

Notice is hereby given that the 2016 Annual General Meeting (“AGM”) of the Vancouver Waldorf School Society (the “Society”) will be held at the Vancouver Waldorf School, 2725 St. Christophers Road, North Vancouver, on Wednesday, October 26th, 2016 at 7:00 p.m. for the following purposes:

- confirming Society membership;
- considering reports, financial statements and the report from the accounting review engagement for the year ended June 30th, 2016;
- appointing up to 7 Full Members to fill vacancies on the Board of Trustees; and
- conducting other business that may properly come before the meeting.

We welcome your attendance at the AGM. Full Members appoint nine of the fourteen Trustees who make up the Board of Trustees (“BoT”). Three Trustees are appointed by Faculty and the remaining two are appointed by the BoT. Full Members can nominate candidates for Board positions. As of the date of this year’s AGM, there will be seven Society appointed Trustee positions to be filled. Currently, both of the existing Trustees whose terms expire at the AGM intend to seek re-appointment.

The BoT ensures that: the Vancouver Waldorf School is managed in a financially and legally responsible manner; the governance structure is effectively serving the delivery of the education while adhering to the philosophical principals; the Society’s Constitution is upheld; the actions of the Society and the BoT comply with the Society’s By-Laws; and the laws of society are adhered to in the employment of staff and in the operation of the school.

Please consider the duties and responsibilities required of the Board and a Trustee of the Society. If you are a Full Member of the Society and would like to nominate a Full Member for appointment to the BoT, please complete a Trustee nomination form. Please submit it to the Society’s Secretary c/o the Grade School reception no later than 3 p.m. five days prior to the date of the AGM. The Trustee nomination form is available from the “VWS Society” section of the School’s website (www.vws.ca/about/vws-society) or from the Grade School’s reception. The nomination form must be signed by two Full Members of the Society, include a letter from the Nominee stating his/her interest in serving the Society and include a short biography of the Nominee for circulation in advance of the AGM. Nomination forms that do not include signatures of two Full Members and accompanying letter from the Nominee stating that the proposed Nominee would, if appointed, serve on the BoT cannot be accepted.

Dated this 3rd day of October, 2016.

On Behalf of the Board of Trustees
VANCOUVER WALDORF SCHOOL SOCIETY
Eric Doherty, Chair

2016 VWSS ANNUAL GENERAL MEETING OCTOBER 26, 2016

The 2016 annual general meeting (AGM) of the Vancouver Waldorf School Society (VWSS) will be held on October 26th, 2016 at 7:00 p.m. in the gymnasium at the grade school, 2725 St. Christophers Road. As required by our by-laws, the formal notices of the meeting have been sent to current Full & Honorary Members of the VWSS. The minutes from the 2015 Annual General Meeting held on October 28th, 2015, are attached, and a form of proxy that Full Members may use to vote in the event they will not be at the AGM can be found [here](#).

The VWSS is the not-for-profit society that operates the Vancouver Waldorf School. At present, the Board of Trustees expects that the principal formal business to be conducted at the AGM will be to: (a) confirm the VWSS Members; (b) receive and consider the Report of the Board of Trustees and the VWSS financial statements for the 2015/2016 financial year; (c) approve the re-appointment of Manning Elliot LLP for the 2016/17 review engagement; and (d) appoint up to 7 Full Members to fill vacancies on the Board of Trustees. Additional matters to be addressed at the AGM may arise before the AGM. If in the future the Board becomes aware of any other items of business to be addressed at the AGM, we will circulate an additional communication as soon as is possible in advance of the meeting describing the matter.

Confirmation of Members

The VWSS by-laws require that all Members of the VWSS be confirmed at the AGM. The names of all Members will be entered into the minutes of the AGM, and from that point on those individuals will become Members of the VWSS, and will remain Members for so long as they continue to comply with the Membership criteria set out in the by-laws, including the payment of the annual Membership fee. See *"Becoming a Member and Maintaining Membership"* below.

Annual Report and Financial Statements

As required by our by-laws, copies of the financial statements for the VWSS's most recently completed financial year will be sent to Members in advance of the AGM. Attached is VWSS Statement of Operations. In addition, as required by the *Society Act* (British Columbia), we will be sending Members the VWS Annual Report prepared in respect of the 2015/2016 financial year. We will also be circulating both of these documents to current parents so that they can also review them and ask any questions they may have. The Board will take questions at the AGM on the financial statements and Annual Report, and in order to ensure you receive the information you request the Board also invites everyone to submit questions of a financial nature in advance via email to chairbot@vws.ca.

Appointment of Trustees

According to the VWSS by-laws, the Board of Trustees must consist of a minimum of 6 and a maximum of 14 members, appointed as follows:

- a) three Trustees are appointed by school faculty;
- b) two Trustees may be appointed by the incumbent Board; and
- c) up to nine Trustees are appointed by the full Members of the VWSS.

The three Faculty-appointed Trustees will be announced at the AGM. If applicable, the two Board appointees will also be announced at the AGM.

There are currently four Trustees appointed by VWSS Members – Eric Doherty, Rebeka Eriksson, Jennifer Williams and Geoff Woodfield. Two of these Trustees, Jennifer Williams and Geoff Woodfield, have terms that do not end at the upcoming AGM. Jennifer Williams and Geoff Woodfield were each appointed to the Board of Trustees at the last AGM held on October 28th, 2015 and have two year terms of office expiring October 28th, 2017. The two other current Member-appointed Trustees, Eric Doherty and Rebeka Eriksson, were also appointed at last year's AGM but have one year terms that expire at this AGM. Consequently, at the AGM this year seven Trustee positions will be open for appointment. Each of Eric Doherty and Rebeka Eriksson have advised that they currently intend to stand for re-appointment. Other Full Members are invited to stand for appointment as well.

Of these seven open Trustee positions, one will have a one-year term, two will have two-year terms and two will have three-year terms. The terms of the individual appointed Trustees will be determined by the Board after the AGM.

Under the VWSS by-laws, only Full Members are eligible for appointment to the Board of Trustees at the AGM. Therefore, if you want to stand for appointment as a Trustee at the AGM you must apply for Membership prior to the AGM. See "*Becoming a Member and Maintaining Membership*" below. Also, the VWSS by-laws state that only Full Members are entitled to nominate persons for appointment as Trustees at the AGM. If you are already a Full Member of the Society and wish to nominate someone as a Trustee, you may download a nomination form [here](#). The VWSS by-laws require that nomination forms for new Trustees must be submitted no later than 3 p.m. five days prior to the Annual General Meeting.

In an effort to assist the Members in their decision making, prior to the AGM we intend to circulate a list of the people that have submitted the nomination forms by the deadline and therefore will be standing for appointment to the Board of Trustees. We encourage nominees to attach to their nomination form a brief personal statement that we would include in the list, to give the community some brief background information on the nominees prior to the AGM.

Becoming a Member and Maintaining Membership

Only Full Members of the VWSS are entitled to vote at the AGM. In addition, only Full Members are entitled to stand for appointment as Trustees at the AGM or nominate people for appointment to the Board at the AGM.

If you are not a member of the VWSS please consider joining. Full Membership allows you to participate in the appointment of Trustees and in such other business as may come before the Society from time to time. It is important you apply to become a member prior to the AGM, because according to our by-laws you cannot become a Full Member unless your membership is confirmed at an AGM. In prior years a number of people have been disappointed that they were not allowed to vote at Extraordinary General Meetings held between AGMs, because their membership could not be confirmed until the next AGM—our by-laws do not allow for Member confirmation at an Extraordinary General Meeting, only an AGM . We encourage you to take action to make sure this does not occur to you. Applying for membership is simple. You may download a membership application form [here](#). Membership costs only \$10 plus an additional \$1 for each family member who wishes to join. Applications for membership can be submitted any time prior to the AGM, but to help us have an efficient AGM we ask that membership applications forms be submitted no later than five days prior to the AGM.

If you are a member, don't forget to renew your membership. Under the VWSS by-laws all Full Members are required to pay an annual membership fee of \$10 plus an additional \$1 for each additional family member who also wishes to remain a Member. Unless you have already paid your annual fees since the last AGM, please ensure you do so prior to the AGM to preserve your Membership status. Again, to assist with a smooth meeting we ask these annual fees be submitted no later than five days prior to the AGM.

Thank you for your time, and we look forward to seeing you on October 26th.

On behalf of the Board of Trustees
VANCOUVER WALDORF SCHOOL SOCIETY
Eric Doherty, Chair

Opening Verse

Seek the truly practical, material life – but seek it so that it does not numb you to the spirit that is active in it. Seek the spirit – but do not seek it in supersensible lust, out of supersensible egotism; no, seek it because you wish to apply it selflessly in practical life in the material world. Keep to the old principle: ‘spirit is never without matter, matter is never Without spirit’, in such a way that you say: Let us do everything material in the light of spirit, Let us seek the light of the spirit so that it unfolds warmth for our practical deeds.

Seek the truly practical life, Rudolf Steiner

- A. Approve Agenda**
- B. Announcements and Acknowledgements**
- C. Confirmation of Society Membership**
- D. Approve Minutes of October 28, 2015 Annual General Meeting**
- E. Presentation of Annual Report and Financial Statements**

Receive Annual Report and Statement of Financial Position (Balance Sheet) and Revenue & Expense Statement for Financial Year Ending 30 June 2016. There will be an opportunity for questions.

- F. Re-Engagement of Manning Elliott LLP for the 2016 – 2017 Financial Year**

Re-Engagement of Manning Elliott LLP. Please note: Manning Elliott does not undertake an audit; rather it conducts a Review Engagement and produces a Review Engagement Report.

- G. Confirmation of Trustees**

The process for confirmation of nominated Trustees is defined by the VWSS By-laws:

Unless a ballot is demanded by a Full Member entitled to vote and is approved by a majority, defined as sixty percent of the Full Members personally present and entitled to vote, the Society shall select Trustees by a consensus process whenever possible evidenced by a show of hands. When consensus is not reached, those opposing the proposed nominee shall be granted an opportunity to voice their position, after which a second attempt at consensus evidenced by a show of hands shall take place. If consensus cannot be reached after two attempts, a proposed resolution shall be decided by a show of hands of Full Members. Unless a ballot has been demanded and approved, a declaration by the Chair of a general meeting that a nominee has on show of hands been either been either carried or lost, and an entry in the minutes of the meeting to that effect is the evidence of the fact, without proof of the number or proportion of the votes recorded in favor of or against the selection of the nominee.

- H. Other Business**

Closing

VANCOUVER WALDORF SCHOOL SOCIETY

Annual General Meeting

Wednesday, October 28, 2015 7:00 p.m.

1. MEETING CALLED TO ORDER

Eric Doherty, the Chairman of the Board of Trustees of the Society called the Meeting to order.

The Chairman introduced the Trustees of the Society that were present at the Meeting, and advised that Gord MacPherson would act as Secretary of the Meeting.

There was a motion to approve the previously-circulated Meeting agenda. It was unanimously approved.

2. CONFIRMATION OF SOCIETY MEMBERSHIP; QUORUM

The Chairman read aloud the names of and confirmed the 180 Full Members of the VWSS. The Chairman advised that 63 of the 180 Full Members were present in person or by proxy, and therefore a quorum was present at the Meeting and the meeting was properly constituted for business.

3. APPROVAL OF MINUTES OF FEBRUARY 11, 2015 EXTRAORDINARY GENERAL MEETING

The Chairman advised the Meeting that the minutes of the last meeting of the Society, which was the extraordinary general meeting held on February 11, 2015, were available for inspection and the Chairman noted that unless there were any questions arising from the minutes, they would be taken as read and confirmed. There were no questions.

4. PRESENTATION OF FINANCIAL STATEMENTS

Geoff Woodfield, the Treasurer of the Society, presented the Society's financial statements for the financial year ended June 30, 2015, together with the notes thereon and the review engagement report of Manning Elliott LLP. He then took questions and comments from a number of Members. After discussion the Chairman advised that unless there were any further questions arising out of the financial statements, they would be considered to be received as submitted to the Meeting. There were no further questions.

5. RE-ENGAGEMENT OF MANNING ELLIOTT LLP FOR THE 2015-2016 FINANCIAL YEAR

The Chairman made a motion that the Board of Trustees be authorized to engage Manning Elliott LLP to provide the review engagement report on the financial statements for the Society's financial year ended June 30, 2016. The motion was unanimously approved.

6. APPOINTMENT OF TRUSTEES

The Chairman advised that Phil Fertey, Lorna Fortin and Lori Johnston would continue as Faculty appointees to the Board. The two Board-appointed positions remain vacant for the time being. There were 5 nominations received for the 8 available Society-appointed positions (the term of Gord MacPherson has not yet expired). The terms of the individuals appointed at the Meeting will be determined by the Board.

The vote was taken by show of hands, and the appointment of the following persons to the Board was approved by at least 60% of the votes cast:

Eric Doherty

Rebeka Eriksson

David Jordan

Jennifer Williams

Geoff Woodfield

Therefore, the Board now consists of Eric Doherty, Rebeka Eriksson, Phil Fertey, Lorna Fortin, Lori Johnston, David Jordan, Gord MacPherson, Jennifer Williams and Geoff Woodfield.

7. GOVERNANCE PRESENTATION

Phil Fertey, Chair of the College of Teachers, and Walter Daroshin, Chair of the Parent Council, led a discussion on an initiative to have the governance of the school mirror the pedagogical impulse of the school, and to recognize the importance of the parent community's role in building a healthy school.

8. CONCLUSION OF MEETING

A motion to conclude the Meeting was passed at approximately 9:20 p.m.