**Mississauga Ballet Association**

**Meeting Date: October 11, 2017**

Attendees-board members: Eilleen Buchholz, Imelda Joson, Jennifer Manesiotis, Olga Nikulina, Cindy Gyion, Lits Kong, Vivian Ceto (via phone), Denise

Attendees-parents: Pina Carnevale, Miriam Aimagu, Ivanka Gotcheva, Michele and Ervin Lucentales, Kim Romay, Nisha Sarvesvaram, Ellen Blonski,

Time: 7:30 pm

Location: Canon Meeting Room, 2nd Floor Living Arts Centre , 4141 Living Arts Drive, Mississauga, ON

|  |  |  |
| --- | --- | --- |
| **Item** | **Discussion** | **Action** |
| 1. Call to Order – announce time | 7:40 |  |
| 2. Review and Approval of Agenda | Motion: Imelda, Cindy | Approved. |
| 3. Approval of last year’s AGM Minutes   4. Chairperson’s Report – Susanna Teixeira  3. Introduce Board Members – Voting and Non-voting  4. Approval of Amendments to By Laws (see below)  5. Fundraising, Sponsorship – Renata  6. Treasurer’s Report – Lits Kong  7. Artistic Director’s Report – Eilleen Buchholz  8. Nomination and Election of Board Members  9. Open Forum – Question and Answer Period  10. Adjournment | Motion: Jennifer, Cindy  A couple of reminders: social media policy. No pictures to be shared on social media. Volunteers should do the background check with the police before January 1.Health and safety plan in place according to Ontario Occupational Health and Safety act , work place harassment intolerance policy in place. Amendments are made to our by-laws after they have been reviewed to comply with the new requirements. The definitions to some parts are also added to make it clear and easy to understand. We are going to engage a lawyer to make sure everything is fine.  · Chair – Susanna Teixeira - Renata - Fundraising · Lits – Treasurer  · Imelda · Walaa · Vivian · Cindy  · Olga  · Denise  Non-voting: Katherine · Eilleen      Motion for approval: Imelda  We have once again set a fundraising goal of $5000 for the year. This goal will only be achieved with your continued support. The money raised through fundraising goes towards things like: · --  -Theatre Rental: The rental of Meadowvale Theatre for our spring show, which allows the children to perform in a professional environment;  · Costumes: New Costumes for both the Winter Open House and the spring production: as you know, the Mississauga Ballet Association maintains a costume wardrobe  · Administration: Support for the Administration of the MBA:  · money from fundraisers also goes to support the overall administration of MBA.  · Allows school to keep fees low: Most importantly, fundraising, along with corporate sponsorships and donations, helps us to keep our fees as low as possible.    A few examples of Fundraising events are listed below:  · Lamontagne  · Donations  · Open house  · Pictures / DVDs  · MBA T Shirts etc  We still rely on the support of the parents to stay in business, to help us with fundraising etc. We also encourage parents to join a fundraising cometee and help school with organising events.  Capital assets $172,497.10 (168,763.00 in year 2016)  Revenue $160,201 (171,464 in year 2016)  Excess of revenue over expenses 2,063 (8,793 in year 2016)  Balance end of year (as of July 31, 2017) $158,786.00  Registration did not go up this year. One of the reasons is shifting some classes because of the un-even age of the children in certain groups. At some point we had a class of 16 senoir girls, now it is different. We are a bit lower this year, and we hope it is not a tendency that the numbers will go lower year after year. We have a good number of 3 to 5 year olds which is good. We are making an effort to revive our presence on the social media. W have 2 returning pianists plus one new one fully trained and talented. Miss Daniela is back teaching and Jeen Lee as an assistant. Jessica Pasia and Tiana Karlj are both continuing being assistants. Una Norona is our new assistant. This year’s recital went very well and was a big success and thanks to everybody who helped. Our costume coordinator is very talented and dedicated and she will continue with the school. This year we will need volunteers to help us with the recital in spring.  Stepping Down  · Nenuca Chua – Stepping down as Secretary  Re-Election  · Susanna Teixeira - Chair  · Lits Kong - Treasurer  · Renata Stsiatskevich - Fundraising  · Walaa Mohamed  · Denise Emile, Member at large  · Olga Nikulina, Member at large  · Imelda Joson, Member-at-large  · Vivian Szeto, Member-at-large – virtual  · Cindy Guyon, Member-at-large  Nisha as a member at large, Ivanka Gotcheva as a secretary  Question about Open House. Normally it is in the dance studio during regular class time. Family members are invited to come and watch a class. Children should come 20 in advance and an accessory costume will be provided.  8:10  · Thank you all for coming, I hope you enjoy the coming year of ballet  Proposed amendments and Additions to By-laws for Annual General Meeting, October 11, 2017:    **1. INTERPRETATION**    **Definitions**  In this by-law, unless the context otherwise requires:  a. "Act" means the Corporations Act (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;  b. "Board" means the board of directors of the Corporation;  c. "By-laws" means this by-law (including any schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force;  d. "Chair" means the chair of the Board;  e. "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;  f. "Director" means an individual occupying the position of director of the Corporation by whatever name he or she is called;  g. "Member" means a member of the Corporation;  h. "Members" means the collective membership of the Corporation; and  i. "Officer" means an officer of the Corporation.    **Interpretation**  Other than as specified in the Definitions, all terms contained in this by-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.      **2. REMUNERATION**    No directors shall receive remuneration for their acting as directors or indirectly receive any profit from occupying the position of director; provided that:    (a) Directors may, by resolution, from time to time be reimbursed for reasonable expenses they incur in the performance of their Directors’ duties; and    (b) Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is: (i) considered reasonable by the Board; (ii) approved by the Board for payment by resolution passed before such payment is made; and (iii) in compliance with the disclosure of interest provisions of the Act.          **3. CONFLICT OF INTEREST**    A Director or Officer who is in any way directly or indirectly interested in a contract or transaction, or a proposed contract or transaction, with the Corporation shall make the disclosure required by the Act.  Except as provided by the Act, no such Director shall attend any part of a meeting of Directors or vote on any resolution to approve any such contract or transaction.      **4. DISPUTE RESOLUTION**    **Mediation and Arbitration**    Disputes or controversies among members, directors, officers, committee members, or volunteers of the Corporation are as much as possible to be resolved in accordance with mediation and/or arbitration as provided in the Dispute Resolution Mechanism clause of this by-law.    **Dispute Resolution Mechanism**    In the event that a dispute or controversy among members, directors, officers, committee members or volunteers of the Corporation arising out of or related to the articles or by-laws, or out of any aspect of the operations of the Corporation is not resolved in private meetings between the parties, then without prejudice to or in any other way derogating from the rights of the members, directors, officers, committee members, employees or volunteers of the Corporation as set out in the articles, by-laws or the Act, and as an alternative to such person instituting a law suit or legal action, such dispute or controversy shall be settled by a process of dispute resolution as follows:  (a) The dispute or controversy shall first be submitted to a panel of mediators whereby the one party appoints one mediator, the other party (or if applicable the board of the Corporation) appoints one mediator, and the two mediators so appointed jointly appoint a third mediator. The three mediators will then meet with the parties in question in an attempt to mediate a resolution between the parties.  (b) The number of mediators may be reduced from three to one or two upon agreement of the parties.  (c) If the parties are not successful in resolving the dispute through mediation, then the parties agree that the dispute shall be settled by arbitration before a single arbitrator, who shall not be any one of the mediators referred to above, in accordance with the provincial or territorial legislation governing domestic arbitrations in force in the province or territory where the registered office of the Corporation is situated or as otherwise agreed upon by the parties to the dispute. The parties agree that all proceedings relating to arbitration shall be kept confidential and there shall be no disclosure of any kind. The decision of the arbitrator shall be final and binding and shall not be subject to appeal on a question of fact, law or mixed fact and law.  (d) All costs of the mediators appointed in accordance with this section shall be borne equally by the parties to the dispute or the controversy. All costs of the arbitrators appointed in accordance with this section shall be borne by such parties as may be deter | Approved.  Approved. |
| 4. Next Meeting |  |  |

Meeting adjourned at: 8:46 p.m.

Minutes Olga Nikulina