



MINUTES OF THE ANNUAL GENERAL MEETING

June 13, 2020

Zoom

1. Welcome to the AGM

Liz Clunie, Chair, welcomed everyone to the nineteenth Annual General Meeting of the RSCDS Toronto Scottish Country Dance Association via Zoom. The meeting began at 7:45 p.m.

2. Appointment of Scrutineers

Liz Clunie identified Ken Adamson as the Parliamentarian, Leo Roytman as the Host and Scrutineer. A count of members identified that 73 were present at the start of the meeting, providing a quorum. There were 0 non-members present.

3. Adoption of the Agenda

MOTION: Paul Muther moved that the Agenda be adopted; Seconded by Theresa Malek.
CARRIED.

4. Acceptance of the Minutes of the 2019 Annual Meeting

MOTION: Keith Bark moved the 2019 Minutes be approved as circulated; Seconded by Theresa Malek. Discussion: a few corrections were noted: the heading of section 4 now says 2018 instead of 2017; the motion in section 9b now says 'presented' instead of 'present'. CARRIED.

5. Business Arising

Liz Clunie noted that there was no business arising from the Minutes to be addressed.

6. Reports from the Board

a) **Chair:** Liz Clunie provided the following report:

Here we are, under very unusual circumstances, but thanks to the wonders of technology we are able to hold this AGM. Thanks to Leo Roytman for providing us with assistance to make this possible. The Covid 19 pandemic has not only caused disruption in our dancing activities but in every aspect of our lives. We can look back with some nostalgia for the February 15 Tartan Ball in that it was the last event where all members could gather before the state of emergency was declared just one month later. Many events have been cancelled, and we are very grateful that all the venues that were booked have refunded the fees.

Ever mindful of our responsibility to the Association the Board has been looking at ways to cut costs without interfering with our enjoyment of dancing. One area was the cost of doing a full audit in compliance with the Ontario Corporation Act under which we are governed, as a result of our incorporation in 2001. The 2010 Not -for-Profit Corporations Act would give us more flexibility in the review of our financial accounts, but that is yet to be proclaimed before the 2020 deadline. Meanwhile changes to Ontario's Corporation Act brought about by Bill 154, appropriately named Cutting the Red Tape Act, came into force in 2018 giving us the option, with the approval of 80% of the membership at a meeting, of not having a full audit, as our revenue is under \$100,000. This will be addressed in the upcoming motions.



Last summer Pay Pal closed our account, but that actually worked in our favor as Interac eTransfer was introduced as an alternate payment option. Problems with PayPal were resolved, but as result of members willingness to adapt to a new payment method we were able to reduce PayPal fees by \$665.00. Another economy involved the review of the cost of a printed, mailed copy of Set and Link. The price increase from \$10 to \$30 is a large but very necessary one in order to cover the costs. Fortunately, all members except one have an e-mail address so the expectation is, that in order to save money and contribute to a greener environment, members will adapt to reading the newsletter on whatever device they receive their e-mails. This is also a move that is being introduced by RSCDS in the distribution of Scottish Country Dancer and we encourage you to opt for the on-line version when renewing your membership.

A further initiative of the RSCDS was a motion passed at last November's AGM to reduce the portion of our membership fee payable to RSCDS from 20 pounds to 18 pounds to provide the branches and associations with extra funds for promotion of dancing in their local areas.

Throughout the year we have received, from many members, donations to support programmes and events and Ron Bell, an ardent supporter and participant in our association bequeathed us \$1000. We are grateful for the generosity of all concerned.

Any increase in revenue or decrease in costs helps to compensate for cost over runs at monthly dances and the Tartan Ball, but the aim is to make all events self-sustaining. Considerable effort was made last year to find a less costly venue for monthly dances, but the end result was that Crescent School offered the most desirable combination of location, free parking and good kitchen facilities. An encouraging sign for the future was the number of youth and students who attended the Christmas dance including several from the Millennial Classes and things looked promising for good attendance at the March Beginners' dance given increased enrolment in association classes. Alas, Covid19 restrictions have temporarily stalled our progress.

Traditionally at the end of the AGM there is a motion to confer Honorary Life Membership to the past chair. Over the years there has been discussion as to whether this should continue and this year the Board voted to discontinue the practice but will continue to recognize present Life members. Every Board has a chairperson, but it is teamwork that gets things done and the directors, convenors and volunteers are all an essential part of that team, as are you the members who support the association. To all of you I express my gratitude for your contribution and support throughout the past year and the term of my office.

b) Treasurer:

Wendy Fulton reported that the financial audit had been conducted this year by the accounting firm of Williams & Partners of Markham, Ontario, in accordance with Canadian generally accepted accounting standards. The audited statements have been duly approved by the Board of Directors at the March 12, 2020 meeting. The statements have been available on the Association website.

Wendy Fulton reported that we finished the year of 2019 with a loss of approximately \$4,000 despite some bright spots. Our Tartan Ball at the new venue of the Old Mill produced a small profit. We enjoyed four sunny days in June and Dancing in the Park nearly broke even last year, thanks to an increased grant from the Musicians' Trust Fund. With the addition of our share of the 50-50 draw proceeds the event was actually in the black. We did have a small loss running a new series of dance classes designed to attract



younger dancers, but happily this loss was offset by good support from the other Association classes. There was a small loss at the November workshop which was nicely covered by our best ever gently used clothing sale. Due to the two-month suspension of our Paypal account last summer we looked for alternate methods of making payments and chose to offer the Interac e-transfer as it is a service that was already covered under our bank account for no additional charge.

Wendy thanked the Finance Committee of Margaret Rieger, Gary Maidlow, Keith Bark, Paul Muther and Kevin Moloney.

MOTION: Wendy Fulton moved that the membership accept the audited financial statements for the year ending December 31, 2019 as presented; Seconded by Ulla Dagert-Muther. CARRIED.

c) **Secretary:** Fiona Alberti thanked the Set & Link team and our webmaster for their patience with her last-minute changes and additions. She reported the following on behalf of the Board Directors and Committees:

This is a short summary of our Directors' Reports to acknowledge all the great work undertaken this past Dance Season. Copies of our "long form" are on the Website.

Louis Racic, as Vice Chair & Volunteer Director reports that in the first year of the 2019-2024 strategic plan we have gathered much of the information we require for both benchmarking our attendance and participation and for ongoing trend analysis. We have also created a survey to better understand the dancing activity and requirements of our membership. Thanks to the staff at the Forest Parkway, Armour Heights and Broadlands Community Centres for juggling our rather hectic schedule of events.

The Toronto Association continues to benefit from a committed, hard-working body of volunteers who give generously of their skills and time. The Volunteer Appreciation Dance, that unfortunately had to be cancelled, and the Volunteer Awards both endeavour to celebrate that generosity. The 2020 Volunteer Awards will be presented at a future dance, once we are able to, most likely in the autumn of 2020.

Andrew Henderson, Communications Director, reports that our newsletter, *Set & Link*, is published 10 times a year and emailed to most of our members as well as branches around the world. Thanks to Donald Holmes (editor), Judy Williams, Marian White, Rob Lockhart and Teresa Lockhart who continue to dedicate time and skill to produce a very informative and interesting newsletter for us. Thank you again to Muriel Nicoll, who for a number of years has looked after mailing the print copies of *Set & Link* (now only about 50) and to Rob Lockhart, who handles the emailed copies and manages our website. Rob also continues to contribute to the Scottish Country Dance Dictionary website, uploading 22 videos over the past 12 months. They have been viewed 5286 times. Andy provided reports to Social Groups throughout the year, sent via e-notes, after the Board's monthly meetings. This year we had articles about Brigadoon and Anne with an 'E' published in the Scottish Country Dance newsletter. This year's social group liaison meeting, discussed the need for a broader base of teachers, the declining attendance at events and wondered how to get into the universities.

Education & Training, under Tony Szeto, offered classes at Levels 1, 2, and 3. Unfortunately Extension Classes and DAA had to be cancelled due to Covid 19. Since the last AGM we have therefore recruited some 53 new beginners and 19 new Level 2s. Sincere appreciation goes to our Association Classes Convener, Sue Ann Bryce, for coordinating the classes, and to the many volunteers who helped with



the registration and weekly sign-in, as well as joining sets on the dance floor to even out numbers. Special mentions go to Class Reps Anne Bishop and Cheryl Catt. Thanks also go to Maureen Richardson for Chairing the Youth Committee and to Keith Bark for devising and emceeing the May 2019 Youth Ball and the September 2019 Family Ceilidh.

Thanks to Moira Korus and Halyna Sydorenko and all of their committee for all of the work they put into planning Spring Fling/Fringe 2020. It is a real shame that this event, the first time it was to be held in North America, had to be cancelled due to Covid 19, as the registration numbers were very good, the event was almost sold out.

Millennial classes were held in the fall and the beginning of March, to engender interest for the Spring Fling and the March Beginner's Dance. Let's hope they come back again. Tony has struck a panel to create a Tutor Succession plan. Toronto Area teachers will be consulted in the process to create a plan that will identify candidates appropriate for shadowing Tutors (Tutors teach the Teacher Candidate classes) with a view to increasing the number of Tutors available to the Toronto Association. Tony Szeto appreciates the advice and support from Moira Korus, Maureen Richardson, Sue Ann Bryce, and Vicky Zeltins.

Bill Barber, the Membership Director, reports that there has been a slight decrease in membership for the 2019-2020 year. Membership stands at 280 full members with voting privileges. This year, we welcomed 24 new members, both new dancers and transfers from other Branches. Our members continuing and enthusiastic attention to welcoming new dancers at social groups and association events is appreciated. In January, there was a large influx of new dancers joining the Branch classes, numbering around 50 people. This bodes well for the future of the Association. Bill would like to thank Rosalind Gilbert for her assistance with the promotion of SCD at the St. Andrew's Charity Ball practices and Anne Pennington of the St. Andrew's Society for notifying members of the St. Andrew's Society about SCD Branch classes.

Outreach/Marketing under Ron Macnaughton continues to explore ways of attracting new members to our classes and events. Our members are key distributing materials to libraries, community centres, stores, etc. Thanks go to Rob Lockhart who has added a Resources section to the website where members can print promotional materials and find photos to use as well. Ron has continued to explore the use of Social media as a means to encourage new dancers to join. The Toronto Association is currently represented on Meetup, Facebook and Instagram. Thanks go to Kendra Beliveau, John Clarke and Theresa Malek for maintaining these platforms for us. One of the best ways of attracting members continues to be word of mouth, dancers sharing with their friends the joy they find in Scottish dancing.

The Demo Pool performed 11 demos this year, including their performance at Brigadoon in Niagara-on-the-Lake. Thanks to Caroline Gentles for taking on the role of Convenor and to Stella Henderson, Halyna Sydorenko, May Webster, Keith and Deirdre Bark, and Arlene Koteff for making sure the dancers were prepared and organized.

Kevin Moloney, Program Director reports that RSCDS Toronto had yet another successful season of dancing. We delivered four excellent dance programs- Dancing in the Park (DITP), monthly dances, workshop, and the Tartan Ball. None of this is possible of course without the hard work and dedication of the convenors and their volunteer committees. Thank- you to all those involved- Dave Drewette (DITP), Christy Barber (Toronto Workshop), Max Fothergill (Monthly Dance), Laurie McConachie (Tartan Ball)



and the unsung heroes on the various committees. We benefitted from the music of Scotch Mist, Don Bartlett and the Scottish Heirs, and Fred Moyes at our various events throughout the season.

Good weather allowed us to have Dancing in the Park on each Tuesday in June. Attendance was good over the four nights and members and non-member audience participation was excellent. Thanks to Colin Campbell for devising the programs. Our donations at the June 2019 DITP were down compared to the previous June.

Monthly dances were held in October, December, and January along with the Tea Dance held with the Workshop in November. Unfortunately, the Beginners' Dance in March and the Volunteer/AGM dance in April had to be cancelled due to the Coronavirus pandemic. Great music, great programs and excellent food ensured all had a great time. Thanks to Andrew Collins for devising the programs. The attendance numbers were similar to last year but still not sufficient to ensure breakeven for the dance season.

The Workshop and Afternoon Dance held at Branksome Hall drew 150 participants. There were three more registrants than last year. The teachers were Angela Young from Scotland, Clair Collier from the States and our own Colin Campbell, all providing excellent tuition for all three levels. We again offered a free introductory dance lesson, taught by Teresa Lockhart, for those interested in checking out Scottish Country Dancing. Some enjoyed it so much they stayed for the afternoon dance. The Dancewear Bazaar, now in its 12th year, and a highlight of the day, brought in a record \$2,350 in sales receipts. A huge thank you to the dedication of Margaret Rieger and the team!

The search for a convener for the workshop continues. Continuation of this great event is in jeopardy if we cannot fill this position.

Tartan Ball

The 57th Tartan Ball was enjoyed by 110 participants, a significantly lower number than last year. With attendees from home and afar ladies and gentlemen decked out in their finery, delicious food, excellent music and a wonderful wooden dance floor, a great night was had by all, including spectators! Hopefully more members will renew their support for this great event in the future.

This concludes the 2019/20 Directors' Report, and again, please take a moment to read through the full report on our website. Our Association is grateful to all those mentioned tonight, and the many, many others who give freely of their time to ensure we can continue to provide dancing Scottish style.

MOTION: Fiona Alberti moved that the Report from the Board Directors be accepted; Seconded by Theresa Malek. CARRIED

7. Report of the Nominations Committee

Chair of the Nominations Committee, Deirdre MacCuish Bark, thanked the committee: Jane Robinson, Theresa Malek, Arlene Koteff & Ken Adamson, who have served in this capacity for 3 years.

8. Election of the Board of Directors:

As required by the By-laws of the Toronto Association, a slate of Directors is elected at the AGM of the RSCDS Toronto Association. The slate for the RSCDS TA Board is as follows:

Chair: Louis Racic

Vice Chair: Paul Barber



Secretary: Fiona Alberti
Treasurer: Wendy Fulton
Director, Programs: Kevin Moloney
Director, Communications: Sheena Gilks
Director, Membership: Bill Barber
Director at Large - Marketing: Ron Macnaughton
Director at Large - Education and Training: Tony Szeto

Deirdre MacCuish Bark confirmed that no other nominations had been received by the Secretary and declared the slate of nominees duly elected. Liz Clunie welcomed Paul Barber and Sheena Gilks to the Board and thanked Andy Henderson for his contributions on the Board.

9. New Business

a) Motion to Revise Procedure 5.1.1 and 5.1.3 of the Procedures

After further discussion at the Board level the motions to revise Procedures 5.1.1 and 5.1.3 have been withdrawn.

b) Motions related to audits:

MOTION: Louis Racic moved that the Board of the Toronto Association be permitted to amend the previously posted motions with regards to changing the by-laws and procedures concerning audits; Seconded by David Booz.

Discussion: Louis Racic explained that the changes to the By-laws and Procedures were designed to provide RSCDS TA with more flexibility around having an annual audit, and to make it possible for us to align with changing legislation with regards to the Corporations Act. It was brought to our attention that the changes that were posted were incomplete, so the motions were amended. They were sent to all members and have been posted on the website.

Liz put the motion to a vote: CARRIED (This motion needed 80% to pass, 72/76 votes were affirmative).

MOTION: Wendy Fulton moved that the revisions to the By-laws and Procedures as presented to the Membership be approved; seconded by Ron Macnaughton.

Discussion: Kevin Moloney explained that under current legislation, now that our revenue has dropped to about \$80 000, we have options, it is no longer mandatory that we have an audit. The Finance Committee got together and looked at these options and made their recommendations to the Board. The three types of engagements possible are a full audit, a review engagement, and a compilation. The audit costs about \$5000, the review engagement about \$3500 and the compilation \$1500. For both the full audit and the review engagement the auditor expresses an opinion at the end. The full audit gives reasonable assurance that everything is okay. The review engagement is not as expansive and the statement will be that there are no missed statements in the account and everything is okay. The responsibility of the auditors doesn't absolve the Board of Directors of their responsibility. Kevin then outlined the systems of checks and balances and internal controls that the Toronto Association has in place. He pointed out that at the moment we collect about \$9 000 from membership fees, \$5 000 of that goes to the auditors. It doesn't leave us with a lot to finance different parts of the organization.



Keith Bark pointed out that the explanation Kevin gave was related to the next motion. This current motion was just to change the by-laws and procedures, not to choose a level of engagement for next year.

Louise Buddle asked for clarification on whether “if required” was necessary in 6.5, would there ever be a situation when it was not required. It was explained that the changes are worded in a way to deal with any further changes in legislation which may not require any outside engagement, or if our numbers are such that we don’t need an outside engagement.

Liz put the motion to the vote: CARRIED (This motion needed 2/3 to pass; 73/76 votes were affirmative)

c) Motion to approve the accounting firm for 2020:

MOTION: Wendy Fulton moved to appoint the accounting firm of Williams & Partners of Markham Ontario to conduct a review engagement of the financial records of RSCDS Toronto Scottish Dance Association for the 2020 fiscal year; seconded by Paul Muther.

Discussion: David Booz wanted to confirm that with a Review Engagement the accountants would still be checking that we were compliant with all legislation and the latest changes from CRA. Wendy assured him they would.

Liz put the motion to the vote: CARRIED (This motion needed 80% to pass 70/75 were affirmative)

10. Adjournment

There being no further business the meeting adjourned at 8:40 pm.

MOTION: Theresa Malek moved that the meeting be adjourned. Seconded by Tony Szeto.
CARRIED

Submitted by
Fiona Alberti, Secretary
June 14, 2020

Louis Racic, Chair

Date