



Minutes of the 2019 Annual General Meeting
7:00-9:00pm, Tuesday, November 19, 2019
Ongwanada Resource Centre, 191 Portsmouth Ave.

Agenda

1. Call the Meeting to Order (5 minutes)
2. Receipt of the Minutes of the 2018 Annual General Meeting (5 minutes)
3. Receipt of the Minutes of the 2019 Special Meeting (5 minutes)
4. Treasurer's Report (20 minutes)
5. Appointment of Auditors (5 minutes)
6. Report on Court Improvement Project (20 minutes)
7. Presidents' Report (20 minutes)
8. Other Business
9. Adjournment

Board Members Present

Doug Bowie
Julie Hoffarth
Arsalan Ijaz
Donna Lounsbury
Taco Meuter
Nerissa Mulligan
Jason Taylor
Cole Vezina [Secretary for this AGM]
Chloe Wilson [President]
Gary Wilson [Chair]

1. Call the Meeting to Order at 7:04 pm by Gary Wilson—Chair

Total attendees: 47.

Introduction of board members.

Motion to approve the agenda for the 2019 Annual General Meeting. Bud Nelson moved and Donna Lounsbury seconded. Carried.

Q. Will there be a period to allow for questions?

A. Time allocated for each agenda item will allow time for a question period for each item.

Q. Can we add a forty-five-minute question period? Last year the time allocated for each agenda item was strictly followed?

A. The time allocated for each agenda item will accommodate the discussion of the reports and serve as sufficient time for a question period for each report.

Q. Can I add amendments to the agenda under new business, for vacancies and elections on the board for issues that have occurred this year?

A. At this time, it is impossible in this setting to amend bylaws. This must be done by the notice period before the AGM—the notice was quite a while ago.

Q. (in reference to last question) Can I bring these amendments up as topic for other business?

A. The board and membership have the right to alter bylaws. In this setting, it is impossible to amend bylaws, but as you mentioned we can bring this up during our ‘other business’ period.

2. Receipt of the Minutes of the 2018 Annual General Meeting

Motion to approve the minutes from the 2018 Annual General Meeting. Viki Andrevska moved and Igor Kozin seconded. Carried.

Viki Andrevska has a special motion. Viki Andrevska moves that the ballots used in 2018 elections be destroyed. Gillian Turnbull seconds. Carried.

3. Receipt of the Minutes of the 2019 Special Meeting

Q. Word for word there was very accurate documentation in the minutes of statements made by board members, and not so much for other members of the membership. It seems like there was picking and choosing of what has been included and excluded. Requests were

submitted for these minutes to be corrected to more accurately reflect statements made by members of the membership. For some members who submitted requests for amendments there was no response, other members received rejections. The minutes have not changed at all from the original draft sent to the membership for feedback.

A. Can you submit these requests again? In the case of the President's statements at this meeting they were written speeches and submitted as copies of the speech into the minutes. Did **member's name removed** who did not have the comments accurately recorded have his/her comments prepared that we can submit to those minutes?

Q. Other things that have been submitted for questions and answers have been left out, I have made submissions for aggregation. I sent corrections, they were not incorporated. What is the point of the board asking for feedback if it is not addressed?

A. We can do it more formally, obviously we should, and we should approve these corrections sooner.

Q. There is no response when asking for feedback to be recorded.

A. Well, we would not like that to happen.

Q. Why ask for comments and not incorporate them? There are inaccuracies in the minutes, and we can't approve them.

Q. Can I make the suggestion that we not approve those minutes and that the secretary review comments and we approve them at the next meeting?

A. You can defeat the motion. The question now is if we should accept the minutes in the February special meeting in the document we have received, or defeat it and work with the objections that have been brought up.

Motion to approve the minutes from the 2019 February Special Meeting. Ben Doornekamp moved and Willa Henry seconded. Defeated.

As the Chair said, we will have to work with, and look into feedback from members who feel minutes are not accurate.

4. Treasurer's Report

Taco Meuter summarized the 2019 Treasurer's Report from the 2018-2019 Annual Report

Q. What were the numbers for fall membership?

A. About thirty students. Got feedback from Queen's Tennis Team, there were fewer courts to book, and one less tournament.

Q. Because of the late distribution of reports how many people have actually read it? How can we have an educated discussion when people only know what you are telling them? Our

surplus year-to-year is decreasing. This is a dangerous situation, and we still have a strong membership. There are operational concerns, it is important that the membership looks over these numbers and are able to be knowledgeable on these issues.

A. We agree members should have time to read numbers. The average over the last five years for camp revenues is \$75,000 a year, this year we are down to \$64,000. We are not pretending it was a great year, there were great years like 2017. We would not be surprised if it goes well back up as well. 2017 camp numbers, largely camp numbers, were high as many parents saw our camps as daycare, really this year was average and two years ago was exceptional. From the 2015-2016 year to the 2016-2017 year we saw a very large jump.

Q. Inflation has gone up, cost of living, you can't compare and average those without taking into account inflation, we hope we are much better, we were doing much better, I don't think it's a valid analysis.

Q. I'd like to be the middle ground, if you look at what's happening this was not a great year. Do we think this will rebound? I believe that's the bigger issue. Maybe slightly off topic, is the board considering getting something like a manager, that would really curtail our ability to invest in a capital project in the future, if this is something considered, would the board come to the membership for input?

A. That is a discussion we have been talking about for the past year. We are not going to go and hire a manager, the question first is if this a sustainable operating model right now.

Q. Did you say we paid the pro \$17,000 this year?

A. We paid the pro \$4,000 in admin duties, something we need to look at if it was worth it.

Q. Overall revenue increased greatly from 2014-2017. From what I remember the club had not been putting a lot of money into upkeep for facilities, there were no major issues, no improvements made, no water line breakages. By 2014, lots of things had already been put in place, some courts repaved and resurfaced, this explains why there were huge increases in accumulated costs. Maybe what we are presented with is not perfect, and it has some flaws, but what I want to reassure you is our active treasurer is a volunteer put in a difficult place. Our treasurer elect resigned and could not deal with their duties. We should be thankful for our active treasurer for taking over these responsibilities. The bookkeeper also resigned. You should all calm down, and be more positive. If we take into account all the upheaval and commotion this year, it could have gone much worse.

A. Thank you.

Motion to approve the Treasurer's Report. Taco Meuter moved and Julie Hoffarth seconded. Carried.

5. Appointment of Auditors

Motion that Wilkinson and co. be (re)appointed as auditors for 2019-20 year at a fee to be negotiated by the treasurer. Taco Meuter moved and Ben Doornekamp seconded - carried.

6. Report on Court Improvement Project

Doug Bowie summarized the Report on Facilities and Infrastructure from the 2018-2019 Annual Report. Included Report on Court Improvement Project.

Q. Is there a breakdown of the costs for this work?

A. Lights cost \$128,000, paving \$36,000, fencing \$58,000, and the court surfacing \$38,000. ***(The updated fencing quote including upgraded, heavier gauge mesh behind the courts is \$74,450)***

Q. Half the cost is lights?

A. Almost half, yes. That is the new standards, and horizontal drilling. We did not have to do this but it now includes courts 4, 5, 6 which weren't in the original proposal, we will be replacing the old lights and likely the arms on which the lights are attached. It made sense to do them, they probably would have burnt out in the next few years anyways.

Q. How tall are new standards?

A. 30 feet, the old ones were 40 feet.

Q. What's happening with plans for the new clubhouse?

A. That will be addressed later.

Q. Any concern for paving with the early frost?

A. No that is not a problem (Ben Doornekamp, project manager).

Q. Any plans to address court 7 or 8?

A. Not until a decision is made on the clubhouse, why spend now if we may have to move [the courts] over to make place for an additional court on the place where the clubhouse is now.

Motion to approve the Report on the Court Improvement Project. Doug Bowie moved and Jocelyn Purdie seconded. Carried.

7. President's Report

Chloe Wilson summarized the President's Report from the Annual Report 2018-2019.

(Chloe added to the summary of her report) As some of you are aware, I tendered my own resignation to the board in September, to be effective as of yesterday. I did this primarily because I had reached a level of emotional exhaustion after a difficult year, both working hard as president on multiple fronts, and also dealing with contentious communications this year from some members at our club. I shared my intention with the board well in advance of my planned resignation date to give us plenty of time to maintain continuation of the cohesive nature of this year's board. I revisited my decision, and decided not to resign, when a combination of factors led me to believe that the board would not be able to continue undisrupted, and I was concerned for the well-being of the club.

Q. For those of you who do not know, a group of about 40 women met last fall at **member's name removed** house and discussed issues at KTC that are important to members. We made recommendations – recommendation number three is better communication from the board. Subsequent to this, a small group of women formed the accountability group, now called the communications group, to ensure better communication between members and the Board. Most of the time when the group has pushed for more communication we have seen a positive response from the membership and the board. At no time have we ever felt that our group was impacting anyone negatively.

A. After we sent a response to the membership about the water damage, detailing the various safety inspections we were planning, your group made a call to the city and I had to go to the club in a blizzard to meet with a by-law officer.

Q. (In reference to last question) It is the tone that is the problem of these emails, not the comment, and that's what wears people down. The tone of the emails is very negative.

A. Yes, and it is not just the 'accountability group', there are others. When something happens, we need to get organized. We are not hiding anything, we share information when we can. It took weeks to find out what was going on with the flooding, until after Christmas we didn't know if insurance would cover it. There was a detailed report given in the special meeting. We give our reports when we know all the information at once. At cleanup day in the fall it was no secret, there are informal lines of communication. It took that much time to get the picture. Do you want us to do the work, or report on every detail? It's not like it was mid-season and the club was in use. What difference did that really make. You also have to remember our board is made up of volunteers, we have to prioritize what we think is important. We can't guarantee we can always communicate, we have to prioritize what we do, we have full time jobs and other responsibilities in our own lives. We are not nit picking on communications. If we have someone managing the club then they could notify the membership immediately, that would mean higher membership fees.

Q. I want to thank the five-new people who joined the board. Just wondering what positions these people will be serving in and will one of them be the new VP?

A. We will have a meeting soon to sort this out.

Q. What is happening with the club house?

A. We need to reset and figure out our vision with input from the membership, and embark on that journey together. We had other time consuming tasks this year, between the water damage and fall projects there was not a lot of time to visit what will be done about the club house. Hopefully that will be something we can explore more this coming year.

Q. What is the process that would have taken place around you resigning and un-resigning?

A. I tendered a resignation two months ahead of time, therefore I never left the board. Quorum is five people, so the board always maintained quorum. The board did have to vote to accept that withdrawal of my resignation, and they did.

Motion to approve the President's Report. Chloe Wilson moved and Arsalan Ijaz seconded. Carried.

10. Other Business

Q. What is the process for getting on the board? Are there still more positions to be filled?

A. We asked for volunteers in announcements, some were asked to join as they had shown interest in being more involved with the club. We will be coming together and talking about filling positions that need to be filled. We are also looking into having separate groups in the future, one for governance, and then having the committee, this is something we are exploring, not necessarily implementing.

Q. I propose that the board consider the following: that in the spirit in which the by-law was intended, and in the best interest of the Board and the membership that the following sections of the KTC by-law be amended. Motion one addresses bylaw 5.02 Election and Term, each director shall serve a maximum of two, two-year terms, with each term consisting of two years and the terms will be staggered. Beginning in 2020, there will be elections for all positions and, half of the officer positions (President, Vice President, Secretary and Treasurer) shall be a two-year term and the other half shall be a one-year term. Of the remaining Board positions, half will be for one year and the other half for two years. Thereafter all positions will be two-year terms and there will be elections for half of the positions at each AGM. Motion 2 addresses bylaw 5.07 d. The Board may fill any vacancy by a majority vote, passed at a Board meeting and that the appointee shall hold office until the next AGM when elections for the appointed positions will be held.

Q. Who would be comfortable with the concept of selling the club and relocating?

A. *Was not answered formally by a member of the panel, some people were already getting up to leave.* One board member commented that all options were still on the table and some members showed interest in this option by raising hands.

Q. Are the new board members serving two years or one year?

A. We will be voting on all the board positions at the 2020 Annual General Meeting.

11. Adjournment

Motion to adjourn at 8:54 pm. Arsalan Ijaz moved and Ben Doornekamp seconded. Carried.