

MINUTES OF THE ANNUAL GENERAL MEETING OF THE ONTARIO BINGO DEVELOPMENT FUND

Holiday Inn Toronto Airport East, Etobicoke

June 8, 2010

In Attendance: Sandra Bondy, Charities of Bingo City Tecumseh; Denis Sivret, Boardwalk Gaming; Shawn Fisher, Delta Bingo; Michael Orser, Boardwalk Gaming and Entertainment; Peter Howard, Meadowvale Bingo; Peter Kahro, Meadowvale Bingo Sponsors Association; Lynn Cassidy, Ontario Charitable Gaming Association; Cam Johnstone, Delta Bingo Group; Carol Newman, Delta Monte Carlo Niagara; Diane Austen, Oakville Delta Mayfair Charities Association; Jennifer Deschamps, Big D Bingo Country Association of Windsor; Peter McMahon, Commercial Gaming Association Ontario; Joe Meuleman, Valley Bingo Charities Association

Guests: Angela Duerksan, Lottery Licensing Niagara Falls; Kathy Klas, Alcohol and Gaming Commission of Ontario; Russ Wilson, Association of Municipal Managers Clerks & Treasurers of Ontario; Marian Magrane, Magrane Marketing, Connie Drossos (OBDF support)

1. Welcome by the Chair

Peter McMahon, President and Chair, welcomed everyone and thanked them for their support.

2. Confirmation of Quorum

The Secretary confirmed that the meeting had a quorum of members. With a quorum present, and due notice of the meeting having been duly provided, the meeting was declared to be regularly constituted.

3. Approval of the Agenda

<p>MOVED by Diane Austen, Oakville Delta Mayfair Charities Association, and SECONDED by Michael Orser, Boardwalk Gaming & Entertainment, that the Agenda be approved. CARRIED.</p>
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4. Approval of Minutes from the November 24, 2008 AGM

MOVED by Peter Kahro, Meadowvale Bingo Sponsors Association, and SECONDED by Denis Sivret, Boardwalk Gaming, that the minutes of the Annual General Meeting held on November 24, 2008, be approved.
CARRIED.

5. Report of the Board of Directors

Peter McMahon and Lynn Cassidy provided a summarized review of the Ontario Bingo Development Fund's activities to-date on behalf of the Board of the Directors. The presentation will be circulated to participants in the Fund.

Peter briefed on the past and present challenges to the Fund, and the positive turn to the Fund becoming Voluntary. Overall, we need to build on our current success and look at the long term benefits and plan accordingly.

Lynn Cassidy, Secretary/Treasurer, briefed the board on the organizational changes within OBDF, since the last AGM, that being the addition of administrative support and a project manager, a separate address, email, etc., all helping the Fund to stand on its own. Now that the OBDF is voluntary, changes were also required to the Letters Patent and By-Laws.

Lynn provided a financial summary with Revenues at \$1.9 M; Expenditures \$3.9M; with current funds at \$2.7M. Initiatives currently underway (Big Win Bingo) will cost approximately \$1.95M. This number may change if halls continue to join the Fund, or there is a significant increase in the paper orders. The audit is currently in progress and will be circulated prior to the next AGM.

Lynn summarized the need for continued feedback from the industry on future financial endeavours and the importance of keeping our focus on the strategic side of developing the brand and the industry as a whole.

At this point, Peter McMahon emphasized that the OBDF Board is entirely voluntary and there is no compensation for Board members. It was highlighted that the Board very much works as a collective on all decisions, with the input and inclusion of all members.

As part of the Report, Marian Magrane provided a detailed update on the Gametime Big Win Bingo game, highlighting the significant attendance increases and positive momentum that is building. It was suggested that the winner's templates continue to be used, to demonstrate to customers that someone has won and serve as a reminder that anyone can win. The introduction of PBV's will begin September 4th, so please contact your suppliers now for your orders.

6. Approval of the Audited Financial Statements for the fiscal year ended March 31, 2009

Lynn Cassidy, Secretary/Treasurer, presented the audited financial statements for the fiscal year ended March 31, 2009. One significant change noted was that the Fund is GST/ HST exempt.

MOVED by Peter Kahro, Meadowvale Bingo Sponsors Association, and SECONDED by Sandra Bondy, Charities of Bingo City Tecumseh, that the OBDF's audited financial statements for 2008/09 be approved.
CARRIED.

7. Appointment of the auditors for the fiscal year ending March 31, 2010 and 2011

MOVED by Cam Johnstone, Delta Bingo Group, and SECONDED by Joe Meuleman, Valley Bingo Charities Association, that the firm Peters Brown LLP be appointed as auditor for 2009/10.
CARRIED.

8. Current Year Financial Report

Lynn Cassidy, Secretary/Treasurer, presented financial statements from April 1, 2009 to March 31, 2010, providing a briefing on expenses therein.

9. Approval of Special Resolution

Lynn Cassidy, Secretary/Treasurer, summarized the changes required to the Letters Patent, due to the now voluntary nature of the Fund, as highlighted in Schedule 1 Special Resolution of the Directors, which Special Resolution was sent to the Members with the notice of this meeting and was further presented to the Members at this meeting (copy attached to these minutes).

MOVED by Peter Kahro, Meadowvale Bingo Sponsors Association, and SECONDED by Peter Howard, Meadowvale Bingo, that such Special Resolution of the Directors of the Ontario Bingo Development Fund be approved.
CARRIED and confirmed without variation by more than two-thirds of the votes cast by the Members at this meeting.

10. Confirmation of By-law No.3 making amendments to By-Law No. 1

Lynn Cassidy, Secretary/Treasurer, explained that the proposed amendment would allow the Board of Directors to put policies in place that were consistent with existing By-Laws without having to come back to an AGM to have the policies remain in place.

MOVED by Michael Orser and SECONDED by Peter Kahro, Meadowvale Bingo Sponsors Association, to approve By Law No 3, which By-law No.3 was sent to the Members with the notice of this meeting and was further presented to the Members at this meeting (copy attached to these minutes).
CARRIED.

11. Confirmation of the Acts of the Directors

MOVED by Peter Howard, Meadowvale Bingo, and SECONDED by Denis Sivret, Boardwalk Gaming, to confirm the acts of the Directors from November 2008 to May 2010.
CARRIED.

12. Confirmation of Directors to the Board

Nominated for the Operators:
Denis Sivret, Boardwalk Gaming

Nominated for the Hall Charities Associations:
Sandra Bondy, Charities of Bingo City, Tecumseh

MOVED by Diane Austen, Oakville Delta Mayfair Charities Association, and SECONDED by Peter Howard that the nominees be acclaimed to the OBDF Board of Directors.
CARRIED.

New Appointments to the Board: Peter Howard, Meadowvale Bingo for CGAO/RGSO
Joseph Meuleman, Valley Bingo Charities Association for OCGA

Continuing Directors: Peter McMahon, CGAO/RGSO; Lynn Cassidy, OCGA; Cam Johnstone, Delta Bingo Group (CGAO/RGSO); Tracy Degruyter, Thunder Bay Community Bingo HCA; Diane Austen, Oakville Delta Mayfair Charities Association (OCGA)

Advisors: Kathy Klas, Alcohol and Gaming Commission of Ontario; Russ Wilson, Association of Municipal Managers, Clerks & Treasurers of Ontario, will continue their role of advisors to the Board.

Peter McMahon, President and Chair, thanked both Kathy and Russ for their valuable contributions to the Board and for their continuing support and counsel.

Peter also thanked the retiring Board members, Paul Nitsopolous, Ron Foster, and Jordan Gnat for their support and contributions to the Board.

13. Other Business

Peter McMahon expressed his thanks on behalf of the Board to Marian Magrane for her continued work with the OBDF as a project manager, and to Connie Drossos for her administrative support.

No further business.

14. Adjournment

MOVED by Cam Johnstone, Delta Bingo Group, that the meeting be adjourned. CARRIED.

President

Secretary

Date