



**Sussex Golf and Curling Club
Annual General Meeting
Wednesday December 13, 2023**

Board Members Attendance: Leslie Anthony, Ron Harvey, Frank McShane (General Manager), Scott Hatcher, Peter Price, Kevin Gormley, David McCullum, Margaret Crothers, Mary Dunn.

Regrets: Paul Robertson.

1. P Price called the meeting to order at 7:00 pm and thanked those in attendance.
2. **Agenda: Motion:** (Gale Jefferies, Jim Stevenson) that the agenda be accepted as presented. **Motion carried.**
3. **Quorum** reported by the General Manager that with 53 Shareholders present a quorum was present.
4. President P Price asked for a volunteer to serve as scrutineer with the GM for the upcoming counting of ballots. Fred Brenan offered to serve in this position.
5. **Motion:** (Leslie Anthony, John Smidt) that the minutes of December 14, 2022 be accepted as presented. **Motion carried.**
6. **Business Arising:** There was no business arising from the minutes.
7. **Presidents Report:** P Price introduced the Board Members and presented the Presidents report. He thanked the members for their continued commitment to the Club, thanked the Board, the GM and staff for their continued support and hard work. He encouraged those present to review the project list, items completed as well as those proposed. He extended a special thanks to the retiring Board members for their commitment and contribution; L Anthony, S Hatcher and K Gormley.
8. **Proposed changes to By-law # 61, General borrowing: Motion:** (Gale Jeffery, Harold Pollock) that the proposed change to the borrowing limit by-law be approved as presented. **Motion carried** The change to the by-law to read as follows:

61. **GENERAL BORROWING** - The Directors may from time to time, not to exceed a maximum of One Hundred and Thirty Thousand Dollars (\$130,000.00) per budget year without the consent of a special general meeting of the shareholders (bylaw amended Annual Meeting November 13, 2001, Annual Meeting November 27, 2007 and Annual Meeting December 13, 2023):

Borrow money upon the credit of the Company in such amounts and upon such terms as may be deemed necessary.

Limit or increase the amount to be borrowed.

- c. Issue bonds, debentures, debenture stock or other securities of the Company, for such amounts and upon such terms as may be deemed, expedient and pledge or sell the same for such sums and at such prices as Directors shall determine.

Hypothecation, mortgage, charge or pledge and or all of the real or personal property or both, including book debts and unpaid calls, rights, powers, undertaking and franchises debenture stock or other liability of the Company.

The Directors may from time to time authorize any director or directors, or officer or officers, of the Company, to make arrangements with reference to the money borrowed or to be borrowed as aforesaid, and as to the terms and conditions of the loan thereof, and as to the securities to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any moneys borrowed or remaining due by the Company as the Directors of the Company may authorize, and generally to manage, transact and settle the borrowing of money by the Company.

This bylaw shall remain in force and be binding upon the Company as regards any party

acting on the faith thereof, until a copy certified by the Secretary of the Company under

the Company's Seal of a bylaw repealing or replacing this bylaw shall have been received by such party.

9. Changes to By-law related to the Nominating Committee: Motion: (Wayne Paterson, Doug Reicker) that the proposed change to the by-law related to the nominating committee be accepted as presented. **Motion carried.** The by-law to read as follows:

NOMINATING COMMITTEE - there shall be a nominating committee consisting of five Class A non-board member shareholders elected at the annual meeting. There shall be one non-voting Board member, appointed by the Board to function as liaison. This committee will bring forth a slate of directors for the subsequent year. The list of nominees shall be published to all Class A shareholders at least two weeks prior to the annual meeting. Additional nominations may be made by submitting nominees to the General Manager, three days prior to the annual meeting. Such nominees must consent and be endorsed by three other Class A shareholders. There shall be no nominations from the floor. Each year, the non-voting Board member will call the initial meeting of the nominating committee.

10. Re: financing to complete paving of cart paths: Motion: (Wayne Paterson, Doug Murray) that the Board of SGCC be authorised to borrow up to 400,000.00 to complete the paving of the cart paths. As a poll was called it was agreed to include this motion on the ballot for election of Board members. **Motion carried 92-8.**

11. Nick Malatestinic of Curry & Betts presented the review of the financial statements for the fiscal year ending October 31, 2023. These Financial statements fairly reflect the financial situation for the SGCC for the year ending October 31,2023 and that the SGCC is in a good financial position. **Motion:** (Mike Cummings, Joe Monahan) that the year-end Financial Statements for 2023 be accepted as circulated and presented. **Motion carried.**

12. Nominating Committee: The following Class A shareholders were presented as nominees to fill 3 positions whose terms expire as of this meeting (Leslie Anthony, Scott Hatcher, Kevin Gormely): Kevin Gormley, Andrew Giffin, Brian MacDonald, Derek Moore and Ashley Roulston. Each of the nominees is a Class A shareholder and willing to serve a 3-year term.

Voting took place by secret ballot with the following persons elected: Ashley Roulston, Derek Moore and Brian MacDonald; each has agreed to serve a 3 year term. The remaining Board members, Peter Price, Ron Harvey Sr, Mary Dunn, Margaret Crothers, Paul Robertson and David McCullum have all agreed to serve out their term on the Board of Directors for the Sussex Golf and Curling Club.

Motion: (Richard Sullivan, Wayne Paterson) that all ballots be destroyed. **Motion Carried.**

13. General Manager's Report: see attached report. F McShane noted that there were 734 members including juniors and that we are in a fine financial position. He extended a special thanks to Bernie and his staff who, with much hard work, maintained the course despite very wet conditions.

14. Fiscal Budget: The General Manager presented a budget for the year 2023.

15. Appointment of Nominating Committee for 2024: The following Class A shareholders have agreed to serve as the nomination committee for the 2023 AGM: Andrea Dwyer, Doris McKenna, Theresa Carr, William Sear, and John Smidt.

16. Appointment of Auditors: Motion: (Scott Hatcher, Maurice Mazerille) that the Board of Directors appoint Curry & Betts for SGCC annual financial review for the upcoming fiscal year. **Motion carried.**

17. Adjournment- Motion: (Wendy Anderson, William Kyle) that this meeting of the AGM be adjourned. **Motion carried.** The meeting was adjourned at 8:34 pm.

Respectfully Submitted

Leslie Anthony
Secretary