

# EVERGREEN SQUASH CLUB

## NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

Notice is hereby given that the Annual General Meeting of Members (the “Meeting”) of Evergreen Squash Club (the “Club”) will be held at the Evergreen Squash Club, 315 Klahanie Court, West Vancouver V7P 1Y1, on Wednesday, May 30, 2018 at 7 pm, for the following purposes. Attached to this notice are the following documents:

- Minutes from AGM May 31, 2017
- Appendices A to C which describe the resolutions proposed in items F, G and H below.

- A. To approve the minutes of the Annual General Meeting held on May 31, 2017.
- B. To receive a report from the Board on matters related to the Club’s financial status and approve the unaudited financial statements of the Club dated to March 31, 2018, and the independent accountants’ report thereon.
- C. To receive reports from Directors
- D. Brenda Withers to present the Bob Withers Award
- E. To announce the Evergreen Squash Club President’s Award
- F. To vote on a Special Resolution to amend the Constitution and Bylaws of the Club as described in Appendix A:
  1. The changes to the Constitution and Bylaws of the Society, which have been submitted to this meeting and have been provided to the members, are approved;
  2. The Society’s current Constitution and Bylaws are repealed effective on the date that the Club’s new Constitution and Bylaws have been filed with the registrar; and
  3. The Society’s directors or its designates are authorized to take all such actions and execute and deliver all such documentation, including the new Constitution and Bylaws, which may be necessary or desirable for the implementation of this resolution.

- G. To vote on an Ordinary Resolution to extend the term of the current Board members to May 31, 2018 as described in Appendix B.
- H. To elect the Board of Directors for 2018-2019 as listed in Appendix C.
- I. To receive any Ordinary Resolutions and open discussions from Members.

Dated at West Vancouver, British Columbia, this 16th day of May 2018.

## **Evergreen Squash Club**

### **Minutes of the Annual General Meeting Minutes, 2017**

Date May 31, 2017

Time 7PM

Location: Evergreen Squash Club

#### **Directors in Attendance:**

Annette Johanson- President

Doug Buchanan- Treasurer

Mike Zuccaro- Secretary

Riaz Mavani- Dir of Juniors

Diane Grady- Dir of Tournaments and Leagues

James Stobie- Dir. Of Membership

Deon Vernooy- Dir. At Large

Shan Trouton- Past President

Quorum Achieved.

Meeting called to order at 7PM by Annette Johanson.

1. Approve the minutes of the AGM held on May 31, 2016
  - a. Annette motioned to approve the minutes from last year's AGM.
  - b. Minutes were distributed by email in advance of the meeting and copies were available at this year's AGM
  - c. 2<sup>nd</sup> Paul Stevenson
  - d. Motion passed
2. Receive a report from the board on matters related to the clubs financial status
  - a. Doug Buchanan delivered the report and gave a summary of this year's financial status
  - b. See financials attached in appendix.
  - c. Doug motioned to approve the unaudited financial statements of the club dated March 31 2017 and the independent accountants report thereon
  - d. 2<sup>nd</sup> –Lynn Broman
  - e. Motion passed
3. Directors Reports
  - a. Juniors
    - i. Riaz Mavani delivered a report summarizing this year's Juniors
    - ii. Riaz opened the floor up for questions
      1. Paul Stevenson has a question regarding the Junior's program new focus on less students

2. Riaz responded that the number of students was reduced to provide more hours of one on one time between the coaches and juniors

b. Tournaments

- i. Diane Grady delivered a report summarizing this year's tournaments and their respective winners and honorable mentions. Details can be found in the appendix.
- ii. All tournaments were a success this past year and operated on budget
- iii. Also wanted to thank all participants and volunteers in this year's tournaments
- iv. International tournament will be coming back this year in September 2017
- v. Diane opened the floor up to questions
  1. Lynn Broman had a question if the Canadian National Women's Doubles Championships were coming to Vancouver this year
  2. Diane responded that it may - but has yet to be confirmed

c. Membership

- i. Annette delivered a report on this year's membership numbers
- ii. See appendix for details
- iii. Highlights:
  1. Membership was stable this year vs last
  2. 405 members this year vs 421 last year –excluding gym and inactive memberships
  3. Trial membership promotion continues to be successful with an average conversion ratio of 40%. We will continue to promote trial memberships.

iv. Annette opened the floor up for questions

1. Paul Stevenson questioned where the trial memberships are coming from?

a. Annette responded from our Google advertisements and from word of mouth

b. Google advertising has been successful

2. Snehal Lakani mentioned that the new Delbrook facility might provide some competition to our club and suggested that we look to further promote our club

a. Annette agreed and that it is the goal of the Board and the Marketing Director to ensure that we continue to attract new members.

3. Lynn Broman suggested offering personal training as part of the offer to trial members

a. Annette agreed and would have the board look into that further

4. Ross Genge- mentioned getting more posters out in the North Shore community

a. Annette also agreed, and it is currently part of our plan but it is difficult to measure its success ratio.

4. Bob Withers Sportmanship Award

a. Brenda Withers Presented the award

b. Thanked everyone for their submission

c. Mentioned past recipients of the award

d. This year's award winner is Randy Mullock.- Congrats Randy.

5. President's Report & Award

a. Annette delivered the presidents report

b. Thanked everyone for their service this year

i. Volunteers, members, coaches, manager, board and sponsors

c. Special mention to those that we have lost this year. They will always be in our thoughts and never forgotten

d. Annette presented the president's award

i. Deon Vernoooy & Chris Wallace

ii. For their diligent work on the bylaws

6. Vote on Special Resolution

a. New BC Societies Act was the driving factor to update our bylaws in addition the timing was excellent as our bylaws had not been updated in a while and the new membership categories had to be added

b. Future consideration will be given to:

i. Proxy Voting

ii. Refundable Membership Certificates

c. Annette opened the floor up to questions

i. Lynn Broman had several suggestions and questions

1. Change the constitution to combine 2 D & E

2. Article 4

a. item 3 remove post-secondary school





dissolution, this society may distribute its money and other property to its members.”

- e. 2<sup>nd</sup> Paul Stevenson
  - f. Motion passed
7. Elect new Board of Directors
- a. Annette motioned to elect a slate of new directors to the board
    - i. The following is the nomination list of Board Members for the Evergreen Squash Club for the fiscal year April 1st, 2017 to March 31st, 2018.
      - 1. Past President: Shan Trouton (automatic position)
      - 2. President: Annette Johanson
      - 3. Vice President: Bill Sievwright
      - 4. Treasurer: Doug Buchanan
      - 5. Secretary: Jeff Smithson
      - 6. Facilities / Maintenance: Bob Bogue
      - 7. Competition / Leagues / Tournaments: Diane Grady
      - 8. Membership / in-house: James Stobie
      - 9. Juniors: Riaz Mavani
      - 10. Communications & Marketing: Simon Bicknell
      - 11. Members at Large: Deon Vernooy, Daren Adams, Mike Zuccaro
    - iii. 2<sup>nd</sup> Mike Tooley

iv. Motion Passed

8. Open Discussion

a. Annette provided a club update

i. Regarding West Vancouver District

- We have not been given notice!! ☺
- We continue to have an overhold on our license to occupy which is renewed annually – this has been the situation since approximately 1998 - so no need for concern
- We continue to meet with the staff at the District of West Van and they are very supportive of the longevity of our Club
- Current OCP for West Van:
  - Attended meetings
  - Are on distribution lists for updates
  - EVE and Rugby Club are unchanged on the plans – always good to see!!
  - At meetings, we asked specifically and were told “it’s a park, no plans to change it”
  - West Van will not indemnify loans for expansion but did mention potential willingness to indemnify a loan for repairs and improvements
  - Contact us for links to the OCP

- b. A member spoke up and suggested that we need to be proactive with the District of West Vancouver and make ourselves seen in the community to ensure the longevity of the club
- c. Shan Trouton welcomed membership assistance on the expansion committee
- d. Lynn Broman suggested that the longevity of the Club is somewhat dependent on the expansion of the club and that we should not throw in the towel
  - i. Annette and Shan both responded that we are not giving up and have not thrown in the towel.
- e. A member asked why we can't get a lease
  - i. Shan responded that W. Van is moving away from giving leases and moving towards providing licenses to occupy
- f. Lynn Broman motioned to adjourn the meeting
  - i. Riaz Mavani 2<sup>nd</sup>
  - ii. Motion passed – Meeting Adjourned

# Appendix A

The following motions will change the Constitution and Bylaws of the Club. This requires a Special Resolution whereby at least two thirds of Members at a general meeting vote in favour of such a change.

## Motion 1: to change the name of the Evergreen Squash Club

**Background:** To align the name of the Club with its location, the Board proposes that the name of the Club be changed to Evergreen Squash Club of West Vancouver.

**Motion:** “That all relevant sections of the Constitution and Bylaws of the Club be changed from “Evergreen Squash Club” to “Evergreen Squash Club of West Vancouver”.

Motion proposed by.....

Motion seconded by.....

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## Motion 2: to allow proxy voting at General Meetings

**Background:** The issue of voting by proxy has been raised by members at various meetings in the past.

Art 6(i) of the current Bylaws of Evergreen Squash Club states that: “Votes must be cast in person. Voting by proxy is not permitted.”

The Board of Directors discussed this matter at two meetings held on October 5 and November 2, 2017 and decided to recommend a limited form of proxy voting in order to allow members that are unable to attend general meetings the opportunity to register their votes on important matters.

The Board therefore proposes that Art 6(i) of the Bylaws be deleted and replaced with the following:

“Voting by proxy is permitted as follows:

- a) A member, otherwise eligible to vote, may appoint a proxy using the form provided by the club. The form must contain the original signature of the member appointing the proxy. Emails and photocopies are not acceptable.
- b) The proxy form must specify the wording of the motion(s) to be voted on at the general meeting and clearly indicate how the member wishes his vote to be cast on each motion. General or discretionary proxy appointments are not permitted.
- c) Only an eligible voting member may be appointed as a proxy
- d) The number of eligible votes at a general meeting will be the total of the number of eligible members plus the total of eligible proxies attending.
- e) An eligible member may only vote one proxy.
- f) If an eligible member appointing a proxy attends a meeting, he may rescind the appointment and vote in person.

Motion proposed by.....

Motion seconded by.....

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### **Motions 3&4: to eliminate the requirement for a membership certificate fee and to refund members**

**Background:** Certain classes of new members are required to pay a refundable membership certificate fee upon joining.

Art 2(j) of the current Bylaws of the Evergreen Squash Club states that: “Refundable Membership Certificate Fee” or “Certificate Fee” shall mean a refundable fee paid to become a member of the Club except that a Junior or Young Adult or Student member is not required to do so.”

The Board of Directors discussed this matter at a meeting held on 1 March 2018 and decided to recommend the removal of the Refundable Membership Certificate Fee. The Board believes that the non-refundable initiation fee charged as per Article 2(g) of the Bylaws, adequately covers the cost accepting new members. Art 5(a)(1) also provides the Board with the authority to revise the initiation fee, if required.

**Motion: Eliminate the requirement for new members to pay a Refundable Membership Certificate Fee by deleting Art 2(j) of the Bylaws.**

Motion proposed by.....

Motion seconded by.....

In addition, the Board proposes that members in possession of Refundable Membership Certificates be allowed to redeem their certificates.

**Motion: Members in good standing and in possession of their original Refundable Membership Certificates can present their certificates to the Club Manager by no later than August 31, 2018. Eligible members can elect to receive a cash refund or in the form of a credit to the 2018/9 membership fees or can donate the certificate fee to the junior squash program or expansion program at Evergreen.**

Motion proposed by.....

Motion seconded by.....

## **Appendix B**

### **Motion to extend the term of the 2017/18 Board of Directors**

**Background:** At the Annual General Meeting of Members held on May 31, 2017, Board members were elected for a term from April 1, 2017 until March 31, 2018.

To ensure that the actions of the Board post March 31, 2018 are valid, members are asked to approve the following:

**Motion:** “To extend the term of the Board members elected at the Annual General meeting held on March 31, 2017, from March 31, 2018 to May 30, 2018.”

Motion proposed by.....

Motion seconded by.....

## **Appendix C**

### **Nominations for the Board of Directors:**

As per Article 7 (d)(i) of the Bylaws, the nominating committee propose the following list of Board Members for the Evergreen Squash Club for the period May 31, 2018 to May 31, 2019 or the date when the new board members are elected by the Club members, whichever is earlier.

#### **Officers:**

Past President: Vacant

President: Annette Johanson

Vice President: Bill Sievwright

Treasurer: Doug Buchanan

Secretary: Deon Vernoooy

#### **Other members:**

Bob Bogue

Riaz Mavani

Simon Bicknell

Daren Adams

Jeff Smithson

Tom Horler

Chris Wallace

Mary McGivern