

Foothills Philharmonic Society

Annual General Meeting

Okotoks Alliance Church,
7:00pm Tuesday October 22nd, 2019

Agenda

1. Call to Order, Welcome, and Introductions – President
2. Approval of Minutes of AGM held on October 16th, 2018
3. President's Report - President
4. Financial Report - Treasurer
 - Annual financial report
 - Motion to accept accounts as presented and audited
 - Appointment of Auditors for 2019-2020 financial year
5. Election of Board Directors
 - See attached list of nominations
6. Adjournment followed by informal Q&A

Foothills Philharmonic Society

Balance Sheet 07/31/2019

	As at 07/31/2019	As at 07/31/2018
ASSETS		
CURRENT ASSETS		
Servus Credit Union chequing	12,043.30	0.00
Servus Common Share account	1.04	0.00
RBC Visa	-333.84	0.00
Chequing Account	0.00	1,788.51
STRIPE -Online registering acco	0.00	0.00
Accounts Receivable	0.00	120.00
Prepays	400.00	0.00
Cash Box - float	100.00	100.00
Total Current Assets	12,210.50	2,008.51
FIXED ASSETS		
FPS Orchestra Music Stands	2,064.75	1,730.91
FPS Banners	258.54	258.54
Total Fixed Assets	2,323.29	1,989.45
TOTAL ASSETS	\$ 14,533.79	\$ 3,997.96
LIABILITY AND EQUITY		
CURRENT LIABILITIES		
Accounts Payable	437.45	600.00
Donations Held	300.00	0.00
Opera Ensemble Fees - prepaid	440.00	0.00
Total Current Liabilities	1177.45	600.00
EQUITY		
Retained Earnings brought forward	3,397.96	7,721
Current Earnings	9,958.38	-4,323.10
Total Equity	13,356.34	3,397.96
TOTAL LIABILITIES AND EQUITY	\$ 14,533.79	\$ 3,997.96

Income Statement 08/01/2018 - 07/21/2019

	<u>08/01/2018 to 07/31/2019</u>	<u>08/01/2017 to 07/31/2018</u>
INCOME		
REVENUE		
Revenue - Ensemble Dues	17,370.00	15,074.00
Revenue - Society Dues	2,060.00	180.00
Revenue - Ticket Sales	19,656.15	20,101.16
Revenue - Concession Sales	1,435.92	0.00
Revenue - Donations	4,052.73	4,750.00
Revenue - Fundraising	1,983.75	0.00
Revenue - Honoraria	400.00	0.00
Revenue - Men's Chorus Startup	3,286.43	0.00
Revenue - Interest Earned	<u>5.97</u>	<u>2.57</u>
Total Revenue	<u>50,250.95</u>	<u>40,107.73</u>
TOTAL INCOME	\$ 50,250.95	\$ 40,107.73
EXPENSES		
MUSICIANS, DIRECTORS		
Accompanist	6,862.00	9,225.00
Concert Master	2,800.00	0.00
Director	7,377.30	7,500.00
Musicians	350.00	1,885.00
Honoraria - Misc	<u>729.00</u>	<u>0.00</u>
Total Musicians, Directors	<u>18,118.30</u>	<u>18,610.00</u>
ENSEMBLE EXPENSES		
Concession Expense	410.41	594.29
Decorations	223.48	62.98
Festival / Workshops	1,273.73	530.00
Music	4,582.53	7,885.84
Piano Tuning	250.00	360.00
Promo - Ticket / Programs	999.42	999.56
Rent - Facility	3,860.00	7,135.00
Rent - Instruments	382.10	0.00
Rent - Risers	300.00	350.00
Socials / Refreshments	<u>305.21</u>	<u>0.00</u>
Total Ensemble Expenses	<u>12,586.88</u>	<u>17,917.67</u>
SOCIETY EXPENSES		
Advertising - General	3,921.52	2,858.04
Fees - Bank	12.85	34.50
Fees - POS, online, Credit cad	2.91	0.00
Honoraria / Gifts - General	3,110.20	1,385.28
Insurance	1,792.30	1,765.00
I Technology	57.08	0.00
Memberships / Associations	153.00	0.00
Music Conference - General	0.00	732.07
Office Supplies	380.81	346.06
Socials - General	<u>156.72</u>	<u>782.21</u>
Total Society Expenses	<u>9,587.39</u>	<u>7,903.16</u>
TOTAL EXPENSES	<u>\$ 40,292.57</u>	<u>\$ 44,430.83</u>
NET INCOME	<u><u>\$ 9,958.38</u></u>	<u><u>-\$ 4,323.10</u></u>

Foothills Philharmonic Society

Annual General Meeting

Tuesday October 22nd 2019

Members in good standing who wish to stand for election by the Members to the Board of Directors, in alphabetical order and by length or term sought

Standing for election:

1. Directors appointed during the year and seeking formal election by the Members:

- Stacey Campbell standing for a term of 3 years
- Andrew Gunn standing for a term of 3 years

2. Members proposed for election to the Board:

n/a

Existing Board Members not required to stand for re-election in 2019:

- Andrew Hanna 1 year of term remaining
- Germaine Miese-Looy 1 year of term remaining
- Eleanor Platt 1 year of term remaining

- Jeff Hibberd 2 year of term remaining
- Lynda Swinney 2 year of term remaining



ANNUAL GENERAL MEETING - MINUTES

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

BOARD MEMBERS PRESENT:

Stuart Lloyd, Andrew Hanna, Betty Korthuis, Germaine Miese-Looy, Yvonne Tollens, Chad Ruston, Reid Telfer, Lynda Swinney

APOLOGIES:

Elly Platt

MEMBERSHIP PRESENT:

44 members, of 102 registered members

- I. Call to Order - 19:10
- II. Welcome, Introductions (Stuart Lloyd, President)
- III. President's Report (Stuart Lloyd, President)
- IV. Financial Report (Betty Korthuis, Treasurer)
 - A. Annual financial report
 - B. Motion to accept accounts as presented and audited
 - i. 1st - Betty Korthuis
 - ii. 2nd - Germaine Miese-Looy
 - iii. Approved unanimously
- V. Appointment of Auditors for 2018-2019 financial year
 - A. Motion to accept Sue Gothard and Joanne Lobb as auditors for the Foothills Philharmonic Society 2018-2019 financial year
 - i. 1st - Betty Korthuis
 - ii. 2nd - Andrew Hanna



ANNUAL GENERAL MEETING - MINUTES

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

- iii. Approved unanimously

VI. Musical Directors' Annual Reports

- A. Chorus / Chamber Choir / Opera Chorus (Tim Korthuis, Musical Director)
- B. Orchestra (Terry Lee, Musical Director)
- C. Vocal Jazz (Lynda Swinney, Member)

VII. Special Resolutions

- A. Motion to approve adoption of amended Bylaws necessary to support the application for approval of charitable status with CRA
 - i. 1st - Chad Ruston
 - ii. 2nd - Dean Harrison
 - iii. Approved unanimously
- B. Motion to withdraw previous motion
 - i. 1st - Terry Lee
 - ii. 2nd - Jeff Hibbard
 - iii. Approved unanimously

VIII. Election of Board Directors

- A. Motion to elect Foothills Philharmonic Society Board of Directors as per the attached document
 - i. 1st - Chris Tulloch



ANNUAL GENERAL MEETING - MINUTES

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

- ii. 2nd - Dean Harrison
 - iii. Approved unanimously
- IX. Special Resolutions revisited
 - A. Motion to approve the amended Bylaws, as attached
 - i. 1st - Shiela Chipman
 - ii. 2nd - Naomi Davis-Robinson
- X. Adjournment followed by informal Q&A - 20:14

Minutes Approved by: _____

Signature: _____

Date: _____



ANNUAL GENERAL MEETING - BOARD NOMINATIONS

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

Members in good standing who wish to stand for election to the Board of Directors, in alphabetical order and by length of term sought:

Stuart Lloyd standing for a 1-year term

Chad Ruston standing for a 1-year term

Reid Telfer standing for a 1-year term

Andrew Hanna standing for a 2-year term

Germaine Miese-Looy standing for a 2-year term

Eleanor Platt standing for a 2-year term

Jeff Hibberd standing for a 3-year term

Betty Korthuis standing for a 3-year term

Lynda Swinney standing for a 3-year term

In future years, all directors standing for election or re-election will stand for a 3-year term.



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

Foothills Philharmonic Society Bylaws

1. NAME OF SOCIETY

1.1.The Name of the Society will be the “Foothills Philharmonic Society”

2. MEMBERSHIP

2.1.Membership fee in the Society shall be determined, from time to time, by the Board of Directors at a meeting of the board. Any person residing in Alberta, and being of the full age of 18 years, may become a voting member upon payment of the fee. Such voting shall be by ballot, unless the meeting by resolution otherwise decides. Any person under the age of 18 years may in the same manner become a member, but will not be granted voting rights at General Meetings.

2.2.Members in good standing are eligible to apply to participate in any of the programs offered by the Society, subject to acceptance by the program’s Director and payment of program specific fees as determined, from time to time, by the Board of Directors and the Director of the respective program at a meeting of the board.

2.3.Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through any member of the Board of Directors. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the Society until reinstated. Any member upon a majority vote of all members of the Society in good standing may be expelled from membership for any cause which the Society may deem reasonable.

3. GENERAL MEETINGS

3.1.This Society shall hold an Annual General meeting on or before November 1st each year, of which e-mail notice to the last known address of each member shall be delivered 21 days prior to the date of the meeting. At this meeting there shall be elected or appointed, a minimum of 7, but not more than 9 Directors (The Directors shall



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

appoint from among their number, the following Officers. President, Vice-President, Secretary and Treasurer The Officers and Directors so elected shall form a Board, and shall serve until their successors are elected and installed. Terms for all board members are to be up to three years. All nominations for Board Directors are to be submitted to the Board in accordance with the timeline set forth by the President, prior to the AGM.

3.2.Two Auditors will be elected at the Annual General Meeting to review and approve of the year-end financials.

3.3.Board Vacancies - If an Officer or Director resigns from the board during their term, the board may appoint a replacement from among the Society's members for the remainder of said term. Any of these appointments will be subject to ratification by the members at the next General Meeting.

3.4.General meetings of the Society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered via e-mail 8 days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by e-mail to the last known address of each member, delivered 8 days prior to the meeting.

3.5.One Third of members in good standing shall constitute a quorum at any General Meeting.

3.6. Officers and Directors so elected shall form a Board, and shall serve until their successors are elected and installed. Terms for all board members are to be up to three years.

4. BOARD OF DIRECTORS

4.1.Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the Society.



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

4.2. Any member in good standing shall be eligible to serve as a Director in the Society.

4.3. The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting of the board may be called on the instructions of any two Board members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called by 10 days notice in writing e-mailed to each member or by three days notice by telephone. Two Officers and a Director shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

4.4. A person appointed or elected as a Director becomes a Director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become a Director if they were not present at the meeting but consented in writing (or by e-mail) to act as Director before the appointment or election, or within ten days after the appointment or election, or if they acted as a Director pursuant to the appointment or election.

4.5. Terms for Directors will be up to three years and Officers are eligible to run for the same position for two consecutive terms.

4.6. The Board has the ability to appoint additional Directors as required to fulfill the purposes of the society as it sees fit. All appointments are subject to approval at the next General Meeting

4.7. Any Director or Officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the Society may deem reasonable



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

4.8.PRESIDENT

4.8.1.The President shall be ex-officio a member of all Committees.

4.8.2.He/she shall, when present, preside at all meetings of the Society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

4.8.3.The President shall enter contracts on behalf of the Society when given approval by the Board.

4.8.4.He/she shall prepare and present reports on the activities of the Society at the Annual General Meeting and on other occasions as deemed necessary by the Board.

4.9.VICE-PRESIDENT

4.9.1.The Vice-President shall preside at all meetings in the absence of the President.

4.9.2.He/she shall perform such duties, as assigned, from time to time, determined by the Board.

4.10.SECRETARY

4.10.1.It shall be the duty of the secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same.

4.10.2.He/she shall have charge of the Seal of the Society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President.

4.10.3.In case of the absence of the Secretary, his/her duties shall be discharged by such Officer as may be appointed by the Board.

4.10.4.The Secretary shall have charge of all the correspondence of the Society and be under the direction of the President and the Board.



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

4.10.5. He/she shall execute such documents that require a signature of the Secretary as directed by the Board.

4.10.6. The Secretary shall send all notices of the various meetings as required.

4.11. TREASURER

4.11.1. The Treasurer shall receive all monies paid to the Society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order.

4.11.2. He/she shall properly account for the funds of the Society and keep such books as may be directed.

4.11.3. The Treasurer shall open and operate such bank, treasury branch, trust company or credit union accounts as directed by the Board.

4.11.4. He/she shall account for all real and other property of the Society and keep records of accounts as reasonably necessary to accurately report the financial state of the Society.

4.11.5. The Treasurer shall present a full, detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the Society and submit a copy of same to the Secretary for the records of the Society.

4.11.6. He/she shall cooperate in such audits of the books of the Society as per the Society Act of Alberta or as requested by the Board.

4.11.7. The Treasurer shall keep a record of all the members of the Society and their e-mail addresses, and collect and receive the annual dues or assessments levied by the Society. Such monies shall be promptly deposited in a Bank, Trust Company, Credit Union or Treasury Branch as required.



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

4.11.8. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of Officers shall so decide.

5. AUDITING

5.1. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Society elected for that purpose at the Annual General Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual General Meeting of the Society. The fiscal year end of the Society in each year shall be July 31.

5.2. The books and records of the Society may be inspected by any member of the Society at the General Meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the Officer or Officers having charge of same. Each member of the Board shall at all times have access to such books and records.

6. VOTING

6.1. Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any General Meeting of the Society.

6.2. Such votes must be made in person and not by proxy or otherwise.

7. REMUNERATION

7.1. Unless authorized at any meeting and after notice for same shall have been given, no Officer, Director, or member of the Society shall receive any remuneration for his/her services.

8. COMMITTEES

8.1. Committees, sub-Committees and/or special committees shall be appointed and organized as needed. Volunteers may respond to serving on specified committees and shall be under the direction of the Board.



ANNUAL GENERAL MEETING - BYLAWS FOR APPROVAL

Okotoks Alliance Church, Okotoks

Tuesday, October 16, 2018, 19:00

9. BORROWING POWERS

9.1. For the purpose of carrying out its objects, the Society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Society, and in no case shall debentures be issued without the sanction of a special resolution of the Society.

10. DISTRIBUTION OF ASSETS

10.1. Any property remaining on liquidation of the Society, after discharge of liabilities, shall be distributed to the Calgary Philharmonic Orchestra Foundation, or more qualified donees within the meaning of subsection 248(1) of the Income Tax Act

11. BYLAWS

11.1. The Bylaws may be rescinded, altered or added to by a "Special Resolution".

Foothills Philharmonic Society

Balance Sheet as at 07/31/2018

ASSET

CURRENT ASSETS

Chequing Account	1,788.51
Accounts Receivable	120.00
Cash Box - float	100.00
Total Current Assets	<u>2,008.51</u>

FIXED ASSETS

FPS Orchestra Music Stands	1,730.91
FPS Banners	258.54
Total Fixed Assets	<u>1,989.45</u>

TOTAL ASSET	<u><u>3,997.96</u></u>
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LIABILITIES

CURRENT LIABILITIES

Accounts Payable	<u>600.00</u>
Total Current Liabilities	<u>600.00</u>

TOTAL LIABILITY	<u>600.00</u>
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EQUITY

EQUITY

Retained Earnings	7,721.06
Current Earnings	<u>-4,323.10</u>
Total Equity	<u>3,397.96</u>

TOTAL EQUITY	<u>3,397.96</u>
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LIABILITIES AND EQUITY	<u><u>3,997.96</u></u>
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Foothills Philharmonic Society

Income Statement 08/01/2017 to 07/31/2018

REVENUE

Revenue - Ensemble Dues	14,470.00	
Revenue - Society Dues	200.00	
Revenue - Ticket Sales	20,100.00	
Revenue - Donations	4,750.00	
Revenue - Interest Earned	2.57	
		\$ 39,522.57
TOTAL REVENUE		\$ 39,522.57

EXPENSES

MUSICIANS, DIRECTORS

Accompanists	9,225.00	
Concert Master	2,800.00	
Director	4,700.00	
Musicians	1,885.00	
		\$ 18,610.00

ENSEMBLE EXPENSES

Concession Expense	9.13	
Decorations	62.98	
Festival / Workshops	530.00	
Music	7,885.84	
Piano Tuning	360.00	
Promo - Ticket / Programs	999.56	
Rent - Facility	7,135.00	
Rent - Risers	350.00	
		\$ 17,332.51

SOCIETY EXPENSES

Advertising - General	2,858.04	
Fees - Bank	34.50	
Honoraria / Gifts - General	1,385.28	
Insurance	1,765.00	
Music Conference - General	732.07	
Office Supplies	346.06	
Socials - General	782.21	
		\$ 7,903.16
TOTAL EXPENSE		\$ 43,845.67

Surplus / (Defecit) Income against Expenditure	\$ (4,323.10)
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FOOTHILLS PHILHARMONIC SOCIETY

Income and Expenditure Statement

May 1, 2017 - July 31, 2017

Income

Society Dues	\$	220	
Ticket Sales - Chorus	\$	2,400	
Ticket Sales - Jazz	\$	890	
Ticket Sales - Orchestra	\$	2,740	
Total Ticket Revenue		<u>\$ 6,030</u>	
Total Revenue			\$ 6,250

Expenses:

Accompanists	\$	1,470	
Advertising(wheel)	\$	485	
Bank Charges	\$	32	
Concession supplies	\$	165	
Honorariums/gifts	\$	4,680	
Music	\$	770	
Photocopying	\$	166	
Piano chair	\$	346	
Piano tuning	\$	120	
Rent	\$	2,052	
Social	\$	54	
Total Expenses			\$ 10,341
Donations			\$ 500

Surplus / (Defecit) Income against Expenditure \$ (3,591)

Balance Sheet

as at July 31, 2017

Assets

Cash	\$	7,189	
FPC Banners	\$	259	
Orchestra Music Stands	\$	1,154	
		<u>\$ 8,602</u>	

Liabilities

Accounts Payable	\$	316	
Retained Earnings	\$	11,877	
Profit(loss) curent period	\$	(3,591)	
		<u>\$ 8,602</u>	