



Welcome

ALDERSHOT TENNIS AGM

November 4, 2019



ANNUAL GENERAL MEETING

Monday, November 4th, 2019 at 7 p.m. – 10 p.m.

A G E N D A

- Call to Order – Chairperson
- Establish Quorum
- Comments and Introductions - Chairperson
- Approval of Agenda
- Review and Approve of 2018 AGM Minutes and Financials
- Annual Financial Report – Treasurer
- Committee Annual Reports
- President's Report
- Review and Vote on Motions
- Election of Office
- Adjournment
- Open Q&A with current Board of Directors – Time permitting



- 1 Call to Order – Chairperson Ron Mauro
- 2 Establish Quorum – majority 50%+1. 2/3 majority for amendments to constitution.
- 3 Comments and Introductions – Chairperson

Members of the Board

President	Oliver Barkovic
Vice President	Paul Martin
Treasurer	Jackie McCluskey
Membership Director	Christopher Duque
Marketing & Communications Director	Dot Knight
Social Director	Anne Luxon
Maintenance Director	Jesse Vermeer
Court Management Director	Gerry Blake

- 4 Approval of Agenda
- 5 Review and approve 2018 AGM Minutes and Financials



Robert's Rules of Order - Simple Guide (*please see handout*)

1. The ATC Annual General Meetings (called "meetings" below) shall be guided by these rules
2. The "Chair" of the Council is responsible for ensuring that all by-law obligations respecting meetings are satisfied.
3. Meetings shall be called to order by the Chair at the time specified in the notice of meeting (or as pre-arranged) upon satisfaction of quorum.
4. The Chair is responsible for and all shall ensure that meeting order and decorum is maintained and that all members are treated with dignity, courtesy and fairness (in all respects) during a meeting.
5. Members are obliged to act with courtesy and respect in discussion and debate with fellow members and to keep their comment relevant to the issue under consideration.
6. Meetings will be conducted at a level of formality considered appropriate by the Chair, including that discussion of a matter may occur prior to a proposal that action be taken on any given subject.
7. At the commencement of a meeting, and as a first matter of business, the members shall adopt by motion (as is, or adjusted) the agenda. The approved agenda shall subsequently be followed in the order adopted.
8. Proposals that the members take action, or decide a particular matter, shall (unless otherwise agreed by unanimous consent) be made by main motion of a member, discussed, and then voted on. Motions require a second to proceed to discussion and subsequent vote.
9. A majority vote will decide all motions before the members excepting those matters in the by-laws that oblige a higher level of approval.
10. A vote on a motion shall be taken when discussion ends but any member may during the course of debate, move a motion for an immediate vote (close debate) which, if carried, shall end discussion and the vote on the main motion shall then be taken. The chair may also close the debate by asking, "Are you ready for the question" and if there is no desire for further question, the chair may put the motion to a vote.
11. A motion to amend a main motion may be amended, but subsequent amendments will not be allowed. (Except for minor wording changes and such changes to be allowed at the discretion of the chair) If further extensive amendments are required, the outstanding amendments will first be decided by vote, and depending upon the outcome of the vote on the amendment(s), motions may be offered to amend the amended motion or original motion as the case may be.
12. Once a motion has been carried that specific motion/topic will not be entertained again during the same meeting.
13. A motion to refer to a committee, postpone, or table may be made with respect to a pending main motion, and if carried shall set the main motion (the initial proposal) aside.
14. A motion to "table" is in order when something else of immediate urgency has arisen. In such cases, a tabled motion must be brought off the floor during the same meetings or meeting sequence (if the same meeting is held over a few days) OR the item will be considered as a "new" item that must be re-introduced at a subsequent meeting.
15. Where a member proposes that a motion be delayed due to non-urgent matters, the motion to "postpone" to a specific date and/or time would be in order.
16. The member making the motion should speak first to the motion. Members may not speak more than twice to the motion. The Chair shall recognize members, generally in the order of members identifying a need to speak to a motion. For the ATC meetings, time for members speaking to a motion shall be limited to approximately two minutes unless otherwise specified by the Chair.
17. Prior to the Chair stating a motion that has been moved, the mover may modify or withdraw the motion. If the motion has been seconded, the person who seconded has the right to withdraw their second.
18. Once the question has been stated by the Chair, it belongs to the assembly as a whole, and may only be modified or withdrawn through permission of the assembly via 1) appropriate motions (e.g. to amend) or 2) unanimous consent in which the motion maker asks the assembly's permission to withdraw or modify the motion and if there are no objections from the floor, the motion is withdrawn (no second is required for unanimous consent).
19. A motion to adjourn a meeting may be offered by any member or, on the conclusion of all business, adjournment of the meeting may be declared by the Chair.



Board Member Reports

Financials – Treasurer –
Jackie McCluskey

Balance Sheet

ALDRSHOT TENNIS CLUB BALANCE SHEET AS AT SEPTEMBER 30, 2019

	2019	2018
CURRENT ASSETS		
Cash in Bank-operating	101,034	395,443
Savings Account	563,587	0
Deposits paid	8,000	8,000
Deposit - COB	0	300,000
TOTAL ASSET	<u>\$672,621</u>	<u>\$703,443</u>
CURRENT LIABILITIES		
HST Payable	11,539	23,517
Accrued accounts payable	1,000	0
Prepaid Winter deposits	18,929	84,030
Waiting list deposits	11,100	7,500
	<u>42,568</u>	<u>115,047</u>
MEMBERS EQUITY		
Balance, beginning of year	588,396	509,556
Current Year Surplus	41,657	78,840
Balance, End of Year	<u>630,053</u>	<u>588,396</u>
TOTAL LIABILITIES & EQUITY	<u>\$672,621</u>	<u>\$703,443</u>



**ALDERSHOT TENNIS CLUB
STATEMENT OF OPERATIONS
FOR THE FISCAL YEAR ENDED
SEPTEMBER 30 2019**

Board Member Reports

Financials – Treasurer –
Jackie McCluskey

Statement of Operations

	2019	2018
REVENUE:		
Membership & leagues	\$190,711	\$215,870
EXPENSES:		
Bubble up/down	11,962	12,177
Bank charges/Merchant fees	1,346	318
Cleaning expense	8,160	8,101
HVAC expense	18,019	4,560
Insurance	693	2,007
Landscape & snow removal	4,144	4,507
Membership - OTA	7,128	4,593
Office /Club house supplies	1,810	997
On-line booking	1,800	1,440
Professional fees-Accountant	1,000	0
Repairs & Mtnc	1,763	6,690
Social events	3,030	1,391
Tennis ball purchases/net	7,023	6,464
Tennis Pros and assistants	29,095	31,511
Tournament & league fees	1,177	1,906
Training & development, dues	540	613
Telephone & internet	2,569	2,492
Utilities - Gas & hydro	35,849	44,095
Website	0	595
TOTAL OPERATING EXPENSES:	137,108	134,457
NET OPERATING SURPLUS	\$53,603	\$81,413
OTHER INCOME/EXPENSES:		
Interest Income	8,691	2,036
Capital expenditures- Fence	0	-4,609
	Bldg Permits	-1813
	Engineers-Reno	-17,693
	Legal fees	-1,131
Net Surplus for the fiscal year	\$41,657	\$78,840



Board Member Reports

Financials – Treasurer –
Jackie McCluskey

Statement of Projected
Cash Flow

ALDRSHOT TENNIS CLUB		
STATEMENT OF PROJECTED CASH FLOW		
SHORT TERM CASH FLOW		
Balance of account Nov.3, 2019	Operating account	\$241,747.59
	Savings account	<u>564,352.83</u>
	TOTAL	806,100.42
	Operating expenses to Sept.2020	-90,000.00
	Estimated cost of re-surfacing the courts	-44,917.50
	Emergency/contingency expenses	-10,000.00
	Reserve to be held for bubble replacement	-100,000.00
	HST to be paid Dec.31.2019	-11,538.00
	TOTAL FUNDS AVAILABLE FOR RENOVATIONS	\$549,644.92



Board Member Reports

Membership – Chris Duque

Social – Anne Luxon

Maintenance – Jesse Vermeer

Court Management – Gerry Blake

Leagues - Conveners



Board Achievements 2019

- New website
- Newsletter
- Guest and Ball machine fees
- Improved court management
- Blower improvement
- Team Snap
- Very solid financials
- HST current
- Streamlined accounting
- Require all Pros to have TPA Accreditation



Board Initiatives 2019-2020

- Enhance incident reporting
- Modify Code of Conduct and Anti-Harassment Policy to include abuse of membership list and electronic harassment
- Board Code of conduct
- Oversee reno
- Get CC for club
- Resurface courts
- Increase Social media presence
- Increase junior membership and participation
- Increase summer numbers
- Add Junior member to board
- Host junior OTA tournaments
- Autism programming - Bonds Autism Centre
- Peter to hire new Assistant Pro
- Audit financials
- Email transfer payments



Renovation Update

Latest Updates As of November 1st 2019

- COB “Construction Agreement” ready to be signed.
- Altomar contracting “CCDC 2 Stipulated Price Contract” ready to be signed.
- It will be a CCDC 2 contract with progress draws determined by KVA and the ATC (TBC)
- **CCDC 2 -2008 Stipulated Price Contract** is a standard prime **contract** between Owner and prime **Contractor** that establishes a single, pre-determined fixed price, or lump sum, regardless of the **Contractor's** actual costs.
- SPA (Site Plan Amendment) submitted and awaiting approval, no delay anticipated.
- OHE Consultants have performed their “Designated substance report” and we are awaiting the report to be deposited with the COB, nothing of note is anticipated.
- Build permit has been filed and is awaiting approval, approximately 3 weeks.

Quick Review of Renovation

- After several months of negotiations with architects, contractors, consultants and the City of Burlington, reached an agreement in principle to proceed with a budget of \$520k
- We have negotiated with the City to proceed with the renovation without any loans or financial assistance from the City of Burlington. Originally in 2014 the board received approval for \$150K loan for the renovation and to procure the renovation through the City of Burlington. This led to years of delays and disappointments.
- The board has spent hundreds of hours on this project, dealing with the City capital works staff, KVA Architects, Altomar contracting, sub trades, consultants, city planners, parks and recreation staff dozens of times over the last two years to get this project to proceed.
- The original costing estimate from March 21st, 2019 was \$837,493 via the City of Burlington procurement process not including fees of upwards of \$30k from the City for project management and permits.
- By forgoing this loan and not participating in the City of Burlington procurement process and negotiating with the contractor and the City directly we have saved the club upwards of \$350 000.00.



Renovation Update

- The \$520k price was arrived at with the following compromises:
 1. The decision was made to forgo the overhanging patio and full height windows looking into the courts. This saved approximately \$80k.
 2. It was initially proposed that we have floor-to-ceiling windows beside the door and to replace the two high windows facing the courts with full height windows. The compromise was to omit the window beside the door and just to replace 'in place' the 2 small windows. This will save us approximately \$25k.
 3. Due to an extremely busy summer schedule, the contractor suggested that if we delayed construction to start late October or early November that we would be able to achieve the \$520k budget if there are no unforeseen issues with the building.
 4. Unfortunately to preserve a very healthy, estimated reserve fund of \$170k we have had to postpone the proposed court resurfacing to a later date. The resurfacing quote was for \$40k.
- The project will start in November and end in March/April. This is to be confirmed soon.
- No disruption to the winter tennis season is anticipated. We are looking into options to provide change areas and bathrooms during the construction.
- Financially, in summary as of August 11th, 2019 we have \$511,345 to go towards the FULL cost of the reno.
- This does not include the estimated \$65k+ surplus for the 2019-2020 fiscal year.



Renovation Update

Next Steps

- The “CCDC 2 Stipulated Price Contract” will be signed this week.
- The COB “Construction Agreement” will be signed this week.
- A renovation committee with board members and members at large will be struck asap.
- The clubhouse will need to be cleaned out asap.
- A dumpster is being delivered this week.
- A heated trailer and toilet will be delivered as soon as the Building Permit is issued.
- When the building permit is issued the contractor will take full control of the site and no members will have access until the ATC takes control of the substantially completed building.



Letter of Support From City of Burlington



905-335-7600 ext. 7729
905-335-7782
Chris.Glenn@burlington.ca

November 4, 2019

Aldershot Tennis Club
c/o Mr. Oliver Barkovic
president@aldershottennisclub.com

Sent Via E-mail

Dear Oliver:

Staff have been working with representatives from the Aldershot Tennis Club (ATC) for several years on the renovation to the clubhouse at ATC.

Initially, ATC's intention was to add an addition to the clubhouse but when the City tendered the project, prices submitted were considerably over budget. In the last few years, staff have been working with ATC to reduce the scope of the project to primarily focus on renovating the inside of the existing clubhouse.

Over the course of this project, staff have dealt with several Presidents of ATC and is currently working with Oliver Barkovic. ATC representatives have committed a significant amount of time and effort to this project and maintained a sound working relationship with the Recreation Services staff.

The City appreciates the efforts of ATC to renovate the clubhouse. I understand the challenges a volunteer organization faces not only with the day to day operation of the facility and programs but also in undertaking a significant capital renewal project such as this.

The City values ATC's contribution to the community and looks forward to the completion of the renovation of the clubhouse.

Yours truly,

Chris Glenn
Director of Recreation Services



VOLUNTEERING AT ATC

Expectation of members



Motions

GENERAL BUSINESS AND RESOLUTIONS

1.	To APPROVE the minutes of the 2018 AGM.
2.	To ACCEPT the Financial Report of the Treasurer



Motions

AMENDMENTS TO THE CONSTITUTION

- | | |
|----|---|
| 3. | <p>ARTICLE 4 - Corporate Obligations - Motion to Add:</p> <p>8.2a: Effective November 2019, all Board Members starting their term will receive a free one-year membership on completion of their two-year consecutive term.</p> <p>Note: This motion was drafted at previous BOD meeting. The intent was to fill many vacant Board positions. The current \$100 remuneration, normally used for banquet tickets, would be eliminated.</p> |
| 4. | <p>ARTICLE 8 - Board of Directors</p> <p>Currently reads . . . followed by proposed change <u>underlined</u> . . .</p> <p>8.3a: Members of the Board of Directors are limited to two consecutive terms in any one Position. They are eligible to stand for election to another position at the end of the two terms in their previous position.</p> <p>8.3a: Members of the Board of Directors are limited to two consecutive terms in any one Position. They are eligible to stand for election to another position at the end of the two terms in their previous position. <u>If no member is nominated at the AGM, the current Board member can Stand for re-election to that current position.</u></p> |



Motions

AMENDMENTS TO THE CONSTITUTION

<p>5.</p>	<p>Currently reads . . . followed by proposed change <u>underlined. . .</u></p> <p>8.10: The Board of Directors may appoint such tennis professionals, employees, servants and agents, as it shall deem necessary, and provide remuneration for their services.</p> <p>8.10: The Board of Directors may appoint such tennis professionals, <u>contractors</u>, employees, servants and agents, as it shall deem necessary, and provide remuneration for their services.</p>
<p>6.</p>	<p>Currently reads . . . followed by proposed change <u>underlined. . .</u></p> <p>8.11: The Board of Directors reserves the right to close the courts for maintenance purposes or for safety concerns.</p> <p>8.11: The Board of Directors reserves the right to close the courts for maintenance purposes or for safety concerns <u>or General Meetings of the membership.</u></p>



Motions

AMENDMENTS TO THE CONSTITUTION

7. ARTICLE 9 – Membership

Currently reads . . . followed by proposed change underlined. . . .

9.6: The Board of Directors shall have the power to suspend club privileges or expel any member for just cause, including breach of the ATC Constitution and By-laws, without refund for any portion of fees paid. The suspended or expelled member shall have the right to appeal a decision and/or be re-instated by simple majority vote at the next general meeting of the membership.

9.6: The Board of Directors shall have the power to suspend club privileges or expel any member for just cause, including breach of the ATC Constitution and By-laws, Anti-Harassment Policy or Code of Conduct without refund for any portion of fees paid. The suspended or expelled member shall have the right to appeal a decision and/or be re-instated by simple majority vote at the next general meeting of the membership.



Motions

AMENDMENTS TO THE CONSTITUTION

8.

ARTICLE 10 – Meetings

Currently reads . . . followed by proposed change underlined. . . .

10.10: Copies of proposed motions shall be posted in the clubhouse.

10.10: Copies of proposed motions shall be posted in the clubhouse by the Board of Directors.

9.

ARTICLE 11 - Election of Officers and Directors

Currently reads . . . followed by proposed change underlined. . . .

11.3: In order to assume the position of President, a member must normally have served on the Board of Directors as Vice-President.

11.3: In order to assume the position of President, a member must normally have served on the Board of Directors as Vice-President or be nominated by the Board of Directors to serve in that position.



Motions

AMENDMENTS TO THE CONSTITUTION

10. To APPROVE an amendment to allow members to call a Special General Meeting of the membership.

11.	To APPROVE an amendment to always allow members to be represented by proxy at all general meetings of the membership.
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Motions

SPECIAL BUSINESS AND RESOLUTIONS

12. Resolution 2.1 – Member right to call a General Meeting of Members
- Whereas The Act gives members the right to call a general meeting of members to facilitate the resolution of disputes with the Board of Directors, the constitution of The Club only gives this right to the Board and has led to the use of divisive, time-consuming and costly actions.
- Be it resolved that a requisition of a general meeting of the membership may be made by those members who at the time the Board receives the requisition, represent at least 10 percent of the membership, are listed in the record maintained by the Board and are entitled to vote. The Board shall provide membership contact information and access to the Board's electronic method of communication with members to enable this request.
- The requisition shall be delivered to the Board in writing, signed by the requisitionists.
- The Board upon receiving such requisition, if requested, shall add the business to be presented to the agenda if the next annual general meeting, or call and hold a special general meeting of the membership within 21days, whichever comes first.
- If the Board does not comply, a requisitionist may call a general meeting of the membership which shall be held within 21 days of the day in which the meeting is called. The Board shall provide membership contact information and access to the Board's electronic method of communication with members to enable this meeting to be called.



Motions

SPECIAL BUSINESS AND RESOLUTIONS

13.

Resolution 2.2 – Member right to be represented at General Meetings of Members

Whereas Articles 10.12 and 10.13 of the Club Constitution give the Board the sole right to determine how and whether proxied will be allowed at general meetings of the membership, and enable the Board to determine whether the use of proxies will help or hinder their agenda for a general meeting. The requirement for personal attendance a member at a general meeting results in low member participation, especially for Annual General Meetings.

Every member in good standing should have the right for representation at all general meetings.

Be it resolved that Article 10.12 of the Club Constitution be amended to read:

Only members in good standing are entitled to vote at a general meeting of the membership. Every member entitled to vote at any meeting of the membership may, by instrument in writing, appoint a proxy to attend and act at the meeting on hi/her behalf with the same power as if the member were present at the meeting. A Proxy form shall be issued by the Board with notice of the meeting.

Article 10.13 of the Club Constitution now reads – The Board of Directors can determine that a proxy vote may be necessary in special circumstances. The Board of Directors will determine the procedure for such a proxy.

Be it further resolved that the whole of this article be deleted.



Motions

SPECIAL BUSINESS AND RESOLUTIONS

14.

Resolution 2.3 – Requirement for a specific percentage of the Membership to determine the quorum for General Meetings

Whereas Articles 10.14 of the Club Constitution states that, A quorum for the purposes of the Annual General Meeting shall be considered those present or represented by proxy, the Board rarely issues proxies and the affairs of the Club are largely determined by a handful of members. Increased member participation should be encouraged and could be attained by always allowing proxies. A specific percentage of the membership to determine quorum for general meetings should be established.

Be it resolved that Article 10.14 be re-written in whole to read:

At any annual or special general meeting of the membership, a quorum shall be constituted when members, entitled to vote and representing not less than 20 percent of the total membership eligible to vote, are present in person or by proxy.



Motions

SPECIAL BUSINESS AND RESOLUTIONS

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|-----|--|
| 15. | <p>Resolution 2.4 – Right of Members to remove Directors and elect substitutes</p> <p>Whereas The Act gives members the right to call a general meeting of the membership to remove a director before the expiration of his/her term of office, the constitution of The Club is silent on this matter. The membership elects directors and it should also have the right to remove directors with cause.</p> <p>Be it resolved that directors may be removed from office by a resolution passed by 2/3 of the votes cast a duly constituted general meeting of the membership, of which notice specifying the intention to pass such a resolution has been given and the reasons for this intention provided.</p> <p>Members may elect, in accordance with the by-laws, dealing with the election of directors, any member in good standing to be a member of the Board for the remainder of the term of the director removed.</p> |
| 16. | <p>Resolution 3.1 – Removal of Oliver Barkovic from the Board</p> <p>Whereas The Corporations act and the Club constitution require a director elected as president to act responsibly, the current president, Oliver Barkovic has failed to execute his fiduciary duties. Before the recent Call to Action initiative, he has repeatedly exhibited a general lack of responsiveness for addressing membership concerns, demonstrated poor governance and decision making on several issues, including but not limited to membership expectation for information, AGM agenda, transparency, communication, protocol, constitutional conformance, and development of a healthy working relationship with the City of Burlington. The lack of open dialogue with the membership, improper enforcement of the code of conduct/harassment policy, and adversarial leadership has resulted in a divisive community. As such he is clearly in violation of his fiduciary duties.</p> <p>Be it resolved that the president, Oliver Barkovic be removed from the Board of Directors and be ineligible to run for re-election in any capacity.</p> |



Motions

SPECIAL BUSINESS AND RESOLUTIONS

- | | |
|-------------------|---|
| <p>17.</p> | <p>Whereas The position of Court Management was created to accommodate the retention of a board director without notification to membership or calls for nominations from the floor in the 2018 AGM.</p> <p>Be it resolved that the position of Court Management be eliminated.</p> |
| <p>18.</p> | <p>Paula Sousa be hired as an assistant club pro with a new contract and that the contract be signed by both parties within 10 days of this AGM. Her teaching hours are to be in line with those of the other members of the pros team.</p> |



Elections of Office

	Board Positions	Names
1.	Vice President	
2.	Treasurer	
3.	Secretary	
4.	Social Director	
5.	League Director	
6.	Marketing and Communications Director	
7.	Membership Director	
8.	President	



Motions from the floor



Adjournment Questions from the floor

Postscript Note:

In the wake of my comments during the AGM, and the possibility that those comments may have been misinterpreted, I would like to clarify my comments regarding my family. During the course of the correspondence last year, my daughter was included in the email string being directed to the membership. I was frustrated that my family was included in the emails which questioned my role as ATC President.

It was not my intention to imply my daughter was personally targeted by a single member, but that she received communications directed to a list of members. If that is what was perceived during the AGM, I would like to apologize to anyone who may have felt singled out.

Oliver Barkovic