

Minutes of the Annual General Meeting of the Members of
Music BC Charitable Foundation (“The Society”)
Held on Monday, September 23, 2013 6:00 pm (registration) 6:30 (AGM)
Pyatt Hall, VSO School of Music, 843 Seymour Street, Vancouver, British Columbia

Present:

Elka S. Yarlowe, President and CEO	Nina Falcos
Shawn F. Cole, Board Chair	Steve Sainas
Greg Simpson, Board Vice-Chair	Graham Blank
Bob D’Eith, Secretary/ Treasurer	Chris Brandt
Joe Luciak, Director	Matt Jamieson
Cal Misener, Director	Darlene Jamieson
Mary Ann McKenzie, Former Director (resigned as of August, 2013)	Sarah King
David Blair	Nicole Stead
Colin Ford	Marnie Jamieson
Nova Koocher	Carly Redford
Bryan Deans	Morrie Backun
Vince Ditrich	Chuck Currie
Christin Reardon McClellan	Gary Wozny

Special Guests:

Dr. Robert Taylor, Professor of Conducting and Bands, UBC Faculty of Music
Ms. Sandra Wilking, TELUS Vancouver Community Board
Greater Vancouver Youth Music Academy Jazz Ensemble

Welcome: Director Cal Misener took stage to welcome everyone and introduced Telus Video which highlighted some of the Society’s achievements over the last year.

A MEETING CALLED TO ORDER

Chair of the Society, Shawn Cole, called the meeting to order at 6:35 PM, being the time appointed for the commencement of the meeting in the notice of meeting sent to members of the Society (The “Members”). The Chair introduced himself to the Members, as well as introducing all directors and staff present and welcomed them to the meeting. In accordance with the by-laws of the Society and with the consent of the Members, the Chair acted as the presiding officer at the meeting and informed the members that the meeting would be run according to Robert’s Rules. The Chair informed the members that under the by-laws of the Society, Greg Simpson, Vice-chair of the Society, would act as the Secretary of the meeting.

B NOTICE AND QUORUM

The Chair advised the first item of business was to confirm that the meeting had been duly called. The Chair asked the Secretary to confirm that the notice required by law and under the by-laws of the Society had been sent. The Secretary confirmed the sending of notice. There being no questions with respect to this matter, the Chair (with the consent of the Members) ruled that the meeting had been duly called.

The Chair then advised the Members that the next item of business would be to confirm that a quorum was present. The Chair read to the members of provisions of the by-laws of the Society with respect to the

requirements for a quorum. The Chair then called upon the Secretary to confirm whether or not a quorum was present. The Secretary informed the meeting that 25 of 40 Members were present at the meeting and that, accordingly, a quorum was indeed present. There being no questions with respect to this matter, the Chair (with the consent of the Members) ruled that the meeting was open for the conduct of business.

C APPROVAL OF MINUTES

The Chair explained that the first item of business for consideration was the receipt of the minutes of the last annual general meeting of the Members of the Society, held on September 24th, 2012 at Tom Lee Music Hall, 929 Granville Street, Vancouver, BC. The Chair reminded the members that copies of the minutes had been distributed to them at the door, and asked whether it was the consent of the meeting to dispense with the reading of the minutes and to receive the minutes as read. On a motion duly made by Bob D'Eith and seconded by Greg Simpson, the following resolution was unanimously approved:

Be it resolved that the Members hereby approve the minutes of the last meeting of the Society held at September 24th, 2012 at Tom Lee Music, 929 Granville Street, Vancouver, BC, as set out in the form beforehand.

D APPROVAL OF 2013 FINANCIAL REPORT

The Chair informed members that the second item of business would be to approve the financial documents of the fiscal year ending March 31st, 2013 together with the report from the auditor, Mr. Gary Wozny of *Tompkins, Wozny, Miller & Co*, with respect to those statements. The Chair requested all Members review their copies of the financial statements as distributed to them. The Chair then called upon President and CEO Elka S. Yarlowe to comment on the financial statements of the Society and to report on its operations of the year. Following the report, the Chair asked if there were any questions. No such questions raised, the Chair asked for a motion from the Members to approve the financial statements with respect to the following question. On a motion duly made by Bob D'Eith and seconded by Joe Luciak, the following resolution was unanimously approved:

Be it resolved that the Members shall receive and do hereby receive the financial statements of the Society together with the report of the auditor thereon.

E PRESIDENT AND CEO'S REPORT

The Chair then drew the attention of the Members to the next item of business specific in the notice of meeting, namely the presentation of the Report from Management. President and CEO Elka S. Yarlowe presented a report summarizing the activities of the Society during the 2012-2013 year.

F CHAIR'S REPORT

The Chair then drew the attention of the Members to the next item of business specific in the notice of meeting, namely the presentation of the Report from the Chair with regard to the re-branding and renaming of the Society from Music BC Charitable Foundation to Access to Music Foundation. The Chair introduced staff member Stu Popp who presented the rebranding graphic designs. Following the report, the Chair asked if there were any questions. No such questions raised, the Chair asked for a motion from the Members to approve the renaming of the Society to Access to Music Foundation with respect to the following question. On a motion duly made by Bob D'Eith and seconded by Joe Luciak, the following resolution was unanimously approved:

Be it resolved that the Members hereby approve the renaming of the Society to Access to Music Foundation.

G RESIGNATION OF DIRECTORS

President and CEO Elka S. Yarlowe informed the Membership of the voluntary resignation of two (2) Directors, Bob D'Eith, Treasurer, and Mary Ann McKenzie, Director. Ms. Yarlowe acknowledged and thanked the Directors for their contributions to the Society.

H ELECTION OF DIRECTORS

The Chair then drew the attention of the Members to the next item of business specified in the notice of meeting, namely the election of directors for the coming year. The Chair informed the Members that under the bylaws of the Society 1 director would maintain his position for a second term of two consecutive years and 2 new directors would be elected for a term of two years, consisting of 3 pre-selected Society slate candidates.

The director seeking re-election is: Cal Misener

The Candidates seeking election are: Vince Ditrich and Nova Koocher

All candidates spoke briefly to the Members present about their history and qualifications for the position of director of the Society. The Chair then asked if there were any nominations from the floor. The Chair then asked for a second time if there were any further nominations. The Chair then asked for a third time if there were any further nominations.

As no further nominations were forthcoming, The Chair then asked if it was the consent of the meeting that nominations be closed. That consent being made clear, the Chair then declared nominations closed. The number of persons nominated being equal to the number of positions as director as were required to be filled, and each of the persons being nominated having indicated his or her consent to act as a director, the President then asked for a motion with respect to this question, and on a motion duly made and seconded, the members unanimously resolved as follows:

Be it resolved that each of Vince Ditrich, Nova Koocher and Cal Misener are hereby elected as directors of the society for a term of two years, until the annual general meeting of 2015 or until their successors are duly elected and qualified.

I QUESTIONS/ ANSWERS & NEW BUSINESS

The Chair then drew the attention of the Members to the next item of business specified in the notice of meeting, namely if there were any Members who wished to raise for consideration any other business that might properly be brought before the meeting. Having no questions arising from the Members, the Chair and President and CEO announced the forthcoming launch of a new fundraising campaign, new program initiatives, and the launch of a new promotional video designed and executed by students at Pacific Audio Visual Institute (PAVI). The video rough draft was shown to the Membership and guests who were greatly enthused and impressed by the student's work.

J. GUEST SPEAKER AND PERFORMANCE

Vice Chair Greg Simpson introduced the evening's guest speaker, Dr. Robert Taylor, who presented a very engaging and lively 20 minute presentation about music education and the importance of supporting young people studying music. Dr. Taylor then introduced the 20 member Greater Vancouver Youth Music Academy

Jazz Ensemble who performed for 15 minutes with great professionalism and which was enthusiastically received by the Membership and guests.

Mrs. Sandra Wilking, from TELUS Vancouver Community Board, then presented Elka S. Yarlowe with a cheque for \$15,000 to be used for the instrument program.

Vice Chair Greg Simpson then thanked members, guests, staff and sponsors for their ongoing support to the Society's activities and to the sponsors and volunteers who helped with the evening.

K. MOTION TO ADJOURN

No such business being raised, the Chair then asked for a motion to adjourn. A motion for adjournment being duly made and approved by the Members present, the President thanked the Members for their attendance and declared the meeting adjourned. The Chair then invited everyone to a reception in the lobby.

[Chair and Presiding Officer]

[Society Vice Chair and Secretary of the Meeting]