



**CEDAR ISLAND YACHT CLUB
ANNUAL GENERAL MEETING
MINUTES
SUNDAY, JANUARY 29, 2023 @ 2 PM**

NOTE: *It is understood that both spouses share a single voting membership. Only Full Members in good standing and have paid their required fees 7 days before the meeting may attend.*

Members Present: Lloyd Ayotte, Don Bauder, Paul Cairoli, Walter Cooper, Frank Foote, Beth Graham, Derek & Laura Horop, Brian Isaacs, Alan Johnson, Lee Johnson, Jeongsoo Kim, Judi Lacey, Mike Lippmann, Chris McCurdy, Rachel Park, Kristyn Pearce, Warren & Gail Ritchie, Sandy Wright

Zoom: John Blackwood, Andrew & Gianna Lawrance, Mike Sealy, Ludo Valetter & Isabelle Stein

Non-Voting Members: Sue Markham, Ian Stephens & Gina Lord

1. Welcome

At 2:15 Sandy welcomed everyone to the meeting, thanked them for coming and assured them that they are all needed to make things work. She introduced the Executive and also thanked them for all their hard work. Sandy apologized for starting the meeting late and explained that our Bylaws, Policies and Procedures state "it is the member's obligation to ensure their account is paid in full 7 days before launch, haul out or a scheduled meeting". If your dues have not been paid you can not attend this meeting. Kristyn added that we don't want to call anyone out but if you have not paid your required dues, you're asked to leave the meeting.

2. Approval of the Agenda

MOTION: That the agenda be approved with additions.

The following additions to New Business were added - the Cedar Island Sailing Adventure and Clean Marine.

M. Lippmann/L. Ayotte

CARRIED

3. Approval of the Special Meeting Minutes of May 29, 2022*

MOTION: That the Minutes of the Special Meeting of May 29th be approved.

M. Lippmann/L. Ayotte

CARRIED

4. Introduction & Ratification of New Executive

Commodore - Sandy Wright

Vice-Commodore - Lloyd Ayotte

Treasurer - Kristyn Pearce

Secretary - Beth Graham

Adult Sailing Officer - Frank Foote

Docks Officer - Mike Lippmann

Dredging Officer - Walter Cooper

Property Officer - Lloyd Ayotte

Race Officer - John Blackwood

Youth Sailing Officer - Paul Cairoli

MOTION: That we ratify the Slate of Officers for 2022-2023.

M. Lippmann/B. Isaacs

5. Acceptance of Reports from the 2022 and 2023 Executives*

MOTION: That we accept the Reports from the 2022 and 2023 Executives are distributed.

M. Lippmann/L. Ayotte

CARRIED

Youth Sailing

Paul added that we are going to have a 6 week course for Youth Sailing. We have 74 potential candidates and at this time there are only 26 spots left. Youth Sailing is now the biggest contributor of profit for the Club. Last year \$10,000 was contributed and we expect the same for this year. At our last meeting, the Committee decided to offer support to CIYC Full Members' children upon completing their CANSail II. If he/she agrees to become an instructor for the program, we will pick up their expenses/costs to achieve their goal. Bryanna Pearce who has been with the program since its inception will be assisted. The instructors have touted her as one of the most likely to become an instructor. She will be the first enrolled in this program.

We have received money from the Trillium Recover Covid Grant, that Rachel and Deb Bellamy put together, in which \$10,200 contributes to the payment of instructor training.

6. Additional Reports

a) Strategic Plan* - Sandy Wright & Paul Cairolì

Paul explained that five or six years ago the Club developed a Strategic Plan including a Vision Statement. Because it was out of date the Executive established a Committee consisting of all types of members. They went through all of the strengths, weaknesses, opportunities and threats of the Club, i.e. our learn to sail programs, docks, property, executive. Strategic objective recommendations included items like becoming more green, offering more value for Club membership, etc. This is meant to be a guideline for the Executive to operate under. It has been voted on and now the Executive will put together strategic objectives and initiatives which will enhance the plan for the next five years. A Mission Statement was also developed for the Club. All this information can be found on the website under the Members Only, Executive and AGM Minutes, January 29, 2023.

Sandy encouraged everyone to get involved. Many people on the Executive have been doing the job for years and we would like to encourage others to get involved. Our succession plans are to assist others to do the jobs. Each department should have a Strategic Plan and operation manual. Sandy will be sending a survey to members so we can develop a skills inventory. This will allow us to make better use of the talents, skills and interests our members have to offer.

Having a Strategic Plan is usually compulsory when applying for grants.

b) ONCA * - Walter Cooper

Walter explained that ONCA is the new Government legislation for not for profit organizations. Our bylaws, associated documents and articles (Letters Patent) need to be compliant by October 2024. If we don't have them in place by then we operate under the Government's default bylaws.

The Executive struck a Committee last year that was composed of Paul Cairolì, Beth Graham and myself. The Committee took the bylaws that were recommended by Ontario Sailing and vetted by their lawyers and tweaked them. They were passed by the Executive to be presented at this meeting.

MOTION: That we implement the Bylaws that the Committee produced as a Beta Test for 6 to 9 months in order that we can find areas that may need more tweaking, find areas of omission, etc.. Both sets of Bylaws will be run flushing out any mistakes and/or errors that are not workable by the Executive and Membership.

P. Cairolì/W. Cooper

A committee from the Executive will be formed to review these Bylaws and also continue with the second part of this process, working on the Articles (Letters Patent). At this point in time Ontario Sail is working with lawyers to get an updated Letters Patent for Clubs that the Ontario Government will accept. Bylaws do not need to be submitted to the Government unless they are requested but the Articles (Letter Patent) must be filed with Service Ontario.

CARRIED

MOTION: That we move our existing Bylaws into Policies and Procedures and remove redundant information while the Board is doing the Beta Test. If there is a conflict the old Bylaws that are now in Policies and Procedures will take precedent.

W. Cooper/M. Lippmann

- Rachel questioned about doing this before completing the Beta Test. Under the new ONCA Bylaws, the Board has the right to borrow money of any amount to mortgage the property without going to the Membership. Under the old Bylaws, we have a \$10,000 limit. If we run them simultaneously and we say this doesn't feel comfortable, let's let the old one apply. They need to be running them in tandem.
- Walter commented that you can't have two sets of Bylaws running at the same time. One has to take precedent. While you are running the Beta Test things like that are still a valid restriction on what the Committee is doing.
- Paul feels that when the Commodore strikes a new committee there will be discussion on issues like this. He believes that the Club will be run under the current Bylaws, compare them to the new Bylaws and see what conflicts arise and a recommended change will be made one way or the other. Making a decision about finances would go more conservative. This needs to go under an Executive review and decide how this new committee will work.
- Warren asked when significant decisions like that would go to the Membership? Policies and Procedures are the responsibility of the Board. Bylaws can be changed by the Board and take effect immediately but can be turned down by the Membership at the next general meeting.
- Mike feels that we should put part two in place now because of the difficulty getting enough members to a meeting to vote. This will require another meeting.
- Rachel pointed out that under the new Bylaws a quorum is 50% plus one and under the old Bylaws a quorum is 25%. We might have difficulty getting a quorum. If there is a conflict the current Bylaws take precedent.

CARRIED

c) Grant Report* - Rachel Park

We received two grants this year. One was the Ontario Trillium Foundation Grant for approximately \$22,000 which is largely going to our sailing schools. It could not go into capital expenditures and is mainly being used to pay for instructors and training. It will be received over two years. We have to have a special recognition event which we are hoping to do at our Open House in June. Their logo has to go on certain brochures, etc. The second grant was an Ontario Sailing Recovery Grant for \$7,000. The Executive decided that that was going to Adult Sailing to upgrade the second boat. The rest would go toward a shed and a floating dock to launch the kayaks.

7. Changes/Additions to Bylaws, Policies & Procedures*

Beth presented the changes/additions to the Bylaws, Policies & Procedures as distributed.

a) Associate Member - removing the distance and health clause

MOTION: That we accept the changes to Associate Member Policy.

W. Cooper/M. Lippmann

CARRIED

MOTION: That we grandfather any Full Member, in good standing, that left the Club in the last 10 years (back to 2013), to be reinstated as an Associate Member at their request.

R. Park/F. Foote

CARRIED

Members will be contacted through email informing them of the change.

b) Social Member - main focus is to include the Adult & Youth Sailing Social Membership under the Social Member Policy.

MOTION: That we accept the changes to the Social Members Policy and remove the Adult & Youth Sailing Social Member Policy.

W. Cooper/R. Park

CARRIED

c) Addition to the Commodore's Responsibilities

MOTION: That we add "have an entry and exit interview with members".

B. Isaacs/ M. Lippmann

CARRIED

d) Removal of Initiation Fee

Because removing the initiation fee for the 50th Anniversary was so successful, the Executive felt that it would be more beneficial to remove it permanently and have docks filled and members attending social activities.

MOTION: That we permanently remove initiation fees.

M. Lippmann/W. Cooper

- Rachel questioned the number of docks available for new members. Mike assured her that we still have 4 or 5 docks available. Initiation fees are what separates us from marinas. Beth responded to her by saying, realizing that we continually have members joining and leaving, if we hadn't had the influx of members this year, we could have been left with 36 Full Members supporting the Club. In a few years we have possibly another 5 members leaving because of age and that would leave 31 Full Members.
- Paul said that it is better that we over subscribe and have a waiting list. We also have the opinion of taking over some of the Town docks.
- Walt reiterated that it is not the cheapest place. Let's get members in here and make them happy.
- Frank commented that if you're worried about CIYC turning into a marina, increase the rate for work hours to encourage member to work with each other. We could have mandatory attendance at club events and you get charged if you don't attend. That would be money coming into the Club on a yearly base as opposed to a one time initiation fee.
- Mike was not 100% in favour of removing the initiation fee for the 50th Anniversary but his mind has been changed because the reality is, it shouldn't be all about the initiation fee. We will get far more use and life out of the Club by having people here. When we get down to 30 Full Members we might as well close the gate. It's better to have people here and people wanting to be here.
- Sandy said right from the very beginning, we must make it clear that this is a Club run by Members. If you're interested in a marina there is one across the canal. If you want to join our Club, CIYC is a club, it is a social club.

CARRIED

It was noted that any mention of Initiation Fee will be removed from the Bylaws, Policies and Procedures.

e) Application Process

MOTION: That the Application Process be changed because the initiation fee has been removed.

M. Lippmann/B. Isaacs

CARRIED

f) Target to Make Profit

MOTION: That all social events are targeted to have a minimum 25% profit, merchandise 20% and education to cover the costs of material.

B. Graham/M. Lippmann

CARRIED

g) Membership Fees and Charges for the Season to increase 7.5%

This will be covered under the Budget for 2022-2023.

8. Budget and Financial Overview - Kristyn Pearce

a) Balance Sheet 2021-2022*

b) Profit and Loss 2021-2022*

c) Report and Notes to the Financials*

d) Budget 2022-2023*

The new budget was based on increasing our fees by 7.5%. The amounts were rounded to the nearest \$5.

MOTION: That we approve the budget as laid out by the Treasurer.

- Paul commented that Kristyn has done a marvellous job putting the budget together. He pointed out a couple of areas that do concern him. The budget looks good in that we have a profit of \$23,751 but if you consider grants, that are not a given, you lose \$10,700. If the effect of Youth Sailing disappears, we lose another \$10,000 meaning that our budget could be closer to \$3,051. We have to recognize with big projects coming up we are facing some financial difficulties. There is an item in the budget for \$2,400 for cleaning the building. Members should be responsible for keeping the club house clean. This needs to be policed by the members and not a budget item. I've heard the argument that we've tried it before and it didn't work. I think it is time to look at this again whether it be assigned to members or work hours. I don't understand how we can set aside \$2,400 for cleaning and can't set aside money for a bookkeeper that would give us continuity. The job of Treasurer is too much to handle. I would like the Membership and the Executive to think about the monetary position of this Club. I will vote for this budget but I am hoping that it is only a budget and that we can take a look at the \$2,400 to clean the Club and think about hiring a bookkeeper.
- All of Paul's comments are very valid, but Mike pointed out that there is one area that the Club has fallen down and that is not increasing rates on a regular basis. We need to have a regular rate increase every year. We need to set a rate increase process. We shouldn't be discussing a \$2,400 item in the budget. The money should be there. This Club is a bargain. We need to set a five year process and review it every year.
- Walt thinks we should have an automatic cost of living increase.
- Brian Isaacs suggested that we give heavy consideration for setting up a fund for rainy day situations, ie. dredging, club house repairs. Kristyn pointed out that that is what the accruals are for. They are included at the bottom of the budget. We are putting \$22,029 aside this year. Brian asked if we are putting enough away for future costs.
- Lloyd asked if it would be fair for us to ask each member to take a turn cleaning the Club as opposed to paying someone? It would help if members just cleaned up after themselves.

CARRIED

9. Miscellaneous

a) Social Events

Covered under Bylaws, Policies & Procedure Changes.

- ### b) Al Johnson asked why dredging is so expensive. There are two areas to be dredged. One is dredging the channel going out to the lake and the other is the inner harbour. The inner harbour does not have to be dredged very often but the main contributor is the build up of silt and low water levels. That bill can be \$100,000 or more. A dredging company has to be hired to do the job.

10. Outstanding Business

a) Right of Way Agreement with the Town

We now have a new council and they were not aware of the Agreement with the Club. Rachel and Walter met with the Town's lawyer. He promised that we would have a response back from the Town soon, hopefully.

11. New Business

a) The Bob & Lee Gurr's Founders Award*

The Award was introduced to the Membership by Beth. The information will be put in CIYC News and members are asked to nominate members based on the criteria of the Award.

b) Clean Marine

The Ontario Sailing sponsored, Clean Marine program was formed in 1997, revised in 2008 and again in 2022. The primary goal is to reduce and prevent water, air and land pollution from recreational boating activities in Ontario. The Club initially does a self-assessment and eventually an auditor will attend the property and complete an audit. The cost of the audit is approximately \$300/year. That amount might be covered under the Trillium Grant. Lloyd said that we have been asked to proceed with our own initiatives to get a head of the assessment.

Lloyd is in the process of getting some containers for disposal of motor oil. At the end of the season he will take it to the transfer station. We will try to reduce the use of plastics, bottles, garbage, etc. The Ritchie's recently donated dishes that we can use instead of using plastic. He suggested that we have room for a commercial dishwasher that takes 6 minutes to go through the cycle. Once we receive the self-assessment, there are lots of things that we can tighten up on.

Being part of the Clean Marine Program could help with the cost of our insurance.

c) Floating Docks

Last year a committee was formed. It is now being restructured so more research can be done. At the moment, John Bedford is heading it up. At this time we do not have any information.

d) One of the things in the ONCA that we passed was that the Board was going from 5 to 7. Rachel asked if the Board knew what it was going to look like and what the plans were for next year.

- Sandy commented that it will be easier to fill those positions if there are only 5 - 7.
- Walter said that was explained in the letter that went out. Under the new Bylaw, the Board of Directors and that number 5 to 7, gave us some flexibility depending on the objective of the new Commodore. It is a little early to ask Lloyd what his focus is going to be. Those directors will be focused on Strategic Planning and Mission Statement directing where the Club is going. The operations of the Club will be Docks, Dredging, Property, etc. and they will not be on the Board. They will not be expected to sit on the Board but will give reports when needed.

d) Cedar Island Sailing Adventure

- Rachel introduced Cedar Island Sailing Adventure (CISA) which will be opened to all members of the Club. We are looking for experienced skippers to take people out on their boats or have experienced skippers go on less experienced skippers' boats. To alleviate the problem we had with IGSA and insurance, everyone involved will have to be members and there will be no charge.
- The last Monday in May will be a social event with pizza and wine tasting from Paglione Estate Winery. There will be a fee for that.
- Four Monday's in June from 6 - 8 pm, we will go out sailing or kayaking followed by socializing on the deck.
- The invite will be put out to our Members first and if there is still room, CIAS will be advertised to the public. They would have to become Social Members to participate.
- Paul asked Rachel to check the liability with our Insurance Company in respect of skippers going out on other member's boats. Rachel didn't think it was a problem because it is members only and members are guests on the boats. The two key things are, we are only taking members out and we are not charging.
- Rachel will check with Skippers' Plan.
- Paul asked that we casually check with the Club's Insurance plan.
- Rachel asked all Members to please sign up. More information will be put in CIYC News.

12. Adjournment - Walter - 4:15 pm

** Reports/submissions can be accessed on the website, Members Only, Exec and AGM Minutes, Annual General Minutes, January 29, 2023*