

Chinese Consolidated Benevolent Association of New England (CCBA)
Special Meeting Re: Chung Wah Academy School Lease Renewal
紐英崙中華公所

關於中華僑立學校續約的特別會議

Date:	July 20, 2004	日期：	二零零四年七月廿日
Chair:	Roman Chan	主席：	陳仕維
Recorded by:	Christine Liu, Tommy Gee	記錄：	Christine Liu, 朱紹昌
Attendance:	(See Recorded Document for Signatures)	出席記錄：	(見簽到簿)

The meeting began at 7 p.m. A total of 41 delegate directors were present constituting a quorum.

會議在下午七點開始舉行。總共有四十一名代表出席，達到合法開會人數。

Roman Chan announced that Winnie Leung, the English Secretary, was on personal leave and that he has asked Christine Liu to fill in tonight and on a temporary, as needed basis. 陳仕維宣佈英文秘書雷玉霞因私務請假，基於需要，今晚他請 Christine Liu 暫時代替。

Roman asked Albert Li to report the findings of the Asset Management Committee (AMC). Pursuant to a resolution adopted at the June 22, 2004 CCBA Board of Directors' meeting, AMC was delegated the responsibility to ascertain what would constitute the terms of a reasonable lease renewal of the Chung Wah Academy (CWA). The current lease expires on August 31, 2004. AMC requested CWA for the past three-year's financial statements, income and expense records, and other pertinent documents. By the due date, CWA did not provide all the requested information or information adequate to document its representations. Instead, CWA only furnished the last three-year's 990 tax return and a projected 2004 expense and income proposal to AMC for review. Copies of CWA's response were made available to all attendees at this CCBA Special Meeting.

陳仕維要求資產管理小組(AMC)代表李厚鵬報告審查結果。基於紐英崙中華公所二零零四年六月廿二日議員大會通過的一項議案，資產管理小組經指派，負責訂定和中華僑立學校(CWA)續約的合理條件。現有合約將於於二零零四年八月三十一日到期。資產管理小組向中華僑立學校索取過去三年來的財務報表，收入及支出記錄，以及其他的有關文件。到限期截止時，中華僑立學校未提供要求的所有資料，或提交足夠證明其代表性的文件。反之，中華僑立學校只提供了最近三年來的 990 報稅表，以及一份預估的中華僑立學校二零零四年收支計劃表，供資產管理小組審閱。在紐英崙中華公所舉行的特別會議中，備有中華僑立學校回應的文件複本以供所有出席者取閱。

AMC did an analysis of CWA's financial situation and concluded that CWA will not be able to balance their budget without major fund raising effort to support them. All their programs have a negative operation budget as shown on Albert Li's handout sheet. In

addition the three years tax returns showed some questionable data. Because of the obvious financial gap, AMC did not find it necessary to verify CWA's numbers. (e.g. Fund raising expense was almost equal to the fund raised, incorrect rental payment, unknown professional fee, etc.)

資產管理小組就中華僑立學校的財務狀況作了分析，結論是中華僑立學校若不辦大型籌款活動來支持營運，將無法平衡收支。一如李厚鵬所派發傳單上顯示的，該校經辦的所有項目，營運收入全呈負數。此外，三年的報稅表上，資料也有問題。由於明顯的財務落差，資產小組認為沒有必要證實中華僑立學校的財務數額。(例如，籌款開銷幾乎等於籌款數額，租金付款額不正確，不明的專業人士費等。)

Speaking on behalf of a majority of the 7 members of AMC, Albert proposed for the CCBA's Board of Directors the following terms on the new lease:

李厚鵬代表七人資產管理小組中大部份成員，向紐英崙中華公所議員大會代表建議，根據以下條款訂定新租約：

- First year lease to be \$3,600 (same as the rate charged to Kwong Kow Chinese School (KKCS) before former CCBA President Raymond Chin raised it to \$4,800 three years ago which partially resulted in KKCS leaving CCBA). This proposed monthly rate is already a discounted rate to help CWA as a community agency. Otherwise, the currently adopted rental schedule (\$30/hour for the hall; and \$20/hour for classrooms) that CCBA uses to lease its space would be much higher.
- Option to extend the lease to 2nd year subject to the evaluation of their annual operation report to justify if continuing operation is feasible.
- Personal guarantee from the President of the Board of CWA or its headmaster is needed to renew this lease, to guarantee the rent payment.
- 第一年租金訂為三千六百元(和中華廣教學校的租金費率在三年前經前任紐英崙中華公所主席陳志航提高到四千八百元以前一樣。那也是導致中華廣教學校離開紐英崙中華公所的部份原因)。所提議的這每月租金費率已是優惠折扣價，以幫助也是社區機構之一的中華僑立學校。要不然，照紐英崙中華公所目前出租場地的租金費率，(大廳每小時三十元，教室每小時廿元)，租金會高得多。
- 需根據中華僑立學校來年度營運報告再從新評估應不應該再延續租約至第二年。
- 中華僑立學校校董會董事長或校長須以私人擔保租金的繳付，才可續約。

Roman then opened the floor for questions and discussions. He also sought clarification from other CCBA officers, as necessary, on specific facts. Below is a summary:

陳仕維接著讓大家提問和討論。他也要求紐英崙中華公所其他職員在必要時，就特定事件作澄清。以下為摘要：

- Rosemary Lam, the Treasurer, clarified the rental records of CWA. Contrary to the information provided by CWA, CCBA's records showed that in 2002 CWA paid 3 months of rent, total \$10,800; and in 2003 they paid 10 months of rent, total \$5000. She also provided information about the cost of utilities for the CCBA building

(\$2000 in summer and \$5000 in winter). It was clear that if CWA continues to pay the old rent of \$500 per month, CCBA would be unable to absorb this significant gap.

- 余麗瑛，財政，澄清中華僑立學校的租金記錄。和中華僑立學校提供的資料相反，紐英崙中華公所的記錄顯示，中華僑立學校在二零零二年交了三個月房租，總共一萬零八百元。在二零零三年，他們交了十個月租金，總共五千元。她也提供了紐英崙中華公所大樓電費開支的資料。(夏天兩千元，冬天五千元。)很明顯的，如果中華僑立學校持續照舊租金，每月付五百元，紐英崙中華公所將無法吸收這巨大的差額。

- A discussion took place on who from the CWA should provide the personal guarantee for the new lease: whether it should be just the President of the Board, all members of that board, or the Headmaster, or a combination. There was also questions raised as to whether CWA has such a Board.
中華僑立學校內，誰應該為新約提出私人保證一事，也被提出討論。應該是董事會董事長，董事會所有董事，校長，或者是一混合的組合。中華僑立學校是否有董事會也被提出來討論。

- Another discussion of a new lease focused on the number of classrooms CWA will be able or permitted to use based on actual need: whether its current and its own projected number of students (under 50) during the week would justify allowing CWA to use 6 rooms. There was general agreement that CWA could use up to 6 rooms for its weekend and summer program since those programs had significantly more students.

- 新合約的另一項討論重點是，中華僑立學校可以或以實際須要為根據獲准使用的教室數目。以其目前或預計的每日班學生數(少於五十)來說，使用六個教室是否合理。由於週末班及暑期班有顯著更多的學生人數，會場內的共識是中華僑立學校的這些班別可使用多至六個教室。

- Question was also raised as to whether CWA is a tax exempt organization approved by the IRS, and whether the tax returns of the 3 years (2001, 2002, 2003) were actually filed with the IRS by a CPA retained by CWA. The answer for the first question was no. Roman Chan asked Susan Peck, the treasurer from CWA who was present at this meeting regarding the second question. She replied yes.

- 中華僑立學校是否經國稅局認可的非牟利免稅組織，以及中華僑立學校的過去三年(二零零一年，二零零二年，二零零三年)報稅表，是否真的由中華僑立學校所僱請會計師向國稅局申報了的報稅表這兩個問題，也被提出討論。第一個問題的答案，“不是”。陳仕維向黎雅雯(Susan Peck)，當天出席會議的中華僑立學校財政，提出第二個問題。她回答：“是”。

Upon a motion made by Chung Chi Tse, duly seconded by Yin Kwan Kwong, and amended after discussions, the CCBA Board of Directors voted (30 votes in favor; 1 opposed, and 10 abstentions) the following resolution for the terms of a new lease with CWA:

謝中之提案，鄭衍坤附議，討論後作了修訂。紐英崙中華公所董事議員投票(三十票贊成，一票反對，十票棄權)通過議案，訂定下列與中華僑立學校簽新約的條款。

- \$3,600 per month for the first year with an option to extend the lease in the second year based on the annual evaluation of CWA's financial records.
- 第一年月租三千六百元。第二年有權續約，視乎中華僑立學校財務記錄的年度評估而定。
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- All members of the Board of Directors of CWA to provide personal guarantee on the new lease.
- 中華僑立學校的董事會所有成員須在新約上提出私人擔保。
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- CWA will have the use of two classrooms for Monday to Friday use; 6 classrooms for Weekend; and 6 classrooms for the summer program.
- 中華僑立學校在週一至週五間，可使用兩間教室，週末可使用六間教室，暑期班可使用六間教室。

CCBA President Roman Chan was authorized to inform CWA in writing of the terms of the new lease and that CWA will have until August 6 to respond. If CWA agrees to the terms and responds by the due date, Roman will have CCBA lawyers draft the new lease. If CWA cannot meet the terms, CCBA will take the necessary steps pursuant to the existing lease to terminate CWA's tenancy.

紐英崙中華公所主席陳仕維獲授權以書面通知中華僑立學校新約條款。中華僑立學校須在八月六日前作回應。如果中華僑立學校同意條款，並在限期前回覆，陳仕維將請紐英崙中華公所律師草擬新約。如果中華僑立學校不能因應條款規定，紐英崙中華公所將就現有合約採取必要行動，以終止與中華僑立學校的租約關係。

Meeting was adjourned at 8:30 p.m.
會議在晚上八點半結束。