

SATYA SANATAN DHARMA CULTURAL SABHA OF CANADA CORPORATION (SSDCSC)
DEVI MANDIR
MINUTES OF THE ANNUAL GENERAL MEETING
2590 BROCK ROAD, PICKERING, ON, L1V 2P8
HELD ON SUNDAY, APRIL 16, 2023 AT 1:00 PM

The Annual General Meeting of the Satya Sanatan Dharma Cultural Sabha of Canada Corporation (SSDCSC) Devi Mandir was held at 2590 Brock Road, Pickering, ON, L1V 2P8 on Sunday, April 16, 2023 at 1:00 p.m.

1.0 OPENING OF MEETING AND WELCOME

1.1 Quorum

Mr. Robert Brent, CPA acting as Chair, welcomed the members to the Annual General Meeting of the Members of the Satya Sanatan Dharma Cultural Sabha of Canada (SSDCSC) Devi Mandir. Since the scrutineers did not take a count of the members during the registration process, the Chair asked all members (who could be identified by the wearing of voting wristbands) to raise their hand while the scrutineers did a quick count. The chair reported that 147 members were present which was more than the 81 required for a quorum and declared the meeting was properly constituted and was a legally constituted meeting of the corporation for the transaction of business as set out in the Notice of Meeting sent to the members.

The Chair called the meeting to order at 2:04 pm.

1.2 Opening Prayer – Pundit Jag Gossai

Pundit Jag Gossai acknowledged the members and read a prayer.

1.3 Review and Adoption of the Agenda

The Chair moved to the agenda on the overhead and stated, ‘before we proceed to ask for a motion to adopt the Agenda, the AGM Committee could not come to a consensus on the ordering of the proceedings so I will put it to you as to how you would like the order of the items we need to cover. I will first ask two members of the AGM committee to present the opposing views before I ask for you to vote by a simple majority show of hands.’

Nisha Sharma went first and stated that the main purpose of the meeting as mandated was to elect directors, trustees and a special by-law committee (“SBC”). As there had been problems with last year’s meeting the voting of directors and trustees should precede the presentation of the financial information and while those votes are being counted the presentation of the financial information could be done.

Anil Saxena went next and presented the other view which was that the F/S presentation was an integral part of any AGM and was usually presented at the beginning of all AGM's he had attended. The members should understand the financial position of the corporation before they voted to elect a new slate of directors and trustees. There is a vote to set the number of directors and who the SBC should report to and while the tally from that vote is being done the FS presentation could occur so I think the financial presentation should be moved up from where it is on the Agenda to before the election of the directors and trustees.

The chair thanked the two members of the AGM committee and announced that he would now hold a vote by a show of hands. He first asked for all those in favour of leaving the presentation of the financial information where it was on the Agenda please raise their hands. He scanned the room. He then asked for a show of hands for all those in favour of moving up the presentation of the financial information to occur prior to the vote of the directors and trustees. He again scanned the room. The Chair declared that it was conclusive that the majority of hands were raised for leaving the presentation of the financial information where it was on the Agenda presently.

Comment: Rampaul Udaipaul reported to the Chair that *twenty-seven (27)* were denied voting, hence he advised that he did not support the meeting.

Response: The chair replied that he was aware of the issue and that it had already been ruled upon by the arbitrator and the meeting would proceed as planned but his objection would be recorded in the minutes of the meeting.

*On a **MOTION** made by Deonarine Prasad and seconded by Latchmie Singh, it was **RESOLVED** to move and approve the agenda as presented.*

The motion was carried.

2.0 DETERMINATIONS BY VOTING MEMBERS ON A DUAL BALLOT: FIRST BALLOT

2.1 Ballots

It was requested for members to submit ballot #1 to determine the number of Directors to be elected and to determine whom the Special By-Law Committee will report to.

2.2 Results of Voting

The Chair declared that there were thirty-two (32) votes in favour for 5 Directors, one hundred and seven (107) votes in favour of 7 Directors, six (6) votes in favour of 9 Directors, and zero (0) votes for 11 Directors. ***The Chair declared that there would be seven (7) Director positions. It was noted that there would be five (5) Trustees.***

Although not announced at the AGM because the votes had not yet been tallied and because the chair wanted to proceed with the next vote, the following is the count for whom the SBC should report to: ***one hundred and eight (108) votes in favour of reporting directly to the membership, eighteen (18) votes in favour of reporting to the Board of Directors and***

eighteen (18) votes in favour of reporting to the Board of Trustees. There was one spoiled ballot for a total of 145 votes.

3.0 ELECTIONS OF BOARD OF DIRECTORS, BOARD OF TRUSTEES ON A DUAL BALLOT: SECOND BALLOT

It was requested for members to submit their votes for the Board of Directors and Board of Trustees on a dual ballot.

The Chair introduced Basil Punit to do the financial presentation while he and the two scrutineers retired to the counting area up at the back of the stage.

4.0 ANNUAL GENERAL MEETING (AGM)

4.1 Financial Updates

Basil Punit presented the members with the 2021 and 2022 Financial Update and advised that the Auditors were unable to finalize the statements as some items were left unaccounted for and there was missing information from the interim Board. It was noted that there were missing booking forms for 2021 fall and 2022 spring for items including the security system with Smartway security systems, quotation exhibit #2 and payment for 2-1 for cheques from Ram Rampersaud, temple cheques to Ram Persaud, the government audit, and an attempted break-in of the temple where an invoice surfaced. In addition, it was noted that issues were raised pertaining to a 32 channel for cameras when a 16 channel system was installed while the price was the same for the 32 channel system. It was further noted that the temple already used a 16-camera system prior to Smartway's job and the recorder is useless where more cameras could not be added. A new 32-channel recorder is required immediately and Smartway would not install based on the quotation and want payment for a new system. Pictures of cheques and invoices from Smartway were presented for the member's review. Mr. Punit explained that the 2021 and 2022 statements were provided in a draft and were subject to unaccounted income. Therefore, the Auditor refused to continue to audit the statements.

It was noted that nine (9) parties who booked weddings did not pay deposits on time and provided several excuses which amounted to \$27,000. The Board was unable to find money to back-up the data. It was further noted that in June 2022, money from two (2) baby showers were unaccounted for as there were no baby showers showing the accounts however two (2) forms were received which showed that there were cash deposits.

The Board received a quotation in 2021 for the security firm to fix the security system and the Board agreed to hire the contract at a cost of \$8,850 while the quotation in October 2021 showed an expense of \$32,000 for the installation of thirty-two (32) cameras however only sixteen (16) were installed. It was noted that the Corporation was charged extra for twenty (20) cameras and this issue was reported to the Government. The Board reached out to two (2) representatives of the security company however they were unable to obtain clarity.

Mr. Punit reported that for the Hanuman Jayanti event, the gross amount was \$17,223 and the Board requested back the pledge where cheques totalling \$10,663 were received however, they were unable to trace the remaining money, resulting in \$6,560 which went unaccounted for. The Board had processed a cheque in the amount of \$15,000 and they tried to call Ram Rampersaud four (4) times during Christmas to settle this amount however Mr. Rampersaud refused to listen. The total cheque amounts issued to Mr. Rampersaud in 2021 and early 2022 amounted to \$34,360.

In conclusion, Mr. Punit reported that they have cheques of October 2021 to June 2022 of \$38,000 plus the deposits of nine (9) weddings. In Fall 2021, the Navratri event rose \$20,136 while the expense was \$3,909. \$16,227 was netted from this event. It was noted that they currently have cash of \$44,396 of which \$27,176 was in a preauthorized account, \$5,000 was invested in a GIC. There is \$76,572 at RBC, \$2,644 at BMO, and \$84,715 at Scotiabank for a total of \$163,932.

Mr. Punit noted the following:

1. The SSDCSC applied for a Canada Emergency Loan of \$60,000 and the decision would be in the Board's hands if they would pay \$40,000 and keep \$20,000. The Board would need to deal with the loan and unresolved cheques from December 2021 to the present date
2. The SSDCSC have a proposal to install lights and a security system in the parking lot, as the parking lot had darker lights.
3. There were leaks on the roof and \$80,000 was spent on it and the issue has still not been resolved. It was noted that there is no warranty and two (2) quotations were received in the amounts of \$200,000 and \$135,000. Respectively, Rampaul recommended to get TPO roofing, however they are unaware of how to fix the issue as they could not proceed with the repairs last winter. It was noted that there were three (3) different areas suffering from leak and \$300,000 in total has been spent to fix them.

4.2 Capital Projects

Basil presented the members with a list of capital projects as follows:

- Temple was neglected when the Board took over
- Projects have been completed by the new Board
- Prayer Hall was painted and new ceiling tiles were installed
- Cantilever was installed around the building with epoxy
- Front steps and rails were power washed and painted
- The South side entrance was redone with epoxy
- The South ramp at front and floor power washed and painted
- HVAC units were repaired and services
- A new fridge was installed in the altar kitchen

4.3 Items Completed

Basil presented the members with a list of items that were completed as follows:

- Devi Mandir lit sign was installed at the front of the temple
- The Board inherited a leaking roof
- Volunteer inspection revealed that roof repairs in 2019 were not done to standard and took action to fix
- Austin Roof's work was substandard and temple wasted \$89,000 on roof repairs however Austin Roofing received a good review for the job
- The new Board patched 48 leaks to get through the winter
- The bird issues on the roof were addressed by the Board and resolved
- Two (2) heaps of bird poo, each 2 ft were removed and a mesh net was installed around the HVAC unit
- Kitchen clutter was removed and the chain locks on the kitchen exit door were removed
- Someone reported the new Board to the health department
- The Board implemented a pest control program
- A green stick was received
- The kitchen grease trap was replaced with a new trap; volunteers replaced the tiles to save the cost
- Fire alarm emergency pull stations were installed for fire safety
- The Board procured and install new washers on the lower floor
- The stage floor was replaced and only the cost of materials was charged with significant discounts

4.4 Items Pending

It was noted that the following items are pending:

- Temple lobby – there was a plan to conduct this prior to Easter however this was placed on hold due to the AGM
- New roof needs to be installed prior to the winter and the company needs to be booked prior to the end of the month
- Two (2) quotations of \$212,000 and \$130,000 plus HST were received for the roofing project
- A quotation in the amount of \$212,000 was received for the TPO membrane and would require the removal of solar
- The total estimated cost with HST would be between \$250,000 to \$300,000
- Ceiling tiles in the prayer room would need to be replaced after the roof repairs; decorative tiles were purchased at a cost of approximately \$2.00 each and the Board would need to decide on the next course of action
- Installation of a 220 volt outlet would need to be installed outside of the temple
- Installation of Electronic gates and lighting in the parking lot with security cameras

4.5 Proposed Strategic Vision

The following strategic vision was provided to the members:

- To restore the Devi Mandir to be the #1 religious and cultural organization in Durham and GTA
- Programs to attract new immigrants to the Durham region to increase attendance
- Improve religious events to attract more devotees
- Operate profit centers including the kitchen/office, etc.
- Live up to the vision 'Devi Mandir is more than a place of worship'

4.6 Question & Answer Period

Question: A member asked what the financial position was when Mr. Punit took charge of the temple compared to now. The member inquired about the loans and liabilities.

Response: Mr. Punit reported that Scotiabank had \$60,000 and BMO had \$40,000. There was a private loan of \$106,000 which is an issue that needs to be dealt with. The private loan is due in April.

Question: A member asked how much money they currently have and how much they currently owe.

Response: Mr. Punit reported that they currently have \$400,000 and owe \$600,000.

Question: A member asked why the dance classes were cancelled at the temple.

Response: Mr. Punit advised that they did make efforts for students and dance classes; however there was no workable solution in dealing with dance class leaders.

Comment: Rampaul Udaipaul stated that he objected to the election, as twenty-seven (27) people were denied to add their names to the annual membership list.

4.7 Adoption of Draft 2022 Financial Statement

Basil announced that there were no draft statements available to present due to reasons mentioned during the financial updates.

4.8 Appointment of Auditor for 2023

Mr. Punit explained that the 2021 and 2022 statements were subject to unaccounted income. Therefore, the Auditor refused to continue to audit the statements.

5.0 ELECTION RESULTS

5.1 Board of Director Election Results

The Chair declared that the following individuals were elected as Board of Directors:

- 1) Latchmie Singh (167)
- 2) Samantha Rampersad (158)
- 3) Rohan Persaud (157)

- 4) Samlall Persaud (157)
- 5) Krishna Doolsingh (155)
- 6) Roma Bisnath (154)
- 7) Deonarine Prasad (150)

The following was not announced at the AGM; however, it was requested by the AGM committee to include the other nominee's results:

- Basil Punit (81)
- Reginald Harrilal (81)
- Randolph Singh (78)
- Rampaul Udalpaul (85)
- Rawl Chan (92)
- Indra Binda (75)

It was noted that there were 13 mail in ballots from individuals not on the official list of voting members and therefore these ballots were not counted and were not included in the above totals.

5.2 Trustee Results

The Chair declared that the following individuals were elected as Trustees:

- 1) Bal Rampersad (157)
- 2) Rosalind Binda (154)
- 3) Nisha Sharma (151)
- 4) Radha Kelawan (151)
- 5) Vishnu Sookar (141)

The following was not announced at the AGM; however, it was requested by the AGM committee to include the other nominee's results:

- Basil Punit (81)
- Reginald Harrilal (81)
- Randolph Singh (78)
- Jairam Binda (82)
- Cecelia Maharaj (76)

6.0 ELECTION OF SPECIAL BY-LAW COMMITTEE MEMBERS: THIRD BALLOT

The Chair explained that initially lifetime members could put their names forward for nomination however, as a result of a ruling by the arbitrator, annual members could be nominated. The voting would take place by mail-in ballot for the Special By-Law Committee. It was noted that the following four (4) individuals already submitted their names for nomination:

- Nina Nanan
- Sabrina Rampersad
- Cecil Ramnauth
- Devanand Parsan

The Chair opened the floor for annual member nominations and the following names were put forward:

- Basil nominated Hera Ramlakhan, however, she was not on the membership list of eligible members
- Shobha Maeck
- Vishen Maharaj
- Mahiela Sooknanan
- Anil Saxena
- Kaylash Maharaj

It was requested for members to submit their ballot to elect the Special By-Law Committee members via mail-in ballots. Voting instructions would be sent via mail and the voting would take place via mail.

Comment: Vishnu Sookar objected to this and stated that a quorum was present and that the people present should vote now. Many people had given up time at work to be present to vote and there was no need to include the mail-in ballots.

Response: The chair explained that mail in voters had a right to vote as their ballots were accepted for the directors and trustees so they should have the right to cast a new vote just as the people present could now vote for a person not previously put forward.

Comment: Angeli Sookar objected to delaying the voting of election of the SBC as she said she has given up her time to be here and it's the members' decision as to how they want to proceed, not the arbitrator's.

Response: Nisha Sharma explained why the nominations had to be reopened to give annual members a chance to put their names forward based on the ruling and why all voting members must now be given an opportunity to vote for the new list of nominees for the SBC.

Comment: Basil Punit objected saying that the mail-in ballots did not get to vote on how many directors there were and that should have been done.

Response: The chair said that it was the members who voted on the number of directors I did not decide it and as for whether the mail-in voters should have the right to cast a vote for the number of directors I was not involved in that decision so I cannot speak to it.

Response: Nisha Sharma then explained that the temple's by-laws states that that voting for the number of directors "shall" be done at the AGM. This was also communicated in the mail-in ballots to the voting members that this vote will be done at the AGM based on the by-laws. For this reason, the mail-in ballots were given the opportunity to choose their 5 or 7 or 9 or 11 directors to ensure that their vote was counted. Nisha asked an AGM committee member, Samantha Rampersad, to display the mail-in ballot on the Projector to the membership to show the wording used.

7.0 MEMBER'S BUSINESS

Comment: Rampaul Udaipaul stated that he objected to the election, as twenty-seven (27) people were denied adding their names to the annua member's voting list.

8.0 **ADJOURNMENT OF MEETING**

The Chair called for a motion to adjourn the meeting.

*On a **MOTION** by Nisha Sharma, and seconded by Janack Persaud, it was **resolved** to conclude the meeting at 5.02 p.m. as there was no further business to conduct.*

The motion was carried.