Owners and Residents Association of Lac Bernard

Fall Meeting of Members
Wednesday, December 8, 2021 – 7:00 p.m.
Virtual - Zoom Webinar – Duration: 2:28:10

Tech set up and organization.

President's Welcome (Chris Ault)

Chairman's Opening Remarks (Kevin Radford)

Thank you, Chris – we have about 150 people on line with us today. We appreciate all of the members who have joined us for this Fall meeting, and we appreciate the graciousness of Graham Bird for allowing us to leverage his office building to conduct this meeting.

For those members listening in, there is a chat function in Zoom where you can write your questions to the Board and special guests. You can enter your questions in the chat. We will be leaving the Q and A period to the last part of the meeting, however, we will be monitoring the chat and collecting questions as they appear and will do our best to respond. In some cases, if similar questions are received, we will group those questions and do our best to answer them. In addition, we received several questions and comments via listserv and/or directly through email to the executive, and we will do our best to answer those as well.

In the interests of the orchestration of this meeting, the designated speaker will have the floor and ability to speak. All others will be muted to ensure continuity of proceedings.

Before we begin, we will ask Jeff Stubbins to lead us with a new acknowledgement to the Lac Bernard Cottagers Association and I thank you Jeff for your leadership in this urgent undertaking.

Land Acknowledgement (Jeff Stubbins)

We acknowledge that Lac Bernard is on Algonquin traditional territory. We want to recognize the closest Algonquin First Nation community: Kitigan Zibi, near Maniwaki and encourage you to support them however you can. It is important to note that the Algonquin people never signed a treaty with the Crown and, therefore, are entitled to lay claim to land never surrendered.

Chairman's Opening Remarks Continue (Kevin Radford)

- Introduces the Board members
- Thanks Steve Kulba

I saved Steve Kulba for last, our VP and Membership leader. For those who are not aware, Steve, Susan and Erin Kulba will be leaving Lac Bernard in the Spring. I wanted to take this opportunity to personally thank you Steve, on behalf of the membership, for your years of service both on the Board, running the Regatta, managing memberships, but most importantly, being a great neighbour and friend to all of us. I like to call him Roadie – because he also manages Ch. Heron for all the cottages on that road. You will be missed my friend. You have done much more than your share as a member of this fine community. I will now turn it back to Jeff who will make some memorial announcements:

Memorial Announcements (Jeff Stubbins)

- George Colliins / Bob Erlandson / Ron Lahey / Peter McLaine / Paul Rodier / Brook's Farmhouse

Chairman continues (Kevin Radford)

- Introduces Special Guests
    - Regrets from Mayor Guillaume Lamoureux and Ward 5 Councillor Pam Ross
    - François Simard (RPGL Avocats)
    - Pascal Samson (Biologist, ABV-7)
    - Bruno Lobrichon (Translator)
    - Rob Perrins (Co-Owner of Block-Aid Inc.)

Chairman continues (Kevin Radford)

- Acknowledge that the Spring AGM minutes have been posted to the website

Treasurer's Report (Sandra Floyd)

- Introduces herself. "Before I start, these are not the financial statements for 2021, It is merely a snapshot of our financial situation and it is as accurate as the information that I have been provided."

- Acknowledges Melissa Saunders, past Treasurer. Michael Northcote, CPA (a Lac Bernarder), and Devon Purcell, a former Board member.

GIC's and Cash on Hand (Slide 1)

- Clubhouse Cash Float – Held by Melissa Saunders
- Regatta Cash Float held by Carrie Ault was transferred back today
- Logo Cash Float of $100.00 held by Sue Timmins (not on slide)
- $40,289.21 (includes Logo Float of $100.00)
- $9,212.00 in outstanding liabilities

Fundraising Results and Membership Income (Slide 2)

- Environment Fund - $1,802.74
- Clubhouse Committee - $3,573.00
- Total - $5,375.74

- Membership - $16,900.00 (Total Revenue)

Environment Fund Detail (Slide 3)

- Carry Over from 2020 - $9,629.25 + Donations - $1,275.00
- Less Expenses: Largest Ones
    - ABV-7 - $9,384.28 (expecting $4,700 grant - La Pêche Green Fund to offset 50% of cost)
    - Water Testing - $1,118.14 (expecting $1,118.14 grant from La Pêche Green Fund
    - Phosphorus Testing - $186.45
- Current Environment Fund - -$1,138.76

(Grants are expected – Once received, Environment Fund will stand at $4,479.00)

Clubhouse Fund (Slide 4)

- Total Fundraising - $4,043.00
- Total Costs - $1,98.64 – Note that slide does not show cost of Insurance
- Balance of Clubhouse Fund - $2,444.36*

(* Note: The estimated $1,800.00 cost of Insurance was missing from the list of 2021 Clubhouse expenses. Therefore, the estimated 2021 profit to the Clubhouse Fund is approximately $645.00)

Security Fund (Slide 5)

- Balance of Security Fund is $1,343.48

Legal Expenses (Slide 6)

Board legal consultations of $3,239.43 needs to be explained. Some relate to Clubhouse Right of Way issue. Sandra says that it includes discipline of a Board member and clarification of Board confidentiality.
Total Legal - $14,268.76

Sandra Floyd's Resignation from the Treasurer Role

"I want to let the membership know that I joined the Board to be part of a reconciliation and transparency process. I reluctantly took on the Treasurer role as no others were willing to. I am no longer willing to act as an officer so as of December 9, I am resigning as Treasurer but am choosing to remain on the Board as a member-at-large and fulfill my original obligation to those who elected me. I

thank you all for your time. I look forward to serving the Board and the members in moving forward in a different capacity. Thank you."

President's Report (Chris Ault)

Very sorry to hear about Sandra's decision. Quite the shock. Thanks to her for her service.

I'm going to walk you through the issues and items that we have been working on since taking office in May – and show you the approaches taken to determine priority and accuracy in our operations.

Recalling the Spring 2021 AGM in May, the newly elected Board was established by electronic voting – a first for us due to Covid-19. That process was executed very well and provided great results. (Individuals with asterisks against their names are new to the Board. The other individuals stayed on for another term.)

What's notable is that the membership, through the voting results and the messages on the on-line chat during the AGM, made their voices loud and clear, that

- This was time for change in leadership
- This was time for financial responsibility and transparency
- This was a time to focus on the Lake's Health.

And we saw and heard those comments.

The first things that we needed to establish were the priorities of the Executive for the current year. Afterward we examined the bylaws and past meeting minutes to establish our current state.

I authored, and we reviewed and edited these Executive Priorities; guidelines by which our focus, our limited time and resources, would be directed. We agreed that, under constrained financial and temporal resources, our energies would be best spent focusing on – in no particular order:

- Lake Health
- Assets' viability
- Financial transparency

In this manner, the energies of the executive will be directed toward problems that are pervasive and urgent, given our very limited funding and resourcing.

- **Lake Health**
    - Encompasses activities which include measurement of the current state of lake health, and identify financial options mated with mitigation options to effectively and economically reduce the rate of Milfoil growth in measurable and meaningful ways. Options as

determined by committees will be brought forth to the Board for discussion prior to review with the membership.

- **Assets Viability**
    - Encompasses activities which assess and communicate the current state of the Lake Association's assets, and explore and communicate options for increasing the utilization of our assets. Options, as determined by committees, will be brought forth to the Board for discussion prior to review with the membership.
- **Financial transparency**
    - Includes, but is not limited to, communication and approval within the executive for expenditure. We have demonstrated this when we sought approval for the legal trial costs in September. Options, as determined by committees, will be brought forth to the Board for discussion prior to review with the membership. Financial transactions will be reviewed at the beginning of each Board meeting by the Treasurer.

By establishing these 3 focus areas as priorities for this Board, the energies of the team will be directed toward problems that are pervasive and urgent, given our very limited funding and resources.

After establishing the priorities of the current Board, our next task was to establish a baseline by reviewing past meeting minutes – both the AGM and Members' Meeting minutes going back several years. From that, any potential gaps or improvements to process could be noted with a plan for transitions.

We started at the 2000 minutes, worked our way forward, and came upon this motion.

Spring AGM Meeting – May 10, 2010

> Motion: "The Association continues to own the Clubhouse. A Clubhouse Committee reporting through the Executive operates and maintains the property. An annual financial report is provided to the membership. Operating funds come from a new Clubhouse Fund. Funds would be generated through member donations, revenue from Clubhouse activities and fundraising activities. Funds previously raised through the "Save The Clubhouse" activities would be transferred to the Association's Clubhouse Fund and dedicated to agreed Clubhouse expenses. Option 1 achieves the Executive's two objectives and preserves its historical rights to the property."
>
> Results: Motion Carried – 60 for; 7 against

And this is fine except that:

2017 Members Meeting and Minutes

- Spring Meeting - May 3, 2017 – Treasurer's Report:
  - All of the Clubhouse Fund has now been spent on Clubhouse repairs. Last summer the foundation was fixed. Operating funds for the Clubhouse will come out of general funds in the future.
  - A vote on acceptance of the Treasurer's Report was postponed until the Annual General Meeting in the fall.
  - The AGM was still in the Fall at this time.

Operating funds for the Clubhouse will come out of general funds in the future:

- This was not discussed with the then-current board prior to this statement being issued.
- Requests for discussion, correction, were not answered.

- 2017 AGM Nov. 1, 2017 – Treasurer's Report:
  - Additional accountant support provided to Treasurer.
  - Clubhouse fund now exhausted.
  - No mention of change in financial model mentioned on May 3, 2017.
  - Fiscal reporting period changed to match calendar year. Motion raised and carried.

- Executive meeting of June 25, 2021
  - Motion raised and carried to return the funding model to be in alignment with the May 3 2010 AGM resolution – representing Membership wishes.

All of these minutes are available on our website.

Fiscal Calendar and AGM Date

> 2017 AGM - Nov. 1, 2017 – Treasurer's Report: "A motion was proposed by Gaye Moffett that the year-end of the Association be changed from September 30th to December 31st of each year. This will result in the 2017 year's financial statements capturing a 15-month period and will make it easier for the Treasurer to compile financial statements."
>
> Results: Motion Carried

There has been a lot of email traffic discussing the change in the fiscal calendar. Members have been pushing that this meeting revert back to an AGM.

The rationale at the time that the fiscal calendar was changed from a Sept. 30 year-end to a Dec. 31 year-end was made in 2017. It was communicated to members at that time, with a motion raised and carried.

This was done to allow the treasurer more time to collect all bills, make payments as needed, and complete the reconciliations of all accounts.

There is record of a motion for this change being made, seconded, and carried to this effect.

That the bylaws were not updated to reflect this is possibly a simple oversight, which is in scope for the upcoming bylaw reviews.

This current Board is continuing to operate as the previous Board in this regard, following the accepted practice of the fiscal calendar matching the actual calendar year and will hold an AGM and election in the Spring of 2022. We're targeting **Thursday, May 12, 2022** for that meeting.

Somebody recently wrote the following:

> *"The failure of the Board to follow the bylaws and make arrangements for the proper end of year election is a dereliction of their fiduciary duty to membership."*

We are going to have an election – at the AGM.

The AGM has been held in the Spring for the past several years and this point was never brought up. The previous Board carried a resolution which set the AGM in the Spring and we are following suit.

In addition – the previous board never held an election until 2021.

Clubhouse Funding

Recalling the motion raised on June 25, 2021 – to respect the motion raised and approved by the members in 2010 that states that funding for the Clubhouse be carried by donations and funding drives, the Board had several discussions resulting in some very successful initiatives on this topic. I'd like to walk you through them.

A very impressive document, which laid out a plan for sustainability, was created by Rick Soderstrom. It outlined a business model whereby, among other things, a portion of membership dues could be directed to the Clubhouse Fund; non-Clubhouse uses of the structure, such as for Association Board meetings, could rent the facility at documented rental rate, and so on.

There were suggestions that arose from the May 2021 AGM this year that highlighted a need for a 'Social Committee' to plan more diverse events than simply Bingo at the Clubhouse.

In addition, plans were being laid out for a Silent Auction, and to have a live band and dance at the Clubhouse – the first time a live band was to play there in decades. 1969, if I recall what I was told.

During one meeting, when reviewing the Self-Sustainability document, we debated at length what the term 'sustainable' means, in this regard.

Clubhouse Funding Successes

- Total of $3,573.00 raised in summer of 2021
- Social Committee raised $1,385.00 (Boat Bingo, Art Show, Activity Day)
- Silent Auction Raised $1,533.00

It was agreed by the Board that the funds raised in 2021 were to be 'seed' funding for 2022, the Association would cover typical Clubhouse costs for 2021, and this was a year to plan the pivot to the new funding model. Also, resulting from Covid-19, activities were atypically limited at the Clubhouse. This made sense to all.

The Silent Auction was organised by a member of the lake Association, calling out for many items for donation, and arranging the auction logistics on a Facebook group.

It was a fantastic success raising $1,553.00 for the Clubhouse.

During the setup prior to auction launch, that member requested that the Association donate Lac Bernard logo merchandise to the Silent Auction Clubhouse Fundraiser. It was the position of the Board that providing free logo merchandise goes against the resolution of June 25 and agreed by the Board that the Association would not provide free items to the Silent Auction.

This position was discussed and agreed to by the Board.

In that interaction with the organizer, I explained the background of the funding models of 2010 and this summer's motion, and in accordance with the Board's decision, declined to provide free logo merchandise for the Silent Auction.

Some days afterward I received an email from Gaye Moffett, copying and including the member to whom I had been communicating, and included several other members of the lake Association instructing me that she was seeking to sue me for erroneous and slanderous statements, and was meeting with her lawyer to this end.

The statements to which she is referring are the publicly available facts noted in our minutes that I shared in earlier slides tonight and are all available on our website.

Recall that the Board reviewed past minutes in all detail, noted discrepancies in operating models, and carried a resolution to resolve the discrepancies. This entire set of information is accurate, publicly available, and is recorded fact.

Upon reviewing the minutes posted on our website, you can see that Gaye Moffett and others were offered an unbounded amount of time for discussion. When there was silence, and nothing left to discuss, she was asked to resign from the Board and remain a member in good standing. She refused.

Clubhouse Right of Way

In August, knowing that a trial was coming at some time in the Fall, the Board reviewed a detailed document outlining the history of the Right of Way situation to be better prepared or the topics, discussions. (Rick Soderstrom's historical document. Reviewed by the Board for scope/framing of the topic. It was an excellent account.

The activities encompassing the Right of Way trial had to follow through a Discovery process, and approval of expenditure for the trial. Recall our priorities from earlier in regard to financial transparency.

The trial progressed, is currently in remand to December 13, 2021, and has increased in scope, time, and cost. I'll explain.

For as long as I can remember, the value placed on re-establishing the Right of Way for the Clubhouse was for the purpose of placing a dock at the water's edge which would provide access to the Clubhouse to a greater lake community.

Many people have decades of fond memories of the Clubhouse.

Many people do not even know where the Clubhouse is located.

As a result of a motion raised and carried by the Board this summer, a resolution was carried that the President, or delegated official, be the sole interface to our lawyers and our insurance companies.

With this direction from the Board, I have been in regular contact directly with our insurance company.

Similarly, with this direction from the Board, I had a status update meeting with our real-estate lawyer regarding the pending trail.

The status and discovery meeting on September 22nd revealed many key and salient facts that were, until that time, not shared with the Board.

The following points were learned during that meeting on September 22nd:

- Successfully attaching the Right of Way to the Clubhouse property in no way provides legal allowance for placing a dock at the lakeside
- In addition to no dock, no boat would be allowed to be left unattended on the waterfront

- An offer was presented in 2018 whereby the defendant would pay to our Association $5,000 if the Association withdrew its claim and formally renounced to the Right of Way claimed
- This offer was declined.
- The rest of the Board were not aware of this offer.
- What was of most concern during the discovery meeting was that our lawyer had been consistently guiding the Association to cease and desist due to:
    - Our likelihood of winning the case was at 50/50
    - The defendant had a strong argument
    - The costs do not justify the outcome. In any way

During this discovery meeting with the lawyer, it was immediately apparent in his reaction that he had been acting with the understanding that the information and guidance that he was providing to the Association representatives was being fully and completely communicated to the rest of the Board and the membership.

In light of the new information that was brought to bear, and given that the estimated expenditure of $7,500.00 for the trial was above normal run-rate operating costs, the Board agreed that the information, which the Board sent to you on September 26, and a vote for approval of the expenditure, was the most appropriate path forward. There was no time for a proper membership meeting in this regard due to the very short deadline by which our guidance to the lawyer must have been received.

Should we have not provided the lawyer with that guidance by his deadline, he would have been forced to drop us as clients.

That tight timeline forced the ElectionBuddy election process - and I thank you for your patience during that period.

<u>Right of Way Trial</u>

As the days leading up to October 25, the first day of the trial, were nearing, there was a flood of information being sent to me, and bypassing me going directly to our lawyer. It was thought to be relevant to our case. Relevant, hard-to-find information, nonetheless, but information that should have been directed to the lawyer over a year ago when the case was scheduled for December 2020. Not the day before the trial start date.

Our lawyer reviewed it all and noted that only a small point carried any extra merit over the information already in hand, and would need to be defended by that individual in person. However, the source of that information had long since retired and was not believed to even be alive. Recall, this was the day before the trial was to begin.

Also, the day before trial, I received 4 affidavits from lake members attesting to their use of the RoW over the past decade. It was a way to establish its use. Our lawyer vetted those affidavits, saw only one

of them as beneficial to our defense and coached that witness. That supplementary witness was prepared to stand trial on the 25th.

On October 25, 2021, Day 1 of the Quebec Superior Court trial, the key witness to our claim that a Right of Way is in existence, testified that the path which has been in historic use for access to the Clubhouse was in fact not along the property of the defendant, but, rather, along the neighbouring property instead.

At that moment the judge halted further discussions and called both lawyers to the bench which resulted in remanding the trial until November 15, 2021 as the owner of the neighbouring property was not in the court room.

This remand period was to allow that individual time to retain a lawyer, determine a course of action, and report such intentions. Those intentions were to be provided to the court no later than November 9, 2021 and were received by our lawyer on that day.

Right of Way Trial – Increased Scope

On November 9, 2021, the Board met with Mr. Simard to review the impleaded defendant's intentions. That new defendant chose to challenge the existence of the Right of Way along his property thus changing the scope of these proceedings.

In summary, this changed the liability, timing, and cost to the Association without satisfying the primary reason that the legal battle began – to afford lake access to the Clubhouse via a dock at the end of the Right of Way.

Mr. Simard made the following clear to the Board that evening of November 9, 2021:

- The trial could be remanded for 18 – 24 months to allow for new counsel to prepare
- The overall legal costs will increase by another $10,000 (estimated)
- The likelihood of success remains at 50/50 of having the Right of Way established at the new property
- Should the Right of Way be awarded to the Association, there remains no legal means by which a dock may be placed at the water's edge of the Right of Way
- No equipment, boats or such may be left at the water's edge of the Right of Way, thus making the Right of Way simply a drop-off point
- A Right of Way is meant to allow access from a land-locked building to the water; not to provide access from the water to the land-locked building

The Board is in full understanding and agreement with these points.

There are several key considerations that were discussed on November 9, 2021 after meeting with Mr. Simard. These are:

- No dock can be legally placed at the end of the Right of Way
- An unsolicited offer from Rick Soderstrom to purchase the Clubhouse for $35,000.00
- The total estimated cost of the legal proceedings is projected to be in excess of $28,000.00
- Continuing with the trial will bring no meaningful increase in value to the property as the sole goal of expanding access to the lake via a dock cannot be met
- It was false to suggest that the Clubhouse Right of Way case had any bearing on other Right of Ways on the lake
- There was a need for confidentiality and expediency so as not to jeopardize a potential cash settlement from the defendant

According to our bylaws, it's the Board's fiduciary responsibility to act in the best interests of the corporation, and in doing so, the Board takes into account the competing self-interests of principals, agents, and other stakeholders, and sets the direction and priorities of the corporation in the corporation's interests, as stewards and trustees.

It's unfortunate that the Lac Bernard Association missed the opportunity in 2018 to purchase the vacant lot nearby, having a variance allowing for a dock, for a purchase price of $11,000.

That opportunity was not brought to the Board and membership for review.

<u>Unsolicited Offer to Purchase the Clubhouse - received September 25, 2021</u>

Upon first receiving the unsolicited offer to purchase the Clubhouse from Rick Soderstrom in September, the Board consulted our corporate lawyer, Mr. Frédérik Groulx, for guidance on our bylaws regarding the sale. We learned that:

- The Board's primary responsibility is to protect the health of the corporation
- The Board's secondary responsibility is to service the membership
- The bylaws allow the Board to choose to sell assets as needed to protect the prime responsibility

Facing the harsh realities outlined previously, and in the Board's email from November 23rd, the Board voted nearly unanimously to re-engage the offer from Rick Soderstrom allowing those who place value in pursuing the Right of Way directly with the individuals who see its benefit.

The Board raised, voted upon, and carried a resolution and directed the President to execute on this option.

As discussed with Rick Soderstrom, and captured in the Purchase Offer, the Clubhouse will remain an activity center for the lake and will be managed by a newly-created NPO. (Friends of Lac Bernard)

The goal of the lake Association is to have both NPO organizations cooperating with one another by having a member on each Board for information sharing and coordinated planning.

We have not yet had the opportunity to have this discussion.

Questions about the Right of Way Trial – Mr. François Simard, RPGL

We have Mr. François Simard, the Association's legal counsel – available here for questions. Please post them in the chat. Mr. Simard will answer them.

Q. Could an application be made for a variance to have a dock?
A. The matter that is before the courts right now is [essentially] two questions. Does the Right of Way exist? And, if it still exists, where is it located? Those are the only two questions which are before the court. What everybody needs to understand is that the Right of Way is strictly a Right of Way. And it is well established in case law, that such a Right of Way only gives you the right to pass through the Right of Way to get from what we call the Dominant Land, and in this case it's the Clubhouse property, to the lake. It does not give you the right to put anything at the end of the Right of Way. That is well established in law. So, there are absolutely no legal grounds on which we could ask the court to vary the Right of Way as it has been constituted. The only thing that you could ask the court to do is #1, to declare whether or not the Right of Way still existed and #2, where it was situated. There are no legal grounds to ask the court to vary the terms of the Right of Way as it has been constituted.

Q. Could the dock be grandfathered?
A. No it could not. The Right of Way has never included the right to put a dock at the end. The fact that there has been a dock at the end for whatever reason does not change the terms of the Right of Way as constituted back in the 1940's between Mr. McClelland at the time and the Lake Bernard Fishing Club. So, the judge simply has no capacity to change the terms of that Right of Way as it was initially constituted, and the fact that there may or may not have been a dock at the end does change anything to the constitution of that Right of Way.

Q. Please explain the concept of the Right of Way being one way to the lake.
A. Already explained in one answer so doesn't need to be repeated.

Q. Why was the location of the Right of Way a mystery?
A. Well, that's a very good question. As some of you might know with respect to the configuration of the site, the Right of Way was always exercised according to a site that we will call site A. But it turns out that when you look at the title over time it could well be that the site of the Right of Way, not the existence of the Right of Way, but the site of the Right of Way was actually moved from Site A to site B. And, so, the owner of the property over which the Right of Way was being exercised, that owner held to the Association, back in the early 2000's, that the Right of Way had actually been moved. And so, the Association got an opinion back in 2014 as to where the Right of Way was actually situated in law. And that opinion was to the effect that it was on site B, not site A. So, the confusion to answer the

question is very simple. It comes from the fact that it was moved back the late '60's and nobody particularly took notice of that.

Q. Could you put a dock 8 feet from shore or put a temporary dock on the shoreline and then move it?
A. That really has nothing to do with the Right of Way but it has to do with Riparian Rights. I mean by Riparian Rights are the rights of landowners who are adjacent to the lake. And very generally speaking, the fact that you put something off shore, say 8 feet from the shore, along the lake, contributes, and I am saying this very generally speaking, it contributes to the Riparian Rights of the Riparian landowner.

Q. Will not having the Right of Way devalue the property?
A. Well, the best person to answer that question would be an accredited real estate evaluator. Who would be better placed to assess whether or not the existence of the Right of Way has any influence on the real market value of the property?

Q. Could a member bring a canoe from the Clubhouse to go for a paddle, bring it down to the waterfront, use it, and carry it back to the Clubhouse?
A. Absolutely, but you would have to do that over the site of the Right of Way, and in as much as the Right of Way still exists.

Q. There was a letter from you in 2014. [There was a question in the chat that references that letter and asks] why did you recommend to proceed with the Right of Way court case in 2014?
A. Well, I would have to see the letter that you are talking about because I don't recall it exactly right now. But the proceedings were not undertaken in 2014 so that factual statement is incorrect.

Q. There is a question from the principal witness. Can you explain your questioning to the principal witness from start to finish and why it was stopped by the judge and what questions were left unasked?
A. Well, the principal witness, who was Gaye Moffett, testified to the effect that the Right of Way was always exercised according to site A, and not site B, which is what Gaye should have testified to because that is what the facts were. Now, at that point in time in the trial, opposing counsel intervened and the judge raised an eyebrow as to why he would hold that it should have been exercised on site B. We had the opportunity at that time to try and settle the matter right there and then so we broke out, opposing counsel and myself, to look at the way of settling the matter. We came back to the court to tell the judge what we had agreed to. The judge listened to us suggest suspending the hearing. She came back to tell us that she didn't think that she could render the decision as we were proposing to her unless the owner of the property A was advised of that possibility. And so, she suspended the hearing at that point in time so that we would be given the opportunity to serve the proceedings onto that owner, which we did the same day. And that owner has since responded to our service by saying that he wishes to contest the position that the Right of Way should pass on site A and not B. And so that means that the trial will eventually continue at a date to be determined. So, I do not know if that answers your concerns, Gaye. Maybe you could answer to me if that doesn't.

Chairman Kevin Radford: Thank you François on behalf of the membership. Thanks for being here and answering so many questions.

Constitution and Bylaws (Chris Ault)

- Static since creation in 1980
- Limitations regarding tied votes
- Vague on interim Board of Directors expansion
- Do not consider virtual access or electronic voting
- Roberts Rules of Order
- Board of Directors Code of Conduct
- Financial Audit

Bylaw Committee

We are convening a Bylaw Committee to do a full review and asses the bylaws, and suggest recommendations. We have **Janet Bax**, past-President of the Association, **Jane Barton**, also a past-President, and **Gerry Yemensky**, a long-time cottager and lawyer.

All recommendations brought by this committee will be reviewed by the Board prior to legal review. Following a complete legal review, the changes and supporting documentation will be provided to the membership well enough in advance of the Spring AGM where voting on the bylaws will occur.

Somebody recently wrote the following:

"The bylaws are what you are obliged to uphold, if the bylaws were not changed appropriately, the new Board should address it."

And yes, addressing the bylaws is what this Board is doing.

Chairman Kevin Radford: A number of questions came in while you were making your President's Report. There are a couple that I wish to respond to before going to Committee Reports.

Q. Why was the compliance of bylaws not the #1 priority?
R. We are all volunteers on this Board. We have reviewed the bylaws. There was no debrief from the previous Board on the bylaws and we have started to review them and have found them wanting but it is only through the actions of the volunteers and the research that we have done since being elected to the Board. It is a major undertaking to review and change bylaws. We are establishing a committee, as Chris just mentioned. This is a governance issue of this current Board and no members have raised issues of bylaws to our knowledge since 2017 when the dates of the AGM and the financial reporting changed. It is our intention to fix this and do it in full transparency to the members.

Q. Does the Board intend to give the funds in the Clubhouse Fund go to the NPO?
R. No. Since 2016, when the Clubhouse Fund ran dry, the Clubhouse did not abide by the membership direction of 2010. And since 2016, approximately $34,000.00 has been spent. Of that, approximately $21,000.000 has been legal fees alone, plus tax, insurance, utilities, repairs, etc. and we had to share those approximate costs with the membership. So, the answer is no, we would not do that.

Q. Why is the Board refusing money from members for the Right of Way case?
R. The Board is not refusing money from members. We have received none from members.

Committee Reports

Environment Committee (Paul Saunders)

Overview:

- General Health of the Lake…and Challenges
- Plan for septic testing and shoreline restoration
- Water quality testing and issues at the Inlet
- Review of Milfoil research conducted in July 2021
- Discuss ABV-7 recommendations
- Respond to questions regarding Milfoil research (Pascal Samson – ABV-7)
- Burlap option in the Spring for residents (Rob Perrins – Block-Aid Inc.)

Milfoil

- Milfoil beds monospecific occupy 321,359 m^2 of Lac Bernard
- Milfoil mixed with other plant species (less than 80% milfoil) represent another 587,190 M^2
- Milfoil is now the dominant specifies of aquatic plant in our lake – by far
- This aquatic plant that originated in Europe is spread in the lake by seeds from existing plants and cuttings from motor boats
- Cuttings from boats are the principal means of spreading milfoil throughout the lake
- In our lake, milfoil is thriving in areas of .5 to 4 meters in depth, especially where the lake bottom is silty and filled with organic matter
- There has been a degradation in the quality of our water since 2012, especially in the shallow areas of the lake. Sadly, this is leading to more silt and our water quality is less clear; transparent

(Slide from ABV-7's research in 2012) - Red areas mark where there was Milfoil in the lake. Big bed of it at the Inlet. It came from Lac Notre-Dame but it is also spread by boats, fishing boats that get launched in our lake. Another big area is in the west part of the lake. Down in the "little" lake, the Milfoil is spotty…and there is very little in the Narrows at that time.

Nine “short” years later, Milfoil has grown a lot. Around the Outlet, and all down the North shore. Lots in the Narrows too. Paddy’s Bay has it, and loads of the stuff is near the shores of the “little” lake. Mitchell’s Bay has been affected…and around some of the islands as well. Dome Island in particular.

A slide shows what monospecific Milfoil looks like. Paul follows that with two slides of the Trent-Severn waterway where Milfoil is out of control. Very scary situation. We’re not there but it’s important that we look at the trend and where we could end up if we don’t do the work.

Water Quality Testing

Lac Bernard has 450 cottages on it. That’s a lot. Our lake is a big lake. It can sustain us all but we have to be careful and respect the environment.

- In 2021 we observed some very high readings for phosphorous in the lake
- Too much phosphorous is not good since it can cause increased growth of algae and large plants, which can result in decreased levels of dissolved oxygen. High levels of phosphorus can also lead to algae blooms that produce toxins which can be harmful to human and animal health.
- Phosphorous enters the lake in many ways:
    - Soil erosion is a major contributor
    - Fertilizers used on gardens and lawns
    - Septic tanks leaking
- We had some major issues this year with beavers that blocked the inlet which was a significant contributor to high phosphorous levels in late summer
- The Association worked closely with Lac Notre-Dame and land owners to take down beaver dams that stopped the flow from Fish Creek and Motherwell Creek into Lac Bernard

(Slide showing how dry Motherwell Creek is at the end of July.) This is a big problem because if the water is not moving through Motherwell and into Lac Bernard, we are going to get algae blooms. Picture shows the algae where Motherwell enters into Lac Bernard. Worked with Lac Notre-Dame. Beaver dams removed and water flowed much more freely into our lake. Phosphorus went down as a result.

Key Recommendations from ABV des 7:

- The yellow buoys program was very successful.

- By keeping boats out of high-density Milfoil areas, we were able to
    - reduce the spread
    - we discovered Milfoil in these areas was starting to decline

- In addition to yellow buoys, in high density areas of Milfoil, either lay burlap or hire professional divers to pull out the Milfoil and common practice in the U.S.

- In order to remove Milfoil or lay burlap, a permit is required from the QC government

- Once we have received a permit (2-6 months) it is highly recommended that we target the high-density Milfoil beds greater than 500 M^2 and especially those that are in sections of the lake with boat traffic

- Boat washing and signage warning boaters of our Milfoil problem at key entrance points to the lake

- Get properties inspected for both septic systems, and those properties with lawns that have taken away trees and shrubs that protect the riparian band of our lake

- Educate cottagers to the problems that we are faced with environmentally

- Keep the yellow buoys (install Transport Canada approved buoys)

- Encourage cottagers to lay burlap in front of their properties (up to 75 M^2)
    - Règlement sur l'encadrement d'activités en fonction de leur impact sur l'environnement : version administrative dynamique (gouv.qc.ca)
    - Partie II, Titre IV, Chapitre I, Section II

We are actively working with other lake Associations in La Pêche. We aren't the only lake with this problem in the Gatineau. So many lakes are struggling with the same problem. We have joined a group of lake Associations from across Quebec. The Quebec government realizes the severity of the issue and are placing these kinds of concerns at the top of their funding lists, which is important. So, once we have a permit, we can get access to that funding.

Pascal Samson, Biologist from ABV-7 takes questions. (Chairman Kevin Radford answers some.)

Q. Where are the yellow buoys and what have you done with them?
A. (Kevin) The yellow buoys were found to be a liability issue and a matter of insurance. As a result, the directors of the Board would be held personally liable should an incident occur. And that raised some concern with the directors and as a result, the buoys were removed. The good news is that we have been working with other organizations and Lac McGregor appears to have found out how to make them legal and we will be taking that action going forward.

Q. What causes there to be more silt in the lake?
A. (Pascal) The problem comes from the sediments that fall into the lake through erosion. Especially where you have lots that have been cleared of any vegetation. Lawns along the lake. So, during the study last summer, ABV-7 noticed several places where there is a need to re-vegetate the banks of the lake. There is also a study that could be done about the influence of beaver dams on the lake.

Q. Is it possible to get rid of Eurasian Milfoil?
A. (Pascal) No, it is impossible to completely eliminate Eurasian Milfoil. You have to deal with it and control it in some places, especially where it is very dense. You can reduce it but it is ludicrous to think that you can completely eradicate it.

Q. Does native Milfoil look almost identical to Eurasian Milfoil?
A. (Pascal) Yes. There are several species of Milfoil., and some species are indigenous and they are not invasive. But the one that we are talking about tonight is Eurasian Milfoil. We have three different species in Lac Bernard and it can be tricky to differentiate the different species.

Q. Would putting a bubbler at my dock help get rid of Milfoil?
A. (Kevin) The Environment Committee attended a meeting at Lac Sinclair and a number of lakes talked about using oxygenators which are driven by power from individual cottages, and /or the installation of windmills, because they require a power source. They were proven to help reduce Milfoil and to oxygenate the lake, and in some cases, to reduce the amount of silt.

Q. Don't dying weeds contribute to phosphorus? And when Milfoil dies in the winter, where does it go?
A. (Pascal) Eurasian Milfoil is reduced in the winter so consequently, the phosphorus is reduced. Milfoil takes a lot of oxygen in the water and, as a result, the fish population is affected. Though Lac Bernard is a big lake, there are bays where Milfoil is actually having an effect on the fish population.

Chairman Kevin Radford: Thanks Pascal Samson, and Bruno Lobrichon for translating.

Paul Saunders introduces Rob Perrins, a cottager on the lake, and co-owner of Block-Aid Inc.

Rob Perrins, Co-Owner of Block-Aid Inc.
Summary – fellow cottager, and mechanical engineer, is a co-owner of Block-Aid, a company formed to manage the spread of Eurasian Milfoil. Basic process was developed by ABV-7 and Block-Aid has been working with them on and off since 2012. ABV-7 did a 3-year study and found that the process worked really well. One thing that Block-Aid came up with was a kit process, and that will be the focus of his remarks.

The kit is a piece of burlap with a folded over edge to put weights into it – 12.5 feet wide and 31.5 feet long. The allowed amount of burlap that can legally be laid is 75 square metres which is 2 Block-Aid kits. Intention is to put together an offering and post it in January, using a Shopify system for purchasing. He will post more information on the listserv later on.

Quebec government has said that you are allowed to install 75 square metres of burlap at your cottage dock. No specification about how you hold it down so the suggestion is to take rocks off the shoreline to do the job. Use a 6-foot (2 metre) grid to put weights on. Rocks weighing 5 – 10 pounds should do the trick.

Suggested cost will be about $143.00 / kit. $10 / kit would be a credit towards future work with ABV-7. So, if Lac Bernard purchased 100 kits, the lake would have a $1,000 credit to be used to work with ABV-7 in the future. Intent is to feed some back to ABV-7. Further info will be released on the listserv.

Membership Committee (Steve Kulba)

Had a stellar year when it comes to membership. There is a benefit to the Environment Committee to have this kind of support for the Association. Gives weight to potential grant or funding applications when agencies can see the level of Association membership support. Steve's hope is that the strong membership numbers will transcend into more funding money for the lake.

Steve will be working with Paul Hays, our webmaster. The goal is to allow members to renew or enrol on our website. Hoping to roll it out for next year.

Membership Totals:

- 2021 - 321
- 2022 - 97
- 2023 - 3
- 2024 - 2

Q. Can you say which families have bought the most memberships?
A. Generally, the vast majority of memberships are 1 / cottage property. Six or seven families do have multiple memberships.

Lac Bernard Logo Merchandise (Sue Timmins)

Logo merchandise sales received a record number of individual orders and sales. Members' generosity came through as this was achieved without our normal two in-person membership meetings (Fall meeting and Spring AGM) or the annual Regatta in August.

A big thank you to all for supporting your Lake Association by purchasing yourselves a new T-shirt or hoodie. Also, I would like to thank the Clubhouse Committee team of Gaye, Rick, Francine and Claude who invited John and I to set up shop during some events at the Clubhouse this summer. We hope we can continue on with this arrangement going forward.

Logo Merchandise – January 1, 2021 – November 8, 2021

Expenses:	Existing Inventory:	$1,617.52
	New Purchases:	$3,490.26
		$5,107.78

	Cost of Goods Sold	$2,779.82
Revenue:	Individual Orders	$3,418.35
Profit / (Loss)		**$ 638.53**

Archives Management Proposal (John MacDonald)

I'd like to talk about a project we'll be undertaking between now and the Spring meeting concerning the management of the archives.

As you may (or may not) know, several years ago Charles Topp and I scanned the large volume of records that were accumulated by Don Jones, a long time and highly respected member of the Board.

We're still in the midst of reviewing the scans, removing duplicates, organizing them, giving them proper titles and so on. A subset of that collection is on the web site under 'Archives'

All of this together, with the recognition of the significance of documents such as those supporting a certain legal proceeding, the minutes of Association meetings, financial documents, and, more broadly the photos, maps, correspondence, and oral histories that document the history of our lake, caused us to step back and look at the state of our archives.

I'd say it might be rather generous to say it's a distributed archive… in fact, the better word is scattered!

- a big proportion of the digital archives of the Association are sitting on hard drives owned by myself and Charles, with a subset being up on the web site under 'Archives'
- actually, there are 3 locations for Association documents: 'archives', 'archived documents', and 'business'
- Current and former board members, including myself, have numerous digital and hard copy documents connected with the business of the Association stored in their own little mini-archives

More broadly, cottagers have a host of documents, photos, old maps, etc. that have the potential to contribute to the history of the lake for which some are stored on the Association web site.

But the one thing that's missing is that they have yet to be supported by policies and procedures for managing:

- what is captured and why
- how it is described, classified, and organized
- how and under what conditions it can be accessed

- how long it should be kept
- where it should be stored
- how it should be protected
- when and how it should be disposed of; and above all
- how and by whom it should be managed

We'd like to fix that and to do so through the project I mentioned. And when I say we, I mean Charles Topp and myself; but others such as Paul Hays, who is doing some really innovative work in using a DMS to help manage documents generated by the executive. There are others. I've offered to take the lead and will be dusting off what I can from my 35 years in the records and information management business.

The intent is to bring a policy and associated procedures for the management of the Association's archives to the Spring meeting.

- Emphasis will be on key association documents such as minutes of exec meetings and members meetings, reports, communications, and so on
- Later stages (or it could go on concurrently) will focus on documents related to the Association, but not generated by the Association, such as email messages and documents generated on the listserv, Facebook, etc.
- Over the longer-term, attention will extend to those documents generated by cottagers that contribute to a greater understanding of the history of the lake and its community

My thanks to those who have helped to bring us to this point. If you would like to volunteer to help us carry this forward, please get in touch with me at john.mcdonald@rogers.com

My hope is that, with time, we can put in place a well-managed Archive that all of us can enjoy and benefit from.

Chairman Kevin Radford: Answers a question from the chat.

Q. Has the Regatta site been sold?
A. No it has not. The Association is looking forward to holding the Regatta next August, Covid permitting.

Security & Regatta (Chris Ault)

Security - Things have been quiet for the last few years thanks to the work that Rick Soderstrom did a number of years ago installing video cameras, signs, locks at boat launches. Recently, a lock and chain has been placed at the entrance to the Regatta grounds after it was reported that there have been some trespassing incidents there.

Regatta – largest revenue generating event for the Association. We are hoping to have it in 2022. Government guidance in 2020 and 2021 prevented it from occurring.

Question and Answer Period (Kevin Radford)

Q: The fact that a number of Board members resigned and identified problems with how business is conducted by the current Board, there must be some issue that requires membership attention.
A: This is not really a question, but we will try and answer it. The new President of the current Board asked the members of the Board to act transparently. In that vein, a few members researched and found that the AGM in 2010 had passed a motion that the Clubhouse would be 'self-sustaining'. A motion was raised and passed in this regard. Following the 2010 decision and after some fundraising monies had run out, the previous Board moved Clubhouse expenditures into the Association general revenues. The current Board could not find any documentation where the membership's motion of 2010 was reversed.

Note that all members who resigned from the current Board voted against the motion that was simply re-instating a motion from 2010 passed by the membership for which there was a record. The previous President insisted that the membership had changed that motion or had over-ruled that motion and she would provide proof. That proof was never provided to the current Board. Further, when opposing or differing views were presented regarding fundraising for the Clubhouse, or clarity on accounting for revenue/expenses for the Clubhouse, threats of legal action against the President were asserted. * So, perhaps, getting our Archives in order by the Spring, we can avoid these types of issues in the future.
(* "*I am putting all of you on notice that I am speaking to my legal counsel this week about the erroneous and slanderous statements made by the current President.*" Gaye Moffett)

Q: Having some understanding of what went on when a member was stripped of their membership and then reinstated needs more discussion, so we all understand the process that was followed.
A: As described in the September minutes of the Board meeting, and during the President's address, the current Board received an email from the expelled member threatening legal action against the President. * Secondly the current Board was apprised of a material commitment of funds to support the legal case for the ROW made unilaterally without any form of disclosure to the current Board regarding the legal case, documents, proceeds, or expenditures to date. The current Board believed those actions to be prejudicial to the Association and voted accordingly and expelled the member per our bylaws.
(* "*I am putting all of you on notice that I am speaking to my legal counsel this week about the erroneous and slanderous statements made by the current President.*" Gaye Moffett)

Q: It was asserted on listserv that the current Board moved the date of the September meeting to ensure the current Board would have the votes to expel a member?
A: That assertion is false. The President asked for availability of the Board on 2 dates. Some were available both dates, 4 preferred one date, 2 preferred another date. The President chose the date that the majority were available. Had all the members been present, the motion still would have been raised and the current Board would have abided by the decision of the Board, whatever outcome.

Q: It was asserted on listserv that the expulsion was a 'surprise'. Why would the Board not have let the member know the allegations against her were coming so she could prepare accordingly?
A: In the meeting prior to the expulsion, the member was asked to resign from the Board and remain a member in good standing. The reason was clearly stated that her conduct was prejudicial to the Board in that she had threatened legal action against the President. The bylaw that allows expulsion was also described. The member refused to resign. Further, the member stated she would support the Clubhouse 'at any cost.'

Q: Was Gaye Moffett able to spend the money on lawyers legitimately via the three-person bylaw? And if so, how was she at fault?
A: At the August 2021 meeting, members of the Board raised serious concerns that the material level of a $7,500.00 financial commitment for legal services made by Gaye Moffett, and perhaps Rick Soderstrom, had not been clearly indicated to the membership or to the current Board. As a result, Gaye Moffett offered to fund the $7,500.00 commitment. It is unclear why Gaye Moffett would offer to pay the financial commitment personally if she had acted within the bylaw. For the Association's awareness, any personal commitments to provide funding to support the Association's legal costs were never received.

Q: The Clubhouse Right of Way issue had been raised at the Spring AGM. Why was the financial commitment a surprise to the current Board?
A: At the Spring AGM, the previous Board proposed to move the Clubhouse to the Regatta site. During the presentation by Rick Soderstrom, the reasoning for the move was to provide lake access given that the current RoW did not have an allowance for a dock or to leave boats or personal watercraft at the water's edge. The proposal to move the Clubhouse and build a new one at the Regatta site was not supported by the members. At the current Board's August meeting, it was disclosed that Gaye Moffett and Rick Soderstrom might have unilaterally continued to pursue the Clubhouse Right of Way dispute and committed substantial funds estimated at $7,500.00. The fact that the previous Board had spent approximately $8,200.00 since 2018 on the Right of Way case was not disclosed at the Spring AGM, nor at the current Board's August meeting in full. The $7,500.00 commitment was in addition to the approximately $8,200.00 spent since 2018. The current Board is not aware that any of the previous sunk costs were ever made known to the membership. Given that a different lawyer was engaged in 1998, the current Board is considering an audit to find out the level of expenditure spent on the Clubhouse to date, including the Right of Way dispute and to provide an opinion from a third party on the level of exposure to expenditures to the membership.

Q: What members of the Board were negotiating the Right of Way position with Mr. Abdalla?
A: The Association lawyer made it clear to the current Board that he had not been permitted to negotiate a settlement with Mr. Abdalla. He referenced that Rick Soderstrom was the key negotiator acting on behalf of the Association.

Q: The previous Board was very clear that the Association was pursuing a Right of Way challenge. This had been discussed at numerous meetings over the years. Why was this a surprise to the Board and why did you try and sway opinion on listserv regarding the pursuit of the case?

A: Given the spring AGM and the reference that the Right of Way would not solve the pending water access issues, and many new members joined the current Board, and the agreed commitment to transparency, the fact that the member making the material commitment of funds had not disclosed it until August was a major concern. Financial records were NOT available for the current Board to review expenditures to date on the Right of Way course of action. Not having accurate information, or visibility of the proceedings, documents or history, and not having any controls regarding financial commitment was of major concern to many current Board members and their respective accountability to their fiduciary responsibilities to the Association. The facts were provided to the membership by the current Board – there was no attempt to sway decision. In fact, given our fiduciary responsibility first to the Association, many current Board members, on understanding the value proposition of water access had been potentially misrepresented for years, expressed personal conflict that the Board was going to the membership to vote at all.

Q: Why was there so much documentation on the Right of Way being generated on the listserv at the 11th hour, and why wasn't the current Board ready for to represent this case on behalf of the Association?
A: Ironically, the current Board was placed in a position of having no awareness of the pending court case until the August Board meeting. Further, the current Board was not provided any details or documents to support the case until many weeks later necessitating countless hours of review. You would need to pose your question to those who appeared to have access to documentation and were posting it on the listserv and publicly accusing the current Board of "not doing its best to support the case". All these accusations are unwarranted. Further, for the most part, almost all of the last- minute information presented before the case, at the 11th hour on listserv, was already in the hands of the Association's lawyer. It placed his strategy to act on the Association's behalf at risk given the last-minute information was placed in the public domain and readily available to the defendant.

Q: What is the Board's plan for the Regatta site?
A: Unfortunately, the Clubhouse discussion consumed all of the current Board's meeting time this year so the Regatta site was not given air time. Like the Environment committee, which also received less than 10 minutes of air time at the Board this season, some members of the Board worked together to discuss the financing/building of a raft and to repair the current dock to make it safer for all who participate in the Regatta. The Board will seek a mandate for dock repairs and the financing of a new raft that could attach to the dock, will work with the neighbours/community accordingly, and bring a proposal forward to the spring AGM. The current Board looks forward to supporting Regatta in 2022 and is grateful to the community in Regatta Bay who provide access to their waterfront and properties to support this annual event. We recognize they do so at their pleasure and it is greatly appreciated.

Q: Is the Regatta site still an Association property?
A: Yes, the Regatta site is still an Association property. The current Board is thankful to the Hatoums and Serafinis for their support as neighbours and looks forward to continue to working with them into the future.

Q: The current Board minutes include a confidentiality notice preventing any form of distribution by members? Why did you put this confidentiality notice on the minutes?

A: To prepare minutes, like many private and public sector organizations, and not-for-profit organizations, the President requested that the meeting be recorded. Publishing Board minutes on the web site was conducted solely at the request of some members. The Board is under no obligation, but for the sake of transparency and to meet the demands of a small group, we provided access. They are not for public distribution.

Q: Why did you not distribute to the members the recordings of the current Board meeting minutes?
A: We are aware, that contrary to the President's explicit direction, a recording of a Board meeting was promulgated to the public without the expressed consent of the Board members present and is, therefore, a breach of the current Board's personal privacy and will be pursued if it enters the public domain. Our Association's lawyer has been clear that the Board's responsibility is first to the Association, and second to the membership. Given the extent of interest in the August and September Board meetings, the current Board took the extraordinary step of publishing Board minutes to the web site.

Q: The Board meeting minutes should be accessible to the membership. What is your plan to do this in the future?
A: Ironically, Board meeting minutes have never been available to the membership as a whole. The current Board published several sets of meeting minutes. The current Board did NOT want to publish them to protect members privacy and 'in-camera' nature of the discussions. The Board had no obligation to produce them but received vitriol and negative feedback from a small group, including threatening emails sent to individuals, so made the decision to publish the minutes in the interest of transparency such that the full membership could review what had transpired.

Q: While the Board has the ability to appoint new members to fill vacant positions, will the Board make a call for volunteers via listserv to make the process more transparent?
A: The current Board is very aware of a silent majority who support them and their actions. The Board has the right within the bylaws to appoint new members to fill vacant positions. The current Board has no desire to appoint new members who have made public accusations and spread misinformation to the membership on listserv. The current Board is also aware of, and cognizant of, historic practice to 'stack' the Board with Clubhouse supporters, even going so far as to have family relations and employees in director level positions which in itself suggests conflict of interest. The membership has the right to vote in a new Board at the Spring AGM. The membership should be aware that some families who are very vocal on listserv, have purchased multiple memberships for one property in an attempt to sway the vote toward their preference.

Q: While there does not appear to be a rule to approve the Clubhouse sale, it is important that the membership approved?
A: As discussed in the President's address to the membership, Rick Soderstrom made an unsolicited offer to buy the Clubhouse around the time of the ROW discussion and vote. When the Right of Way trial was postponed, and after substantial work from the current Board to understand the past, present and future financial liability as well as the confidence of a successful outcome, the Board unanimously, save one abstention, agreed to cease and desist on the Right of Way action. Unknown to the membership was that the ROW defendant had offered a substantial financial offering to cease/desist

the dispute. Knowing that Rick Soderstrom had made a very recent offer for the Clubhouse, and knowing also that the support group of the Clubhouse within the membership may wish to continue the ROW proceedings, an offer of sale was made to Mr. Soderstrom and Ms. Moffett. This decision was supported unanimously by the current Board, save one abstention.

Q: How is it possible that the lawyer did not know which property the Right of Way was on?
A: The Association's lawyer was very clear on the location of the legal Right of Way under dispute. The Association's lawyer made the legal position clear to the current Board at a pre-trial briefing in September and in pre-trial preparations with the key witness. At the first day of trial, the key witness indicated to the Superior Court judge that the path used by some of our community who traversed from the lake to the Clubhouse was on a different path other than the stipulated Right of Way, through the adjacent property.

Q: How long has the Board been aware that the Clubhouse Right of Way did not allow water access via a dock or leaving personal watercraft at the shore?
A: The legal position regarding the Right of Way designation of no dock, no raft or ramp, no ability to leave boats/personal watercraft on the shore has been known at least since 1998. It is the current Board's assertion that this knowledge was not adequately provided to the membership until this year. Further, the Association lawyer's recommendation to the past Board was to cease/desist and accept an offer from Mr. Abdalla to settle the Right of Way dispute. Further still, resistance to this understanding within the current Board required 2 separate meetings with the Association lawyer to ensure clarity and understanding. This necessity is indicative of the level of misinformation presented to the membership over previous years and on listserv. The desired outcome for a dock, and to provide lake access to all, was never achievable.

Q: Why did you sell to Rick Soderstrom and Gaye Moffett vs putting the Clubhouse on the open market? I understand that a much more substantive offer has been received by the Board?
A: The current Board thought it in the best interest of the Association to offer the Clubhouse back to the person who had offered to buy it in September - Rick Soderstrom. This way the Clubhouse stays within its community of supporters and affords them the opportunity to finance the Right of Way dispute should they wish to do so.

Q: Over the last 3 decades, who has been looking after Mr. Villeneuve's and Mr. Abdalla's concerns or the concerns of the Regatta Bay community, or the concerns of the many cottagers who have not wanted their membership contributions going to the Clubhouse, an asset they have never and will never use?
A: The current Board cannot look backward, only forward. Many current Board members expressed grave concern over the welfare of Mr. Abdalla and the community in Regatta Bay and the silent majority of members who have removed themselves from listserv and are, quite frankly, fed up with the Clubhouse dominating discussion in the Association. The current Board believes that the best way forward is to separate the Clubhouse from the Association and to allow those who embrace it, to financially support it in full. We look forward to working with them in this regard.

Q: There was a suggestion to sell the Clubhouse for $1 to the new NPO and create a Memorandum of Understanding between the two NPO's going forward.
A: We will answer this question in two parts:
Part 1: Unbeknown to the current Board, the Association paid $1,000.00 for an appraisal, initiated by Rick Soderstrom in March 2021. The appraisal valued the Clubhouse at $35,000.00. Rick Soderstrom offered to purchase the Clubhouse at that amount citing the appraisal in September of this year and included in his offer. The Board did not come up with that value, or initiate discussions on sale of the Clubhouse. Rick Soderstrom initiated the sale discussion with his offer of purchase. The current Board had hoped to move the Clubhouse toward a self-sustaining model where its user base could enjoy the asset for many years to come. The Clubhouse Committee that resigned on mass, voted against a self-sustaining model, instead preferring a membership-based support model to continue. This stance of the Clubhouse Committee was in direct opposition to a recorded membership vote conducted and moved forward in 2010. The proposal of a $1 transfer would leave the Association with considerable operating expense over the last 6 years contrary to the membership vote of 2010 and considerable legal expense in excess of $17,000.00 since 2018 as we discussed tonight.

For the record the following points are important to mention regarding the Clubhouse:

1. Initially, there was an ability for members, after the 2010 self-sustaining vote, to allocate a portion of their membership fees to Clubhouse Operations and to the Environment fund
2. In 2012, that allocation model was replaced with a $450 stipend to the Clubhouse Operations Fund given the donation system was difficult to manage.
3. In 2016, the previous administration, led by Gaye Moffett, ceased the $450 stipend and stated general revenue would support the Clubhouse expenses. We could not find any vote or any motion or any approval associated with this change.
4. Since 2016, a rough review of financial statements indicates that approximately $35,000.00 has been spent on Clubhouse operating expenses and legal fees associated with the ROW.
5. A $1 sale offer proposed is therefore NOT acceptable to this Board.

Part 2: The current Board would be happy to work with the new NPO and discuss/create a Memorandum of Understanding regarding operations going forward. The current Board has made this very clear in their offer to Gaye Moffett and Rick Soderstrom.

Chairman Kevin Radford: Thanks to everyone who took part in the meeting

President Chris Ault: Wraps things up and ends the meeting.