

SMITHS FALLS GOLF and COUNTRY CLUB

MINUTES OF BOARD MEETING # 2

Smiths Falls Golf and Country Club
P.O. Box 143, Smiths Falls, ON., K7A 4S9
www.smithsfallsgolf.com

Board of Directors Meeting #2 (2022 -2023)

Monday, April 18, 2022
Smiths Falls Golf and Country Club

Directors Present: Paul Cadeau, Ron Dolinki, Glenda Cooke, Roy Leach, Jeff Drummond, Colin Brown, Mark Brus, Larry McIntosh, Chris Gray, Lynn Pominville, Chris Chambers, Rob Dopson, Bob Mulrooney, Doug Hart.

Also present: Gord Percy (General Manager / Head Professional)
Ken Campbell (Greens Superintendent, for an update on the wells)

Directors Regrets: none

1. The meeting was called to order by President Paul Cadeau - Time 6:00 P.M.
2. **Declaration by Board Members on any possible conflict of interest on agenda items -**
No declarations.
3. **Motion to approve minutes of meeting #9 held Monday, March 14, 2022 and meeting #1 held Sunday, March 20, 2022 (during break from AGM for election of officers)**
Motion to approve - Doug Hart
Seconded by Jeff Drummond - Carried
4. **By - Law revision and review - Paul Cadeau / Gord Percy / All**
The by-laws are close to being in the final form.
The new by-laws need to be compared to the ONCA version to ensure compliance.
Shane Kelford needs to draft a new Articles of Continuance.
A Special Resolution approving the new Articles and the Ordinary Resolution approving the by-laws to be approved by the Board, needs to be approved at least 30 days prior to the Special Meeting.
5. **Not-for-Profit: Next Steps - Paul Cadeau**
Due to circumstances beyond our control the Special Meeting regarding the Not-for-Profit without shareholders, will most likely not take place until October.
The notice of the Special Meeting must contain -
 - general description of the business to be transacted
 - a copy of the full resolution for approving the Articles of Continuance
 - Ordinary resolution the new general by-laws
 - must provide the opportunity to review these documents prior to the meeting to approve
 - notice of the meeting must be mailed unless shareholders indicate that email is acceptableAlso, the word "Limited" needs to be removed from the Club name.

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6. **SFG&CC Board Management Report - Gord Percy**

A very detailed report regarding all areas of the club and course is provided prior to each meeting for the Directors to review and any questions or comments are addressed. The Directors are very appreciative for receiving this information; keeping the Board up to date. A hard copy of the entire report is attached to the approved minutes filed in the club office. (Highlights included under committee reports)

7. **Committee Reports:**

a) **Finance - Mark Brus / Bob Mulrooney / Gord Percy**

The Club has been aggressive in purchasing items and supplies ahead of time, including for next year, to incur savings and delivery.

The trackman / simulator has been a great success providing benefits other than revenue. Revenue generated was \$4,500 plus bar sales totalling \$4,172 for the nine weeks in operation. A Trackman Club will be started in early May.

An EFT program has been set up for payroll providing more security, ease of use and cost savings.

After a review and discussion of the proposed rate changes for the Pro Shop the following motion was made -

MOTION to approve the proposed rate changes for the Pro Shop, with an amendment to the cart rate.

Motion to approve - Mark Brus

Seconded by Larry McIntosh - Carried

b) **Membership - Gord Percy / Jeff Drummond**

Membership revenue (as of last week) is \$374K. Many people still need to pay so the expected number is \$455K. The total for paid / committed members is 481 (excluding some juniors) therefore, our cap of 500 should be reached easily. Membership revenue could reach \$470K. A question regarding a former practice of providing a membership for some specific acts of volunteerism in regards to the Not-for-Profit rules was briefly discussed to reclarify our position.

c) **Greens - Ron Dolinki / Chris Gray / Gord Percy**

Members will be notified ahead regarding the Course opening, so all will have equal access to booking tee times.

Most staff openings have been filled but any possible grants for employment have not been successful.

The excavator unit has arrived and a good operational plan for its use will be developed. Currently parts are well stocked, including some for next year with savings in the areas of 60 - 70 %. Future budgets will need to be increased to maintain Ken's maintenance plans. Ron reminded the Directors our current storage for equipment and carts is approaching capacity and strategic planning needs to keep this in mind.

Work on the caboose is underway. Any surplus money left from this project will go towards improvement of the huts.

After much discussion regarding the need for the Club to purchase a wood chipper and Ken Campbell's research into finding a suitable chipper at an acceptable cost the following motion was made:

MOTION to approve the purchase of a wood chipper at the cost of \$23,000.

Motion to approve - Bob Mulrooney

Seconded by Lynn Pominville - Carried

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- d) House - Roy Leach / Lynn Pominville / Gord Percy**
Work on the toilets in the men's locker room will be done by the end of month and drains are being installed to safeguard against flooding.
- e) Bar - Doug Hart / Rob Dopson / Gord Percy**
Everything is ready for the season. Hopefully, draft beer will be available over the winter months when the simulator is in use.
- f) Pro Shop - Larry McIntosh / Gord Percy**
Inventory is arriving and planning of the tee sheet will be done before opening for booking.
- g) Kitchen - Larry McIntosh / Gord Percy**
A coil had to be replaced in the walk-in freezer. Tina had hoped to not increase prices, however, some prices will have to be increased.
- h) Ethics - Colin Brown / Glenda Cooke / Christine Chambers**
A draft code of conduct will be completed shortly and presented to the Directors.
- i) Health and Safety - Ron Dolinki / Larry McIntosh / Gord Percy**
The fire extinguishers are being worked on this week and attention to the fire panel is scheduled.
The COVID Plexiglas dividers will be kept in place. Entry into the Club office (downstairs) will require a mask.
- j) Club Captains - Gord Percy**
Gord has met with the Men's Captain (Barry Clark) and the Ladies Captain (Joanne Flegg) and has generally finalized the playing schedule.
- k) Ladies President - Chris Gray**
Nothing to report
- l) Recording Director - Glenda Cooke**
The "Management Certificate of Compliance" was submitted by General Manager, Gord Percy dated April 18, 2022.
- m) Junior Program - Jeff Drummond / Gord Percy**
Emails will be going out regarding day camps, Monday evening and Saturday morning activities.
- n) Strategic Planning, Long Term Planning - Gord Percy / Mark Brus / Bob Mulrooney**
The approved ball picker and furniture remain in the works. The new carts should arrive in June. The deck plan needs to be reviewed.
Prior to the meeting Mark sent out an email reminding the Directors the strategic planning committee was dividing into two sub groups; one for strategic plan development and another for capital plan development.
The strategic planning committee will be starting from scratch to develop a draft vision statement. Approximately ten strategic goals will be identified.
Bob Mulrooney spoke about a capital detailed list. Commenting we need to be proactive looking where we are going, maintaining our membership, paying for what we spend.
A decision was made for the Directors to meet on May 2, 2022 @ 6 P.M. to review progress.

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o) Leagues - Jeff Drummond / Gord Percy

All leagues are expected to operate (pre COVID) this year. Most groups have had meetings or have been in contact with Gord. Times will be maximized so members who are not part of leagues will have access to the tee.

p) Web site / social media - Gord Percy

The website has been updated with a new modern platform and should be available in a day or two. Social media volunteers will meet with Gord. Also, this week emails will be sent out about leagues, schedules and tee times.

q) Membership / Volunteers - All

Thank you was extended to the volunteers and more help will be needed going forward. Hopefully, the committees can organize to tackle some projects.

Other (discussions / comments)

- Prior to proceeding with the meeting agenda Ken Campbell was asked to attend updating the Directors regarding communication with Blu Metric in relation to the wells.
After discussion a decision was made on how to proceed considering the options available. Costs keep increasing.
- Gord will be attending the PGA AGM on May 10-12 where he will become the 49th President of the PGA of Canada. Congratulations!!!
- Gord will also be attending the PGA Championship May 18-20th in Oklahoma.

8. The next meeting will be held May 9th, 2022 at the Smiths Falls Golf and Country Club Country Club @ 5 P.M.

9. **MOTION to adjourn at 8:00 P.M. by Jeff Drummond**
Seconded by Colin Brown - Carried

<u>Directors Meeting Attendance 2022-2023</u>	
Name	Number of meetings attended
Paul Cadeau	2
Colin Brown	2
Mark Brus	2
Christine Chambers	2
Glenda Cooke	2
Ron Dolinki	2
Rob Dopson	2
Jeff Drummond	2
Chris Gray*	2
Doug Hart	1
Roy Leach	2
Larry McIntosh	1
Bob Mulrooney	2
Lynn Pominville	2

*Ladies Club President