

Annual General Meeting

Minutes from the Annual General Meeting
Thursday, November 21 at 7:00 pm
Dufferin Club

1. CALL TO ORDER

The 102nd Annual General Meeting of the Dufferin Club was called to order at 7:15 pm by Chair, Ron van Pampus.

2. ATTENDANCE & VERIFICATION OF QUORUM

There were 18 people in attendance, which was just short of the quorum of 20 required for the meeting. From the 2013 Board of Directors, Gord McDonald, Madeline James, Olive Martin and Ron Stinson were absent.

In recent years, it has become increasingly difficult to meet the required quorum for the Annual General Meeting. Therefore, it was proposed to reduce the minimum quorum to the five board members plus six additional members for a total of 11. The odd number ensures no ties on votes.

MOTION: Reduce the quorum for the Annual General Meeting to 11 by Ron van Pampus; seconded by Andrea Hebb. Carried.

3. IN MEMORIAM – FOR MEMBERS WHO HAVE PASSED AWAY

A moment of silence was held for Shari Spear (a long-time tennis member and volunteer) and Emma Richardson (lawn bowling member) who passed away this year.

4. APPROVAL OF MINUTES OF THE ANNUAL GENERAL MEETING FROM 2012

MOTION: Approve the minutes by Marie Sutton; seconded by Lisa Marie Hooper. Carried.

5. CONFIRMATION OF BY-LAWS OR RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS DURING THE YEAR

No by-laws or resolutions were passed by the board during the year.

6. RECEPTION OF REPORTS

a) Lawn Bowling

Joe Godwin reported on the 2013 season (see Appendix 1). The number of members was down 5 to 57 this year. There were 15 new members; new bowlers pay half the price of returning members. Participation in the open tournaments increased this year and the club welcomed Brantford Honda as a new tournament sponsor. Next year, there will be three additional new tournament sponsors. Thanks to Wilma Roblin and Jim Thomson for their hard work on tournaments and memberships this year.

The club is in a precarious financial position for next year due to unexpected repairs to equipment and decrease in the number of members paying full price. The club has no money left in their general account but have enough money in their term deposit to cover OLBA membership fees in April 2014.

The club will be hosting a National Blind Tournament in August, in 2014. The week-long event will bring in participants and spectators from across Canada.

b) Tennis

Pete Pongrac reported on the season (Appendix 2). The club had a good open house but bad weather in May detoured many from joining. There were a total of 311 members, down from 339 last year. Many other clubs reported a decline in membership as well. Despite this, there was still an increase in court use, particularly in the evenings.

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The club introduced online registration and payments. There was an additional fee added to online payments to cover PayPal service fees. Courtside Canada, which can be used for court bookings, leagues and tournaments, was also introduced. The club purchased and handed out t-shirts for all junior camp participants. There was one corporate sponsor and later in the season, the club introduced a 10-visit punch card.

The club raised over \$1,000 in the 11th annual Heart and Stroke Tournament in June. Tournaments were generally well attended, as were socials. The repairs of courts 4, 5 and 6 still remain a top priority for next year.

c) Treasurer

Ron van Pampus thanked both Pete Pongrac and Joe Godwin for all their hard work this year before reporting on the club's finances (Appendix 3). Both receipts and expenditures were lower than projected at the beginning of the season and the club finished the year-end with a deficit of \$1,466.83. This does not include the receipt for student funding from the Province of Ontario in the amount of \$2,048 or the sewer rebate which will be issued in December. In addition, another \$2,100 will be transferred over to the capital improvement before the end of the year.

In terms of receipts this year, there was a decrease of \$650 in movie revenue this year compared to last year as production only used the club for two days. To help offset less revenue from other sources and increased expenditures, the Tennis Club transferred an additional \$4,000 to the parent club this year. However, this put a dent in the tennis account; the club will need to stop issuing discounts to tennis members if they want to be profitable in the future.

Expenses were similar to last year and actually less than what was budgeted at the start of year. Hydro increased approximately \$1,500. The only notable difference can be attributed to a \$0.15 increase in water fees. Of the total cost of hydro throughout the year, roughly \$3,000 goes towards the tennis lights and \$3,000 to watering the greens. The remaining portion is consumed by the building. Lowering the hydro bills will be a priority next year. The club is currently charged a commercial rate.

ACTION: Vicki Armitage to contact Brantford Hydro and check whether the club can be charged a non-profit rate for hydro and water.

Insurance fees increased \$550 with upgrades to the tenant legal liability insurance. Groundskeeper fees were also up \$800 from last year. Al Osborne resigned as groundskeeper and some of his duties will be tasked to the court staff next year (cleaning, etc). Office supplies were up over \$500, and included the purchase of a new battery for the defibrillator and increased fees associated with the website. Gary W. Dumbleton has been hosting the club's website free for many years and is no longer able to and there were additional costs associated with setting up online registrations and payments.

Telephone charges were approximately \$500 lower this year compared to last; the club was not actually charged for internet services during the season. In addition, staff wages were down more than \$1,500 from 2012 thanks to more coverage by volunteers.

d) Auditor Verification

A notice to readers was attached to the financial statements from Sheana Espiritu to verify that both the general operating and capital improvement fund accounts have been verified and found to be in order (Appendix 4).

MOTION: To accept the financial statements by Lisa Marie Hooper; seconded by Cody Dennis. Carried.

7. CONFIRMATION OF BOARD OF DIRECTORS FOR 2014

New legislation for not-for-profit organizations, pending in January 2014, limits the number of directors on a board to five individuals.

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The following directors were confirmed for 2014:

- President – Joe Godwin
- Secretary – Andrea Hebb
- Three Directors – Ron van Pampus, Sheana Espiritu and Madeline James

These directors were previously nominated to the pre-existing board of directors. A list of board members' names and contact information needs to be disclosed to the Ministry of Corporate Registries with an RN1 form on an annual basis. The ministry in turn will send the information to Revenue Canada to update their contacts for the club. The RN1 form is available on-line at: www.forms.ssb.gov.on.ca/mbs/ssb/forms/ssbforms.nsf/FormDetail?openform&ENV=WWE&NO=007-07200.

It should be noted that the Treasurer will not be part of the Board of Directors but invited to attend all meetings.

8. UNFINISHED BUSINESS

a) Motion to appoint the firm of Millard, Rouse and Rosebrugh to take over the financial accounting commencing in the 2015 fiscal year unless a volunteer steps forward between January 2, 2014 and November 21, 2014

Ron van Pampus proposed to hire accountants Millard, Rouse and Rosebrugh LLP (MRR) at a fee of \$100 of month. They would provide source deduction calculations for court staff wages, prepare source deduction remittances to Canada Revenue Agency, file interim statements with the club, complete the year-end financials and file the T4 Summary and T4's for the staff, provide monthly bank statements and verify cash flow of automated entries (i.e. Bell and Hydro).

The charge from other accounting companies may be significantly less, therefore it was agreed upon to modify the motion as stated above to read "a book keeper of choice (to be announced)" instead of Millard, Rouse and Rosebrugh.

That being said, voting on the motion was postponed. There is a possible candidate to take over the treasurer duties. Greg Archi, a tennis member, just graduated from university in Accounting and would be qualified for this position. Greg will be approached to see if he is willing to volunteer for this.

b) Motion to reorganize the club's treasury positions and merge all bank accounts and accounting into one

To simplify the banking, Ron van Pampus proposed to eliminate both the tennis and lawn bowling bank accounts and merge them into the Dufferin Club of Brantford account as of January 2, 2014. Under this motion, the Tennis and Lawn Bowling Clubs would prepare bank deposit records weekly. All receipts will be categorized into memberships, grants and donations, product sales, camps and other receipts. Cheque issuance will be controlled by the Board of Directors with two applicable signatures to authorize payments. Bank deposits will be made by the Treasurer into the primary bank account presently held at TD Canada Trust and copies provided to the book keeper together with cheque stubs.

MOTION: To reorganize the club's treasury positions and merge all bank accounts and accounting into one account by Aldo Pignotta; seconded by Marie Sutton. Carried.

c) Motion to eliminate current Executive Committees for each of lawn bowling and tennis clubs and create one committee responsible for club's operations with representation from each club (similar to Board)

MOTION: To eliminate the current Executive Committees for each of the lawn bowling and tennis clubs and create one committee responsible for the club's operations with representation from each club by Aldo Pignotta; seconded by Marie Sutton. Carried.

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Ron van Pampus proposed the creation of one executive to increase communication and make more efficient use of time and resources. Representatives of this new committee for 2014 will be Ron van Pampus, Pete Pongrac, Mike Lewis, Joe Godwin and Charlie Nadjiwon.

The committee will table:

1. Methods to overcome the financial decline of both clubs;
2. Ways to reduce common expenses such as groundskeeper, water consumption and electricity;
3. Proposals for marketing campaign;
4. Common brochure with simplified membership fees and contact information;
5. Submission of Trillium application for capital funding re improvements in electrical system for both tennis and lawn bowling and complete overhaul of the tennis courts foundations.

It should be noted that anyone on any committee are “representatives” to the Dufferin Club and not directors.

d) Motion to accept the outcome of the aforementioned Motions into the club’s by-laws

Motion (a) was delayed while motions (b) and (c) were approved. It should be noted that new operating procedures must be put into place before the by-laws are changed to allow for proper time to assess all aspects of the new changes.

9. NEW BUSINESS

Joe Godwin thanked Ron van Pampus for his hard work as chair this year and looks forward to his help and guidance next year on the board. Joe noted he looks forward to the challenges as chair next year and stated that should any lawn bowling or tennis members have any questions, issues or concerns, they should feel free to go up to and talk to him.

a) Parks and Recreation

Vicki Armitage provided a report on behalf of Parks and Recreation. Vicki met with Brian Hughes, Ron van Pampus and Mike Lewis in the fall to discuss projects and possible funding.

The Trillium Foundation is a viable funding source for projects up to \$150,000. Successful projects bring in additional revenue to the city and maximum benefits to the community. The club could submit an application to make the building accessible but it would not be a worthwhile project and not likely be funded. It is not possible to add wheelchair ramps due to the design of the building and once one building code is updated, all other codes will need to be met.

In light of the National Blind Tournament and Parasport Games, it would be more fruitful to put in an application to replace the lawn bowling lights. As part of this application, the electrical room would also be upgraded. The club would need to know the current price of completing this. Ron van Pampus has repeatedly tried to contact Wayne Electric for an estimate with no response and was later reminded by Brian Hughes that the club should not be in contact with outside contractors for such work. Previous estimates indicated it would roughly cost \$90,000 to replace the wiring and box alone. The lights on the tennis courts cannot be updated without ripping up the courts so that could be phase two.

ACTION: Vicki Armitage to contact Wayne’s Electric to obtain a quote on replacing the lawn bowling lights.

Court repairs scheduled for this year were not completed. Ancaster Track and Tennis did note that filling the cracks may be the best option until the courts can be completely redone. The Tennis Club can do the work themselves but the work must meet certain specifications and code set by the City. The club would need appropriate documentation of the work and the club must have the appropriate insurance to do the work.

Vicki did note there will be money to level the greens for the National Blind Tournament next year.

b) Tourism Brantford – 2015 Parasport Games Bid

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The City is bidding on the 2015 Parasport Games and interested in holding the lawn bowling and perhaps wheelchair tennis event(s) at Dufferin. A team will come and scope the site/building to see if it will work. It is likely the club would need to make improvements to host these events or provide alternatives. It is too expensive to upgrade the building and pave the parking lot but the city may be able to provide/bring their own trailers (and ramps) for wheel-chair participants.

c) Keys Control Of

ACTION: Joe Godwin and Pete Pongrac to collect all extra sets of keys for the winter except from those who need access to the club for winter inspections, etc.

d) Winter Inspection

The volunteers for winter inspection are as follows.

- November – Not Applicable
- December – Marie Sutton (Joe Godwin to loan Marie a set of keys for the month)
- January – Lisa Marie Hooper and Joe Godwin (need to arrange a fire inspection during the month)
- February – Garry Horsnell
- March – Cody Dennis
- April – Aldo Pignotta

A list of emergency contacts can be found on the weekly inspection sheet located in the folder on the entrance table on the main floor.

10. NEXT BOARD MEETING

The next board meeting is set for Sunday, February 2 at 2 pm (at Ron van Pampus' house). Both the Tennis and Lawn Bowling Clubs are to prepare estimates of their 2014 budget for this meeting.

The five board members are expected to be there, together with the treasurers or a representative of each club to present their 2014 budgets.

In future years, the budget will be prepared by the Treasurer of the Dufferin Club once the bank accounts have been merged and procedures are in place for control over receipts and expenditures. The budget for the parent club will be based on the 2012/2013 fiscal statement.

11. ADJOURNMENT

MOTION: To adjourn the meeting by Lisa Marie Hooper, seconded by Ted Lamb. Carried

The meeting was closed by Joe Godwin at 8:50 pm.

12. REFRESHMENTS

Refreshments were provided and served by Ron van Pampus on behalf of the Tennis Club.

Minutes submitted by Secretary, Andrea Hebb.