



**ANNUAL GENERAL MEETING
SEPTEMBER 22, 2018
MINUTES**

- 1. President Al Edwards called the meeting to order at 12:30.**
- 2. Notice of Meeting, Agenda and Quorum**

Al Edwards reported the Notice of Meeting had been emailed to members of London Bridge Centre Inc. and had been posted on the website and at the Centre in accordance with Bylaw No. 1, section 9.01.

The agenda was also posted on the website and included links to the financial statements and the Minutes of the previous Annual General Meeting both to be considered by the membership at the meeting.

The Secretary of the meeting, Jackie Potters, confirmed a quorum was present as outlined in Bylaw No. 1, section 9.04.
- 3. Al welcomed the members present and then gave the President's Report. (See the attached slide show) He thanked the many volunteers whose efforts sustain the club.**
- 4. Moved by Jackie Potters, seconded by Judi Carter, that the minutes of the Annual General Meeting, Sept.23, 2017 be approved as posted on the LBC Website. Carried**
- 5. Finance**
 - 5.1 The Annual Financial Report was presented by Treasurer, Sue Edwards. Moved by Susan Wark, seconded by Adele Woolfe that the report be accepted. Carried.**

5.2 Moved by Sue Edwards, seconded by Rick Jordan that Gary Westfall CPA CA be appointed auditor to perform the review engagement of the financial statements for the year ending July 31, 2019. Carried.

5.3 Repayment

LBC will repay \$39,150, a further 25% of the original amount of the loans still owing as of October 15, 2018. This will leave an outstanding balance of \$31,320.

6. Nominating of Directors

Dwight Bender outlined those directors who still have one or two year terms to serve. Having no nominations from the floor for new directors, he nominated Al Edwards, Tom Jolliffe, Bruce Moor, and Judy Stirling as directors for a three-year term. Seconded by Gord Waters. Gord Waters then moved that nominations be closed; Noreen Franklin seconded; carried. The Chair declared those nominated as elected by acclamation.

7. Dwight Bender paid tribute to the many volunteers who help out on committees and in the day-to-day operation of the club with a brief review of the committees and their roles.

7. By Law Amendments

Moved by Bruce Moor, seconded by Dwight Bender that the proposed amendments (attached) to By-Law #1, as approved by the Board on September 5, be adopted. Carried

The Chair noted that Susan Edwards has now completed the maximum three year term as LBC Treasurer, having filled that responsibility since incorporation on June 1, 2015. Sue has agreed to continue doing the accounting for LBC, while Tom Jolliffe will succeed her as Treasurer. He thanked Susan for her outstanding contributions to LBC as members joined in applause.

8. Question and Answer

What are the terms for renting the LBCC Facility? Information is posted on the web site.

What are the terms of the lease? Cost is approximately \$50,000 annually. We have a five year lease, renewable three times with the first term ending October 31, 2020.

9. Termination at 1:30 p.m.

Approved by the Members of London Bridge Centre Inc. on the ____ day of September, 2019.

Al Edwards, President

Jackie Potters, Secretary

MEMBERS PRESENT at the meeting

Ed Allan
Tom Jolliffe
Rick Jordan
Sam Hassan
Judy Stirling
Hui Zhu
Tom Raynor
Noreen Franklin
Linda Butt
Susan Wark
Bob Wade
Gord Waters

Judi Carter
Dwight Bender
Iris Davenport
Ruth Edwards
Jim Stewart
Louise Caicco
Jackie Potters
Bruce Moor
Sue Edwards
Roger Jolliffe
Sheila Elston

Mike O'Rourke
Al Edwards
Carol Wigle
Marie Wiley
Jenn Street
Peter Tuttle
Audrey De Vries
Bill Hyrnew
Adele Woolfe
Judy Jolliffe
Judi Waters

Proxies

David Dorrance
Kathy Geris
Bill Geris

Held by Sam Hassan

Barry Onslow

Held by Dwight Bender

Welcome
to the
2018 Annual General Meeting

Saturday, September 22, 2018



AGENDA

- Welcome and President's Report
- Minutes of Sept. 23, 2017 Meeting
- Financial Report (Sue)
- Appointment of Auditor (Review only)
- Report of the Nominating Chair (Dwight)
 - Election of Directors
- By-Law Amendment
- Question & Answer period
- Termination of Meeting

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PRESIDENT'S REPORT

- LBC incorporated June 1, 2015
- Opened Nov. 1, 2015
- 480 members now!
- Table counts in top 100 in ACBL, top 20 in Canada
- Busy place, owned by members and run by volunteers.....so many volunteers!!

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KEEPING IT FRESH

- Purse Haven
- Paint
- Carpets
- Door openers
- Cleaners twice per week
 - Bright, clean welcoming facility a priority!

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OTHER UPKEEP

- Reorganized website
- Highlight educational opportunities
- Added sets of boards, replace cards
- Reorganized servery and closets

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OPPORTUNITIES TO LEARN!

- Education Committee and Teachers have developed great program
- 8 courses currently listed on website
- Master Your Game and Rookie Master
- Bridgelab and Practise & Play
- Library with over 500 titles
- Audrey Grant & Barbara Seagram

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FINANCIAL PROGRESS

- Treasurer will give report
- Financial results continue strong
- Board has approved further 25% loan repayment for Oct 15, 2018
- Will leave only 20% of capital campaign loans still to repay!

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DONATIONS ARE VERY WELCOME!

- Financial results include \$2,866 in donations last year
- Bridge community has been generous; \$36,350 donated to LBC in total so far
- Several memorial donations; \$100 or more will be recognized on wall scroll

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**WE HAVE RECEIVED DONATIONS
IN MEMORY OF:**

**John Sheasby
Marie Leishman
John Pickles
Libby Brawn
Terry Brooks
Brooke Nelles**

Our home away from home



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SUMMARY

London Bridge Centre is **YOUR** club

And it's doing well!

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- MINUTES SEPT. 23, 2017**
- 32 in attendance
 - President's Report – Dwight
 - Minutes of Sept. 17, 2016 meeting
 - Financial Report
 - appointed Gary Westfall, CPA as auditor
 - Election of Directors – Dwight Bender, Judi Carter, Adèle Woolfe
 - Q&A period



Our Revenues

	<u>2018</u>	<u>2017</u>
Game Fees	\$121,987	\$121,152
Membership Dues	12,453	12,390
Special Events Net	2,239	1,495
Lesson Revenue	3,757	2,831
Room rental	1,343	1,486
Miscellaneous Rev	<u>1,173</u>	<u>1,187</u>
Total Income	<u>\$142,952</u>	<u>\$140,541</u>

Our Expenses

	<u>2018</u>	<u>2017</u>
Facilities and Equip	\$ 77,315	\$ 79,314
Bridge Expenses	40,563	39,049
Operations	4,404	3,605
Member Expenses	1,115	1,329
Interest & Bank charges	<u>382</u>	<u>495</u>
Total Expenses	<u>\$ 123,779</u>	<u>\$ 123,792</u>

Net Income

	<u>2018</u>	<u>2017</u>
Total Revenues	142,952	140,541
Total Expenses	- <u>123,779</u>	- <u>123,792</u>
Net	19,173	16,749
Add: Donation Income	<u>2,866</u>	<u>4,480</u>
Excess of Rev over Exp	22,039	21,229
NET ASSETS, beginning	<u>61,744</u>	<u>40,515</u>
NET ASSETS, end	<u>\$83,783</u>	<u>\$61,744</u>

Financial Position

<u>ASSETS</u>	<u>2018</u>	<u>2017</u>
Current Assets		
Cash	* \$83,464	\$94,957
Other current assets	<u>264</u>	<u>749</u>
Total Current Assets	83,728	95,706
Capital Assets	73,836	83,571
Lease and Security Deposits	<u>4,252</u>	<u>4,371</u>
TOTAL ASSETS	<u>\$161,816</u>	<u>\$183,648</u>

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Financial Position

	<u>2018</u>	<u>2017</u>
<u>LIABILITIES & NET ASSETS</u>		
<u>LIABILITIES</u>		
Current Liabilities	7,563	3,704
PROMISSORY NOTES	70,470	118,200
NET ASSETS	<u>83,783</u>	<u>61,744</u>
	<u>\$ 161,816</u>	<u>\$ 183,648</u>

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Motion 1

Moved that the financial statements for the year ended July 31, 2018 be accepted as presented.

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Motion 2

Moved that Gary Westfall, CPA, CA be appointed auditor to perform a review of the financial statements for the year ending July 31, 2019.

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Promissory Notes

At June 1, 2016	\$159,600
Promissory note donated (Nelles)	- 2,000
Repayment (25%) June 2016	<u>- 39,400</u>
Owing – July 31, 2017	118,200
Repayment (30%) Oct 15, 2017	- 47,280
Promissory note donated (Brooks)	<u>- 450</u>
Owing – July 31, 2018	<u>\$ 70,470</u>

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Promissory Notes cont'd

Owing July 31, 2018	\$70,470
Repayment (25%) Oct. 15, 2018	<u>-39,150</u>
Owing Oct. 15, 2018	\$31,320

- Commitment to repay by Oct. 15, 2022
- expect to complete repayment Oct. 15, **2019**

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How did we do compared to Budget?

	<u>2018</u>	<u>Budget</u>
Net Revenue	<u>19,000</u>	<u>5,800</u>
Significant variances:		
Game fees revenue	122,000	126,000
Lesson Revenue	3,800	2,100
Donation Income	2,900	600
Bridge Expenses	40,600	45,700
Operations Expenses	4,400	12,900

Let's look at Table Counts....

	<u>Aug 2017- July 2018</u>	<u>Aug 2016- July 2017</u>
Games		
Regular Sanctioned	3,774	3,796
Non-Sanctioned	883	753
Special Events	<u>186</u>	<u>239</u>
Total	<u>4,843</u>	<u>4,788</u>



It's Your Club!

1. Play bridge often!
2. Bring a friend!
3. Encourage new players
4. Volunteer to help – reception, banking, kitchen, maintenance, purchase supplies



Who serves on LBC Board now?

Terms completed at AGM 2018:

Al Edwards, Tom Jolliffe, Bruce Moor

Terms to AGM 2019:

Diane Bryant, Sheila Elston, Mike Potter,
Jackie Potters, Brian Sheardown

Terms to AGM 2020:

Dwight Bender, Judi Carter, Adèle Woolfe



Nominations for Director

- Al Edwards, Tom Jolliffe, Bruce Moor, Judy Stirling
- Terms to be three years, to AGM in 2021

Vote now!

Proposed Slate of Officers

President ... Al Edwards
 Vice-President ... Judy Stirling
 Secretary ... Jackie Potters
 Treasurer ... Tom Jolliffe
 Past President ... Dwight Bender

Education Committee

- Co-ordinates Education Programs
- Works with Teachers to deliver programs
- Arranges special education events
 - Diane Bryant, Dwight Bender, Judi Carter, Marie Wiley, Adèle Woolfe

Health and Safety

- Responsible for First Aid policy
- Maintains AED and First Aid resources
- Maintains Fire Safety Plan
 - Sheila Elston, Audrey Devries, Brian Sheardown, John Stoffman

Finance Committee

- Reviews accounting policy; Sue Edwards does the accounting
- Maintains financial controls, manages cash
- Reviews financial statements
 - Sue Edwards, Tom Jolliffe, Henry Przysiezny, Jim Stewart

Conduct Committee

- Responsible for Code of Conduct
- Addresses incidents of inappropriate conduct
- Promotes “play nice” and ethical conduct
 - Bruce Moor, Ken Bowlby, Marilyn Ellis, Eva Good, Bill Hryniw, Arlene Lundgren, Mike Potter

Membership

- Processes membership applications
- Conducts renewal campaigns
- Maintains member records
- Records member achievements
- Orders/manages name tags
 - Brian Sheardown, Noreen Franklin, Bill Hryniw, Bruce Moor, Susan Wark

Alzheimer Society
Longest Day of Bridge

- Conducts annual fund-raising event
 - Jackie Potters, Barb O'Brien, Sheila Elston, John Stoffman, Marie Wiley

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Many, Many Other Volunteers

- Hospitality, clean-up, dishes, cookies, coffee, soft drinks, Library, purchasing supplies, newsletter, Assist at games and events, bulletin board, garbage and recycling, vacuuming etc.
- Too many to name

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THANK
YOU!

To all LBC
Volunteers

By-Law Amendment

- Proposal was posted on website
- Clarify that directors are limited to two full consecutive 3-year terms on Board
- After one year absence, may run again
- Officers limited to three one-year terms
- Board has approved the amendments

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MOTION

- That the amendments to By-Law #1, as approved by the Board on Sept. 5, 2018, be approved.

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THANK YOU!

Sue Edwards

Treasurer since 2015
Does all LBC accounting
...and so much else!
Has reached limit of Officer term
Will continue to do the accounting and support new Treasurer Tom Jolliffe



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Questions



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London Bridge Centre Inc. Amendments to Bylaw #1

Changes in the by-law are proposed to clarify the term limits for directors and officers. These amendments were approved by the Board at the Sept. 5 meeting, and are recommended to the membership for confirmation at the annual general meeting on Sept. 22.

The changes are to clarify the maximum term limits, and that individuals who have served the maximum terms of office are eligible to serve again after an absence of one year. The proposed changes are highlighted in the text below.

1. in Section 2.01 dealing with the election and term of officers:

Current wording:

The Board of Directors shall be comprised of no more than twelve (12) and no less than nine (9) Directors elected by the Members. The term of office of the Directors (subject to the provisions, if any, of the articles) shall be three (3) years commencing from the date of the meeting at which they are elected or appointed. Directors may serve two (2) consecutive terms. The Centre Manager is not a Director but shall be entitled to attend all meetings of the Board of Directors.

Proposed wording:

The Board of Directors shall be **composed** of no more than twelve (12) and no **fewer** than nine (9) Directors elected by the Members. The term of office of the Directors (subject to the provisions, if any, of the articles) shall be three (3) years commencing from the date of the meeting at which they are elected or appointed. Directors may serve **at most** two (2) consecutive **full** terms. **After an absence from the Board of one year, an individual is eligible for election for a new term.** The Centre Manager is not a Director but shall be entitled to attend all meetings of the Board of Directors.

2. in Section 2.03 on Filling Vacancies and clarifies that serving a partial term does not count against the maximum term limits:

Current wording:

A vacancy on the Board shall be filled as follows:

1. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by a majority vote and any Director elected to fill the vacancy shall hold office for the remainder of the removed Director's term; and
2. the Board may fill any other vacancy by a majority vote, and the appointee shall hold office for the remainder of the unexpired portion of the term of the vacating Director. After that, the appointee shall be eligible to be elected as a Director.

Proposed wording:

A vacancy on the Board shall be filled as follows:

1. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by a majority vote and any Director elected to fill the vacancy shall hold office for the remainder of the removed Director's term; and
2. the Board may fill any other vacancy by a majority vote, and the appointee shall hold office for the remainder of the unexpired portion of the term of the vacating Director.

After completing a partial term, the appointee shall be eligible to be elected as a Director under Section 2.01. The partial term shall not count towards the maximum two consecutive full terms.

3. in Section 5.01 on Officers:

Current wording:

The appointment of Officers shall be for a term of one (1) year and each Officer may be reappointed an additional two (2) terms.

Proposed wording:

The appointment of Officers shall be for a term of one (1) year and each Officer may be reappointed in the same role for at most an additional two (2) consecutive terms. After an absence from a particular Officer role of one year, an individual is again eligible for appointment in that role.

4. in Schedule C dealing with the position description of the Treasurer, to recognize the current committee structure:

Current Wording:

Committee Membership: The Treasurer is a member of the Finance and Property Committee.

Proposed Wording:

Committee Membership: The Treasurer is a member of the Finance Committee.

A copy of the proposed revised by-law, blacklined against the current, is attached.

The resolution to be considered at the AGM is:

RESOLVED that the amendments to By-Law #1 approved by the Board on September 5, 2018, as detailed in the materials for this annual general meeting, be confirmed.