

MINUTES

Yellowknife Ski Club (YSC) Special General Meeting

Held Tuesday, April 2nd, 2013
Yellowknife Ski Club Chalet 8:00 pm

- Board: Tim Mercer (President); John Stephenson (Vice President); Kevin Hodgins (Past President); Matt Young (Secretary); David Brock (Treasurer); Sarah Heaton (Director of Volunteers); Damian Panayi (Director of Events); Dana Britton (Director of Grants & Fundraising); Brett Wheler (Director of Trails); Steve Schwarz (Registrar); Greg Littlefair (Director of Facilities); and, Lara Mountain (Director of Programs).
- Members: Bob Reid; Suzanne Carrière; Stephen Dunbar; Dot VanVliet; Sean Whitaker; Anna Tumchewics; Anna Soirina; Jennie Rausch; Paul Parker; Peter Fast; Bill Stirling; Gene Hugo; Mike Argue; Donna Bigelow; Bob Gamble; Brian Latham; and, Bruce Look.

1. Call to Order and Opening Remarks by the Chair

The President confirmed quorum and called the meeting to order at 8:10 pm.

2. Confirmation of Notice

The Secretary confirmed that notice of the Special General Meeting had been given to members through posters at the Club, and by other means.

3. Member and Director Introductions

All members present introduced themselves.

4. Approval of Agenda

The agenda was approved without amendment.

5. Approval of Minutes from Annual General Meeting – September 25, 2012

Moved: Lara Mountain Seconded: Stephen Dunbar CARRIED

6. Strategic Plan Implementation Update

The President provided background and a progress report on implementation of the YSC Strategic Plan. Updated copies of the Strategic Plan were provided to attendees. The Strategic Plan runs from 2013 to 2018, which will be the 50th anniversary of the YSC's founding. The President noted that the Plan envisions two updates each year. Membership is at 569 this year, one less than the membership last year, both historic records. The President identified highlights in the Detailed Action Plan attached to the Strategic Plan in each of the categories of: 'Our People'; 'Our Programs and Events'; 'Our Facilities'; and, 'Our Trails'. Identified activities included: a review completed of the timing and justification for the YSC General Election Meeting; adoption of a Financial Management Policy; ongoing work with the Workers Safety and

Compensation Commission to ensure safe practices; installation of a donor recognition wall; engagement with the City of Yellowknife on the YSC sub-lease and core funding; NWT Ski Day and International Snow Day inaugurated as YSC events; a legal review of the YSC trail user agreement completed; purchase of a second Alpina Sherpa trail grooming machine; planning for a new grooming equipment facility; recruitment of six new trail grooming volunteers; improved trail signage; and, work towards new and safer trail lights. One member suggested that in future it would be convenient for an email notice to members be published when new YSC minutes are posted to the YSC website.

7. Presentation of New Bylaws

The Secretary made a presentation on the background of the existing YSC bylaws, the process undertaken to review the existing bylaws over the past year, and the proposed amendments to the bylaws. The proposed bylaw amendments were provided to attendees. Amendments include: elimination of the General Election Meeting; moving the fiscal year end to April 30th; empowering the Board to set membership fees and classes; clarifying that the membership elects the YSC officers at the Annual General Meeting; addition of email to the membership list as a means of giving notice of member meetings; specification of attendance as a requirement to vote at membership meetings; and, automatic suspension from the YSC of any member who does not pay dues by December 1 each year. Members asked several questions of the Secretary for clarification of the proposed amendments.

EXTRAORDINARY RESOLUTION

That the current bylaws of the Yellowknife Ski Club be repealed and replaced in their entirety by the proposed new bylaws.

Moved: Matt Young

Seconded: Brett Wheler

CARRIED (UNANIMOUSLY)

8. Authority to Borrow Grooming Equipment Facility Funds

The President made a presentation on the rationale for a new grooming equipment facility. The YSC now has about \$120,000 in mobile grooming equipment. The Directors of Trails and Facilities have discussed the equipment facility requirements with the volunteer grooming team. The President has had discussions with a bank about borrowing funds, and it is feasible up to \$250,000, so long as the YSC has a secure revenue stream. To that end, the President has discussed options with the City of Yellowknife, including entering into a long-term service contract. The President noted that the decision sought from the membership at the Special General Meeting is not to build a grooming equipment storage facility, but rather to provide authority to the Board to borrow money for the purpose of building such a facility. The President noted that the amount of borrowing authority sought, \$250,000, is more than the outside amount under consideration; the Board just wants to be sure that it will have sufficient borrowing authority and not need to return to the membership mid-project. The President noted that borrowing funds allows the YSC to build the facility sooner than it could otherwise, and to spread the costs over several years. The Director of Facilities provided further information on the proposed structure. He noted that the proposal was developed working with groomers and the Building Committee over the past year. The first step will be to complete geotechnical work, and that will allow for a more accurate cost estimate. The Treasurer provided an overview of YSC finances, and expressed confidence that the proposed loan could be serviced by the YSC. Members asked several questions. Discussion included: that the Board would make the final

decision on the project, with input from members; that efforts should be made to prevent the project costs from ‘ballooning’; that it’s important to have a warm space for groomers to service the equipment; that care should be taken to integrate the design of the new building with the existing site and structures; that there is uncertainty around the long term tenure of the YSC sub-lease past 2026; that Directors are responsible for making prudent and reasonable capital investment decisions; that the project has evolved significantly since it was originally proposed; that costs can be reduced through membership fundraising, in-kind contributions, and volunteer labour; that the facility is planned to have three bays to accommodate storage, servicing, and future equipment purchases; and, that there will also be operating costs associated with the new building. Following this discussion, the President emphasized that all members present should feel no pressure to vote one way or the other, and should vote as they see fit.

RESOLUTION

That the Board of the Yellowknife Ski Club be authorized to borrow up to \$250,000 for the construction of an equipment storage and maintenance facility.

Moved: Matt Young

Seconded: David Brock

CARRIED

Following the vote, the President noted that the Board had received the message from the membership to involve members in the building design, and to keep it simple.

9. Adjourn

The President adjourned the meeting at 10:15 pm.