



**2016 Annual General Meeting Minutes
Wednesday, October 26, 2016 at 7:00pm
Ongwanada Resource Centre
191 Portsmouth Avenue**

- 1. Meeting called to Order** 7:12 p.m by Bill Cannon, Chair; Introductions. There were 52 registered members in attendance.
- 2. Agenda approved** - Mariana Pradier-Silva moved, Isabelle Pollock seconded, carried.
- 3. Minutes of the 2015 Annual General Meeting.**

Proposed amendments - Lars Thompson noted that he had not withdrawn his motion, as the mover and seconder had not agreed to its removal, and he would like the minutes to be amended to reflect that. The Chair held that the motion was out of order because it was a change to the by-laws that could not be voted on at that time. It was, however, voted on affirmatively as an expression of opinion, as a future consideration for the Board. There was much discussion as to how the membership can raise concerns if they cannot bring them up at the AGM. There was a question as to why the Board did not follow up on the concerns expressed at the meeting about a necessary change to the by-laws. That process is ongoing but the new by-laws are not yet in place. Taco Meuter observed some inaccuracies in the minutes about the treasurer's report, and provided some amendments.

Taco Meuter moved, Ben Doornekamp seconded that minutes be approved as amended, carried.

There was some discussion about matters arising from the 2015 AGM minutes, and there was a question as to whether the current by-laws specifically indicated whether there could be nominations from the floor. The President indicated that it could be done in one specific way, as outlined in the bylaws, but some members asked whether it specifically excluded other means of nominating from the floor. There is some ambiguity and the Chair observed that this could be remedied when the by-laws are amended. There was a question as to whether the Board addressed this specific issue; it is addressed in the subsequent Governance Report and the Chair suggested that it be raised then. One member asked if nominations were historically allowed from the floor, and apparently they have happened in the past. One member noted that when the current by-laws were introduced, there was no intention to forbid nominations from the floor.

4. Minutes of the 2015 Special Meeting: John Sylvester moved, Lorna Sim seconded that minutes be approved, carried.

5. Treasurer's Report – Tom Thayer

Tom made reference to the audited financial statements and the treasurer's report sent out with the agenda materials. This is the first year that the Club has had audited financial statements in time for the AGM. The financial statements show that revenue exceeded expenditures in 2015-16 by \$117,427, an increase of almost \$28,000 over the previous year. This increase was largely due to the fact that we no longer pay HST on camp fees, a saving of more than \$7,000 this year. In addition, the Club was successful in applying for repayment of HST on camp revenues dating back to 2010. This repayment amounted to \$32,000.

Tom continued, explaining significant increases and decreases to various items of revenue and expense. Turning to the balance sheet, he pointed out that our cash balance had increased by \$100,000 during the year to just under \$284,000. The Club is a very stable operation and increases cash annually by about \$80,000 to \$100,000. These are all positive and should give us some confidence going forward. Tom also mentioned that the statements don't show the important contributions of volunteers for operations, bookkeeping, payroll and day-to-day management of the Club. Tom noted the helpful and cooperative atmosphere on the Board this year and listed some of the many accomplishments including: the recovery of HST funds, the implementation of Jegysoft, the Lost Member Survey, the new abuse policy and appointment of an abuse officer (Allan Manson), extended insurance, the work on a new set of bylaws, and the review of administrative procedures. He said that he thoroughly enjoyed working with the Board this year, and thanked both Board members and his wife Alma.

Questions

One member asked whether the HST exemption is still available when some campers are over the age of 14, and the response was that all camp revenue is exempt from HST as long as campers are *primarily* 14 years of age or less. Going back to 2010, we have had a handful of campers over the age of 14. Another member noted that the parking permit system is working well, and thanked the President for her efforts in putting it into place. One member asked about the \$45,000 expense for the clubhouse project being recorded as an asset, and Tom noted that it is included in the value for Buildings. Another question was asked about the plans to go ahead in 2017 with a more modest clubhouse project, and asked whether there would be another vote on that upcoming project. The Chair explained that the Board voted to go ahead with a pared down project. One member asked about the scope of payments to the designer, as some payments were not scheduled to be paid until after the designs were approved by the City for the building permit. The President responded that we did not proceed to that stage and when we shut down that clubhouse design, we asked the designer to remit his expenses to date in order to terminate the contract. Eric Davies, a member of the Capital Project Committee, responded to say that when the project did not go ahead, we needed to renegotiate with the designer – since he had put in a lot of hours and effort at that point, we decided to remunerate him for that work. One member noted that in the past, Board members would absorb their own travel costs; the President observed that the Board voted to approve travel costs several years ago under the tenure of a past president.

Dave Reid moved, Jim Clinton seconded to receive and approve the Treasurer's Report, carried.

6. Tom Thayer moved, Taco Meuter seconded approval of the 2015-2016 Audited Financial Statements, carried.

7. Tom Thayer moved, Dave Reid seconded the appointment of Wilkinson & Company as Auditors for 2016-2017 at a fee to be negotiated by the Treasurer, carried.

8. President's Report – Paula Loh

Paula stated that her report at last year's AGM referred to the internal conflict that the Board encountered that year due a particular Board member repeatedly failing to honour Board decisions voted on by the majority. This resulted in the Board becoming unproductive for several months. The Board this year was in pleasant contrast to that situation, with Board members expressing and debating different opinions, yet honouring decisions agreed upon by the majority. The Board was extremely productive this year.

Our club relies heavily on volunteers to carry on the operations of the club and it is a huge amount of work and can be difficult to find the required skillsets in volunteers; consequently, the Board has begun to discuss hiring a part-time club manager. The Lost Members Survey was conducted by Tom Thayer, and this is useful for decision-making going forward, especially with regard to setting membership fees, as this survey showed that personal situations and not fees were the major factor for members who did not renew. Costs keep going up every year, so rates must go up to keep pace to undertake necessary repairs. It is useful to attend meetings and share knowledge with other tennis clubs (for example on issues relating to HST). We asked Queen's Business Law Clinic whether we are eligible for charitable status, and their opinion letter guided the Board in its recommendation that we should not seek charitable status (their opinion letter is posted on the website).

The Board also did a lot of work on Jegysoft, fine-tuning it for our members and ensuring that it worked well before releasing it to members. Jegysoft did implement some changes on our request, and if we need further changes we should make those requests in the winter (this will involve an additional cost). For example, members might want their booking to flip to the next available court in sequence if the court they want is booked, rather than having to re-enter all the information for the booking. Kurt Carter helped with the technical aspects of the new website. The President updates the website regularly, and would like to enhance it in the future, for example, by adding photo galleries. There are links to the Membership Survey, Board minutes and other club documents on the website.

We had a lot of members out for spring cleanup and Alma Thayer organized painting the deck. We had a successful Junior Open House, coordinated by Chloe Wilson. The concept of the New Member Outreach Committee was suggested by member Normand Lalonde last year. Street parking has worked well, and we negotiated for a \$2,000 annual license with the City, which will increase by 3% each year.

On the Capital Project, we held a special meeting in November, 2015, and around 65-75 members attended. Following that, we held a seven-day online vote, and many members submitted unsolicited comments as part of their vote. One frequent comment was that members were concerned about cost

containment, so the Board took that into consideration. We then conducted a survey to canvass members' concerns and priorities. We have applied for an Ontario150 Capital Grant that is worth up to \$250,000 for infrastructure upgrades. We will learn the results in December; if approved, the funds must be spent by March 31, 2018.

A large number of members got involved and contributed to the club's operations this year, which is greatly appreciated.

Questions

One member asked whether the new clubhouse project is a go, and whether we need another vote. The Chair replied that the Board has approved a Capital Project and, as it stands, it will go ahead unless someone brings a motion for a vote. Another member noted that one sentence in paragraph 2 of the Capital Project report was inappropriate and asked that it be struck, and the President agreed to change the word 'misinformation' to 'information'.

Elaine Davies moved, Gill Turnbull seconded that the President's Report be received and adopted as amended, carried.

9. Elections

The President explained the affirmation vote process for the four officer positions that are uncontested. One member asked as to whether it was in the by-laws, and the President replied that it is a procedure and is not in the by-laws. Another member asked what would happen if we voted 'No' on one of the officer positions; the Chair stated that the position would be left vacant. The Board and other members would then have to find a new candidate and there would have to be a new special meeting. There was some discussion as to whether one candidate, Julius Breza-Boski, was eligible to stand since the membership he received was due to his former position as a steward this season. The Chair stated that the Board assessed all nominees and determined them eligible to stand for election.

10. Volunteer Appreciation Awards

Flame Eadie initiated volunteer awards and three members were honoured this year. Bud Nelson received the 2016 Lifetime Appreciation Award, given for those who have worked for the tennis club for more than five years. The 2016 Volunteer of the Year recipients were Alma Thayer and Rick Donaldson. Congratulations and heartfelt thanks were extended to these three members for all of their work on behalf of the tennis club.

11. New Business

(A) Lars Thompson moved, John Sylvester seconded that during tennis camp hours, club members will have booking priority over lessons on court 7. (The mover emphasized that this motion is a recommendation.) Carried.

(B) Lars Thompson moved, John Sylvester seconded that if a requested court is prebooked, the member will be booked automatically on the nearest available court. (The mover emphasized that this motion is a recommendation.) Carried.

(C) Heidi Traulsen requested that the Governance Report note that Heidi Traulsen resigned from the governance committee on June 10th due to personal commitments. Because this amendment was made after the Governance Report was circulated, we note this change in the minutes. Jocelyn Purdie, Chair of the Governance Committee, gave an overview of the process undertaken to rewrite the club's bylaws. A member asked if we could expedite the process and consider implementing the amendment that he brought forward at the AGM last year. The Chair explained that the by-laws must be internally consistent, which they are not now and is causing a lot of the current problems; it is logical to have all changes done at once.

(D) With regard to the Capital Project, a member referred to the motion passed at the November 14, 2012 Special Meeting by 90 in favour, out of 111 votes cast: "Demolish the existing clubhouse structure in order to construct an additional tennis court between Court 1 and Court 7; the new clubhouse is to be built within the space currently occupied by the front lawn adjacent to Court 3." He observed that this motion had no numbers attached to it, and that the project presented as part of the motion last year had a high cost. He would like the membership to approve the financial commitment of the capital project.

Dave Reid moved, and Lars Thompson seconded that there must be a vote with a 55% majority of votes cast establishing membership approval before any financial commitment is made on the capital project. There was some discussion as to whether we need a Special Meeting, and it was observed that there are no restrictions on how the vote is to be held. Comments were made that we elected a Board to make decisions and it can be trusted, as it has already proven this in its actions following the outcome of the 2015 vote. 26 in favour, 11 opposed, 1 abstention, motion carried.

Voting Results

All four executive positions were affirmed and acclaimed:

President	Paula Loh
Vice-President	David Stocks
Secretary	Viki Andrevska
Treasurer	Jim Martin

The following members-at-large were elected:

Doug Bowie
Julius Breza-Boski
Rick Donaldson
Sam Faris
Graham Lord
Bud Nelson

Gill Turnbull
Chloe Wilson

12. Karen Peters moved, Doug Bowie seconded adjournment. Meeting adjourned 10:14 p.m

Refreshments followed the conclusion of the meeting