

Catchacoma Marina Group
Annual General Meeting
August 31, 2014, 11:00 a.m.
Cavendish Community Centre
MINUTES

About 70 people attended the meeting. This included 35 members and 20 non-voting participants who signed in to the meeting, representing 50 memberships. A further 10 proxies were received in advance of the meeting.

1. The meeting was **called to order** at 11:20 a.m. by Director David Turner, who chaired the meeting.

Director David Turner welcomed everyone, reviewed the agenda, and introduced C.M.G.'s Accountant Nicholas Ralph, the Directors, and scrutineers Barbara LaPerriere and Ann Turner-Murphy.

2. Director David Turner received the **report of the scrutineers** that the required quorum of members was present, and therefore declared that the meeting was properly constituted for the transaction of business. He then directed that the scrutineers' report be annexed to the minutes of the meeting.

Procedural matters were reviewed. It was confirmed that the notice calling for the Annual General Meeting and the accompanying material had been e-mailed or delivered to all members of the Corporation; accordingly, the reading of the Notice of Meeting was dispensed with. Members received voting cards and the voting procedure was reviewed. It was confirmed that only members or proxy holders were entitled to vote, ask questions, or otherwise take part in the formal part of this meeting.

Questions were to be deferred to the end of the meeting.

3. **Approval of Minutes**: MOVED by Dennis Lyttle, SECONDED by Leith Rhodes THAT the minutes of the Annual General Meeting held August 25, 2013 be approved. CARRIED

Questions arising from the minutes:

- (a) Wendy Lyttle inquired about the status of non-WAO Members having voting rights at the A.G.M. and meetings of Members. Director David Turner responded that the Board is reviewing this issue and has asked a Member to strike a committee and make recommendations to the Board.
- (b) Jon Hobbs requested an update on the TSSA legal issue. Director David Turner advised that the matter was proceeding.

- (c) AnnTurner-Murphy asked that a separate set of minutes for the Meeting of Members following the A.G.M. be produced. President Ian Brown responded that this would be done for the 2014 meeting.
- (d) Dennis Lyttle inquired about the status of a Finance Committee. President Ian Brown responded that volunteers to sit on such a committee had been requested for two years with only one person (a non-member) volunteering. President Ian Brown suggested that if a group of Members elected or appointed a Chair, and developed terms of reference and a mandate for a finance committee, and presented that to the Board, the Board would be pleased to consider it.

Director David Turner announced a re-ordering of items on the agenda. MOVED by Ann Turner-Murphy, SECONDED by Mike Turner THAT the agenda for the 2014 A.G.M. be approved as amended. CARRIED

- 4. Director Jeff Doan presented the annual **Board Report** which consisted of the actions of the Board since the last A.G.M. These actions were presented under four general categories: financial; personnel; property improvements; and governance and legal. Director Jeff Doan announced his resignation from the Board and thanked the Members for their support. Barb LaPerriere presented a plaque to the Board on behalf of the Communications and Member Services Committee, recognizing the five founding Directors. The plaque was accepted by Director Jeff Doan on behalf of the Directors, and will be displayed in the marina store.
- 5. **Election of Directors for 2014-2015**: Director David Turner called for nominations. MOVED by Rick Hay, SECONDED by Jon Hobbs that John Herberman be nominated as a candidate for Director. CARRIED

MOVED by Ted Spence THAT the slate of nominated candidates seeking election as directors be nominated. The slate included: Ian Brown, Jason Faulkner, Peggy Judge, Dennis Lyttle, Ron Nordin, and David Turner. CARRIED

Each nominated candidate was invited to make a one-minute statement supporting his or her candidacy. The voting procedure by secret ballot was described, with the five candidates receiving the most votes to be announced at the end of the meeting in alphabetical order. The ballots were completed and collected by the scrutineers.

- 6. **Marina Manager's Report**: Director David Turner read a report from Marina General Manager Todd Gale. This report included information about Spring opening, facilities, staffing, Fall plans, the summer season to date, overall performance of the marina, objectives, and a 2014 overview. The Manager was commended for his performance. Dennis Lyttle inquired as to why the Manager was not present at this meeting. Director David Turner responded and indicated that his attendance will be planned for next year's meeting.

7. **Governance and Legal Services Committee Report**: Marc LaPerriere introduced members of the committee and reviewed the issues and items with which the committee had dealt or were currently dealing with. These included a review of By-Law 1, the creation of easements and a database for deed information, anti-spam emails, The Municipality of Trent Lakes comprehensive zoning by-law review, and governance matters.
8. **Site Development Committee Report**: Jon Hobbs introduced committee members and reported on the actions of the committee, which included new lighting and heating for the mechanic's shop, a list of priorities for site development decided into four categories of priority, and a sketch outlining a proposal for waterfront docks. Ted Spence inquired about the maintenance of the walkway to the finger docks and the lack of lighting since the July 2013 storm. Mike Turner offered to assume responsibility for reviewing this walkway and making recommendations for its improvement. Sheri Stehr suggested the lighting on the main dock needed to be improved as well and offered to assist with the review of this.
9. **The financial statements** to December 31, 2013 and the review engagement report for the same period were presented by Nicholas Ralph C.A. Professional Corporation, accountant. Nicholas reviewed aspects of the report and explained differences between 2012 and 2013. His overall conclusion was that Catchacoma Marina Group's financial position was healthy. Questions from Ian Campbell and Ann Turner-Murphy regarding our Accounts Receivable were addressed by President Ian Brown
10. MOVED by George Biggar, SECONDED by John Herberman THAT Nicholas Ralph C.A. Professional Corporation be **appointed as the auditor** of the Corporation until the next annual meeting or until a successor is appointed and the Directors of the Corporation be authorized to fix his remuneration for the current year in such amount as they may in their discretion determine. CARRIED
11. **Financial Report**: Director Jason Faulkner presented a report on the financial status of the corporation, which included information on cash and contingency funds, mortgage terms and status, and normalized revenue, cost of sales, and expenses. He then outlined a plan for the repayment of debenture loans and the rationale behind doing so. He also reported that we have been advised not to sell new memberships or issue further debentures. A proposal to rent surplus docking slips to non-members as a way of generating additional revenue was presented.

Questions arising from the report:

- (a) Ann Turner-Murphy requested that the presentation be e-mailed to Members. Director Jason Faulkner indicated that this would be done.
- (b) Wendy Lyttle asked when the 2015 budget process would be started and was advised by Director Jason Faulkner that it was underway.
- (c) Jon Hobbs asked if the proposed annual paydown of the mortgage by \$32,000 was included in the presented figures, and was advised by Director Jason Faulkner that it was not.
- (d) Dave Curtis inquired about the accuracy of the Year-To-Date figures generated by our accounting system. Director Jason Faulkner replied that there were some data entry problems which were being corrected but the year over year figures were pretty consistent with last year.

MOVED by Ian Brown, SECONDED by Dennis Lyttle THAT surplus docking slips and parking spots be rented to non-members at \$3000 per season on a year at a time basis.

Discussion followed. Ian Campbell inquired if there was a demand for this. Director Jeff Doan thought the \$3000 price was too high. Jon Hobbs expressed concern that we were overlooking the potential of new WAO building lots becoming available. John Herberman suggested a lottery process to limit the number of docking slips available. Ann Swales inquired if new debentures could be issued and earmarked for the mortgage payment only. Director Ron Nordin reiterated the decision not to issue more debentures and that new memberships would be subject to H.S.T. and the future pricing of new memberships is yet to be determined. He opined that there was no downside to renting surplus dock slips on a year to year basis. Sheri Stehr suggested that there could be two levels of pricing for these surplus dock slips, one for family of Members and a higher one for people not connected to Members. David Swales asked if family of Members could become Members, and if those who are currently Members will always be Members. Director Jeff Doan outlined a number of possibilities and the need to examine all of them carefully. John Herberman spoke against an increase in day use of the lake by non-members. Peggy Judge inquired about families with multiple memberships.

The question was called and the motion was CARRIED. On a one-year trial basis, surplus docking slips and parking spots will be offered to non-members at \$3000 a season. Potential renters will not be restricted to those on the lake system.

12. **Communication and Member Services Committee Report:** Barb LaPerriere reported on the actions of the committee, including the development of our website. She acknowledged Rick Hay's work on this, and noted that there will be a Members' section containing documents (e.g., By-Law, A.G.M. minutes, etc.), and that a Buy, Sell, and Trade section is being considered. The cost of the website development was \$1500 (budgeted amount was \$5000). Barb

LaPerriere indicated that most communication to Members will continue to be through e-mail, but Twitter, Facebook, and other social media could be used to communicate urgent messages to members. The membership database will be updated this year and members are asked to provide any changes in their information. Benefits to members were discussed by the committee.

13. **Election Results**: Director David Turner announced the results of the election of Directors for 2014-2015, as follows: Ian Brown, Jason Faulkner, John Herberman, Ron Nordin, and David Turner. George Biggar moved a vote of thanks to the Directors for their work. Thunderous applause followed. MOVED by Mike Turner THAT the ballots be destroyed. CARRIED
14. **Other Business**: Director David Turner asked if the Members would prefer a 10:00 a.m. start to next year's A.G.M. There was strong support for this. He also asked Members to talk up our marina among friends and neighbours, and advised that the water level in the lake is expected to drop by a foot in the next two weeks.
15. **Adjournment**: MOVED by Dennis Lyttle, SECONDED by John Herberman THAT the meeting be adjourned. CARRIED. The meeting adjourned at 1:30 p.m.