

**LAKE CHAPALA SOCIETY A.C.
ANNUAL GENERAL MEETING
WEDNESDAY, MARCH 08, 2017
LCS COURTYARD DRAFT**

1. Call to Order

The meeting was called to order at 10:00 AM by President, Ben White. As there was not 50% of the membership present at the meeting it was recessed for 30 minutes to obtain an alternate quorum in compliance with Mexican law and the LCS constitution. At 10:30 attendance was 50.

2. Establishment of Quorum

The meeting was reconvened at 10:37 AM. The secretary confirmed that attendance for the alternate quorum was over the 50+1 members required.

3. Reading of Order of the Day

President Ben read the Reading of the Order of the Day.

4. Adoption of Agenda

Moved by Nancy Creevan; seconded by Michael Searles, to approve the agenda as distributed. Membership voted unanimously. Motion Carried.

5. Receipt of Minutes

Moved by Howard Feldstein; seconded by David Huff to approve, the receipt of the minutes of the Annual General Meeting of March 17, 2016. Membership voted unanimously. Motion Carried.

6. President's Report

Last year at the Annual General Meeting members voted to change the LCS mission statement to "promote the active participation of lakesides' inhabitants to improve their quality of life." By making this commitment we signaled to the community that our focus was based not just the ex-patriots, but everyone living at lakeside.

LCS began to promote active participation to influence in our communities quality of life by offering the first "Career Day" at the Chapala Preparatoria. Local Mexican professionals spoke to students about career opportunities that did not involve attending college – but did require a high school degree. The program was extremely well received and was repeated just last week.

This last summer the very successful Children's Art Program offered their Art Camp on July 20-24. They had planned for 130 registrations from young budding artists, but quickly exceeded that objective and had to turn some away. The offerings included painting, collage, jewelry and beading. Instruction was provided by members of the Ajijic Society for the Arts and legacy artists. On Friday students offered their projects for sale with some of the profit going to the individual artists, fostering the idea that art can be a career.

In August the Lakeside Little Theatre teamed with the Children's Art Program to produce the first Children's Theatre Summer Camp. They presented the "Legend of Queen Xochitl-Michi-Ciualli". The project was inspired

by local artist Antonio Lopez Vega and incorporated pre-Hispanic dancers from Chiapas. The program was offered again in October at the Auditorio.

In November the LCS celebrated 60 years of service and invited the entire community to the party. Several local Mexican businesses provided food and refreshments and events included a dancing horse, Mariachi, San Juan Cosala children's choir, a manta fashion show and folkloric dancing.

In December LCS sponsored the first Student Aid Summit. The purpose of the summit was to strengthen lakeside student aid programs through collaboration and networking to assure successful outcomes for students and the families we serve. Subsequent meetings have fostered improved communication and understanding and the group is working toward an annual joint fundraiser where LCS would solicit our donors once and donations would be shared by all of the student aid groups.

In January the LCS sponsored the 1st Annual Mariachi Festival featuring Mariachi Internacional Guadalajara and Mariachi Estrellas de Chula Vista from San Diego California. The event was sold out.

In February the Children's Art program teamed with Ajijic Society for the Arts for the 5th Annual Open Studios Tour. Half of the sales from tickets were donated by ASA to Children's Art.

Last week LCS hosted the Arts & Crafts Fair featuring local artists and show casing up and coming Children's Art Program artists Orlando Ibarra, Karina Gutierrez and Saul Garcia.

7. Ratification of 2016 Financial Report

The Treasurer, Michael Searles, provided a financial report for 2016 and noted that LCS finished the year with a surplus of \$1,802,160 pesos and had increased its net asset value to 22 million pesos.

Moved by Michael Searles; seconded by Nancy Creevan, that in accordance with the Constitution, the audited financial statements for 2016 with accompanying footnotes as presented to the members be ratified. Membership voted unanimously. Motion Carried.

8. Receipt of 2017 Budget Projections

The Treasurer, Michael Searles, presented the 2017 budget as approved by the Board.

In accordance with the Constitution, the financial projections for 2017 must be presented to and received by the members each year at the AGM. This item does not require a motion or a vote.

9. Received Report from External Financial Auditor for 2016 and Auditor for 2016 & Authorize the Board of Directors to Open a Bidding Process for the Next Three Year Audit periods and Choose the External Financial Auditor for 2017.

Ratification of this Appointment Shall Take Place at the 2018 annual General Meeting. Moved by Michael Searles and seconded by Barbara Hildt. Membership voted unanimously. Motion carried.

Proclamation

Regarding Development Of The Lake Chapala Society Master Plan For Campus Redevelopment

March 8, 2017

WHEREAS, the members of the Lake Chapala Society at the March 18, 2015 Annual General Meeting approved the 2015 Strategic Objectives with including the development of a master plan to redevelop the campus to meet current and future needs and,

WHEREAS, the Lake Chapala Society Board of Directors assigned the Campus Committee responsibility to assess the needs for current and future space and,

WHEREAS, the Campus Committee surveyed current space requirements and projected into the future our space requirements for a campus master plan and,

WHEREAS, the Campus Committee developed a Request for Proposals and invited qualified architectural firms to submit proposals for the Lake Chapala Society master plan and,

WHEREAS, based on the recommendation of the Campus Committee the Lake Chapala Society Board of Directors authorized the hiring of LEAP+MTQ to develop renderings of the campus master plan and develop cost estimates,

NOW THEREFORE, I, Ben White, acting in my capacity as President of the Lake Chapala Society, ask the membership to endorse the decision of the Board of Directors to continue to develop a master plan to redevelop the campus to meet our current and future needs.

10. Ratification of Membership Categories & Dues

➤ Business Membership Category: A motion was presented to approve a business membership category with the details of membership dues and sub-categories to be worked out by the Fund Development Committee, with the approval of the Board of Directors. Emile Badway and second David Huff. Unanimously approved.

11. Ratification of Reserve Fund Deposit

Michael Searles, Treasurer spoke on behalf of the Board which has approved the allocation of \$50,000 pesos to the reserve fund to continue our strategy to accumulate up to 12 months of our operating costs into the Reserve fund.

This transfer will bring the total reserve fund to a total of \$650,000 pesos.

The reserve fund is restricted according to the LCS Constitution to the following:

- Emergency capital repairs or replacements in excess of 2% of the annual budget;
- Employee severance;
- Other uses at the discretion of the membership and determined at an AGM or an Extraordinary Meeting called for that purpose.

In accordance with the constitution this AGM is required to ratify the Board's decision to transfer \$50,000 pesos to the Reserve Fund.

Moved by Michael Searles seconded by Robert Katz to ratify 50,000 MXN to be transferred to the Reserve Fund. Membership unanimously approved. Motion carried.

12. Report on Annual Objectives & Reading of Proclamation of Initial Campus Master Plan

President Ben White updated the membership on the annual objectives of the standing committees at LCS as follows:

- Audit Committee
 - Oversight of successful completion of the external audit by Grant-Thornton;
 - Coordinated LCS response to audit findings;
 - Along with Treasurer, Michael Searles coordinating with Grant-Thornton to develop final report with a clean opinion of LCS finances for 2016.

- Campus Committee
 - Submitted to the Board a conceptual building design to including classrooms, meeting space, education needs and space requirements to integrate the English and Spanish libraries ;
 - At a special meeting of the Board the conceptual design was approved, the Board instructed the committee to obtain cost estimates for the approved design;
 - The committee developed a Request for Proposal (RFP), identified qualified architectural firms and sent out RFP;
 - The committee has received three responses and is in the process of evaluating proposals.

- Community Committee:
 - Developed a marketing plan that includes three segments-soon to be retirees and retirees 0-2 years, lakeside residents of 2+ years, Mexican Business and Professionals, Mexican families living at Lakeside, and recurring members and donors;
 - Marketing plan was approved by the Board on October 2015;
 - New member orientation class is being offered every three months and has been well received.

- Fund Development Committee
 - Annual Giving Fund has been approved by the Board;
 - Ad-Hoc committee has been established in anticipation of a Capital Campaign to re-engineer the LCS campus based on the work of the Campus Committee;
 - Coordinating with Community Committee to develop strategies to increase membership and update/develop marketing brochures.

- Program Committee

> Based on one of the goals of the marketing plan to implement a adult continuing education program the committee has developed the policy and structure to implement a pilot program this summer. Peter Soderman stated that this program requires participation only if a member.

- Finance Committee
 - > Implemented procedures to accompany the policies to strengthen internal controls and ensure financial assets are managed properly;
 - > Performed the annual Internal Control Questionnaire in conjunction with the Audit Committee of the Board;
 - > Reviewed the current investment vehicles used by LCS and made recommendations that will yield a higher return without an increase in risk;
 - > Participated in the preparation, review and adoption of 2016 budget;
 - > Worked with Grant-Thornton on the 2nd external audit of LCS financial records.

13. Election of Board Officers & Directors-at-Large Ratification

The Chair of the Nominating Committee, Nancy Creevan, was introduced. She presented the candidates being put forward by the Nominating Committee:

- Treasurer Michael Searles (3rd term to 2019);
- Vice President George Radford (1st term to 2019) Leaving position as Director at Large

Nancy Creevan asked if there were in nominations from the floor: None stated.

There are five Director at Large positions open for election. Each of the three candidates for Director at Large were introduced:

- Janis Sirany (1st term 2019);
- Nick Hanson (1st term 2019);
- Roberto Serrano (1st term 2019);
- Barbara Hildt (2nd term to 2019) previously ratified,
- Cate Howell* (to 2018) Filling vacated seat left by George Radford

*Ratification only required.

Nancy Creevan asked if there were in nominations from the floor: None stated.

Moved by Howard Feldstein seconded by David Huff to elect the Treasurer, Vice President; and the Five Directors at Large by acclamation since there were no other candidates. Membership unanimously approved. Motion carried.

The Lake Chapala Society A.C., 2017 Board members are:

President: Frank Benjamin White (2st term to 2018);
Vice President: George Radford (1st term to 2018);
Treasurer: Michael Ross Searles (3rd term to 2019);
Secretary: Carole Jeanne Wolff (2nd term to 2018);

Director-at-Large:

Director - Barbara Angell Hildt (2nd term 2018);

Director - Dee Dee Camhi (1st term 2019);
Director - Janis Sirany (1st term to 2019);
Director - Nick Hanson (1st term 2019);
Director - Roberto Serrano (1st term to 2019);
Director - Cate Howell (3^d term 2018);
Director - Geoffrey John Kaye (1st term to 2018);
Director - Matthew Butler (2nd term to 2018).

14. Granting Power of Attorney

According to the constitution, section 9.02 the power of attorney is granted to the President, Frank Benjamin White who may reassign it to any of the following: Vice President Catherine Howell, Secretary Carole Jeanne Wolff, Treasurer Michael Ross Searles, or Executive Director Terence Quintin Vidal.

15. Annual General Meeting authorization for the Board of Directors to approve the 2017 AGM Minutes.
Moved by Carole Wolff; seconded by Dee Dee Camhi to authorize the Board to review and approve the minutes of the Annual General Meeting of March 08, 2017. Membership voted unanimously. Motion Carried.

16. Adjournment

Moved by Howard Feldstein, seconded by David Huff , that the meeting be adjourned at 11: 54 AM.

Minutes prepared by Carole Wolff, LCS Secretary