OGDEN GOLF AND COUNTRY CLUB

MINUTES OF BOARD OF DIRECTOR'S MEETING

August, 2024

A regular meeting of the Board of Director's of the Ogden Golf and Country Club was held at 5:30 p.m. Thursday, August 22, 2024 at the Club.

The following were present:

CONDUCTING: President, CARTER RANDALL

PRESENT: Vice President, CORY NIELSON

Treasurer, FRANK REDD

DIRECTORS: CATHY BULLARD

TRISH CANNIZZO CHRIS DURRANT CASEY BISHOFF JOHN REDD

ALSO PRESENT: Club Manager, VICTORIA THOMSON

Superintendent, GREG GILMORE

Head Chef, MATT TRUJILLO

Restaurant Manager, KAREN COBB

Head Golf Pro, BOB WALLIS Event Coordinator, JENN FIFE

EXCUSED:

CASEY SCOTT JOHN OLIVER

Secretary, DAN BUCKWAY

President Carter presided and Katherine Patten recorded the minutes.

APPROVAL OF THE MINUTES:

Upon motion duly made, seconded and unanimously adopted, the minutes of the July 18, 2024 meeting were adopted without opposition through e-mail voting.

New Office Staff

Ms. Thomson introduces Kathyrn and Kandice, the new office staff. Ms. Thomson says they have been doing great. No one was prepared for the issues happening. It will take time to fix things. Be patient with us. Ms. Thomson says they were thrown into it and they are doing such a great job. She will let the members know that we are working on the issues. The Board thanks Kathryn and Kandice for being here.

Grounds - Greg Gilmore

Mr. Gilmore asks the board if anyone has played. He started his agronomical practices with a fairway slit overseed this week. We will finish the front slit seed this week and move on to the back next week. The slit marks from the slit seed will be around for a few weeks until the grass germinates, and the slits heal up. Mr. Gilmore will aerate the tees throughout the month of September and October, they should close fast and will be unnoticeable. The maintenance staff is planning on a weekly light top-dress of the tees starting in the 2025 season. Fairways will be solid tine aerated starting mid-October in the evenings to not interrupt play. This coming Monday we are doing a single direction verticut on the greens with a medium top-dress, fertilization, and overseed to the thinner areas. A reminder to the Board and membership, this process takes extra watering so the greens and surrounds will be wetter than normal for a couple days. This coming Tuesday morning we have scheduled a fertilizer truck who will apply 3 tons of fertilizer that will need to be watered in. The fairways will be wetter than normal for a few days. The range picking schedule is changed because of employee's school starting from picking in the mornings to now the evenings. The small range will close 1 ½ hrs. before sunset and the large range will close 1 hr. before sunset to allow the employees the time to pick the balls. The range tee project, Mr. Gilmore is meeting with a Golf Course designer, GPS Golf designs, tomorrow who is currently working in the Park City area and should have more details about the design options for the range tee after the meeting. Leases coming due, we currently rent two Toro 4500D rough mowers and two 5410 fairway mowers for \$3,500/mo. The reason for the rental is our lease expired in 2023 and the availability of new equipment is delayed. The two new rough mowers (4500D's) are now available and awaiting lease docs to be prepared for delivery in September. The fairway mowers are still unavailable as of now so we will continue to rent them until our new ones become available. The lease for the two new 4500D's has gone up by 19% since 2019 the last time we entered the lease. The 4500D's with the 19% increase will cost \$3,750/mo. Also, the new total grounds operation payment will increase due to the equipment price increase. The total grounds operational payment will be increased for 2 reasons, first the new fairway mowers are less expensive mowers, but we will be leasing three instead of two and this will increase the cost along with the 19% price increase. Total lease payment for the Fairway and rough mowers will increase from \$5,000/mo. to \$7,040/mo. The new leased equipment will come with a manufacturer's 2 yr bumper to bumper warranty. Mr. Durrant asks as far as the budget goes; did you budget enough for all this? Mr. Gilmore responds, I budgeted for the rent this year but need more funds to help, but it's not enough. It is what it is. We will budget for it next year. We need to sign a lease for two units.

Upon motion duly made, seconded and unanimously adopted, to move forward on the lease for the rough and fairway units costing \$7,040.

The board thanks Mr. Gilmore for the condition of the course.

Food and Beverage – Matt Trujillo

Mr. Trujillo says we put out a new menu. Some items are doing very well. Some are not selling well, but he will keep an eye on it. The back to school business fluctuates. We are also working on a brunch menu for weekends starting the week after Labor Day. We will have a separate menu for Saturday and Sunday for scheduled hours. And we look forward to it. Mr. Trujillo plans to add chickens and waffles, french toast, and eggs benedict.

Food and Beverage - Karen Cobb

Ms. Cobb is transitioning from summer to fall. The snack shack closes next week. We are working on events with a few tournaments to go.

Events - Jenn Fife

Ms. Fife says our next tournament is the Twilight Tailgate. We have the Thompson Tough coming up. The beneficiary has ALC. We have 150 reservations for the Labor Day Celebration. We are doing yoga on Monday nights. We have had 3 ladies the first week and 5 members the next week. Mimi Mackenzie, our yoga instructor, is great. We have a few more tournaments coming up in September. The 110th birthday celebration will be in September and will be a black and white event. Ms. Thomson asks if some of the members who have been here for a long time have photos of events at the club. We want the entire ballroom filled with pictures of the club. She wants to make it so members can see the transitions of the clubhouse. Mr. Frank Redd suggests Norm George. He's taken photos of the events in the past. Ms. Thomson wants to showcase the history of the club.

Pro Shop- Bob Wallis

Mr. Wallis suggests two possible ways to do the club championship. Option 1 we have different categories for men and women. Under 50 years old, age ranges from 50-60, 60-70, and legends who are 70 years plus. Then have match play for how many play in the bracket. We would host a qualifier in September limited to only 8 members in each bracket. The entire club championship tournament would take place on a Friday and Saturday on the same weekend. Option 2 would be to maximize the qualifier round, and then matches would be set up individually. Mr. Wallis recommends option 1. Mr. Durrant agrees with Mr. Wallis to do it all in one weekend. Mr. Randall sees it the same and thinks 8 people are plenty for the qualifier. The ladies are trying to get more participation. There's the occasional chance that someone who doesn't qualify wins.

Upon motion duly made, seconded and unanimously adopted, to implement option 1 and do brackets of the 8 members who qualify and do it all in one weekend.

Department Heads excused other than Mr. Wallis and Mr. Gilmore.

General Manager Ms. Thomson

Ms. Thomson talks about the new office staff, Kandice and Kathryn. We've had Katherine help support them. They are doing amazing there. They have a great head on their shoulders. They are excited to help. They started working 50 to 60 hours a week, but Ms. Thomson told them to scale back. This week they are doing much better and she doesn't want to overwork them. The hardest part is that some members don't understand and have been rude. Ms. Thomson explains there were a lot of unpaid bills to vendors that Madlyn wasn't paying. She said she had it handled but she was keeping stuff from Ms. Thomson. Today Nicholas stopped food orders on our account, but we were able to get those paid. We are trying to get afloat and get vendors paid. A lot of the companies have been good at giving us a slap on the wrist. We will get things paid. A lot hasn't been done since March. Anyone who has contacted us directly we've got them taken care of immediately. We are working through it.

We talked about rescheduling the annual deep clean. We are hoping it can be pushed back to mid January hopefully. We have had members who would like to utilize the club over the holidays and New Years. We have had issues in the basement that we are figuring out.

We had a company come out and look at the creek area. Ms. Thomson has the bid from the architect. Once we have that design we can take that anywhere. This is what they are projecting. Ms. Thomson wants to talk to Leif Handy first. The surveying crew will map everything out. Then the contractors bid on the project. This is Blair from Landscape Specialties. It will cost \$12,000 for mapping. Mr. Gilmore says it was a wetland in 2006. This is a rough draft for getting started. Leif can draw it once he has the geotect.

Korn Ferry

Mr. Randall sent a contract to the board members from the Korn Ferry. We talked about different ways to generate revenue. The way they lay that out is 90 percent goes to Utah Sports Commission and we (the club) gets 10 percent commission for hole sponsors and the driving range. That was concerning, because the revenue share is off. Mr. Frank Redd and Mr. Randall will go over the contract some more. We've entertained an outside concert venue. If we put out a Coors tent and paid for that, wouldn't we get that money? Jeff sent a different message. The 90%, 10% needs to change because that is not going to work. Mr. Randall is starting to understand why Oakridge put in a limited effort. The Utah Sports Commission isn't doing the sponsor's work either. Then we can put on the table that they pay us for the sponsors they get. Mr. Randall says this is nothing we can't attack, we need to modify the contract. Mr. Wallis is

playing with Blake Moore tomorrow who is on the board. Would you like Mr. Wallis to say anything? Mr. Durrant says to tell him to throw out that the OGCC board is not happy with the contract. Mr. Wallis says when we talked about bringing in extra dollars, they didn't seem to care about that. Mr. Wallis will talk with Blake Moore. The president of Oakridge asked if we heard from the Korn Ferry. It would have to be lucrative for Oakridge to consider it. Mr. Gilmore mentions that the course usage fee is low. Mr. Randall says we will be aggressive. Mr. Frank Redd says this is the first we heard about the breakdown. Mr. Nielsen mentions that insurance is another issue. Mr. Frank Redd says this is simple and Brett or Blake can tell us if insurance covers this. Ms. Cannizzo asks if we have reached out to other clubs who have hosted the Korn Ferry to see what we can negotiate. Mr. Randall says yes we can try to figure out if they negotiated. Mr. Randall will make a few phone calls about the Korn Ferry to see what they negotiate. We need to lay sod for the driving range. We can lay that in November. Mr. Randall says we are under pressure to get bids for the new tee box. Mr. Gilmore says if we start by October 1st, we can pull it off. The driving range is the only problem with the Korn Ferry and would be a deal killer.

Mr. Gilmore and Mr. Wallis excused.

Committee Chair Members

Grounds - Frank Redd

Mr. Frank Redd says we had a good year. We didn't hire an assistant for Mr. Gilmore, but it saved \$80,000 per year. Mr. Rob Despain is doing great on the committee. The second man is not as important. The course has been great. Mr. Nielsen says he had two members talk to him about the greens from the fungus. We have interesting greens here with poa. Ours is patched so when it stresses the patches don't look good. We need better communication with the membership. They are happy with the rest of the course, but not the greens. They were once good. Mr. Frank Redd suggests the members report to the grounds committee and give their concerns. A simple email would help people know what's going on.

Pro Shop - Casey Bishoff/ Cathy Bullard

Ms. Bullard met with Ny, Jace, and Bob and we are monitoring the guests playing more than 6 times. The finances are not perfect, but things will get smoothed out. Mr. Nielsen suggests it might be beneficial to have the ladies do it. Ms. Bullard would like to see the accounting. Mr. Nielsen asks about the golf cart lease. Did we make sure we are only paying for 2 modules? The board responds yes. Mr. Frank Redd says to work with Bob to fix the geofencing. Mr. Nielson says they have fixed some things.

Men's Association - Johnny Redd

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Invitational - Casey Scott

None.

Handicap - Chris Durrant

Mr. Durrant says no complaints and everyone is straight.

House - Dan Buckway

None.

Membership - Trish Cannizzo/ Frank Redd/Carter Randall

Mr. Randall says corporate memberships are interesting. The corporate primary is the only equity member. Then the affiliates are non-equity and the initiation fee starts with 90% of the current initiation fee and then a breakdown of initiation fees depending on the number of affiliates. Why would anyone do that with no equity? We currently have 16 corporate primary and 6 affiliates. Mr. Nielson says that Paul Skeen is a corporate primary and he used to be a corporate affiliate, but then transferred over to equity, leaving Paul as a corporate primary with no affiliates. Some members may need to switch to full equity instead. We currently have 18 members on the list to inquire about exiting, if it happens to sell they want to see what happens. We did get a decent amount on the list after the initiation fee went to \$45,000. Ms. Thomson has a flow of misinformation from members. Some members on the exit list are saying they are screwed because the initiation fee was raised. Ms. Cannizzo says we talked about if you want to get out, you can just leave and not wait the 6 months. Mr. Randall says that was when we had a low fee. There are a few people who might be interested in leaving immediately with no pay out. Ms. Thomson says no one was really interested to give their equity away when the initiation fee is at \$45,000. Mr. Randall says if the buy in is \$45,000, but John wants to buy Frank's for \$35,000 instead of \$45,000. They can do an outside deal. If someone comes in and wants to pay \$35,000, but the seller only gets half and the club gets half of the balance. Mr. Nielson says we need a paper trail of documents in case of an audit. As soon as we do \$35,000, it sets the precedence. We don't care if someone does their own deal. What if it was \$35,000. Can the buyer discuss the payout with the seller instead of the club? We don't want the club involved in the back-end deals. Ms. Thomson says Colton Swain is on the selling list and he's upset no one will buy for \$45,000, but he has some willing for \$25,000 or \$30,000. Mr. Nielson says if he has buyers at that amount, the price of the club is \$45,000 and they can work out their own deal. The club makes \$45,000 and we issue 75% back to him. Any other deals are their own business. If he has a buyer he can net it out themselves. Ms. Thomson has communicated that to him. She will reiterate that with Mr. Swain. Ms. Cannizzo

says with winter coming up, they can hand over their membership if they don't want to pay 6 months of dues. Most may not take that option. Mr. John Redd says we haven't had one member pay \$45,000 to join. Our monthly revenue matters. Mr. Nielson says but the club makes 100% of that initiation fee. Mr. Frank Redd asks why we are at \$45,000. Mr. Durrant says because Oakridge sold one for \$70,000. We are full so we don't need to change it for now.

Finance - Cory Nielson/ Frank Redd

Mr. Nielson says we covered a lot today already, but here is a level of where we are at. Cash flow wise we are sitting fine. On the profit and loss year-to-date we have a gross profit of \$117,000, but if we back out initiation fees we are negative. We are trending in the right direction. Since we have extra cash, we would like a money market account so we can make our cash work for us, but it's hard when we don't know what we have. Mr. Durrant asks if it's costing us not having our initiation fee at \$30,000 so we can generate a little more revenue. Mr. Nielsen says no, because we aren't missing out on dues, but a net of the initiation fee. Is it better to wait a few months to see what happens? We are full. Ms. Bullard says there are a lot of rumors and thinks they can sell for \$45,000.

Pool- Casey Bishoff and John Oliver

Ms. Thomson says the pool closes on Labor Day. We are open weekdays from 3:00 - 8:00pm. Mr. Randall says a member asked if wives can come before 3:00pm to use the pool? Ms. Thomson says legally no. Members are calling asking why it's closed when the weather is still nice. When school starts, it slows down. It also loses money. Mr. Durrant says that there is a 2 week period that we don't have lifeguards. Ms. Thomson says some lifeguards could work if it was an option. Mr. Frank Redd suggests leaving it open after Labor Day. Mr. Nielson says you have to rotate lifeguards. We have to have at least 5 lifeguards for the handful of members who come. Mr. Nielson also adds the additional cost of payroll. Mr. Randall is open to further discussion.

5 year planning - Executive Committee

Our projects are moving forward.

Social - Trish Cannizzo/ Casey Scott

Ms. Cannizzo says Mr. Scott and I are working on the Labor Day Celebration. We have a balloon artist, rodeo queens, face painting, a singer coming, and a mechanical bull. So far we have 150 people. We wanted to make it a member appreciation celebration so we lowered the price. The staff doesn't know how this event works, but they are working on

details. Reservations are required. If you show up 3 and you RSVP'd 10, you are charged for 10. We are serving ribs and a BBQ style dinner. We have fireworks to follow.

Tournament Committee - John Oliver

None.

Rules - Dan Buckway

None.

OLD BUSINESS

Member Reinstatement

Mr. Randall says the member hadn't paid since December. He met with the committee and explained why he hadn't paid. He paid \$19,800 to the office for his initiation fee and dues except for the food minimum and finances charges recently. We excluded him from the membership list. We are at 377. He made a plea to be forgiven. We asked why he didn't stop by and pay your bill if his office staff hadn't. He seems nice. All association fees are on the bill. He's only been here one time since joining to play and hasn't eaten here. If he stays, he needs to be on auto pay. Mr. Nielson played with his friend and he asked what's going on here? He tried to come play, but why are you kicking him out? Mr. Nielson said because he hasn't paid a dime. He put the \$19,800 on a credit card so we need to make sure he doesn't dispute that charge with the credit card company. Mr. Durrant suggests that he square up and pay the unused food minimum, but back out the finance fees. Then set him up with an ACH auto payment and if he's 30 days past due, he's gone. Mr. Nielson says he needs to bring a cashier's check down for the remaining amount. Ms. Thomson reached out multiple times and she's seen all the emails and phone calls and every time he was in correspondence. Hannah talked with him and he said the check was in the mail and she sent the certified letter. It never came and so Madelyn sent the letter and then his friend tried to book a tee time but he couldn't and then it pushed him to reach out to Ms. Thomson.

Upon motion duly made, seconded and unanimously adopted, from this point forward this member will be reinstated as an equity member. We will waive the finance fees, but he will need to pay the rest of the fees on his bill. If he's 31 days late on any payment, he will be removed as a member. This will be signed in writing from the member. Ms. Thomson will reach out to the member to square his bill with a cashiers check within 72 hours.

NEW BUSINESS

Babe Ruth Score Card

Mr. Wallis says Babe Ruth played here and there is an existing scorecard. The owner wants to sell it for a couple of free memberships. They are stating it's worth \$10,000. Mr. Durrant says it's worth no more than \$1,000. This is not worth \$45,000.

Aged Receivable List

Mr. Nielson says we have repeat offenders that need a certified letter sent out.

Ms. Thomson says we are constantly over 380 equity members. If we have an economic slowdown, they will slow off. Ms. Cannizzo says some may want to give their equity to become lifetime.

| There being | ng no further busin | ess, the meeting w | as adjourned at 7/ | ':50 p.m. APPROVE | :D BY: |
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| DATE: | | | | | |