

**Sovereign Lake Nordic Club**  
**Board of Directors Meeting**  
**November 22, 2022 (by videoconference)**



**MINUTES**

Meeting chaired by Cyndy Flores

Call to order: 7:05 PM

Present: Cyndy Flores, Hugh Seaton, Tara Fulop, Marshall Moleschi, Bill Miller, Dren Maloku, Dave Dennier, Malcolm Devine, Sue Cairns, Troy Hudson, and additional Lodge committee members Rob Oxenham, Jeff Ward, John Nightingale, Jacqueline Gijssen.

Regrets: Sabre Cherkowski

**1. Approval of Agenda**

Agenda approved.

**2. Approval of Minutes of Previous Meeting (October 26, 2022)**

Minutes approved.

**3. Lodge Committee Presentation**

Malcolm introduced the lodge committee members and presented a slideshow to attendees. The slides provided an overview of the significant amount of background and planning work performed by the Lodge Committee to date, and highlighted the status, opportunities and risks of the project. Upcoming activities include assessments (demand, economic impact, fundraising), and community engagement, which in turn will lead into building/site concept planning.

The Lodge Committee recommended moving forward on fundraising feasibility and community engagement plans, and indicated that the committee will engage the board on these activities. It was noted that these activities need to be coordinated with the activities of related committees.

ACTION 2022-11.1: Malcolm to provide detailed description of next steps to Board Chair by November 25<sup>th</sup>.

**4. Finance Report**

Hugh provided an update from the Finance Committee. The programs revenue is currently underbudget by \$87.5k, although this shortfall is expected to offset by grants and transfers from season passes. The club is presently setting up a loan for the groomer that just arrived (two years remain on the loan for the 2019 groomer). A partnership is being arranged to enable issuance of charitable tax receipts to donors.

It was noted that a Programs-related expenditure of \$15k was incurred which did not follow board policy for non-budgeted expenditures. These funds are expected to be recouped by sponsorships.

ACTION 2022-11.2: Troy to call meeting between all program staff and finance committee representatives to review policy for expenditures by December 15<sup>th</sup>.

## 5. Terms of Reference

Eleven committee terms of reference are required to match strategic and operational objectives in 2022. Dave provided comments on the 2022 terms of reference for the Health and Safety, Programs, Lodge, and Stakeholder committees. 2022 versions of terms of reference remain pending for the HR and Fund Development committee. Cyndy is actively pursuing a chair for the Fund Development committee. As there is no chair presently available for the elections committee, the Governance committee will likely take on the role of the elections committee.

**Motion:** That the board approve the terms of reference for Finance, Governance, Environmental Sustainability, and Events. **Motion approved.**

ACTION 2022-11.3: Chairs of the Health and Safety, Programs, Lodge, and Stakeholder committees update their Terms of Reference and Cyndy by November 29<sup>th</sup>.

ACTION 2022-11.4: Cyndy to issue revised terms of reference to board for approval.

The 2022 terms of reference will be posted on the website.

## 6. Committee Reports

Troy provided an update on operations. Season Pass sales have already met projected budget numbers, and are expected to rise by up to 8% by January. November ticket sales to date have matched pre-pandemic levels. The new (to us) snowcat arrived in mid-November and tiller and track pans are now being installed. Three days of staff training have just been concluded covering First Aid, equipment safety training, WHMIS overview, and staff onboarding.

Nordiq Cup planning and registration is going well. Volunteers are still needed, though volunteer chief positions have largely now been filled. US Super Tour registration has just started; 450 racers are expected. S2S planning is well underway, with volunteers able to sign up for roles, and all sponsors secured. The events committee is looking into putting on more “fun” events based on member feedback.

Dave mentioned that program updates were featured in the Finance, Operations, and Programs reports, and that there may be an opportunity to streamline reporting if Program information is centralized/coordinated.

## 7. Committee KPIs

Cyndy reminded committee chairs to develop and report on Key Performance Indicators when reporting to the board, and to report on the status of milestones.

## 8. Governance Workshop

A training session on governance was held remotely on November 21. The session also included development of key strategic steps for the Programs Committee. The governance committee will meet to review the workshop output and envision developing a template for use by committee chairs to develop their strategic next steps.

## 9. Strategic Plan

The BOD discussed Strategic Priority #1: Organizational Excellence (for use by the Governance Committee):

- “1.1 - Clarify definition of Member and value proposition”. There are many kinds of facility users that can be considered as members, such as visitors who visit from overseas for a 1–2-

week period under a season pass, local season pass holders, day users, volunteers, etc., and all will have different needs and interests. A simple all-encompassing definition is preferred that minimizes the number of categories (although there could be provision for honorary members). It was noted that the definition of a member can impact grant eligibility as well as liability insurance coverage.

- “1.2 - Develop a succession plan for General Manager and additional staff positions”. Wendy and Troy plan on working together to develop an operations job document / handbook to collect key operational information. The absence of this collection of information is viewed as a significant operational risk.

ACTION 2022-11.5: Troy to complete Operations Handbook by the March board meeting and will provide status updates in January, February and March.

#### **10. Governance Document Review Schedule**

Cyndy asked which governance is most critical to review between By-laws, Policies & Procedures, and Club Constitution. The board identified that a review of By-laws is most pressing. The Governance committee will begin work on reviewing the By-laws.

#### **11. Other Business**

Cyndy expressed concern regarding the unquantified extent of demand placed on officials and volunteers.

ACTION 2022-11.6: Marshall to arrange meeting with Events, Stakeholders, and Programs committee chairs to review volunteer pool and demand, and report findings and recommendations at next meeting.

**12. Next Meeting:** Tuesday December 20, 7:00 PM at Tara’s office.

**13. Adjournment:** Meeting adjourned at 8:46 PM.