

Mount Brenton Golf Club
Directors Meeting
Held by Zoom Conference
March 31, 2020, 9:30 a.m.

Present: Art Kendall (Chair), Len Shaw, Donna Kendall, Marjory Miller, Chris Fritsch, Bruce Greenhill, Cath Burnell, Richard Oldfield

Also Present: Lori Lerner

There being a quorum, the meeting was duly constituted. (Note that the conference meeting was interrupted and re-convened numerous times without loss of quorum)

1. Approval of Financial Statements:

A discussion ensued regarding the need to enhance the financial controls in light of the Auditors letter, and it was agreed that Lori would be asked to prepare a report with the proposed action against each item for review by directors.

Art confirmed that there would be a 2:00 meeting with he Marjory and the Auditors to discuss the current process for review and approval of the financial statements.

On motion duly made by Marjory and seconded by Donna, the Financial Statements as presented to the Board were unanimously approved.

A motion to proceed with getting a new audit firm to quote on the audit work was duly made by Len and seconded by Chris.

A discussion ensued at some length on this point. A number of directors felt that while this may be advisable it was premature and that changing auditors was something that might create more costs than benefits.

The Chairman called for the vote. The Board was deadlocked at 3 for, 3 against and one abstention. As such the motion failed.

It was agreed that the increase in audit fee would be raised by the Chairman at the meeting with Auditors and that the issue of seeking another quote from audit firm could be discussed again thereafter.

2. Additional Agenda Items:

Art identified a number of additional agenda items as follows, and these were added to the agenda:

Rental House rent increase
Intermediate memberships
Budget committee meeting

Meeting regarding course opening
Mount Brenton Qualification for Subsidies (COVID 19)
Minute Preparation and Approval.

3. Rental House Rent Increase:

The Chairman advised that the deadline for a rental increase, before COVID 19 moratorium, was March 31. Any increase would be delayed a minimum of 4 months as a result of the COVID 19 situation. The maximum annual rent increase which would otherwise permitted was approximated at 24.00 per month.

A discussion ensued regarding the proposed increase.

On motion duly made by Chris and seconded by Marjory it was unanimously agreed to hold the rent increase in abeyance until such time as the Board feels a rent increase is reasonable.

The meeting was interrupted and re-convened.

4. Intermediate Memberships

Chris advised Directors that the Board needed to address Intermediate membership dues in light of the closure of the course.

A lengthy discussion and debate ensued regarding the matter of Intermediate dues during the COVID 19 closure. At some point in this discussion Richard Oldfield left the meeting.

It was discussed, amongst other things, that the intermediate members are not voting members of the Club and their relationship is a contractual one not one of ownership through shareholding, and that Mount Brenton is unable to meet its contractual obligations during course closure. It was also pointed out that one of the important facets of the Intermediate program that it is part of the Club's membership drive: to encourage intermediates to become full members at the end of their eligibility as intermediates. It was noted that the action would impact approximately 32 intermediate members.

It was also pointed out that rebating or waiving dues of member during COVID 19 might agitate full paying members who did not receive such a credit/rebate on annual dues. It was noted that members are, as owners, not in a similar position as intermediates who are part of a contractual program and that hopefully full paying members would understand that a small concession for a limited number of intermediates is unavoidable contractually. It was remarked that hopefully members will see the potential for this to pay future rewards for all members in creating incentive for the intermediates to continue a relationship with the Club.

A motion was duly made by Chris and seconded by Donna to hold the Intermediate dues in abeyance for the month of April, and to reconsider

the matter should the closure extent beyond that point. The Chairman called for the vote, which passed by majority, one vote against.

As a separate matter it was agreed that Bruce, Cath and Donna would consider the benefits and disadvantages of paying the RCGA license fee in 2019, and report back to the Board.

5. Budget Committee

It was agreed that Bruce would join the budget committee, and that the committee would re-convene to reassess the annual budget in light o COVID19.

6. Meeting Regarding Course Opening

Jan has requested a meeting to discuss preparation for Course re-opening when the Board deems that appropriate. It was agreed that a Zoom conference would be held this Thursday April 3 for this purpose.

7. Mount Brenton Qualification for Subsidies

Marjory and Len agreed to assist Lori as needed with identifying and applying for relevant government assistance that is available to Mt. Brenton as a result of COVID 19. It was agreed that Lori would continue to drive this, seeking assistance of Len and Marjory as required.

8. Minutes Preparation and Approval

It was generally agreed that the preparation and distribution of minutes needs to be done on a timely basis, with minutes received within a few days of meetings.

There being no further business, a motion was duly made and seconded for adjournment of the meeting at approximately 11:40 a.m.