

MT CHEESEMAN SKI CLUB INC.

MINUTES OF THE 91st ANNUAL GENERAL MEETING OF THE MT CHEESEMAN SKI CLUB INC.

**Held on Monday 29th March 2021
at The Cashmere Club, Colombo St, at 7:30 pm**

<p>1. Attendance and Welcome</p>	<p>Cam Lill (In the Chair), William Fulton, David Gibbons, Gini McIntosh, Sue Cumberworth, Ana Haase, Josh Cox, Anton Tritt, Alan Hinman, Sue Alexander, Dean Johnston, Paul Lamont, Andrew Sparks, Adrian Grierson, Graeme Matheson, Owen Wilson, Tony Tinga, Sam Timbrell, Michael Crawford, Elise Bryant, Daniel Williams, Rob Hayes, Ross Bowie, Colin Daniels, Anthony Bown, Dave Hinman</p> <p>(26 members present)</p> <p>In attendance: Charlotte Bryden</p> <p>(1 non-member in attendance)</p> <p>Minutes Secretary: Gini McIntosh</p> <p>Cam Lill welcomed members to the meeting, thanked members for their attendance, and introduced the committee.</p>
<p>2. Apologies</p>	<p>Mat Darling, Graham Stephenson, Baxter Williams, Otis Williams, Steve Haase, Ros Service, Morris Lewis, Roly Chisholm, Jo Donaldson, Ian Donaldson, Jed Irwin, Ginny Gardiner, the Faloon-Cavender family, Michael Johnston, Kate Johnston, Brita Corbett, Hazel Bown, Scarlet Bown, Angela Pryor</p> <p>Motion: That the apologies be accepted</p> <p>Moved: Cam Lill</p> <p>Seconded: Ana Haase</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>3. Remembrance</p>	<p>Members stood for one minute's silence in remembrance of Campbell Ballantyne, Alistair Carey and Ed Nichols</p>

<p>4. Minutes of the 90th Annual General Meeting of Club 14th September 2020</p>	<p>Minutes of the 90th Annual General Meeting held on 14th September 2020 had been circulated with the Annual Report.</p> <p>Motion: That the minutes be taken as read. Moved: Owen Wilson Seconded: Tony Tinga</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>5. Matters arising from the Minutes</p>	<p>Motion: That the Minutes are approved as a true and accurate record of the meeting of 14th September 2020. Moved: Anthony Bown Seconded: Elise Bryant</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>6. Notes from the Alcohol Policy meeting November 2020</p>	<p>Notes from the Alcohol Policy meeting held at the Cashmere Club on 16th November 2020 had been circulated in the Annual Report. One alteration was requested: the addition of Andrew Sparks to the list of attendees.</p>
<p>7. Matters arising from the Notes</p>	<p>There was some discussion about the changes to the policy, including how and when changes will be implemented and processes for notifying members and guests about the change in policy. Members were encouraged to liaise with Sam Timbrell, Mountain Manager, about these changes.</p>
<p>8. a. Presentation of the 91st Annual Report.</p>	<p>Gini McIntosh provided an updated report about the Club's current membership. Current membership includes 210 adult members, 6 student members, 69 youth members, 35 child members, with 49 family groups, a total of 320 current members. This is very similar to the membership over the past several years in spite of efforts to increase our membership. The roll-over of membership subscriptions from last year has likely had the effect of reducing the number of members who have resigned or requested their membership status be moved to non-active. This usually occurs when payment of membership subscriptions is requested. This may have implications for the number of members resigning or moving to non-active at this time next year. The increasing age of our current membership was noted, along with small annual increases in the number of non-subscription-paying members.</p> <p>Sue Cumberworth spoke to the Lodges portfolio report. She expressed thanks to people who have done a huge amount of work on the mountain. Sue Alexander and Graham Stephenson have done a lot of work on Lodges and providing quotes for grants for the Snowline kitchen upgrade, respectively. The building team (Cam Lill, Tony Tinga, Sam Timbrell) have made enormous progress with the kitchen upgrade. A substantial amount of work has been done by the electrical team (Dean Johnston, Paul Bingham, Richard Cranstone). Thanks to William Fulton and Judith Hughey for their work in sourcing a new set of chairs for Snowline Lodge, ex University of Canterbury. Thanks to the many people who have attended the three painting work parties. If members are interested in becoming involved with the Lodges portfolio, please let Sue know.</p>

	<p>Anton Tritt reported on the Building Portfolio. Thanks to everyone who is working on the building and wiring upgrades, building slabs, getting the chiller in. The dry goods store is now the strongest parts of the building.</p> <p>Josh Cox reported on Voly Patrol and Work Party portfolios, noting how much volunteer time happens to keep Cheeseman going outside of the winter season.</p> <p>William Fulton spoke to his Health and Safety portfolio, noting how health and safety is always top of our minds and is very well-managed by Sam Timbrell on the mountain.</p> <p>Ana Haase reported on the Marketing portfolio, thanking the team working on marketing. It is a lot to get done with only volunteer hours outside people's day jobs.</p> <p>Al Hinman reported on the Events portfolio, noting that we had no events last year, but plan to change that for the upcoming season. Al is also working with Sam to plan for stocking the bar with the change to the licensed sale of alcohol in Snowline, moving from the previous BYO alcohol policy.</p> <p>Cam Lill spoke about the Grants portfolio in Mat Darling's absence, noting the number of grant applications Mat has coordinated over the past year, including a number of successful applications. Mat is continuing to work on submitting grants before the end of the month.</p> <p>Dean Johnston thanked the committee and others for managing to open the mountain last year under the very difficult circumstances.</p> <p>Dave Hinman noted that this year for the first time there was no report from the Development Council.</p>
<p>8. b. Presentation of the Financial Reports for the year ending 31st December 2020</p>	<p>The Club's financial report had been circulated within the annual report. David Gibbons, Treasurer, spoke to his financial report:</p> <p>The elephant in the room is our current governance model. While last year was an extremely poor year, open for only nine days, this sits in the context of the last 11 years, during which we have made a profit in only three years. It is likely that this will continue. Noting the Club's aging membership and reducing involvement in the Club, the Club is unlikely to reach its 100th birthday unless things change substantially. To this end, a full and frank assessment of the challenges for the Club is required to at least proactively consider what needs to happen. Unless we have a good year this year or an alternative strategic plan is formulated that contributes additional capital, such as debentures or capital from our members, we will be reliant on the bank providing us with additional debt. However, the current 3% interest on borrowing is only available to \$80K; any borrowing beyond this would be at the much higher rate of 18%, which would be financially unsustainable for the Club. We have managed, with extremely prudent financial management, to keep within the \$80K debt ceiling. However, we may not have a good year this year. What happens if this occurs? We need to plan for something different. It is prudent that the current committee is challenged to take a longer view: What options are there to raise additional capital or to restructure? The Committee is required to represent the Club; the interests of the</p>

Club may differ from the interests of some members. While the Committee has tried to manage the balance, the discrepancy continues to increase to the extent that the future of the committee is at risk. The Club elects the Committee; mostly we have had sufficient members to continue the work of the Club. Dave Gibbons has indicated his intention to step down at the end of the next term. If other Committee members also step down, which Club members will step into these vacated positions? We cannot assume the status quo is the best option and we need to be open to considering other options than the current model. To this end, it is suggested that we bring in an expert to consider alternative models. The current Committee are not aware of challenges to the operating model in the Club's history. The current harsh reality is that it is not clear how the Club will make it to the centenary. Given the year we have just had, the Club's survival has largely been as a result of volunteer labour. A dozen people do 90% of the work for the Club. If we do not achieve the \$60-70K of grant monies we have received over the past year, what would be the situation of the Club? The Club's position relates in large part to being unable to offset weather events. Other fields are able to make snow; \$150-200K would be required for Cheeseman to do this, which is out of the question with our current financial situation. Plans to open Tarn Basin that were enthusiastically discussed ten years ago are no closer to reality, and the Club is in no position to do this. It is recommended that the Committee engage a suitably qualified person to undertake such a review. This would need to be a consultative process with feedback from Club members.

Discussion of this recommendation followed:

- Concern was expressed about the cost of such a review
- Question about the process: would it be run by the Committee? what would be the form of engagement with members?
- Question about the scope of such a review: importance of looking at both the governance model and the business model of operation
- The process could happen over the next year, reporting back to the AGM in a year's time
- Question about whether the Committee has explored all options of available funding. Suggestion of cheap or free financing due to being a charity. Question about availability of other grants that have not been applied for. Treasurer and others assured members that no sources of cheaper financing are available; application to all known sources of funding in the way of charitable grants have been made. Comments that reliance on charitable grants is not a sustainable financial model.
- Comments that the aging membership is part of the bigger picture of the current financial circumstances. A very small active membership.
- Club is a commercial skifield that is not able to compete with other commercial fields. Other Club fields work with a different operating model.
- Suggestion of further reducing our insurance on assets and further reducing our staff. Currently Snowline Lodge is insured for perils only, not natural disasters; Forest Lodge is not insured; lifts are fully insured.

	<ul style="list-style-type: none"> • Discussion about the success of the current model for Forest Lodge: partnership between the Club and Sam Moore as a tenant. Possibility of Snowline Lodge being run in a similar way. • Question about insurance costs for 2019 and 2020 with little apparent reduction in the cost of insurance over these two years in spite of the Committee indicating substantial savings from reduction of cover. It was clarified that this will be evident in the 2021 budget, as the decision was taken from September 2020. • Question about the extent of the rollover from 2020 to 2021. Member passes, season passes and half-price discount vouchers were extended by one year. Comment about the unfairness of vouchers not having been extended when they represent the hard work of loyal Club members. Suggestion that Committee review this situation. <p>Support from the meeting for an independent review of the Club's governance and business model.</p> <p>Dave Gibbons will write a discussion document about costs, scope and terms of a review that will come back to members for comment. Dave Gibbons will explore possibilities for who might conduct such a review.</p>
<p>8. c. Adoption of the Financial Report</p>	<p>Motion: That the Financial Report for year ending 31st December 2020 be adopted. Moved: David Gibbons Seconded: William Fulton</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>8. d. Adoption of the Annual Report</p>	<p>Motion: That the 91st Annual Reports be adopted. Moved: Cam Lill Seconded: Sam Timbrell</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>9. Election of club Patron</p>	<p>Cam Lill thanked Dave Hinman, Club Patron for his support over the past difficult year.</p> <p>Dave Hinman has agreed to continue as Club Patron. Appreciation was shown by applause.</p>
<p>10. Election of the Management Committee</p>	<p>As the number of nominees for the following executive positions did not exceed the number of available positions, nominees were elected unopposed: Nominee for President: Cam Lill Nominees for Vice President: Mat Darling, Gini McIntosh Nominee for Treasurer: David Gibbons</p> <p>As the number of nominees for the Management Committee exceeded the number of available positions, an election by secret ballot was required. Standing orders for the election had been circulated prior to the meeting.</p> <p>Resolution: That Owen Wilson and Charlotte Bryden be appointed as scrutineers: Moved: Cam Lill</p>

Seconded: Tony Tinga

CARRIED UNANIMOUSLY

Nominees for Committee: Josh Cox, Sue Cumberworth, William Fulton, Ana Haase, Alan Hinman, Andrew Sparks, Anton Tritt

All candidates for Committee were given the opportunity to speak for two minutes.

Josh Cox: Has been on the Committee for two years, running Voly Patrol portfolio and helping with work parties. He is hands-on on the field over winter, involved with Voly Patrol and the field. He has enjoyed working with the Committee over the last two years and fully supports the proposed review of the Club's structures.

Sue Cumberworth: Is standing for Committee because she is passionate about Cheeseman, what it has been in her life and for her family. She is committed to communication and resilience. Communication is needed between committee and membership and with the wider public, and believes the Committee has done a good job with communicating with members over the past year. We need non-Club members to come to the field. Resilience is being able to recover from different situations. Having worked in agriculture over many years, skifields are even more risky. We need to get cunning. For example, our present Trail Map could be revised to include more information that tells our other story – summer operations, accommodation, etc. We must be a 12-month business. Biking, climbing, conferences, etc

William Fulton: reported he has one more year to commit to the Club. We need to become a 12-month business. We need to be an accommodation business with a skifield on the side. Sam Moore has been a major part of the success of Forest Lodge. He waka eke noa: We are all in this together. Although everyone was given a generous roll-over of subscriptions because the Committee believed that if we didn't, people would abandon the waka, Club members should consider not taking the roll-over and paying their dues for this year.

Ana Haase: has held the marketing portfolio for 10 years on the Committee, Ana indicated that she will remain on the Committee for one more year. Cheeseman is something we can still do in the age of COVID with the limitations this puts on us. We need to get our message out to a bigger market. Anyone who is interested in helping with marketing, contact Ana. Ana reported that the new Google Business page will enable Cheeseman to have a pop-up about what we offer when anyone googles Cheeseman.

Al Hinman: holds the Events portfolio; also does work with café, ticket office, computers and ordering of supplies including alcohol. If elected, he plans to carry on and make things happen up the hill.

Andrew Sparks: reported that he is standing as a Management Committee member. He is a keen skier at Cheeseman and a keen Club member. Club Members can have an input. We have 200 adult Club members who contribute \$60K per year. The management committee would benefit from members' input and he is keen to work towards that. He is not afraid to challenge. That's what he encourages, as going along with the status quo is not always the best path. He is happy to and will challenge

	<p>things when he sees things that are not right or can be better. He stands for member input and governance. He wants to see an inclusive group of enthusiastic people working towards promoting winter sports at Mt Cheeseman. He hopes people will vote for him and looks forward to improving Management Committee openness and interaction with Club members.</p> <p>Anton Tritt: has been a Club member for a few years. He is an architect who does lots of work in the hotel and hospitality industry and wants to bring this experience to the Club related to development of Snowline and the mountain in general, maybe working with the Marketing team. Another part of his role is having a lot of experience with building compliance, building building Warrants of Fitness, passive and active fire systems in buildings and running detailing and overseeing such projects. Two projects recently are 396 Queen St Hotel, an old building converted into a hotel; another building is Godley Hotel, a non-compliant building made into a safe building. Snowline is a similar mess, which is no-one's fault, and he would want to bring a programme of steady upgrade and renewal, especially with fire, acknowledging the history of work from the Club on the buildings.</p> <p>Voting for Committee continued by secret ballot.</p> <p>Results of the Election of the Management Committee: President: Cam Lill Vice Presidents: Mat Darling, Gini McIntosh Treasurer: David Gibbons Committee: Josh Cox, Sue Cumberworth, William Fulton, Ana Haase, Alan Hinman, Anton Tritt</p>
<p>8. Election of Development Council</p>	<p>One nominee for Development Council: Andrew Sparks. As the number of nominees did not exceed the number of positions available, Andrew Sparks was declared elected.</p> <p>Graham Stephenson is also interested in joining the Development Council, but did not indicate his interest in time for this AGM. There is an option for co-opting Graham to the Development Council.</p>
<p>9. Election of Honorary Solicitor</p>	<p>Motion: That Tom Evatt be appointed as Honorary Solicitor Moved: Dave Gibbons Seconded: Cam Lill</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>10. Appointment of Auditor</p>	<p>Motion: That Ainger Tomlin, Chartered Accountants, are appointed as Auditor for the forthcoming year Moved: Dave Gibbons Seconded: Adrian Grierson</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>11. General Business</p>	<p>a. Special Motion:</p>

	<p>That no item of capital expenditure or maintenance exceeding a value of \$100,000 shall be proceeded with unless 50% of the cash is available after all current debts have been met. Moved: Josh Cox Seconded: Alan Hinman</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p> <p>Sue Cumberworth indicated that winter bookings for Snowline Lodge are healthy with some Saturday nights already fully booked. Member were encouraged to book their ski weeks and weekends now.</p> <p>Sam Timbrell spoke about staffing in the COVID environment. With the country's borders closed, some staff positions are difficult to fill. If members know about people who would be good for the Café, bar, lodge manager positions, please contact Sam.</p> <p>Process to auction paintings donated by Roly Chisholm and several other donated items is underway.</p> <p>Motion: That the ballot papers be destroyed Moved: Cam Lill Seconded: Graeme Matheson</p> <p style="text-align: right;">CARRIED UNANIMOUSLY</p>
<p>Close</p>	<p>Club President, Cam Lill, thanked the committee for their service, members for their attendance. There being no further General Business, the meeting was declared closed at 9:25pm.</p>

SIGNED:

DATE: