

Sovereign Lake Nordic Club
Board of Directors Meeting
August 15, 2023 (Virtual)
MINUTES



Meeting chaired by Cyndy Flores

Call to order: 7:03 PM

Present: Cyndy Flores, Hugh Seaton, Tara Fulop, Marshall Moleschi, Dave Dennier, Dren Maloku, Bill Miller, Sue Cairns, Wendy Shannon

Regrets: Malcolm Devine, Sabre Cherkowski

Guests: -

1. Approval of Agenda

Sue suggested that a future agenda include an opportunity for the new coach to meet the board. Dren advised that a board member is needed to join the H&S committee (discussed in committee update). Marshall suggested a motion may be needed related to organized Events (discussed in committee update). The agenda was approved without modification.

2. Approval of Minutes of Previous Meeting (June 20, 2023)

The minutes were approved without modification.

3. Old Business

#	Action	Current Status
2023-06.1	Board members to send Sue their comments on the Programs Terms of Reference by June 24 th	Complete.

4. Finance Report

Hugh presented the external 'read only' financial report for the 2022-23 fiscal year. Last year was a year of investment with the purchase of the 2020 PistenBully 400 groomer and a second year of 50% expansion in programs. Revenues were quite strong (\$220k ahead of the previous year), however wages and overtime (after essentially reaching a full staff complement) and volunteer recognition expenses were significantly over budget, and, when combined with shortfalls on programs revenue, resulted in a net annual operating profit of \$42k (\$163k below budget). A descriptive summary will be shared with the financial statements at the AGM to assist membership in understanding the 2022-23 financial results.

Hugh advised that our balance sheet, while having used some cushion in purchasing the 2020 groomer, is in a good zone (after all a high account balance for a not-for-profit organization complicates grant eligibility). However, careful monitoring is required going forward. The budget for the upcoming season has been finalized and makes use of recent KPIs identified by the finance committee.

Dave asked what steps were put in place to ensure we don't encounter the same overspends in the coming year. Dave also asked whether there are triggers to increase marketing activities when

revenues are seen to be underperforming budget. Wendy advised that the budget details have been shared with key staff who are acutely aware of last year's spending overruns. The budget will be actively monitored and offsets in other areas identified if spending needs to exceed any specific line item. Bill indicated that when revenues are seen to start to underperform estimates, the usual approach is to look at curtailing expenses as this action is more immediate than marketing efforts.

Hugh mentioned that we have 1.25 years remaining on the 2019 groomer loan. The interest rate on the \$25k balance is currently in excess of 9%, while there is \$194k currently in the Capital Account. The finance committee recommend paying off this loan, leaving loan payments only on the 2020 groomer.

Motion: That the Board approve the full payout of \$24,985 on the loan on the 2019 PB400 Trail Groomer. This motion was approved.

Motion: That the Board accept the external 'read only' financial report for the year ended May 31, 2023 as prepared by Romei Plummer LLP. This motion was approved.

5. Board Briefing Note Template

Dave described how the board requires a balanced and well-rounded set of information in order to understand the full context of a proposal and to make well-considered decisions. A template has been created under the Governance committee to use as a tool in both developing actions and next steps and for briefing the board where a decision is to be made. While providing some basic information, the template provides prompts for users to provide facts, consider alternatives, describe and address risks, and document next steps. The intent is that the template would be submitted alongside any request for board action. The user has some leeway on extent of content to match the type of action being requested.

Marshall and Sue considered the tool a good starting point for trial use. Marshall suggested that a section should be added to document the benefits of the activity being considered. Cyndy suggested that the template should also ensure that the activity fits within the strategic plan. The team agreed that the template should be trial used and may evolve further.

Action 2023-08.1: Dave to update template to add sections on (a) Gains/Benefits and (b) Fit with Strategic Plan, and place in Google Drive for Board and GM access.

6. Committee Reports

6.1 General Updates

Reports were provided by the GM and all committees; with primary discussion points as follows:

- The GM provided an update on early season ticket sales, staffing, and an organization chart. An arrangement has also been established that will strengthen social media and communications going forward.
- The Events committee confirmed that a skijoring event will be held on March 30th (no board motion was required relating to the acceptance of hosting this event).
- Cyndy will temporarily join the Health and Safety committee, to bridge the upcoming gap when Dren leaves the committee and board, until new board appointments are made after the Annual General Meeting (AGM).
- Cyndy indicated that Sabre (Governance committee) is initially working to clean up the policy manual and will follow up with individual committees for updates.

- Wendy is working on a grant to improve lodge accessibility and will follow up with Hugh H.
- Cyndy advised that Heather needs two additional elections committee members and asked all board members to help in seeking volunteers for this committee, and indeed volunteers to run for the board at the next AGM (the elections committee is tasked with presenting a slate of candidates to board members for election at the next AGM. Individuals can also express their interest through board@sovereignlake.com and elections@sovereignlake.com. Wendy will look at sending a request for interest in the next eBlast.

6.2 Environmental Sustainability

Dave tabled a draft letter that the committee wished to send to Nordiq Canada calling for the creation of a working group on environmental sustainability amongst Nordic clubs across Canada. The rationale for this request arose from the absence of information available when developing SLNC's emissions benchmarking report last year, and the expectation that sharing information amongst clubs will help establish methodologies and provide details in challenges and success, while also accelerating action on improving Nordic club environmental performance across the country. Dave walked through a completed version of the board briefing note highlighting considerations relating to ongoing commitment to the working group and the likelihood that activities would likely require continued capital funding. Sue and Cyndy expressed their support for SLNC being an industry leader on this topic.

Motion: That the Board approve sending a letter to Nordiq Canada calling for them to create a national working group on environmental sustainability amongst member ski clubs. This motion was approved.

Dave will work with Wendy to finalize who will send the letter to Nordiq Canada.

6.3 Programs

Sue explained that there has been overlap in the past on Programs reporting and how elements of Programs updates had been reported to the board by the GM, Finance committee, and Programs committee. The revamped Programs committee now includes many new members that are representative of the diverse activities offered. The GM views that the Programs committee is an operational committee.

Hugh suggested that what is needed is the mini-strategic plan covering Programs (which was challenging to create last year) that outlines the aspirations for programs and where we are headed over the next 1/3/5-year timeframes. Cyndy followed up that this plan should factor in what the board needs to know. Sue pointed out that the committee usually includes a board member. Marshall indicated that a board representative may be useful should a policy topic come up, and that there are parallels with the Events committee. Sue added that programs are an important aspect of the club, both financially and culturally, and that it would be beneficial to have the lead coaches present the strategic plan to the board. Marshall added that the board would set standing expectations. Cyndy provided comments on the Terms of Reference related to suggested changes to the wording of "per job descriptions" and "inform the board".

Cyndy summarized the conversation by establishing that the GM will report to the board on Programs and that the board supports presentations by the lead coaches. A mini-strategic plan is key to resolving the objectives and interactions amongst between the committee, GM and board.

Action 2023-08.2: Wendy to provide a due date for submitting an updated Programs Terms of Reference and a mini-strategic plan by September 19th.

7. Annual General Meeting

Cyndy advised that the board had expressed a preference to hold the next AGM in-person. There was a suggestion that the AGM be pushed into November (which fits within the 15-month timeframe for subsequent AGMs permitted for Societies). The AGM date will be November 21st 2023. The November board meeting will take place on November 28th 2023. Planning on AGM venue and format will be developed between Cyndy and Wendy.

8. Elections

This topic was discussed earlier during the committee updates.

9. Strategic Plan / Membership Survey

Cyndy shared the output from Leslie (PhD student that analyzed all input from focus groups and survey relating to the publication of the strategic plan), and also noted that the plan received a 79% positive response from members. The feedback was boiled down into four core themes to focus on: keeping things local, lodge renewal, creating a sense of community, and establishing summer activities. An initial crosscheck between the key themes and the actions in the strategic plan has been completed and showed good overlap, but also that some strategic items can be delayed and work more focused going forward. The consolidation work will also serve as a basis for questions to fully understand member wishes underlying core themes in the upcoming member survey. Cyndy will bring back an updated strategic plan once the information had been consolidated. It was suggested that the updated plan be brought to the AGM.

Hugh expressed that he thought that there would be information relating to the methodology, data streams, and frequency accompanying the consolidation report, and asked for more details on how the consolidation was performed. Cyndy advised that she had shared everything that she had been provided but would follow up to see if additional information was available.

Action 2023.08-3: Cyndy to follow up with Leslie to obtain information on survey consolidation methodology and data.

10. Logo

A new logo was created and printed onto Development Team clothing last season. A modified version of this logo, removing the Dev Team content and thereby creating a modified SLNC logo was also applied to a limited set of clothing. There was little awareness amongst the board that this had happened and background facts on how it came about were limited. Concerns were expressed that a new logo might have been created and used without board awareness. Going forward the Dev Team will use its logo, but all SLNC clothing will continue to use the existing 'skier' logo. Tara suggested that the concept of an updated logo could be brought up at the AGM and on the upcoming survey.

11. Next Meeting

Next meeting: Tuesday September 19th, 7:00 PM. (Virtual). Cyndy advised that she wished to review committee mini-strategic plans at the next meeting.

Action 2023-08.4: All committee chairs to submit updates of their mini-strategic plans for discussion at the next meeting.

12. Adjournment: Meeting adjourned at 8:52 PM.