



## **Kawartha Nordic Ski Club Minutes of Annual General Meeting – November 8, 2021**

### **Present:**

Todd Harris, Bruce Wurtele, Fiona Walker, Dave Woodfine, Kim De Leenheer, Fiona McGuiness, Paul Quinn, John Hauser, Cathy Bolan, Wendi Reid, Kathy MacMillan-Jones, Lucie Blouin, Reinout Westbroek, Mark Williams, Arndt Kruger, Susan Calderwood, Carolyn Amyotte, Gerry Barton, Warren Dunlop, Carol and Brian Love, Barb and Bob Hess, Janet, Barry Diceman, Peter (Chick) MacLoughlin, Barry Mallalieu

27 members in attendance as 25 Zoom participants

**Time:** 7:00pm – 8:30pm

**Location:** via Zoom

1. **Introductions** – Todd Harris (President)
2. **Establishment of Quorum** – Fiona McGuiness (Secretary) quorum achieved with more than 10 members present.
3. **Approval of Minutes of Previous AGM** – Fiona McGuiness (Secretary)

**Motion:** *Be it resolved that the minutes of the last Annual General Meeting held on November 9, 2020 for the July 1, 2019 to June 30, 2020 fiscal year be approved.*

Moved by Fiona Walker, seconded by Arndt Kruger, carried

4. **Annual Report of the Corporation** – Todd Harris (President)
5. **Financial Report and the Report of the Auditors** – Kim De Leenheer (Treasurer)

Report attached to AGM notification

**Motion:** *Be it resolved that the financial statement for the year ending June 30, 2021 be accepted as presented; and,*

Moved by Kim De Leenheer, seconded by Reinout Westbroek, 18 in favour, motion carried.

**Motion:** *Be it resolved that Grant Thornton is appointed as accountants of the Corporation for the July 1, 2021 to June 30, 2022 fiscal year to hold office until the next Annual Meeting of the members at a remuneration to be determined by the Board of Directors.*

Moved by Reinout Westbroek, seconded by Fiona Walker, 19 in favour, motion carried.

6. **Revision to the Kawartha Nordic Ski Club Bylaws** – Todd Harris (President)

New by-law will be replacing the corporation's current By-law Number 1 of 2020. The Board recommends endorsement of the new by-law. The new by-law and the previous by-law were shared in advance of the meeting.

Q1. Is AGM quorum of 20 suitable/ achievable A. The provincial recommendation is higher. Past AGMs have typically been above 20 members; confident this threshold can be met. Further, as KNSC has ten directors, a

quorum of 20 ensures at least that many members are also present.

Q2. When was the Ontario Not-for-Profit Corporations Act (ONCA) enacted by the province. A- October of 2021. Q2B: have lawyers reviewed new by-law to ensure it meets the legislation? A- By-law development has been a two-stage process: recent legal review of 2020 By-law with recommendations that were passed at last year's AGM. By-law then adjusted to the recommended provincial template for Not-for-profit corporations by-laws.

**Motion:** *Be it resolved that the Kawartha Nordic Ski Club Incorporated By-Law Number 1 be replaced with the new, revised By-Law as presented (with the one amendment as discussed).*

Moved by Todd Harris, seconded by Carol Love, 19 in favour, motion carried.

## 7. **Update on the Covid-19 Vaccination and Testing Policy** – Lucie Blouin (Vice President)

Policy and Covid-19 screening tool on the KNSC website

Lucie described the main features of policy:

- Key element in protection of Club members. Involves all staff, all program participants and caregivers, and volunteers interacting with programs. All of these people must be fully vaccinated 14 days prior to program/ shift etc. Age exemption for 12 and under currently in place, and policy may be revised if vaccine becomes available to younger children. Accommodations are available and Lucie outlined this process and requirements for those that qualify.
- KNSC continues with health and safety procedures including self-screening. Masking in close proximity e.g. rentals and washrooms, hand washing and physical distancing
- Volunteers will be checking program attendees and their caregivers each session.
- KNSC will continue monitoring of the public health strategy, and any changes required will be communicated to members.

No questions regarding the policy.

## 8. **Election of Directors** – Fiona McGuinness (Secretary)

There is one opening for a KNSC Director; John Hauser has been nominated.

**Motion:** *Be it resolved that the person so nominated be elected as the Board of Directors of the Corporation to hold office for a 2-year term.*

Moved by Kim De Leenheer, seconded by Bruce Wurtele, 19 in favour, motion is carried.

## 9. **Other Business – Opportunity for Q/A**

- Suggestion to identify difficulty/ skill level of trails (e.g. green, black system), for safety reasons.
- Q re: asphalt contaminated fill brought in without notice to membership. A. Emergency situation to repair damage from unexpected fill volume/ deposition/ content and make parking lot and stadium useable; special notice not required in case of emergency.
- Q. Appreciation of Adam Scott trail project, will be skiable this coming year? A. Brush has been trimmed, exact route of old Adam Scott trail, 700 m connecting current Adam Scott with Kenner. Ready but as wilderness trail will take a fair amount of snow before it can be skied.

- Q. Will the introduction of fat biking require bylaw amendment, vote? A. Preliminary trial of fat biking last winter. Active investigation ongoing. As a major change to the property, a plan would be put forward to members, and a voting item for Board.

## 10. **Adjournment**

**Motion to adjourn.** Moved by Todd Harris, seconded by Fiona McGuinness, all in favour, meeting adjourned.