

Notice: Next meeting of the Board of Directors will be held at the Annual Meeting on Sunday, January 29, 2017.

Meeting called to order by President Carr at 6 pm in the Clubhouse, Monday, January 5, 2017 at 6:00 p.m.

Roll Call

President Carr; Directors Chernosky; Dorman; Lee; Gordon; Ripic; Sliwinski all present.
Manager Brad Vasey; was present. Managers Bryn Duffield and Matt Rice were absent.

Director Lee made a motion to approve the minutes of December 5, 2016. Director Gordon seconded the motion. The motion passed.

Visitors

None

Managers Reports –

Clubhouse –

Brad Vasey reported the events have been going well at the Clubhouse and had a good December. The events went well and all returning next year with exception of one who is planning to travel out of state for their event. On Saturday, the PA State Police are holding an event at the Clubhouse. There is another event scheduled for the following week; there was an event for the PSU game which was successful. The garbage pickup has been changed to once a month for the winter months. The Thursday openings and the pool league is going well. There was a missed water testing in October, which will require a posting in the clubhouse for two weeks. The staff has been laid off and only working minimal hours. Brad spoke to the BOD regarding his lay off for the month of February; he feels he shouldn't be laid off due to answering phone calls and emails. Brad questioned the BOD what is expected of him during the layoff and his contract. President Carr stated Brad's concern will be taken into consideration during executive session for personnel matters. President Carr told Brad the committee would reconvene after the executive session to discuss his contract.

Director Dorman inquired about the Mug Club billing. Brad said he would be doing the Mug Club billing in February or March.

ProShop

No report available

Greens/Grounds

No report available

Membership

Sue reported on the Membership report.

New Membership:

Leon and Tanya Manning Social House

Motion to approve new membership made by Director Lee and seconded by Director Sliwinski. Motion passed.

Membership changes:

Robert Holman from 2 Golfers to Individual

Larry Huber from 2 Golfers to Individual

Motion to approve new membership made by Director Lee and seconded by Director Sliwinski. Motion passed.

Resignations

Rodney Manning – Resigned due to health issue upcoming for the year. It is with deep regret the BOD accepted his resignation. The BOD look forward to Mr. Manning returning to the membership the next year.

Motion to accept the resignation with regret was made by Director Lee and seconded by Director Gordon. Motion passed.

Financial and Royalty Report

Sue updated the BOD on the current accounts payable and the Financial Report. Diana and Sue will start working on the Quick Books on Monday, January 9, 2017 to correct and prepare the financials for the upcoming meeting. The finances and revenue flow improved with the Cart Special and continued payment of membership dues.

The Royalty deposit for the month of December was \$537.20.

President Carr questioned the Accounts Payable specifically the USGA Invoice and AGA Membership Invoice. Director Chernosky explained the GHIN listing has been reviewed with non-participating members names removed from the GHIN system. It costs \$11.00 per name to be in the GHIN system.

Policy-By-Laws Reviews/Proposals

Director Sliwinski stated if anyone had a change in the By Laws he would have the new by law prepared for the Annual Meeting.

New Business

General BOD discussion with no one volunteering to run for the BOD and what would take place provided no one runs for the BOD. President Carr stated he believes there is a provision in the event the BOD has to appoint a BOD. Director Sliwinski stated there could be a quorum issue. Director Chernosky stated there needs to be a provision in the event no one steps forward to run for the BOD. General BOD regarding the current By Laws regarding nominations and elections. Director Sliwinski presented the By Law "**Article VI - section 5. - In the event of any vacancy on the board that occurs outside the normal provisions of Elections, Article VI, the board may accept nominations from the floor or in writing to fill the vacancy and appoint said individual to fill the vacated board seat. (Amended by the Board of Directors of the Towanda Country Club under and pursuant to Article X on January 5, 2017)**"

Director Lee made a motion to accept the By Law as written. Director Chernosky seconded the motion.

Roll Call

Director Ripic	yes
Director Chernosky	yes
Director Dorman	yes
Director Gordon	yes
Director Lee	yes
Director Sliwinski	yes
Motion passed	6-0

Director Ripic spoke to the BOD to form a Financial Advisory Board with members who are versed in finances. General BOD regarding the Financial Advisory Committee.

Old Business

Deck Repair

The deck has been repaired, the invoice was the same as the estimate submitted.

Hail Damage

There was no hail damage on the Clubhouse; there was some wind damage on the end of the Clubhouse roof. There was hail damage on the ProShop and will be paid for repairs. There was minor damage on the Pool house shed. The contractor will complete the work including the deductible for the insurance payment.

Strategic Planning –

Nothing to report at this meeting.

Meeting Adjourned to Executive Session

Motion to adjourn the meeting at 6:41 p.m. was made by Director Lee to adjourn to executive session. Director Chernosky seconded the motion. The motion passed.