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**Date of Members Special Meeting:** December 7<sup>th</sup>, 2019

**Meeting Opened at:** 10:00am

**Board members present:**

Gaylon Davis, *President*

Lee Patterson, *Vice-president*

Sophie Giroux, *Treasurer*

**Members present (Board members in bold):**

**Barrie Paige**

**Caleb Anderson**

Carol Padner

Carol W. Wright

**Chris Whitehead**

David Allen

David Evans

Diana Frizzle

Diane Champigny

Diane Marsh

Dominic Gattola

Doreen McKee

Edith Chaput

Faye Davis

Gayle Evans

**Gaylon Davis**

**Gloria Joyce Robinson**

**Greg Needham**

Ian Crandall

**Karen Crandall Allnutt**

Karen Ferraz

**Kim Glover**

Laurie Jenne

Lee Enright

**Lee Patterson**

Linda Allen

Lisa Payne

**Lloyd Wright**

Patricia Marsh

Paul Hébert

**Paul Santerre**

Richard Marsh

**Shannon McGovern**

Simon McIntyre

Sophie Giroux

Stuart Clarkson

Tom Enright

Tony Marsh

Wendy Neil

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**Official time of start of AGM:** 10:02am

**1. Additions to /Acceptance of Agenda**

Could I have a motion to accept the agenda:

Addition: No additions from the floor to the agenda

Proposer: Kim Glover

Secunder: Lee Patterson

In favor: Carried



2. a) **Approval of Minutes 'Special Members Meeting' held on December 9<sup>th</sup>, 2018.**  
Could I have a motion to accept those special minutes?

Correction: Sophie Giroux asks that we make the correction to the date to read  
December 9<sup>th</sup> 2018

Proposer: Kim Glover

Seconded: Paul Santerre

In favor: Carried

- a) **Approval of Minutes of the AGM held on December 9<sup>th</sup>, 2018.**  
Could I have a motion to accept those special minutes?

Correction: Sophie Giroux asks that we make the correction to the date to read  
December 9<sup>th</sup>, 2018

Proposer: Chris Whitehead

Seconded: Kim Glover

In favor: Carried

3. **Business arising from the minutes**

N/A

4. **Financial Statement**

**a) Presented by Aline Bolduc RCGT:**

Mrs. Aline Bolduc reads page 2 and 3 of the 2019 Financial Statements in accordance with Canadian accounting standards.

**Page 4**

Main difference for 2019 in revenue is line Other Events. There is an increase of 15,000\$ because of RCMP, Dinner dance. These events will not appear in 2020.

2019 had an excess in revenue of \$184,642

No question from the floor

**Page 5**

Explanation of the Changes in Net Assets

No questions from the floor



**Page 6**

Investments line has a big difference due to re-investment of \$150,000 into our investments.

Deferred contribution of \$17,667 is the heating system grant from 'Chauffez Vert'.

No question from the floor

**Page 7**

Financial position is explained

No question from the floor

**Page 10**

Notes 4 and 4 are explained to the board.

The accountants are pleased to see that BCAS is investing in safer bonds. They continue encouraging the board to continue in that strategy.

On October 31<sup>st</sup>, Cash – Broker's account was at \$76,419 but this amount was re-invested on the date of AGM.

No question from the floor

**Page 12**

Notes 9 and 9 are explained.

We see our heating system grant of \$17,667 also in our deferred contribution.

No question from the floor

**Page 13**

Note 11 – COMMITMENT

Confirmation of our Midway company (Amusement Fun Show) 3 years agreement/contract.

No question from the floor

**Page 14**

No major differences in our Revenues from the previous year. We do see an increase of about \$9,000.

Tourism grant was a one (1) year funding. This was directed to advertising and travels.

Accountant brings our attention to the Net Investment Income (loss). This is another sign that our investments selections are doing well. The numbers are always at fair market value for non-for-profit organizations.

We also see a significant increase in the Fairgrounds Rentals due to the Now Country Festival.

No question from the floor



### **Page 15**

**Fair Expenses** are where the most changes/differences are.

Competitions are down by \$19,000 due to less animals and competitions on site

Attraction is now a set price as you can see on Note 11

Security and signs are down, less over time from the security company.

Advertising and Web, 2018 saw an increase in the money spent due to the Tourism grant, which BCAS did not get in 2019.

Garbage removal, the purchase of 120 bins for \$11,000 is in this expense as well as the consultant company that help BCAS in their Eco Responsible project.

Education program, 2 exterior consultants were hired to educate and animate. Ecole-O-Champs and La Bibitte Mobile.

**Building and Equipment Expenses**, no major changes or difference

No question from the floor

### **Page 16**

Administrative expenses

Travel, entertainment and meetings are higher, but Tourism Grant was also use for to send more people to the Banff Conference.

Professional fees are lower due to a \$10,000 crop survey in 2018 for Tourism grant.

No question from the floor

### **Page 17**

Competition prizes

Lower for 2019 compared to 2018

No question from the floor

### **Page 18**

The word 'GATE' has been added to the first table title to read:

GATE ADMISSION REVENUE – DETAILS

Lower gates revenue compared to 2018, Monday was a wash out.

The most important change is the One-day passes flash sale online the week of Fair. This brought over \$25,000 in 24 hours. We also see an increase in our Family passes, they were also sold online only during the weekend of Fair.

Cash deficit is at \$1,158

No question from the board

**Could I have a motion to adopt the verification of the financial statements for 2019?**

Proposer: Sophie Giroux

Secunder: Kim Glover

In favor: Carried



**b) Appointment of accounting firm**

Could I please have a motion for the appointment of the auditor for 2019?

Sophie Giroux proposes to appoint the firm of Raymond Chabot Grant Thornton in Cowansville as an accountant firm;

Proposer: Sophie Giroux

Seconder: Barrie Paige

In Favor: Carried

**5. Reports:**

- a) President's report done by Gaylon Davis reflecting on his 2019 presidency
- b) General Manager Report done by Guylaine Tétreault
- c) Committees reports

The following committees have presented a read report to the members, no questions from the floor.

- Lloyd Wright and Karen C. Allnut for BEEF
- Tom Enright for DAIRY
- Gaylon Davis for B&G – DISPLAY OF ANIMALS – STEERING & FINANCE
- Shannon McGovern for EDUCATION
- Greg Needham for ENTERTAINMENT
- Carol Padner for FARM PRODUCE
- Sophie Giroux for GATES
- Laurie Jenne and Linda Allen for HANDICRAFT
- Caleb Anderson for HORSES
- Diane Champigny for HORTICULTURE
- Amanda Tryhorn for KIOSKS
- Chris Whitehead AND Dominic Gattola for SECURITY & PARKING
- Gloria Robinson for SMALL ANIMALS & ARBA SHOW
- Lee Patterson for ADVERTISEMENT
- David Allen for SHEEP
- Barrie Paige for TELECOMMUNICATION
- Diana Frizzle and Gayle Evans for YOUNG FARMERS



- d) CAFÉ Convention presentation  
A document containing reports on all the workshop attended by the delegates sent to the 2019 Halifax convention, is made available to the members.

Motion to accept the president, General Manager and Committees reports:

Proposer: Kim Glover  
Seconder: Sophie Giroux  
In Favor: Carried

## 6. Election of Directors

Gaylon Davis takes on the role of president of elections

Guylaine will act as secretary of election and we would like to appoint Diana Frizzle and Amanda Tryhorn as 'scrutineers.

No objection from the floor.

### Thank you to the 4 outgoing directors

- Karen C. Allnutt
- Bob Soles
- Shannon McGovern
- Lee Patterson

### Nominating committee provided 4 names for directors' positions.

- **Caleb Anderson**  
His experience on the board as well as his involvement on our Horse committee is of great value to the board of directors. His skills as a ground keeper/manager and experienced contractor will help the board in their decisions.
- **Tom Enright**  
Past president ... administrator ... politician at times, part of the Dairy Committee and Steering / Finance Committee, Tom brings an important business and public speakers' skills to the board.
- **Edith Chaput**  
Every board of director should have individuals with specific skills and abilities to help them in their important decisions. Edith is a respected Notary in Cowansville and her involvement on different boards will add to our group.



- **Lisa Payne**

Lisa's background and studies in education and her world travels will bring a fresh perspective and views to our board and Fair. Her community connection makes her a great candidate and addition to this Board.

Gaylon Davis asks the floor three (3) times if there are any other nominations, then asks the four (4) nominated members if they accept the director's position for a mandate of four (4) years. All four (4) agree.

Diana Frizzle makes the motion to cease all nominations and moves to welcome the four (4) new directors.

Proposer: Diana Frizzle  
Secunder: Greg Needham  
In Favor: Carried

**The new board retreats to elect their executive:**

7. Announcement of new Board President and Vice-President BY Gaylon Davis

- Lee Patterson, President
- Greg Needham, Vice-President
- Sophie Giroux, Treasurer

We are also happy to announce that Lee Patterson will fill in as a replacement to the empty seat left on the board of directors, which has one (1) year left to its mandate.

New president Lee Patterson is now chairing the AGM:

8. **Other business**

N/A



**9. Date of next Annual Meeting – December 5th 2020**

At: 345, Stagecoach road, Brome, Qc, JOE 1K0

**10. Adjournment**

I would need a motion to adjourn the 2019 AGM

Proposer        Karen C. Allnut  
Secunder:       Gloria Robinson  
In favor:        Carried

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Gaylon Davis  
Outgoing President

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Lee Patterson  
Elected President

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Guyline Tétreault  
Manager