

## **Middlesex Club Annual Meeting Minutes-January 13, 2021**

7-7:54pm EST via Zoom Call

Directors Attending (15)

1. **President**-Sean McCarthy
2. **Vice President**-Justin Byczek
3. **Treasurer**-Lisa Cruikshank
4. **Secretary**-Ruby Huang
5. **Paddle Chair**-Jay Baum
6. **Aquatics Chair**-Kim O'Brien
7. **Aquatics Chair**-Bea Repking
8. **Tennis Chair**-Courtney Darby
9. **Tennis Chair**-Robert Steeves
10. **Social**-Alison Firgeleski
11. **Day Camp**-Katie Briggs
12. **Communications/IT**-Gerrit Veeder
13. **Membership**-Lindsay Warnke
14. **House and Grounds**-Sallie Schmidt
15. **Member-at-Large**-Tom Cerussi

Directors Not Attending (0)

General Counsel: Andrew Reardon in attendance

Management: Tad Keating in attendance

*In total, approximately 80 members participated in tonight's Middlesex Club Annual Meeting*

### **President's Notes:**

- Thanks to members for providing feedback and staying involved to help drive decisions on how we were able to use the club safely in 2020 during the pandemic
- Thanks to the 2020 board for everybody's hard work on the many zoom calls to prepare the club to open and operate as many facilities safely and quickly as possible, providing an outlet for our members to enjoy with their families
- Thanks to our General Counsel, Andrew Reardon, who helped with the safety efforts. We were happy to have the pool, paddle and tennis courts ready for use as soon as possible, even if at a limited basis to follow covid protocols
- Thanks to Tad, Larry, Claire, Jim, Marj, and all MSX staff who helped us implement new policies to ensure we have a safe place to enjoy as a community
- This year we collaborated with other clubs to share club policies. The group of club presidents worked together to make sure we offered comparable access to facilities and shared best practices when it comes to safety preparedness. We plan to continue this collaboration with other clubs throughout the year
- Our main goal this year was to provide safe access to the club for our members but we went above and beyond that goal by provide many upgrades to the club (further detailed below)

- Thanks to the 2020 board members who are leaving us this year: Justin Byczek (VP), Rosemary Jordan (Secretary), Kim Adams (Aquatics), Tom Cerussi (Member at Large), Alison Firgeleski (Social)

### **Treasurer's Report**

- Treasurer will prepare a more detailed write-up of Treasurer's report after the meeting. Please reach out to Lisa Cruikshank if you would like a copy
- We have preliminary financials that should be finalized soon. We don't expect any major changes
- Most costs were in-line as expected
- Revenues were down in certain areas such as initiation fees (due to fewer resignations), summer camp (due to cancellation of 2020 camp), program fees (due to delayed and/or limited programming)
- Repairs & maintenance expenses up ~5% due to 2020 storm repairs
- Property taxes up ~2%
- 2020 Capital improvements totaled ~ \$80k. In 2019 there were no single major projects. 2018 capex spent was \$68k
- Some of the 2020 capital expenditures included outdoor furniture replacement, clubhouse bathroom renovation, online ordering software system (Toast), Cohesion - Quickbooks interface, tennis upgrades (new screens and painted pavilions), pool repairs, water heater replacement, and computer equipment updates to enhance security
- Club is in a good financial health and resources available for improvement in 2021 and beyond
- Cash remains above \$500K and current assets have surpassed \$600K
- In 2021 we would like to focus on long term planning assessment to make further improvements that will positively impact our club in technology and across our grounds

### **House and Grounds**

- Much was covered during Treasurer's report related to her update on 2020 capital expenditures
- Some other projects we worked on in 2020 included power-washing paddle courts, painting tennis hitting wall/pavilion, wind screens for tennis court, landscaping projects, acquisition of hand sanitizers and cleaning supplies need to address Covid safety and cleanliness protocols
- 2021 potential projects-Researching additional lights for parking lot, revisiting tennis posts that were put in hold in previous years

### **Communications**

- Implemented new software systems in 2020 just in time for the season
  - Toast online ordering system
  - Omnify (Covid related) for swim registration
- Members used these systems to help make their experience at the club more seamless
- 2021 projects will include working on website updates and routine database updates

### **Membership**

- Current waitlist is 50 with an additional 3 in the 30-day wait period bringing the total to 53
- 40 applications were received in 2020 (up from 15 in 2019)
- 26 resignations in 2020 and 2 families moved to inactive membership (up from 18 in 2019)
- We saw a reluctance in 2020 from families who were offered membership to accept given uncertainty of the pandemic
- In 2020 we approved a by-law change. Members can now sponsor 4 families per calendar year as opposed to 2. This has been helpful in the recruitment process
- We have continued our partnership with Darien New Neighbors
- We hosted a successful Membership Open House over Labor Day weekend resulting in 6 applications to date
- We chose to operate a very limited August membership program (3 families) so that we could focus on providing as much club access to current members as possible during Covid

### **Tennis**

- Thank you everyone who participating in the men's, women's and juniors' programs
- Jim and his staff did a great job again and we learned a lot throughout 2020
- We expect a vibrant and strong program to continue into 2021

### **Aquatics**

- Jodie Scozzafava will be joining as a third Aquatics Chair
- Aquatics Director Marj Trifone will be back this summer. We are looking to hire more coaches and working with Marj on recruiting
- We are working with Joe Somma our Dive Team Coach to ensure he continues as the dive program
- We are working on planning full swim/dive programs and hopefully regular meets in 2021
- We are excited to grow the water polo program in the 2021 season and we are looking for coaches
- We are looking at the 2020 survey and trying to incorporate changes, improvements to the program where possible
- The 2021 meet/match schedule will be posted on the MSX website. Please reach out to the Swim Chairs with any questions

### **Camp**

- We were disappointed to cancel the 2020 Camp season but in hindsight it was a good decision
- We are excited to be back this summer
- We are currently working on booking activities, recruiting counselors, discussing possible changes
- We will be working closely with the Safety Committee to discuss logistics and Covid safety measures for kids and staff to keep everybody safe

### **Paddle**

- Unprecedented play on the courts with record numbers of Women, Men and Juniors playing.
- Over 70% of MSX membership is playing paddle tennis.

- Junior clinics have expanded as have the number of Men and Women participating in league play and clinics. Men's added 7<sup>th</sup> team to their league. Women's added 5<sup>th</sup> team to their league
- Our paddle pro has needed to recruit more pros to help with increasing demand
- We are seeing increased participation due to Covid. Paddle tennis allows for safe, outdoor play.
- New families are expressing high levels of interest in playing paddle, even when they are on the waitlist
- We worked with tennisbookings.com to add in rules for allowable reservations that they can enforce through the website (number of reservations per week, etc) to spread out play among as many members as possible. Court times are booked up quickly
- We have worked hard to keep our paddle courts open due to our strict compliance of Covid safety protocols that have been put in place and developed with the safety committee
- While the clubhouse has remained closed and we have suspended Men's Up and Down Rivers on Thursdays with safety in mind, we have been able to enjoy the paddle season with league play, clinics, scrambles and tournaments
- We have carefully expanded the guest policy to find the proper balance between safety protocols, court demand and members desire to have guests. We initially started with only for league matches, then expanded to include Monday-Friday during the day and Friday/Saturday evening, and have most recently added Sunday evening.

## **Social**

- No social activities to report on in 2020 due to Covid cancellations
- We are hoping for a different summer in 2021

## **Election of Directors:**

- The Nominating Committee identified the following individuals to be added as Directors for the Class of 2023: Sean McCarthy, Gerrit Veeder, Thomas Benevento, Joan Carlo, Jason Perez
- President motioned to ratify the election of the above named 5 individuals and the remaining members of the Board of Directors as described in the Notice of Annual Meeting.
- Motion was seconded and membership voted in favor of said motion unanimously
- President indicated we also received 5 proxy's in favor of said motion
- Motion for the election of Directors passed

## **General Information**

Question #1 Member asked: Do other clubs have similar Covid guidelines as MSX? Do members of other clubs have 1 week quarantine policies versus our 2 week policy?

- President responded: Safety is very important to our club and it's important that we keep up with changing state guidelines. Our club policies were last issued on November 24, 2020 and it included a one week quarantine and a test out option.

Question #2 Member asked: Please clarify conflicting information about resignations reported by the Treasurer and Membership Chair during their reports tonight. Are resignations up or down?

- Treasurer responded: The timing could be off because the Treasurer will report statistics based on when funds are received and booked into our financials vs. the Membership Chair reports on when applications/resignations are received. Membership Chair confirmed this answer. Treasurer further clarified that the 2020 resignations are actually lower than the 2018 resignations. 2020 resignations: 26, 2019 resignations: 18, 2018 resignations: 28

Question #3 Member asked: Can you please add more color on summer camp?

- Summer Camp Chair responded: We are working with the safety committee to determine plans. We are working on recruiting counselors. Our programs will be determined as we finalize our resources and policies. Changes may or may not include having morning/afternoon sessions and adding a second tent

Question #4 Member asked: What is timing of reopening the playground?

- President responded: Safety committee will review and discuss policies for the summer. We will stay in line with town policies and ensure we keep our members safe

President introduced Meghan Muldoon, Women's Paddle Chair, to share her prepared remarks, provided in advance of the Annual Meeting to the Board of Directors. Meghan's statement:

*"I would like to repeat and add to my remarks from last week's meeting about why establishing two Board votes for paddle would benefit our membership by creating a more positive experience for our current members and help in the club's recruitment efforts.*

*This fall, 168 families (nearly 70% of our membership) participated in our club's paddle programs, either through a clinic, a league match or reserving a court to play socially. Even before the pandemic, platform tennis was surging in popularity, especially in Darien.*

*Just 10 years ago, there were 66 total players at Middlesex participating in both the men's and women's programs. Today, there are over 200 – that is over 3 times as many members in our paddle programs than there were a decade ago. In 2004, Middlesex had 4 men's teams and only 1 ladies team. Currently, we have 7 men's teams and 5 women's teams. In fact, both the men and women added a team this year due to the increased interest.*

*Ten years ago, there was no junior program. Today, we have 109 members enrolled in junior clinics and we are in the early stages of building a youth program to allow them to play in tournaments and matches. Our paddle program is huge, and growing!*

*Paddle at the club now enjoys the same level of family participation as swimming and tennis but that is not reflected in the composition of the Board. Paddle holds only one spot on the Board while tennis and swimming each hold two. We currently have a men's paddle chair and a women's paddle chair; however, the women's paddle chair is not a voting member of the board.*

*Establishing two voting positions for both the men's and women's paddle programs is important because having only one voice at the table limits the paddle chairs' roles in decisions that directly impact the **entire** paddle-playing membership. Also, the men's and women's paddle programs are structured very differently so it is not reasonable to expect that one chair can adequately represent both programs. And, voting members get pertinent information about the club that non-voting members don't have access to. Non-voting members do not receive board meeting notices, agendas, committee*

reports or any other information that is routinely sent to voting members. Trying to manage a large program without sufficient support or communication from the club's board is difficult and puts the women's program at a disadvantage relative to the club's other programs.

Also, this summer, our paddle professional's contract expires and the board will be voting on whether to renew it, or amend the terms, or to start a search for a new pro. What most members don't realize is that Claire's contract is specific to the ladies program – she is charged with running the women's program but not the men's. As structured, our pro has very limited involvement with the men's program. Yet, as it currently stands, the ladies paddle chair does not have a vote on the single most important factor influencing the women's program. We have no control over our own program. The women's program is bound by the terms of our pro's contract. For example, if the women were interested in changing the structure of the program to be more like the men's, they would be unable to do so. From a good governance standpoint, it is illogical that women don't have a say in who the club hires to run the program or how they run it.

In addition, every year the Middlesex Club Board decides which capital projects are funded. Therefore, the different areas of the club are routinely competing for the club's limited resources. According to club records, through the years, the tennis program has asked for a new tennis pavilion, a new sprinkler system, and a new backboard, just to name a few. And the swimming chairs have requested funds for new swimming blocks, new cages for water polo, renovations to the locker rooms and replastering of the pool. The paddle program has asked for new lights, a walkway, paddle court repairs as well as new paddle courts. But, with only one vote compared to two votes for swimming and tennis, paddle is always at a disadvantage when it comes to getting approval for projects that would benefit the club's paddle-playing membership.

Some members claim that amending the bylaws is a big deal, an arduous process, that the bylaws are sacrosanct. But just six months ago, the Board voted unanimously to amend the bylaws in the course of a few minutes - with no debate, no fanfare, no public input. The board amended the bylaws to allow 4 sponsorships per year instead of only two in an effort to help boost club applications.

The club is rightfully concerned about our waiting list which currently has only 48 families on it. Ten years ago, when my family applied for membership, there were over 100 families on the waitlist. But I submit that the best recruitment tool the club has is a happy membership who feels that the club is responsive to them, that the club values fairness, inclusion and collaboration. By changing one number in the bylaws and granting a vote on the Board for women's paddle, the club will be making great strides in ensuring a more positive and inclusive experience for our members which I believe will translate into greater interest in the club and a longer wait list.

Finally, some Board members have expressed reluctance to enlarge our 15-member Board. While this concern is not without merit, I think the more pressing issue is that a significant portion of our membership feels disenfranchised. In addition, without an amendment to the bylaws to enlarge the Board to accommodate a second paddle vote, the current Board would need to rejigger positions in order to create a new hybrid role -- whereby one Board member would be responsible for what was formerly two different positions - for example, creating a Social Chair/Ladies Paddle Chair. For many reasons, this is an inadequate solution. Mainly, it still does not provide two full votes to the paddle program and it would effectively shortchange the ladies paddle program. Overseeing five teams and 92 members while assisting the Men's Paddle Chair with the juniors program is a time-consuming effort. Our members deserve a Ladies Paddle Chair whose time and attention is solely dedicated to that program and not divided between other club obligations.

I think we would all agree that the assets of the Middlesex Club are the swimming program, the men's and women's tennis programs and the men's and women's paddle programs. These programs are very important to our membership and, as a result, all of them have voting representation on the board, all except one – the women's paddle program.

*Now is the time to acknowledge the phenomenal growth in the number of members who play paddle and the importance of a robust and vibrant paddle program to the continued prosperity of the club by establishing two voting members for paddle.  
Thank you.”*

Following Meghan’s remarks, additional comments were received

Member stated: We want equal representation for women’s paddle. When will we know what the board decides?

Another Member stated: I am in full support to amend the by-laws to allow 2<sup>nd</sup> paddle representation

Another Member stated: I support Meghan’s comments

- President responded – The board of Directors will discuss during our board meeting which follows the Annual Meeting and we will share the outcome
- Communication Chair stated that he received many zoom chats through the annual meeting zoom indicating support for Meghan’s proposal

Member questioned: Is the board meeting closed to the public?

- Communication Chair stated: The board meeting is open to Voting Directors and Non-Board Officers. The minutes of the meetings are posted on the MSX website after they are ratified.
- General Counsel stated: Minutes are first ratified after the next board meeting in February 2021. After the minutes are ratified, then the minutes will be posted on the website

**Annual Meeting Adjourned** at 7:54pm EST

**Next Board Meeting:** Wednesday January 13, 2020 at 8pm EST