MINUTES OF THE ANNUAL AND SPECIAL MEETING OF MEMBERS OF

MISSISSIPPI GOLF CLUB

Held at 341 Wilson Street, Almonte, Ontario on

Wednesday, June 3, 2026, at 7 p.m.

The President, John Stanton, took the Chair and called the meeting to order at 7:00 p.m.

Appointment of Secretary of the Meeting

The Chairman, with the approval of the meeting without objection, appointed Laurel Onfrichuk to act as secretary of the meeting.

Appointment of Scrutineers

The Chairman then, with the approval of the meeting without objection, appointed Joanne Kolar, Susan Kolar and Suzanne Turner, members of the Club, to act as scrutineers of the meeting.

Opening Remarks of the Chair

The Chairman then made opening remarks and called for a moment of silence for the members who had passed away since the last Annual Meeting: Ian Edwards, Joe Kolar and Tom DeMarco.

Notice of Meeting

The Chairman reported that the Meeting had been called by the Chairman in accordance with the Club's By-law and confirmed that Notice of the Meeting had been sent to each member in accordance with the By-Law and the Act.

Scrutineers' Report as to Quorum

Under the Club's By-Law, to have a quorum, we need to have at least 25 Class A Voting Members present in person or represented by proxy.

The Chairman announced that the Scrutineer's Report made clear that a quorum of members is present in accordance with the Club's By-Law. There were 29 members present and 16 proxies.

The Chairman then declared that the meeting was properly called and duly constituted for the transaction of the business set out in the Notice of Meeting.

Minutes of the June 4, 2025, Annual and Special Meeting

The Chairman stated that members were advised in the Notice of this meeting that the Minutes of the June 4, 2025, Annual and Special Meeting had been posted on the Club's website and that in accordance with the Club's By-law, the members have now received the Minutes of the June 4, 2025, Meeting.

2025 Financial Statements

The Act requires that the Club's financial statements be placed before the members at each Annual Meeting. The financial statements have been approved by the Board of Directors.

Robert Scott, the Club's Treasurer, presented the 2025 financial statements. Members had been advised that any questions were to be submitted before the meeting, and no questions had been submitted.

Procedural Matters

There were several procedural resolutions to be put before the members.

Extraordinary Resolution to Permit Review Engagement

An Extraordinary Resolution is required to permit the Club's financial statements to be prepared on a review engagement basis rather than on an audited basis.

Laurel Onfrichuk read the following resolution:

RESOLVED AS AN EXTRAORDINARY RESOLUTION THAT:

Pursuant to s. 76 (2) (a) of the *Not-for-Profit Corporations Act, 2010* (Ontario) the Club be authorized to have a review engagement instead of an audit in respect of the Club's upcoming financial year.

Grant Reader moved the motion, and Elaine McLeay seconded the motion.

The Chairman reminded the members that an Extraordinary Resolution requires approval by 80% or more of the votes cast.

There was then a vote on the resolution and the scrutineers advised there were 45 votes for and 0 against. The resolution was carried.

There was a question from the floor regarding when the last full audit had been conducted and whether an audit should be done every 5-6 years. Robert Scott stated that this information would be verified and brought before the membership for the year ending 2027.

Appointment of Accountants

The next resolution was to approve the accountants for the upcoming year, and the Chairman again asked Chris Valentine to read the resolution.

RESOLVED AS AN ORDINARY RESOLUTION OF THE CLUB THAT the firm of Kelly Huibers McNeely be appointed as the Club's accountant for purposes of conducting a review engagement of the Club's financial statements, until the next annual meeting of Members or until a successor is validly appointed, at a remuneration to be fixed by the Board of Directors.

Robert Scott moved the motion, and Stan Loach seconded the motion.

There was then a vote on the resolution and the scrutineers advised that the resolution was carried.

In response to a question from the floor, it was agreed that the Board would search and evaluate possible firms to conduct an audit for the financial year 2027.

Course Update

Dianne Illingworth gave a Membership update. Don McLeay gave a Greens update.

Election of Directors

The next order of business was the election of directors. There were three director positions to be elected this year:

President, House and Club Captain

The Chairman declared the meeting open for nominations and asked for a motion to nominate directors.

Laurel Onfrichuk nominated:

John Stanton as President
Rod Ayotte as Director and House, and
Mike Clarkson as Director and Club Captain

to hold office for a term of two years or until their successors are elected. The Chairman asked for any further nominations but there were none.

The Chairman declared the nominations closed and directed the Secretary to cast a single ballot for the election of those nominated.

The Chairman then declared John Stanton, Rod Ayotte and Mike Clarkson duly elected as Directors of the Club to hold office for a term of two years or until their successors are elected.

Other Business

There was an email received before the meeting with numerous questions to be addressed.

1. **Public Leagues – a cost benefit analysis & concern about playing opportunities for younger members who are still working full time.**

   The Board of Directors reported that the women's league plays 9 holes only, while the men's league pays for 18 holes between 3:00 and 5:00 p.m. and 9 holes thereafter. Based on the 2024 analysis, the two leagues generated approximately $190,000 in revenue from golf, carts and bar sales, together with more than $15,000 in pro shop revenue, and kitchen revenue representing 17% of the weekly total on Mondays and 34% on Wednesdays. In addition, approximately $60,000 is generated from brokered tee times, It was further noted that, if the leagues were discontinued, membership fees would need to increase by approximately $300 to $400 per member to offset the loss of revenue, and that younger members currently benefit from reasonable membership costs and a 7-day advance booking window.

2. **Green Fee Play – pace of play, course etiquette & wear and tear on the course. Tee time intervals, pricing structure & discounted rates for juniors.**

   The Board of Directors reported that the Club conducts an annual comparison of course green fees to remain competitive and attract revenue, and that members may book tee times 7 days in advance while green fee players may book only 3 days in advance. The Board further advised that past efforts to use Marshalls to address pace of play resulted in verbal abuse from members, that wear and tear on the course is not attributable solely to green fee players, that increasing tee time intervals would reduce the total number of players, and that attracting junior golfers and improving junior programming remain important to the future of the Club. Members commented that the 9-hole evening fee is low relative to other area clubs and should be reassessed, as it may be attracting players who do not respect the course or the Club. It was also suggested that an email be sent to the Monday and Wednesday leagues and to the membership generally reminding players to repair divots, ball marks and other course damage.

3. **Driving Range – Upgrades and Arrangements**

   The Board of Directors reported that the Club owns the driving range and funds improvements, including the extension and new mats, to provide members with an appropriate practice area. The Board further noted that driving range revenue forms part of the Pro-Manager's compensation and that, if this revenue were removed, his salary would need to be increased. As an alternative, the Board identified the option of charging members an annual fee.

4. **Maintenance Schedule – change to schedule to include Saturday mowing**

   The Board of Directors reported that this question had previously been considered and was reviewed again, but that no change to the current maintenance schedule is proposed at this time. Staffing remains the primary challenge.

5. **Exploring Long-Term Investment in Robotic Maintenance Equipment**

   The Board of Directors reported that developments in robotic maintenance equipment continue to be monitored, but significant concerns remain. In particular, the Board noted that the Club's layout would require long and costly power runs to recharging stations, citing 2022 estimates of approximately $30,000 to run power to the front nine washroom and $18,000 to the back nine, excluding trenching, concrete and any work required by Ontario Hydro. Other options, such as above-ground power lines or solar panels, were also identified as problematic for practical and aesthetic reasons. The Board further noted concerns regarding the security of the equipment and observed that the Club does not wish to be an early adopter of new technology in this area.

There being no further business to be considered, the Chairman moved that the meeting be terminated. Jane Elliott seconded the motion.

The meeting was terminated at 7:55 p.m.

June 3, 2026

Chairman (John Stanton)

Secretary (Laurel Onfrichuk)