

Mahone Bay Centre Society AGM 9 Jun 10

Motion to Amend Memorandum of Association

Background

The Mahone Bay Centre Society was incorporated under the Nova Scotia Societies Act 30 June 2000. The Memorandum of Association which forms part of the incorporation document reflects the objects of the Society to be:

"To develop, maintain, and manage the Mahone Bay Centre for the greater Mahone Bay community, for:

- Culture,
- Recreation,
- Life-long learning,
- Social, and
- Community Development

To develop, promote, and facilitate social and community programs within the Centre, to serve the above objectives"

The Society took possession of the former school building October 2001 and shortly thereafter applied to the Canadian Customs and Revenue Agency (CCRA) for registration for charity status under the Income Tax Act. Early 2002 CCRA responded tentatively that "it is unlikely the Society will qualify for registration". An extensive rationale was provided and after further consideration the Board of Directors (BOD) withdrew the application rather than have a formal refusal.

Central to the CCRA criticisms were two points:

- (1) The words of intent (objects) do not establish that the aim of the organization (Society) is clearly and specifically charitable and also can not be seen to be a mix of charitable and non-charitable activities ie not exclusively charitable,
- (2) Operation of the Centre is not being done in an "exclusively" charitable way. This relates mostly to rental policies and practices. By virtue of providing "long-term rental/lease...on a first-come serve basis" charities and non-profit organizations might be excluded because businesses have filled the space. CCRA recognizes that such rentals may be necessary to raise funds, however this should be "incidental and ancillary" to the operation of the Centre.

In recent months the BOD re-considered the possibility of applying for charity status. It was decided that we should reapply by addressing directly the concerns of CCRA raised previously and by taking

advantage of our now eight year proven track record including current activities of the Centre to support our case. It was recognized that to reapply would require amendment to our Memorandum of Association from the Province, revision to some paragraphs of our Organizational Manual (both of which are key elements of a CRA application) and a re-write of the original application itself.

Motion

The BOD noted that the current Vision, Mission, and Goals of the Society incorporate the concepts and sentiments of the original Memorandum of Association. Further, it noted that the proposed changes reflect quite accurately Society activities and practices. Therefore, the BOD recommends to the members of the Society that we apply to amend the Memorandum of Association objects as follows:

- (1) **to provide space** for community-based activities aimed at: improving health for all ages, enriching the quality of life, on-going education, and the relief of poverty,
- (2) **to manage and maintain the Centre** in such a manner as to ensure its long-term viability,
- (3) to seek out not-for-profit tenants,
- (4) to accept business tenants only when others are not needing the space, and when the revenue will support intentions (1), (2), and (3), and
- (5) to seek funding and gifts in support of (1), (2), and (3).

SQUARE FOOT FUNDRAISER

In 2009 the Square Foot Club fundraising program was created with an objective of raising \$30,000 to assist with capital projects at the Centre. Support from the community was very encouraging and donations were received that slightly exceeded our target.

Thanks to all those who made donations and those who were instrumental in creating and managing the program.

Another Square Foot fundraising program is planned for later in 2010.

Square Foot Wall in Lobby was completed as of May 15th, new lights installed in directory boards, overhead glass panel still needs backing film to properly see lettering on same, supplier to apply in near future. Additional 3/4" plastic letters were secured by Carol for directory boards.

THANK YOU Event for Square Foot Program was well received with director presentation and goals for 2010, approx. 75 people in attendance, thanks to directors for wine and cheese setup and tours of building.

Submitted by
Win Seaton

Special Events Report 2009-10

There were four Special Events held at the Centre as fund-raisers. All of them successful and enjoyed by all who attended.

June 20 th	Glimpses	Raised \$250.00
Oct. 24 th	Harvest Jam	\$3,000.00 approx.
Feb 20 th	Spring Fling Dance	\$261.85
May 22 nd	Mussel Hustle	\$1813.57

So as can be seen, not only do these events raise money for the Centre but they also raise its profile as people are made aware of the overall facility. These events would not be possible without the combined effort of many people; a lot of work is involved in preparing the venue. Promotion and awareness of such events are key elements and future events need planning and a small sub-committee to spread the 'load'.

The next possible special event is a Fall dance with the Mahone Bay Swing Band and of course the Seniors' Project 'Broadway Musical' in early November.

Respectfully Submitted

Jon Allen
Special events Coordinator

Mahone Bay Area Seniors Project Annual Report, June 2010

The Seniors Project remains a “project”: it is not a stand-alone organization with elected officers and members, but a program run under the Board of Directors of the Centre, with an informal Steering Group chaired by a board member, who is responsible to the board for program development, delivery, and financial accounting. The Steering Group has discussed the prospects of forming an organization for seniors with its own governance but there were no suggestions as to who would take leadership, and it was agreed to carry on with the current arrangement.

The objectives of the Project remain to:

- Offer seniors a range of social, recreational and cultural activities
- Provide volunteer assistance with simple household tasks (Seniors Helping Seniors)
- Provide a forum for information and discussion of issues of interest and concern to seniors

Major Developments in the Past Year

We received a second grant of \$10,000 from the provincial Positive Aging Fund, which went primarily towards paying for our part-time coordinator, Victoria Hirtle. Unfortunately, the funding for her salary ran out by December and she had to seek employment elsewhere. The remainder of the grant is being used to support our efforts to get “Seniors Helping Seniors” implemented. With the loss of our paid coordinator, volunteers have had to step up to take leadership in various activities (see below). Donations and admission revenue have covered expenses of rent and publicity for these activities.

“Conversations with...”

This well-established popular monthly series has continued with lively speakers and good attendance in the past year, under the leadership of Sidney Lang, with the help of committee members Judy Bain, Mary Parker, and Brenda Hatcher. Several of these presentations have been taped and broadcast on Eastlink cable “Podium TV”.

Lifelong Learning at the Centre

With some initial cooperation with Acadia Lifelong Learning (ALL) we launched a lifelong learning program, developed in the fall of 2009 and started in January 2010 with a three-month winter session, and a three-month spring session, with two seminars per month. The response has been encouraging, with attendance ranging from 10 to over 50 for some of the seminars. Several of these seminars have been aired on Eastlink as well. The LLL committee consisting of Wilma Stewart-White, Sidney Lang, Ruth Anne Nicholson, and Monty MacMillan, will be reviewing the first year, seeking views on further programming, and developing a full program for the fall of 2010. We have no grant support for this program; charging \$5 admission seems to be covering our costs, but we will need to review this as we move forward.

Completion of the Seniors Room Renovation

With a grant of \$20,000 from the federal New Horizons for Seniors Program (received January 2009), donations of \$500 each from the Town of Mahone Bay and the Lions Club, and the help of numerous volunteers in planning, hiring carpenters, electricians, and a plumber, installation of a “barriers-free” door,

preparing the concrete floor for carpeting, finishing the kitchen cabinets, and cleaning, the project was finished this spring, with the official opening on April 24, 2010. There are some finishing touches to be done, and we still need to upgrade the lighting and add some lounge furniture. Funds from a previous New Horizons grant have been used to set up an initial inventory of china, tableware and kitchen basics. A stove was donated (Margaret MacDonald) and a refrigerator (Bob and Joan Murchie). A Gentlemen's Auxiliary has been formed to provide monthly lunches for seniors, which will also feature local musicians providing entertainment. The room can also be rented by community groups and private parties.

Broadway Musical Revue

In December 2009 we received a grant of \$21,000 from the federal New Horizons for Seniors program to write, produce, and perform a Broadway Musical Revue. Reid Campbell has been hired as writer and musical director; he is guiding a number of writers in developing a story line and chorus practices are underway, sets and costume design will begin shortly, lighting in the gym will be upgraded, with performances planned for the first two weekends in November, 2010. Jane Kristenson is providing piano accompaniment. The Mahone Bay Legion Swing Band and the Bayview band will also take part. Over 50 seniors are involved.

Walking in Winter (and Summer)

This winter, walking in the gym on Monday and Thursday mornings grew and became a regular activity for 15 to 20 seniors – walking for 30 minutes, sharing some juice and social time, then walking some more. This spring the group has moved outdoors to a number of local trails. Numbers are smaller but the enthusiasm remains high, and the social time at Tim's after is an important part of the activity. Jean Ernst and Norma Langille have assumed leadership for this activity.

Badminton

Monday afternoon badminton continued this winter under the leadership of Bob Weld, and will pick up again in the fall.

Seniors Helping Seniors

The Project had made initial efforts to establish a "seniors helping seniors" program, with the intent of helping seniors remain in their own homes, safely, for longer than would otherwise be possible. We had compiled data from about 50 questionnaires but had not been able to carry it further. Thanks to the initiative of Dr. Robin Stadnyk, Professor of Occupational Therapy at Dalhousie University (and a Mahone Bay resident) arranged for two occupational therapy graduate students from Dalhousie to undertake nine-weeks of field work in Mahone Bay, with the main focus trying to move the seniors helping seniors program forward, through May and June. Publicity has been put out through the churches, fire hall bingo, and a postal distribution. Our hope is that with a few cases of volunteers helping seniors, the idea will take hold and grow.

MEMBERSHIP REPORT
MAHONE BAY CENTRE AGM

JUNE 2010

This year the main objective for membership was twofold.

First: to continue to attract more members, specifically from individuals who participate in the various Centre's activities and organizations. I am pleased to report that the MBC membership is now 250 members.

Second: to improve the membership renewal system and method of payment. Members are reminded to renew their memberships by monthly emails and are now able to pay their memberships through the PayPal system on our website.

Please note that all members may pick up their membership cards from Carol Snyder in the office between 10:00 am and 4:00 pm.

The Board values and appreciates the participation of our members in the Centre's many events/activities.

Respectfully submitted by,
Sidney Lang

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Sidney Lang

The following persons will be nominated to serve on the Board of Directors of MBCS:

1. **Susan Beresford** serves as a pharmacist at Kinburn Pharmasave in Mahone Bay . Originally from Halifax, she graduated from Dalhousie University and is now enthusiastically involved in community affairs. She is soon to become a grandmother.

2. **Annette St. Onge** is a Mahone Bay resident who works primarily in developing and transitional economies throughout the world. She is a managing partner in two international consulting groups. Her work has focused on women's entrepreneurship and is currently serving as president of the International Council for Small Business. Locally, she is the Mahone Bay representative on LQRDA, chairperson for the Mahone Bay Economic Development Planning Committee, and a new member of the board of the Chamber of Commerce.

3. **Francine O'Hagan** is the owner/operator of the Mug and Anchor Pub and Old Mader's Wharf in Mahone Bay. She has lived and worked in Mahone Bay for twenty-two years. During those years she has served on several boards and committees , both in town and in the county. She is a past chair of the Chamber of Commerce and a firm supporter of many non-profit organizations.

4. **Anne Freeman** moved to Upper LaHave with her husband ,Tim, two years ago from Beamsville, Ontario, where they had owned and operated a wholesale herb growing business for many years. Her earlier career was as an elementary school principal. She participated in this years MBC Work Week by stripping and waxing floors.

Present directors who will be re-offering to serve on the Board:

1. **Ted Hobson**
2. **Win Seaton**
3. **Jon Allen**
4. **Scott Dorey**
5. **Jim Fox**
6. **Sidney Lang**
7. **Paul Seltzer**

FINANCE COMMITTEE REPORT

ANNUAL GENERAL MEETING
JUNE 9, 2010

MEMBERS OF FINANCE COMMITTEE

David Nicholson, Chair
Dick Crawford
Georg Ernst CA, Treasurer
Bryan Palfreyman

Thank you, gentlemen for your continued effort and work over the past year.

Attached to this report please find a copy of Financial Statements for the year ended December 31, 2009.

For the first time since its inception the centre turned a small profit this year. This allowed the finance committee to make a presentation to the bank. That presentation was called (Mahone Bay Centre — A Transformational Year, 2008-2009). On the strength of that report the bank increased our mortgage from \$150,000 to \$200,000. The funds from the increase in borrowing were used to complete the ACOA projects that were approved, and in progress.

Georg Ernst has instituted a new chart of accounts that should facilitate the preparation of financial statements in the future.

The finance committee going forward will be comprised of Dick Crawford, David Nicholson, and Bryan Palfreyman. George Ernst has agreed to produce the financial statements for 2010.

Thank you to Carol Snyder and Jan Anthony for their efforts this past year.

David Nicholson
Chair, Finance Committee

Proposed Amendment to the By-laws of the Mahone Bay Centre Society, June 9, 2010

NOTICE: The Board of Directors of the Mahone Bay Centre Society recommends that the membership be notified and asked to approve the following amendment to the by-laws of the Society.

In the MBCS By-laws, Section "DIRECTORS" (Amendments are additions in CAPS")

Paragraph 24: "The directors shall be elected by members of the Society , AND AGREE TO SERVE FOR TWO YEARS".

Paragraph 25: "At the first ordinary or annul general meeting of the Society and at every succeeding ordinary or annual general meeting, all directors COMPLETING THEIR SECOND YEAR OF SERVICE shall retire from office but shall hold that office until the dissolution of the meeting at which their successors are re-elected, and retiring directors shall be eligible for re-election."

ANNUAL GENERAL MEETING
MAHONE BAY CENTRE SOCIETY
JUNE 9, 2010

EXECUTIVE REPORT ---PAUL SELTZER

In this gathering of the MBCS we represent achievements that were just dreams ten years ago. They were saying, "if only..." ten years ago. Through the labors of many minds, spirits, and bodies, those dreams and ideas are becoming realities. The reports from the various committee leads reveal some of the details of what has been happening at MBC. It is with profound gratitude that we salute the volunteer leadership efforts that have guided us.

The list of **accomplishments** that have been transformning our facility is long: new roof, new insulation, new windows, new conference room, new rental rooms, new heating system and furnace, new energy saving lighting, new landscaping, new entrance doors and panels, new windbreak entrance, new exterior painting and repairs, new interior painting and repairs, new tables, new chairs, new accessibility ramp to gym, new seniors project room with kitchen, automatic door, ramp and new entrance, new thermostats, new Wall of Recognition, new directional panels, new notice boards, new art hall, new shades, new kitchen ware, new audio/visual equipment, and new website.

This has all been completed through the workhorse volunteers, and the infusion of major funds from our bank loan of \$200,000, government grants like ACOA, New Horizons, Positive Aging and smaller gifts from the town and Lions Club. Our major ongoing MBC fundraising effort, The Square Foot Club has so far provided over \$32,000. Special events have brought in \$5000.

The improvement **wish list** is getting shorter but among its urgent priorities: completing the exterior painting and repairs of the belfry and the west building; upgrading the gymnasium with a new floor, lighting, and wall covering; insulating and re-siding the east building, upgrading and expanding the parking lot, renovating more rooms for rental, new front steps, more landscaping, new office floor, exterior night lighting, directional signage from downtown to the centre.

To pay for these improvements we will continue our Square Foot Club fund raising, special events, and seek other grants. We will also try to facilitate the process by applying for charitable status for MBC.

WHY? Why have we been putting so much time, money and labor into repairing and refurbishing this grand old building? Inherent in our dreaming that this will indeed be "the building at the heart of our community". The Seniors Project is giving us exciting evidence of the kind of gatherings possible as a community to learn, create, serve, and enjoy. Other organizational and business activities open us to seeing infinite ways the improved facility can serve the community for many years to come.

Other non building MBC activity during the past year included:

- working out the Square Foot Club donation process for tax receipts with the town
- securing town permission for erection of directional signage from town to MBC, including a street banner for the Friday market
- securing additional \$50,000 bank loan
- re-vamping the MBC website including PayPal options for membership and other payments
- cooperating with town festival events
- cooperating with the town's sustainability initiatives
- receiving significant and positive print media coverage for MBC
- exploring the possible presence of the YMCA at MBC
- resolving several "rents owing" tenants issues
- securing volunteer leadership for MBC Newsletter and website production
- preparation of grant application presentations for Lunenburg Municipality, Community Sport Fund for gym improvements
- setting up membership data base with synchronized renewals
- setting up purchase order system
- setting up a new "chart of accounts" for financial statements
- setting up plan to document and map the plumbing and electrical systems
- review of charitable status application requirements
- setting up new notice boards in lobby for more orderly announcements
- organized key system
- enjoyed four social/musical events
- enjoyed a wine and cheese reception for Square Foot Club donors
- celebrated the Wall of Recognition completion
- celebrated the completion of the Seniors Project Room and grants received
- enjoyed five days of Work Week/Paint Party with 49 volunteers

As we applaud all of the positive elements of our life together at MBC, we are also sobered by the serious current challenge to increase our number of permanent tenants from fourteen to twenty in order to pay our operational expenses. The ongoing financial dance and struggle is always included in our growth and visioning for MBC.

Deep gratitude is extended to our retiring members of the Board of Directors for their leadership and dedication: Bryan Palfreyman, Dave Nicholson, Lokman Abdullah, Brian Swinamer, and Georg Ernst.

A concluding and continuing word of appreciation to Carol Snyder who manages our office, Carol Pearse, our part-time custodian, and Jan Anthony, our part-time bookkeeper.

DRAFT Minutes

Mahone Bay Centre Society – Annual General Meeting

Minutes of June 1, 2009 - 7:00pm

Members Present – #32 including board members Paul Seltzer, Ted Hobson, Brian Swinamer, Sidney Lang, Brian Palfreyman, David Nicholson, Zane Murdoch, Patricia Joudrey, Win Seaton. Absent board members: Claude Gagne, Greg Muzzatti

OPENING: Paul Seltzer as Chairperson welcomed and thanked all members present and invited us to review The Mahone Bay Centre Society's official Vision, Mission, and Goals.

Previous Minutes – AGM June 19/08 – **Moved** by Bob Douglas that minutes be accepted as circulated, seconded by Brian Swinamer. Motion carried.

REPORTS:

Executive – Paul Seltzer presented his written report (see attached). Paul is enthusiastic about the Centre's future, sighting all the improvements of the past year, namely community relations, finalized legal agreements, clear separation of ownership from the Town, and increased activity at the Centre. There are plans to apply for charitable status this coming year. The many physical improvements to the building were noted.

Building Committee – Brian Swinamer presented his written report (see attached). Brian listed the many improvements and projects completed the past year and the projects planned for the upcoming year, namely the new conference room in progress, electrical evaluation and needs assessment, new energy efficient lighting, more exterior painting and the installation of 109 new double panes windows in the "old School". Paul highlighted the need for ongoing fundraising to help with the costs of things like our exterior painting.

Program Committee – Ted Hobson presented his written report (see attached). Ted highlighted the obvious good sense for our new Seniors Project in our surrounding community. He spoke of the good success in receiving monies for Federal and Provincial grants, money from the Town of Mahone Bay, Lions Club, private donations and several fun and well attended fundraisers. There is a need for the Seniors Program to now form its own board of directors and apply for charitable status. He spoke highly of the paid co-ordinator, Vickie Hirtle, and the success achieved due mainly to having her in this paid position. Core funding will be required to be successful well into the future. Many new lifelong learning opportunities are in the planning stage for the upcoming year.

Rental Committee – Paul Seltzer, in Greg Muzzatti absence, presented the written Rental Report (see attached). Paul highlighted the recent room divisions upstairs in the “new school” in order to provide smaller and even more affordable rental space. Already there has been some success and much interest shown in the new areas. There are presently 19 tenants in the Centre. The recent outside and inside improvements are generating new and renewed interest from the community. Marketing brochures were produced and more marketing will be ongoing. Some changes to the terms of lease are being looked at.

Finance Committee – Brian Palfreyman presented his written report (see attached). He stated that the present financials show good potential for success. He commented on the importance of timely receipt of lease payments and desire for more, long term tenants. Fuel consumption had been reduced due to energy saving capital improvements and more saving expected with the new front entrance windbreak and new windows. A question was received from Penny Carver asking if there was segregated accounting for funds received for designated projects. Dick Crawford and Bryan both concurred that there is good tracking and reporting for such. To further comment, Dick explained how the past grant from N.S. Recreation was accounted for.

Membership Committee – Sidney Lang presented her written report (see attached). Membership is at 230, an increase of 90 over last year. Current users of the Centre were encouraged to also enrol as members. Sidney is delighted with the success of the Conversations With...Series. Proceeds received on June 18, “Tea and Textiles”, will go to First Steps Children’s Program. Conversations With... will begin again in the fall.

Directors Committee – Dave Nicholson presented his written report (see attached). Dave stated that the website has been reviewed and revamped page by page. Wayne Ready has completed his time as webmaster. Barb Wuertz has agreed to assist us and train Carol Langille and Vickie Hirtle in ability to maintain the website. Farmer’s Market has moved to the waterfront for the summer and are expected to return this winter.

Volunteers Committee – Position is unfilled for the present time.

Artist Representative – Win Seaton presented his written report (see attached). He mentioned that plans for an artist “Open House” is up in the air at present. Win and Charles Narrow are managing the Community Garden. There is a wish for a Greenhouse in the near future.

Nominating Committee – Dave Nicholson, on behalf of the committee which included Patricia Joudrey and Sidney Lang, brought forward the following names who have agreed to nomination for this year’s Board of Directors: Lokman Abdullah, Jon Allen, Georg Ernst, James Fox, Derwin Spencer, Kelly Wilson. Re-offering for the Board are Paul Seltzer, Dave Nicholson, Bryan Palfreyman, Brian Swinamer, Sidney Lang, Win Seaton, Ted Hobson, and Patricia Joudrey. We gratefully acknowledge the work of the retiring members, Zane Murdoch, Claude Gagne, and

Greg Muzzatti. Being no further nominations from the floor, Dave **moved** that nominations close, seconded by Sidney Lang. Motion carried. There is now a Board of 14 members. Dave **moved** that Paul Seltzer remain as Chairperson and Bryan Palfreyman be the new Vice-chair person, seconded by Jon Allen. Motion carried.

Comments:

Jon Allen announced the performance, "Glimpses", to be held June 20, \$10 cost, proceeds to go to buy exterior paint.

Ellen Agger invited interested members of the community at large to apply for the Mahone Bay Town's Sustainability Committee and to pick up and file nomination forms as early as possible.

Dick Crawford announced he has wrongly been a "grouch" about previous areas of concern. He extends a huge thank you to Paul Seltzer for his leadership, such as the now infamous Painting Parties, his persistence with the ACOA grant, Darrel Haley and Paul's work in securing the RBC mortgage, to name just a few. All members present concurred with applause. Dick spoke of the Centre being on the cusp of great things but the need for large fundraising effort is required for long term success. He challenges the new Board to come up with our own gimmick. He suggested having a larger slate of signing officers. Dick wanted us remember and appreciate the past contribution of the many members instrumental in the Centre's success, such as Ellen Agger, Keith Towse, Darrel Haley, Bob Douglas, Penny Carver, Deborah Hickman, Dave Puxley and Dan Baxter. All members present concurred with applause.

Ellen Agger mentioned that the records of the steering committee, while obtaining the School and establishing the Centre Society, will be of great historical value.

Penny Carver mentioned her involvement in what she called the stormy period of what is called "Form, Storm, Norm, Perform" process. She appreciates the current success of the Centre.

Dick Crawford spoke of the need to properly archive our history.

Paul Seltzer invited all in attendance to view all the improvements throughout the Centre.

ADJOURNMENT: Kelly Wilson **moved** that the meeting be adjourned, seconded by Jon Allen. Motion carried.

The first regular meeting with the new Board to be held June 8, at 7:00pm

Respectfully submitted,

Patricia Joudrey