

**Ballston Spa Country Club
Executive Committee Meeting Minutes**

Held: 10/21/2013

Meeting Commenced: 8:30 AM at the BSCC Office.

Members Present: Harry Talmon, Paul Steves, Mark Cacoza, Dave Runyon and Bill Tucker

Members Absent: Mike Zegarelli

Others Present: Al Squire and Laura McNeil

Minutes from the Oct 4 Executive Committee meetings were approved.

We had a discussion examining the purpose of the Executive Committee and the concern that the Executive Committee was overstepping its boundaries. We agreed that the Executive committee was not a mini BOD and that we must insure we do not usurp the BOD authority. The by-laws state "Recommendations for policy changes or significantly large expenditures from other committees or sources within the Club, in addition to those which are included in the approved budget, must be reviewed by the executive committee and then presented to the Board with the Executive committee's recommendation. The Committee shall also undertake compensation reviews and make compensation recommendations to the Board regarding all staff and contactors. This Committee shall also serve the Board in the capacity of an Internal Controls Committee, and as such maintain adequate separation of duties with the Finance Committee." Bottom line is that the Executive Committee makes recommendations to the BOD. The Executive Committee can be used to get advice and allow for an informed decision and recommendation to the full BOD.

The committee discussed the grounds crew budget and a spreadsheet that was prepared by Bob M showing projected expenditures from now to the end of year. Dave questioned why the grounds crew is earning overtime when he recalled that Steve indicated he would not need overtime when he was allowed to hire additional personnel. This took place last year, however, Harry nor Bill do not recall that discussion. While the overtime paid is within the course labor budget the discussion should be within the confines of compensation reviews and recommendations to the BOD. Are we paying appropriate compensation for the individuals whom we employ?

Focus of the discussion then turned to when the course would close and when normal maintenance on the course would be suspended. The Executive Committee is in favor of the BOD picking a date when the course will not be maintained on a daily basis. It was suggested that Nov 15, when the Pro Shop closes, would be a good date. Members would still be allowed to play to temporary greens but the course would not be maintained. Crew would then be able to concentrate on putting the course to bed and the winter

project list. Spending money to maintain the course when only a few members might play does not seem fiscally responsible.

Discussed the need for a Code of Ethics that would govern the BOD. This should not be confused with the Code of Conduct which applies to all members. If the BOD wanted to extend the Code of Ethics to Committees and Staff that would be a separate issue. Bill mentioned that he has seen online examples of a Code of Ethics that we could use as a guide. Bill will email copies of examples to each member of the Executive Committee and we will discuss at the next meeting.

Committee moved to Executive Session to discuss compensation reviews and the recommendations to the BOD on compensation recommendations.

The Executive Committee discussed the Restaurant contract and whether Panza's is interested in coming back and whether they will properly serve the membership. The committee recommends that the Restaurant Committee explore all options and if a recommendation is for 2014 then we must act quickly.

Next meeting will be 25 Nov at 9:00 AM in the BSCC Office.

Meeting was adjourned at 9:45 AM.

Respectfully Submitted,
Paul Steves