



**ANNUAL GENERAL MEETING
of the MEMBERS OF
LONDON BRIDGE CENTRE INC.**

held Saturday, September 17, 2016
1:30 p.m. - 2:30 p.m.

Present: Dwight Bender, President
Susan Edwards, Treasurer
Paul Yorke, Director
Sheila Elston, Director
Mike Potter
Barb O'Brien
Madhu Gupta
Ken Wigle
Marie Turcotte
Iris Davenport
Frank Stoffle
Gord Waters
Judi Carter
Ward Coulson
Sue Trumper
Margie Blackie
David Bevan
Ewoud Van Goch
Brian Sheardown
John Stoffman
Barry Onslow
Heather Erskine
Pat White
Shelagh Martin-McLaren
Hazel Hewitt
Audrey Craig

Al Edwards, Vice President
Karen Wilson, Secretary
Brian Rice, Director
James Stewart, Director
Roger Jolliffe
Vic Young
Carol Wigle
Maxine Boileau
Tom Rajnovich
Doug Elliott
Georgina Stoffle
Judi Waters
Marie Wiley
Janine Higgins
Linda Butt
Murray Blackie
Joan Bevan
Susan Wark
Arlene Lundgren
Mary Howe
Wes Burton
Don White
Janet Thomas
Elaine Winder
Gail McDonald

Proxies: Charles E. Frosst
Maggie Carruthers

Regrets: Diane Bryant, Director
Tom Jolliffe, Director
Bruce Moor, Director

1. **Call to Order**
The President, Dwight Bender, called the meeting to order at 1:30 p.m.
2. **Notice of Meeting, Agenda and Quorum**
Dwight Bender 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 Code of Conduct both to be considered by the membership at the meeting.

The Secretary, Karen Wilson, confirmed there was a quorum present as outlined in Bylaw No. 1, section 9.04.

3. **President's Report**

The following report was delivered by the President, Dwight Bender:

"As you look around our newly founded facility there is every reason to believe in the future success of bridge in London and surrounding community. We began this journey officially almost a year ago and meet here today to celebrate our first anniversary. It is with enthusiastic optimism that I believe we can look forward to many more years of enjoying the game of bridge. I would be the first to admit that the journey to date certainly has had its share of obstacles to overcome, as one might well expect. Initially the practical problems associated with negotiating a lease, design and construction, governance and legal restrictions along with organizational details, to name but a few, seemed almost impossible to resolve. And yet with the dedication and hard work of the current board, along with your unending support, both financially and in spirit, we have together built our new home. It has been through the volunteerism and dedication of so many individuals that all this has been possible. We now enjoy an amazing facility at which to play bridge.

Our membership has grown to almost 450 members. We have earned the right to boast to both friends and strangers how together we have established one of the best if not "the best" bridge facility, second to none in many ways. The icing on the cake is that, while all this has been accomplished, there is no one who has not benefited from this journey by not only cultivating old relationships but also by developing many new ones. Our bridge community provides many of us with a blanket of warmth and friendship that will indeed continue for years.

I do not believe it is necessary to review the many details of either our plusses or our minuses to date. However, I do believe it is important to look ahead into our second year with the specific objective to improve in whatever ways we can. The Board has spent significant time and effort developing workable policies and procedures in many areas. As you are aware, a great deal of work has been done in the development of a Code of Conduct and a Disciplinary Regulations document suitable to the membership. You will be hearing more about that later.

In the past year we have also made every effort to arrange appropriate schedules and special games to meet our members' needs. Although we have been able to offer a wide variety of games and various learning opportunities to the bridge community I recognize that in order to maintain and expand our club we must now focus on finding methods of promoting our club even further. Undoubtedly with a concerted effort in marketing ourselves, the London Bridge Centre, like any organization, will continue to grow.

For some time now we have been fortunate to reap the benefits of the work done by many of the members - those who have served on the board, those who have served as game directors, those who have established, contributed and maintained the library, those who have maintained the website, those who have visually promoted the centre and its activities, those who have cleaned, those who have provided cookies and licorice (some of it I don't like) for the breaks at all the games, those who have taken time after the game to go on latrine duty, those who have served on garbage detail, those who have prepared the boards for play at all our games, those who have dedicated much of their time working on the various committees - the Membership Committee, the Code of Conduct Working Group, the Education Committee and the Finance Committee to list some according to their responsibilities. As you consider those performances it is abundantly clear all of this has not just simply happened by accident nor has it magically been dropped at our doorstep. So, let us applaud all those who have built this house.

At this time I wish to acknowledge that not all members will be able to continue in their present roles. New blood is always needed. In fact, in order to ensure there is a rotation of new and experienced members of the Board, three members will complete their terms today. We are grateful for their service and vision in establishing the London Bridge Centre. Al Edwards, our Vice President and Nominating Chair, will report on the individuals who have now answered the call to serve on the Board. In addition to serving on the Board, there are other opportunities to make a difference. It is imperative, and indeed critical, for additional members to step forward to help fill the shoes of those who already have stepped up to the plate. According to our individual talents, each of us is quite capable of contributing in various ways to our club, and at this time I ask that you seriously consider making yourself available in whatever way you can as we move forward into our second year of operation. Please contact any one of our board members to offer a helping hand. They will be happy to hear from you in this regard. Volunteers for any portfolio are most welcome.

In our first year, according to the ACBL table count, your London Bridge Centre has attained the ranking of 14th busiest club in Canada and the 7th in Ontario. This is a remarkable achievement but our second year can and will be even better. It is important that we all seriously focus on building our club further. Consider what you can do to make a difference. As Benjamin Franklin wisely said, "Doing nothing for others is the undoing of ourselves."

4. **Financial Report**

The Treasurer, Susan Edwards, provided background on the review engagement conducted by Gary Westfall, CPA, CA. Mr. Westfall is a supporter of duplicate bridge and has been retained by Unit 249 and several bridge clubs in the Toronto area to conduct review engagements. She reported it is Mr. Westfall's opinion that the London Bridge Centre Inc.'s income threshold does not require an audit and a review engagement was undertaken. It was his opinion that the first statement be based on 14 months operation.

Susan Edwards indicated the London Bridge Centre Inc. follows the deferral method of fund accounting for revenue. The capital assets are amortized on a straight-line basis. London Bridge Centre Inc. is a non-profit entity under the Income Act (Canada) and, as such, is exempt from income taxes under section 149(1)(l). She pointed out the success of a member-run club depends on the contribution of services by its members. Because of the difficulty in determining their market value, contributed services are not recognized in the financial statements. However, it should be noted that the original plan for the operation of the bridge centre called for management fees of \$6,000 per annum. These fees have been declined by the volunteers carrying out these functions.

Susan indicated the expense for rent will increase in subsequent years. As well, the promissory notes have been repaid by 25% in the year ending July 31, 2016 and the balance is due in full October 15, 2022. Susan also provided information regarding the need to increase the monthly table count in order to maintain the necessary revenue levels for the Centre.

MOVED by Susan Edwards, seconded by Marie Wiley, the acceptance of the financial statements as presented for the period ended July 31, 2016.

CARRIED

MOVED by Susan Edwards, seconded by Paul Yorke, that Gary Westfall, CPA, CA be appointed auditor to perform a review of the financial statements for the year ending July 31, 2017.

CARRIED

5. **Ratification of the Code of Conduct**

Vice President, Al Edwards, outlined the Board's rationale for creating a Code of Conduct so that all members can enjoy the London Bridge Centre. It was the intention of the Code of Conduct Working Group to create a document that brought together the positive elements of the American Contract Bridge League's Zero Tolerance and Play Nice and the English Bridge Union's (United Kingdom) Best Behaviour into a code that was appropriate for the London Bridge Centre. The document was available at the Centre and online for the member of the London Bridge Centre for two weeks. He indicated once ratified the Working Group will finalize the Disciplinary Regulations to enforce the Code. Etiquette and procedure tips to support the Code have been updated and are available at the Centre.

MOVED by Al Edwards, seconded by Judi Waters, that whereas the members of the London Bridge Centre Inc. want the Centre to provide a welcoming, enjoyable and conflict-free environment; and whereas the Board of Directors

have approved in principle a Code of Conduct: be it resolved that the Code of Conduct be adopted effective immediately.

CARRIED

6. **Report of the Nominating Chair**

Al Edwards reported three current directors' terms expire at the Annual General Meeting, 2018 - Al Edwards, Tom Jolliffe and Bruce Moor. Three current directors' terms expire at the Annual General Meeting, 2017 - Dwight Bender, Susan Edwards and Brian Rice. The terms of three directors expire at this Annual General Meeting - Jim Stewart, Karen Wilson and Paul Yorke. Two directors, Sheila Elston and Diane Bryant were appointed by the Board of Directors in December 2015 and are eligible for election to a three year term.

Al Edwards indicated five individuals have agreed to serve on the Board of Directors.

MOVED by Al Edwards, seconded by Heather Erskine, that Diane Bryant, Sheila Elston, Jackie Potters, Mike Potter and Brian Sheardown be elected to the Board of Directors of the London Bridge Centre Inc. to serve a three year term, ending at the Annual General Meeting of the Members in 2019.

CARRIED

7. **Questions and Answers**

The President, Dwight Bender, opened the floor to questions. The first related to developing opportunities for new players to move forward in their learning of the game. Dwight Bender indicated the Education Committee will be conducting a needs assessment to address this and it was hoped the curriculum offered will meet the needs of players at all levels. The second related to the duties of the directors. Dwight Bender indicated the duties of the officers are defined by the Corporation's Bylaw and during the course of the year other duties are assigned to directors according to their interest, expertise and experience. The third related to the need for the centre to retain and attract new members. Dwight Bender indicated the Board is very aware this is a critical issue and they will be reviewing the Education Committee's needs assessment regarding lessons in order to attract new players. As well, the Membership Committee will be contacting those members who do not renew their membership to ascertain the reasons. These will be communicated to the Board of Directors.

8. **Presentation of Quilt Art**

Dwight Bender indicated the overriding theme of this Annual General Meeting was volunteerism. He indicated gifts of time and talent take many forms. A number of months ago Judi Waters volunteered to create a quilt wall-hanging art piece depicting the London Bridge Centre logo. Judi and Gord Waters unrolled the quilt and members were enthusiastic about this addition to the playing area.

9. **Termination of Meeting**

The meeting was terminated at 2:10 p.m.

Approved by the Members of London Bridge Centre Inc. on the 23rd day of September, 2017.

Dwight Bender, President

Jackie Potters, Secretary