

Pickleball Regina Inc. (PRI)

2019 Annual General Meeting
Classroom 1, City of Regina Fieldhouse
1717 Elphinstone Street
October 18, 2019 – 6:30 P.M.

Attendance

Board of Directors: President Karen Rust, Vice President Noreen Hetherington, Treasurer Murray Cook, Directors- Reg Lakness, Al Carpentier, Barry Thuen, Les Kingston and Donna Loran.

Members : Kerry Alderman, Ingrid Alesich, Ron Appleton, Susanne Arndt, Marlene Bast, Rick Beattie, Bev Beckman, Judy Behrns, Jagdish Bodani, Jim Boyd, Liz Boyd, Sharon Brown, Annette Burbridge, Robert Burbridge, Deb Carpentier, Judy Charanduk, Richard Coates, Terry Cooney, Carla Desnoyers, Ed Desnoyers, Randy Dove, Norm Drummond, Pat Drummond, Lonnie Dynna, Cindy Edwards, Rick Edwards, Betty Elliot, Larry Ermel, Ken George, Sherry George, Rodney Hammett, Georgia Hearn, Charlie Hill, Linda Hill, Jennifer Hogan, Vivian Jasper, Brenda Kline, Brian Kline, Ruth Korchinski, Niranjana Kumar, Rhonda Lang, Glenn Leibel, Dennis Lowe, Judy Ludtke, Helen MacDonald, Al Madeley, Mary Madeley, Joyce Maier, Bob Markewich, Carol Martens- Clappison, Adele Mather, Trina MacDowell, Sam McNaughton, Greg Mitchell, Theresa Mitchell, Doug Olson, Lorna Olson, Rhonda Ormaston, Karen Paisley, N Jane Powell, Marty Price, Pam Price, Maureen Rooney, Fran Rust, Steve Rymes, Margaret Sather, Doug Scheske, Jill Scheske, Kevin Serle, Shelley Serle, Richard Simpson, Debrah Sluser, Robert Sluser, Greg Smith, Karen Smith, Shelley Strachan, Bev Tollefson, Erika Tuza, John Wasmann, Gaylene Weir, Roger Weir, Norma Winter, Diane Wyshnyski

Guests:

1. Welcome, introduction and explanation of voting process

The meeting was called to order at 6:36 p.m. by Karen Rust.

Karen thanked everyone for coming and introduced the current board members.

Donna Loran, Chair of the Membership Committee, explained the voting process. As of today, PRI has a total of 731 members. For voting purposes, we require a minimum of 10% of the members present at the meeting which would be 73 members. We had a total of 88 members present upon the AGM being called to order, QUORUM CONFIRMED In order to pass a motion, *50% plus 1*, or 45 of the members present must vote in favour for it to pass. To amend a bylaw, *two-thirds* or 59 of the members present must vote in favour for it to pass. 4 additional members signed in, and came to the meeting after it was convened. (It was noted with the late arrivals, that in the event of a close vote 46 members present were needed to pass a motion *50% plus 1, or two-thirds* 61 members were required to vote in favor of a bylaw amendment.)

Donna also commented that our membership has increased by 217 new members since January 1, 2019.

2. **Adoption of Agenda**

Noreen Hetherington requested an addition to the agenda to add a motion, as per article 9.3 of the bylaws, (“The size of the Board can be set by a vote at the Annual General Meeting”) to add two members to the Board of Directors. Added to Number 9 before the bylaw amendments be presented.

That the agenda for the 2019 Annual General Meeting, as circulated to members and as amended be adopted.

M/S: Jane Powell/ Fran Rust CARRIED

3. **Approval of Minutes**

That the minutes of the 2018 Annual General Meeting, as circulated to members be approved.

M/S: Shelley Strachan/ Georgia Hearn CARRIED

4. **Business Arising from the Minutes**

There was past discussion on limiting terms of office for the board of directors. The board deemed that at this time PRI would not put a limit on terms of office, partly due to the organization being less than two years since incorporation, but would review this again in the future.

Requests had been made to reduce our program fees, halfway through the length of the program, where there was room for additional players, the board of directors adopted that recommendation for summer 2019 programs.

5. **Presidents Report**

Karen Rust read PRI’s Mission Statement out to all members present:

“Pickleball Regina Inc. was established February 1, 2017 as a non-profit membership corporation to promote the growth of pickleball as a game for all ages in the City of Regina. We plan to accomplish this by offering organized recreational and competitive play, by ensuring opportunities for the continued development of players in an inclusive and sportsmanlike environment, and by supporting the development of pickleball facilities in the city.”

Karen then presented the President’s Report to all members that were present.

That the President’s Report as presented, as attached to and forming a part of these minutes, be accepted as presented.

M/S: Rhonda Lang/ Norma Winter CARRIED

Karen moved a vote of thanks to retiring Vice President, Noreen Hetherington for her dedication and service to PRI since its inception on February 1, 2017. Her expertise and attention to detail will be missed on the Board of Directors.

6. Financial Statements for fiscal year ending August 31, 2019

Murray Cook, Treasurer presented the financial statements for the fiscal year ending August 31, 2019, as reviewed and prepared by Jamie Burrows and staff at MNP Chartered Professional Accounts LLP. Jamie was not available to present the statements to the Annual General Meeting. ***That the Financial Statements for the fiscal year ending August 31, 2019, as reviewed and prepared by Jamie Burrows of MNP-LLP be accepted as presented, and be attached to and form a part of these minutes.***

M/S: Ingrid Alesich/ Larry Ermel CARRIED

Murray moved a vote of thanks to Jamie Burrows for providing this service to Pickleball Regina Inc. at no cost to PRI.

7. Reviewer of PRI's financial records for upcoming year

PRI member, Jamie Burrows, has volunteered MNP's services to review PRI's financial statements at no charge for the 2019-2020 fiscal year.

That MNP Chartered Professional Accountants LLP be appointed as reviewers for the 2019/2020 fiscal year.

M/S: Jane Powell/ Deb Carpentier CARRIED

8. Presentation of Amendments to PRI's Bylaws

Noreen Hetherington, Vice President, explained to the membership that it was the desire of the Board of Directors to increase the size of the board from nine members to eleven directors. Due to the fact that our revised bylaws, if approved by the membership, would not take effect until the conclusion of this AGM, that would prohibit the board from increasing the number of directors until the next annual general meeting. It was deemed necessary to present the following motion to the membership, as allowed by the current bylaws (9.3), to increase the Board size by two members by vote and approval of the members at this Annual General Meeting.

That Pickleball Regina Inc increase the size of the board currently at nine members to eleven members.

M/S: Noreen Hetherington/Lonnie Dynna CARRIED

Noreen Hetherington, Vice President presented the recommended amendments to the bylaws to the membership. The bylaw review turned into a total overhaul to the existing bylaws. Noreen Hetherington chaired the team of Randy Dove and Steve Rymes and their expertise was invaluable in the bylaw review. Noreen highlighted all the major proposed changes to the bylaws as follows:

- 1) move "Authority" to Article #1, followed by Definitions (Article #2)
- 2) 1.2 reference to *the Non- Profit Corporations Act* which prevails in the absence of our by-laws.
- 3) 2.5 addition of "fiscal year" in definitions.
- 4) 3.1 office is located in Regina "unless otherwise decided by the Board".
- 5) 7.4 Attendance of Members at Club meetings by invitation of the Board or Executive Committee, a Committee Chair, or if by request as per 11.1.g.

- 6) Membership fee schedule 8.3 reworded; delete 8.4 about members losing privileges if they do not pay fees since this is covered in 7.2: "Only those who have paid their current annual fees are considered Members".
- 7) move sections on the Suspension and Termination of Members to the end of the by-laws. Deleted 2 items under Termination of a Member as they don't require 2/3 vote of the Board for removal (i.e. if a Member resigns, and if a Member does not pay their dues...see 7.2).
- 8) 9.1 add 2 members to the size of the Board (from 9 to 11); 7 directors-at-large.
- 9) 9.2 add the Past President as a non-voting Board member of the Board.
- 10) 9.6 remove the names of committees.
- 11) 9.10 The 'Act', article 98.5, states that an interim Director fills the vacancy for the unexpired term of his/her predecessor.
- 12) 9.11 add "Director positions will be determined by the Board at the first meeting following the AGM."
- 13) 9.14, add "for their services as a Member of the Board".
- 14) 9.18 add Treasurer duty to "prepare and submit annually all statutory documents".
- 15) 9.20 Re-wording around the Nominations Committee for the sequence of dates, including no nominations at the AGM.
- 16) 11.1 Quorum size was change to 30 Members and moved to the sections (11.3.d AGM and 11.4.c Special General Meeting) to which this Quorum applies.
- 17) 11.3.b. Change the AGM notice of meeting to at least 45 days; followed by the agenda and meeting details at 14 days (11.3.c)
- 18) 11.3.e. add "Motions from the floor will not be accepted at the AGM", but still require motions be sent to the Board at least 21 days prior to the AGM.
- 19) 11.3.i. Agenda for the AGM....a few changes to match current practice and requirements.
- 20) 12.4. increased Board spending to \$500 for unbudgeted items (from \$200). Spending over \$10,000 to get Members' approval.
- 21) 12.5, added more info on 4 signing officers

Questions raised from discussion were 1) Why would members be restricted from attending meetings, 2) Past President not having a vote on the board of directors, 3) the amount of spending required to obtain membership support, 4) Quorum of the annual meeting possibly 30 is too small, 5) possibility of proxy for voting in the future; maybe restrict proxies to 1 per member attending, 6) tracking proposed changes to bylaws, enabling members to follow what is proposed to be changed easily, 7) Restricting nominations for board of directors from the floor at the annual meeting, 8) whether or not PRI should have a ward system where board members looked after a certain demographic of the City of Regina, and 9) Electronic Voting. All the above questions were discussed and given the reasons as to why the changes were deemed necessary.

Proposed changes to Article 9.11 of the Bylaw Amendments

That the director positions will be determined by the Board at its first meeting following the AGM.

M/S Steve Rymes/ Jennifer Hogan CARRIED (it was noted 2/3 majority was in favour of the motion)

Proposed Amendments to PRI's Bylaws

That the revised Pickleball Regina Inc's Bylaws as circulated to membership be approved as presented and be attached to and form a part of these minutes.

M/S Randy Dove/ Ron Appleton CARRIED (it was noted that 2/3 majority was in favour of the motion)

9. Election of Directors

Noreen Hetherington reviewed the current board members and the number of years remaining in their terms, and the board positions that were vacant. Certain individuals had been nominated previously to this meeting as possible nominees for the vacancies. The chart below shows the nominations received for the seven positions available.

Title	Name	Remaining Term (yrs)	Nominated By
Terms in Progress:			
Director at Large	Barry Thuen	1	
Director at Large	Al Carpentier	1	
Treasurer	Murray Cook	1	
Secretary	Michelle Askew	1	
Vacancies			
Director at Large	Karen Rust	2	Murray Cook/Noreen Hetherington
Director at Large	Reg Lakness	2	Al Carpentier/Barry Thuen
Director at Large	Donna Loran	2	Les Kingston/Reg Lakness
Director at Large	Les Kingston	2	Michelle Askew/Murray Cook
Director at Large	Shelley Serle	2	Karen Rust/Michelle Askew
Director at Large	Doug Olson	2	Barry Thuen/Al Carpentier
Director at Large	Randy Dove	2	Noreen Hetherington, Michelle Askew

That the presented slate of seven (7) nominations received to fill the seven (7) vacancies be accepted and declared elected by acclamation.

M/S: Noreen Hetherington/Karen Paisley CARRIED

10. Approval of the 2020 Budget for period ending August 31,2020

Karen Rust addressed the members regarding next year's budget. PRI has applied for the NHSP grant again for 2020, but the budget does not show that revenue, as it is not guaranteed. Other topics in Karen's presentation included developing a new program for our dedicated courts, Western Canadian Regional Tournament, Integrated Technology Platform with Pickleball Canada, training, contributions to the dedicated court fund, NHSP Grant and hoping for Sask Sport recognition for Pickleball Regina Inc.

Questions raised from the presentation of the 2020 budget are as follows: 1) SZRB- what type of program will SZRB run out of the Lakeview courts, and do they own their own equipment going forward without a partnership with PRI? Will SZRB be accepting other areas of the city into their program? The above are all questions that need to be raised with the SZRB Co-ordinator as PRI will not be involved. 2) why is tournament net revenue down from last year? 3) a comment on dedicated indoor courts and how difficult that may be to achieve.

That the operating budget of Pickleball Regina Inc for the 2019-2020 year ending August 31,2020 be approved as circulated and attached to and form a part of these minutes.

M/S: Karen Rust/ Ruth Korchinski CARRIED

11. Fee Schedule for Members for 2019-2020

Donna Loran presented our proposed fee schedule for 2019-2020 to the meeting.

That the fee schedule for members for 2019-2020 remain at \$5.00 per member for Pickleball Regina, along with the \$5.00 fee for Pickleball Saskatchewan and \$5.00 fee for Pickleball Canada for a total of \$15.00.

M/S Donna Loran/ Betty Elliot CARRIED

12. Other Business

Equipment Report (Barry Thuen)

Barry presented an equipment report to the meeting. Barry keeps a detailed inventory of our equipment. We have lots of balls in our inventory and receiving the NHSP grant the past 2 fiscal years has really helped us get much needed equipment for our members. This year we purchased a rebounder, safety goggles, storage boxes and locks and windscreens out of the NHSP grant.

Facilities Report (Barry Thuen)

Thanks to the facilities committee for their hard work presenting our needs to the City of Regina this past year. We are fortunate that the City of Regina has created 6 courts at Douglas Park and 6 courts at Mahon Park. It was noted that Mahon does not have a synthetic surface like Douglas Park and the board of directors feels installing a synthetic surface is necessary. The committee

reiterated to the City that parking and washrooms were essential in picking a place for dedicated outdoor courts. We will not have access to the public washrooms at Mahon Park but we will have a porta potty installed for use. With a synthetic surface, the committee feels Mahon will be a wonderful outdoor facility.

Al Carpentier made a comment that initially we were not offered many options by the City, they identified 3 locations for possible upgrades, all in the east end of the city. This was a concern for some of the members present.

Questions raised were what will the City of Regina give us if we cost share or pay for the entire synthetic surface at Mahon and how much is the cost to resurface?

Karen explained that she had worked with the City in submitting a grant to the NHSP program which would likely cover the entire cost of the synthetic surface, should the grant be approved. Our options will be that it is approved under the NHSP grant and cost PRI nothing, cost sharing under a City of Regina grant program, or PRI paying the entire cost to resurface, estimated at \$22,000 plus.

Synthetic Surfacing at Mahon Park

That Pickleball Regina Inc has authority to spend up to \$30,000 of PRI funds to add a synthetic surface to Mahon dedicated pickleball courts, dependent on if grants are approved by other governing bodies, in this current fiscal year ending August 31, 2020.

M/S Barry Thuen/Shelley Serle CARRIED

Western Canadian Regional Pickleball Tournament

Reg Lakness announced that Pickleball Regina Inc has been awarded the 2020 Western Canadian Regional Pickleball Tournament, being held July 24 to 26, 2020 at the International Trade Centre at Regina Exhibition Association Ltd. The rent for this facility is going to be \$20,000 and fundraising and sponsorships for this tournament are underway by the tournament sponsorship committee. Members were encouraged to contact potential sponsors for their support; the sponsorship funding package was distributed to members. Members were advised to let Deb Carpentier know who they would be contacting for sponsorship so as to eliminate any duplications. Reg mentioned that charitable receipts will be issued through Pickleball Canada, to individual sponsorship donations received. The Committee will need many volunteers to make this tournament a success. Karen Rust mentioned that referees will be necessary and more training will be offered to secure qualified referees for this event.

Norm and Pat Drummond are heading up a Christmas Social Fundraiser for the Western Canadian Regional Tournament, tickets are \$25 with \$10 being put towards the operating costs of this tournament. Sign up and payment is available from SUG and tickets can also be purchased from the Drummonds.

Pickleball Regina and Sergin General (Rhonda Lang)

Al Carpentier informed the meeting that PRI and Rhonda Lang (Sergin General) have entered into an agreement to provide for the retail sale of PRI approved products bearing the PRI logo. PRI will receive a commission on all product sold. The contract terms will run on our fiscal year calendar (Sept 1- Aug 31) in any year, with the option for renewal by both parties.

13. Adjournment

That this annual meeting adjourn (8:15 p.m.)

M/S: Fran Rust/ Ron Appleton CARRIED

Karen Rust, President

Murray Cook, Acting Secretary