer, Thomas Webber on behalf of the board

Motion CARRIED

Ordinary Resolution #2: Appointing an Auditor

BE IT RESOLVED that Victoria Ballroom Dance Society appoint no auditor for the 2016-17 fiscal year

MOVED BY: the Treasurer, Thomas Webber on behalf of the board

Motion CARRIED

Special Resolution #1: Constitutional Amendment: to establish Victoria Ballroom Dance Society “Member Funded” Status

WHEREAS the new Societies Act provides that, “On transition, each pre-existing society will be asked whether it wishes to designate itself as a “member-funded society” by including a statement to that effect in its constitution”;

AND WHEREAS “a member-funded society is a society that is funded primarily by its members to carry on activities for the benefit of its members”, and VBDS would qualify as a “member-funded society” under the Act;

MOVED BY: the Chair, Douglas Anderson on behalf of the board

Motion CARRIED

Special Resolution #2: Bylaw re: Amendments that are in order at General Meetings

BE IT RESOLVED that Clause 14.c.iii of the VBDS Bylaws be amended to read as follows:

“(iii) the issue of whether an amendment to an ordinary or special resolution introduces an independent new question shall be decided at a general meeting by ruling of the chair, subject only to an appeal approved by 66%+1 of members present and voting.”

Amendment by Scott Hamilton: to replace the words “by 66% + 1 of members present and voting” with the words “by 2/3 of the votes cast”.
Amendment CARRIED

AMENDED MOTION:

BE IT RESOLVED that Clause 14.c.iii of the VBDS Bylaws be amended to read as follows:

“(iii) the issue of whether an amendment to an ordinary or special resolution introduces an independent new question shall be decided at a general meeting by ruling of the chair, subject only to an appeal approved by 2/3 of the votes cast.”
CARRIED

Special Resolution #3: Bylaw re: handling of questions of order

BE IT RESOLVED that Clause 23 of the Victoria Ballroom Dance Society Bylaws be amended to read as follows:

“23. Questions of order arising, if not otherwise provided for in these Bylaws, shall be decided by the chair, subject only to an appeal approved by 66%+1 of members present and voting.”

Amendment by Scott Hamilton to: replace the words “by 66% + 1 of members present and voting” with the words “by 2/3 of the votes cast”.
Amendment CARRIED,

AMENDED MOTION:

BE IT RESOLVED that Clause 23 of the Victoria Ballroom Dance Society Bylaws be amended to read as follows:

“23. Questions of order arising, if not otherwise provided for in these Bylaws, shall be decided by the chair, subject only to an appeal approved by 2/3 of the votes cast.”
CARRIED

Special Resolution #4: Approving the revised Victoria Ballroom Dance Society Constitution & Bylaws, as amended

BE IT RESOLVED that the revised Victoria Ballroom Dance Society Constitution & Bylaws, as circulated to the Membership prior to this 2017 Annual General Meeting (“Transition Draft #04”), and as amended at this 2017 AGM, be approved.

MOVED BY: the Chair, Douglas Anderson on behalf of the board

Motion CARRIED

Ordinary Resolution #3: Possible Draw-down from the “VBDS Development Fund”

BE IT RESOLVED that the VBDS Board be authorized to draw-down the VBDS Development Fund Equity Account by an amount not to exceed \$5000 in 2018-19, if such is needed to responsibly fund an increase in instructor hourly rates, rate increases to exceed 2% but not to exceed 5% for 2018, over 2017 hourly rates.

MOVED BY: the Chair, Douglas Anderson on behalf of the board

Amendment by Sherman Waddell to: remove the words “not to exceed 5%” and replace them with the words “not to exceed 15%”
Amendment DEFEATED

Amendment to: remove the words “2018-19, if such is needed to responsibly fund an increase in instructor hourly rates, rate increases to exceed 2% but not to exceed 5% for 2018, over 2017 hourly rates” and replace with the words “2017-18 such as needed to responsibly fund an increase in instructor hourly rate”.
Amendment CARRIED.

AMENDED MOTION:

BE IT RESOLVED that the VBDS Board be authorized to draw-down the VBDS Development Fund Equity Account by an amount not to exceed \$5000 in 2017-18 such as needed to responsibly funding an increase in instructor hourly rate.
CARRIED

Ordinary Resolution #4: Re the “Hodgson Fund”

(Submitted by: Steve Hutchings by the required deadline prior to the meeting)

Be it resolved that the \$10,000.00 "borrowed" from the Hodgson Fund be returned to the Hodgson Fund as the action was contrary to the Board Resolution of 22 October 2014 that established the Special Fund and which remains unchanged and effective.

Be it further resolved that the membership restricts the Board of Directors from making any changes to the Board Resolution of 22 October 2014 affecting either of the Special Funds without consulting the membership at a general meeting.

MOTION considered by the members

DEFEATED

Ordinary Resolution #5: Re the VBDS “Youth and Family Outreach Program”

(Submitted by: Rachel Chang by the required deadline prior to the meeting)

“Be it resolved that the Youth and Family Outreach Program be suspended until such time as the Society returns to having a Net Income of more than \$3,000 per year.”

MOTION considered by the members

DEFEATED

Ordinary Resolution #6: Re Professional Ballroom Dance Members

(Submitted by: Rachel Chang by the required deadline prior to the meeting)

“Be it resolved that the VBDS welcome into its membership as regular members persons who are currently or become a member of a professional Ballroom Dance Organization provided they meet the criteria in bylaw 4. (a). Should such a person be teaching regular classes for the society they are eligible for membership as an Honorary Member in accordance with bylaw 4.(d).”

MOTION considered by the members

DEFEATED

- 2) The Nominating Committee presented names of members who had agreed to have their name stand for election to the Board of Director

- a) Linda Ryder
- b) Liz Frick
- c) Journey Hood

The Chair called for nominations from the floor – There being none, the members were elected to the Board by acclamation.

- 3) Announcement of the elected Board members

- a) Linda Ryder 2 year term
- b) Journey Hood 2 year term
- c) Liz Frick 2 year term
- d) Thomas Webber remaining 1 year term
- e) Douglas Anderson remaining 1 year term
- f) Steve Montgomery Past President- ex-officio

- 4) The Nominating Committee advised that Douglas Anderson had agreed to let his name stand for President. MOTION CARRIED to elect, by acclamation.

- 5) Announcement of the society President –Douglas Anderson

- 6) Other business

None

- 7) Call to destroy ballots and adjournment of meeting

No Ballots used

Meeting Adjourned: 10:15 p.m

Recording Secretary: Clare Martin

PROVISIONAL MINUTES Revised Version of October 31, 2018 approved for circulation to Members by the Executive Officers of the Board.

MINUTES approved by the membership on November 28, 2018 at the Annual General Meeting.

PRESIDENTS REPORT FOR THE 2017 VBDS ANNUAL GENERAL MEETING

Welcome everyone to the VBDS 2017 Annual General Meeting!

I would like to first take a moment to introduce your dedicated hard working VBDS Board of Directors who have all volunteered their valuable time and energy for you the membership! Thank You to Louise for her contributions with our VBDS Dances throughout the year and her many contributions during the VBDS Board Meetings! Thank You to Clare Martin who was our Secretary this year. This position has to be ready to respond the vast array of correspondence that the Board receives on a daily basis many times. Also Clare was always there at our Intro Workshops to make potential new members feel warmly welcomed! On top of that Clare was always willing to help in numerous volunteer opportunities. As a Board we have appreciated the many words of wisdom by Doug Anderson in our Board Meetings and communications throughout the year. Doug surprised us with a last minute role as an Instructor at one of our Intro Workshops which was invaluable and was very well received by all who attended! I fully recommend Doug for President in the upcoming year. Thomas Webber took on a very difficult task this past year as Treasurer and we appreciate all that he did to get our financials up to date and in order. I should mention also that Thomas and his partner Dianne have volunteered in many opportunities to promote VBDS. Last but no means least, I would like to thank Bob Adams for his massive contribution in the past 2 years and it is a big loss to the Board that he is not continuing as a Director. It is a huge shame that he is not appreciated by some members as much as he should be. Bob has tirelessly given up so much of his time and energy and even to the detriment of his health. His assistance to me as President over the past 2 years has been invaluable! Bob is an extremely valuable asset to the Governance Committee as Chair and for many years he has contributed hundreds of hours with the Youth & Outreach Schools Program!

Over the past 2 years we have turned the Club around from a declining membership of 60-80 members every year since 2008! This last year we increased the membership from 320 to 434 and we have seen a good rise in Class numbers! The Treasurers Report tonight will indicate that Classes are Up and Membership is up... Our loss is significantly down but unfortunately our Classes are still not contributing sufficiently to the overall running of the Club. We still do not have enough members registering in our classes which is our biggest area of shortfall, we will be discussing that later in the meeting.

We now have a Finance & Budget Committee in place, and for the first time in many years, we have an interim budget for 2018 ready for the new Board.

A new “Societies Act” came into effect last November, and this has some important implications for VBDS as a registered “Society” under the Act. Our Governance Committee has been focused on allowing us to file for simple “transition” as required by the new Act, planning to do so well before the deadline which is next November 2018, as we will be discussing later in the form of some “Special Resolutions” that are on the Agenda.

The Standards & Classes Committee is currently in active negotiations with our instructors on their contracts for 2018. This has a number of potential implications for the club, which will be discussed in connection with two of the “Ordinary Resolutions” on the Agenda.

Finally I would like to thank all of the support from such a large number of VBDS Members. I appreciate all of your positive remarks and support over the past 2 years. There was a vast amount of work that had to happen to make such a big turnaround possible and your words of encouragement were what kept me going!! I would respectfully like to point out that if it was possible to get about 40-50 people all doing a very small amount of work or duties the job of running this Club would be monumentally easier and we would be able to focus more time on many of the area’s I was unable to accomplish!! To give you a clear idea what this would look like it would be as little as 30-60 minutes per month for about 9 months of the year. I will not be continuing on the Board after this coming year so if you would really like to show your appreciation please approach me with your open willingness to contribute with your availability and skills you can bring forward. Once again I would like to convey my deepest thanks to all of your positive support!!

VICTORIA BALLROOM DANCE SOCIETY

Financial Statements

Year Ended August 31, 2017

(Unaudited - See Notice To Reader)

OBARA & COMPANY

CHARTERED PROFESSIONAL ACCOUNTANTS

OBARA & COMPANY

CHARTERED PROFESSIONAL ACCOUNTANTS

216-911 Yates Street
Victoria, BC V8V 4X3
Tel: 250-388-7879
Fax: 250-381-0808

NOTICE TO READER

On the basis of information provided by management, we have compiled the statement of financial position of Victoria Ballroom Dance Society as at August 31, 2017 and the statements of revenues and expenditures and changes in net assets for the year then ended.

We have not performed an audit or a review engagement in respect of these financial statements and, accordingly, we express no assurance thereon.

Readers are cautioned that these statements may not be appropriate for their purposes.

Victoria, B.C.
November 20, 2017

Obara & Company

Chartered Professional Accountants

Statement of Financial Position

August 31, 2017

(Unaudited - See Notice To Reader)

	2017	2016
ASSETS		
CURRENT		
Cash	\$ 149,148	\$ 68,425
Term deposits	-	88,342
Accounts receivable	945	3,180
Goods and services tax recoverable	413	509
Prepaid expenses	664	1,828
	151,170	162,284
EQUIPMENT (Note 3)	10,758	7,127
	<u>\$ 161,928</u>	<u>\$ 169,411</u>
LIABILITIES AND NET ASSETS		
CURRENT		
Accounts payable	\$ 2,232	\$ 1,951
Deferred income	3,689	-
	5,921	1,951
NET ASSETS		
General Fund	8,795	20,415
Development Fund	137,482	137,315
Pacifica Fund	2,498	2,498
Hodgson Fund	7,232	7,232
	156,007	167,460
	<u>\$ 161,928</u>	<u>\$ 169,411</u>

ON BEHALF OF THE BOARD

Director

Director

See notes to financial statements

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CHARTERED PROFESSIONAL ACCOUNTANTS

VICTORIA BALLROOM DANCE SOCIETY
Statement of Changes in Net Assets
Year Ended August 31, 2017
(Unaudited - See Notice To Reader)

	General Fund	Development Fund	Pacifica Fund	Hodgson Fund	2017	2016
NET ASSETS - BEGINNING OF YEAR						
Deficiency of revenues over expenses	\$ 20,415	\$ 137,315	\$ 2,498	\$ 7,232	\$ 167,460	\$ 198,682
Interest income earned Development Fund	(11,453)	-	-	-	(11,453)	(31,222)
	(167)	167	-	-	-	-
NET ASSETS - END OF YEAR	\$ 8,795	\$ 137,482	\$ 2,498	\$ 7,232	\$ 156,007	\$ 167,460

See notes to financial statements

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VICTORIA BALLROOM DANCE SOCIETY
Statement of Revenues and Expenditures
Year Ended August 31, 2017
(Unaudited - See Notice To Reader)

	2017	2016
REVENUES		
Classes	\$ 61,046	\$ 53,434
Memberships	23,110	17,638
Dance Pacifica	-	34,049
Monthly Dances	8,798	6,586
New Year's Dance	7,525	6,934
School Program	1,357	466
Intro to Ballroom Dance	1,515	-
Dancing in the Square	500	-
Workshops	-	657
Thrifty Smile Card	1,528	2,080
Other revenue	1,196	4,209
	<u>106,575</u>	<u>126,053</u>
DIRECT COSTS		
Classes	59,503	59,439
Dance Practice	12,512	11,150
Dance Pacifica	-	39,376
Monthly Dances	2,942	6,375
New Year's Dance	5,537	10,383
School Program	1,568	1,518
Intro to Ballroom Dance	1,077	-
Dancing in the Square	1,198	-
Workshops	-	838
	<u>84,337</u>	<u>129,079</u>
GROSS PROFIT (LOSS)	<u>22,238</u>	<u>(3,026)</u>
EXPENSES		
Accounting and legal	2,825	1,656
Advertising	2,982	2,443
Amortization	2,717	2,407
Bank and POS charges	1,734	2,762
Board and AGM	1,589	368
Courier and postage	162	-
Insurance	1,617	1,259
Licenses and dues	80	-
Membership	-	1,418
Office	14,051	11,329
Office supplies	851	377
Paypal service charges	1,087	276
Printing and copying	-	438
Rental	2,214	2,177
Telephone	706	741
Website	1,076	545
	<u>33,691</u>	<u>28,196</u>
DEFICIENCY OF REVENUES OVER EXPENSES	<u>\$ (11,453)</u>	<u>\$ (31,222)</u>

See notes to financial statements

OBARA & COMPANY
 CHARTERED PROFESSIONAL ACCOUNTANTS

Notes to Financial Statements

Year Ended August 31, 2017

(Unaudited - See Notice To Reader)

1. PURPOSE OF THE SOCIETY

Victoria Ballroom Dance Society is a not-for-profit organization incorporated provincially under the Society Act of British Columbia. The purposes of the society are:

- To promote an interest in ballroom-dancing;
- To create a physical and social environment that encourages people to participate actively in ballroom dancing as a performing art, as a recreational and social activity, and as a competition sport;
- To provide instruction at a variety of levels of ballroom dancing;
- To provide social opportunities, workshops, and dances; and
- To encourage communication and friendship with other ballroom dance groups in the community, in the province, and elsewhere.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Equipment

Equipment is stated at cost or deemed cost less accumulated amortization. Equipment is amortized over its estimated useful life on a declining balance basis at the following rates and methods:

Equipment	20%	declining balance method
Music, tapes & CDs	20%	declining balance method
Trophies	20%	declining balance method
Dance risers	20%	declining balance method
Signage	20%	declining balance method
Website	33%	declining balance method

3. EQUIPMENT

	Cost	Accumulated amortization	2017 Net book value	2016 Net book value
Equipment	\$ 9,023	\$ 4,884	\$ 4,139	\$ 3,373
Music, tapes & CDs	8,816	8,145	671	839
Trophies	4,125	4,125	-	-
Dance risers	1,400	1,212	188	235
Signage	1,391	1,391	-	-
Website	8,748	2,988	5,760	2,680
	<u>\$ 33,503</u>	<u>\$ 22,745</u>	<u>\$ 10,758</u>	<u>\$ 7,127</u>

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