

**Minutes of the Meeting of the
Board of Directors of
Antelope Valley Country Club Improvement Company
39800 Country Club Dr.
Palmdale, CA 93551**

October 23, 2025

1. Call to Order: President Abraham Martinez called the meeting to order at 6:00pm.
Officers In attendance were: Vice President Debra Erdman, Secretary Michelle Lewis,
Treasurer Nick Godin
Directors in attendance: Director Gina Hutchison
Absent: Director Ric Garrison
Staff present: Kirk Shoemaker
2. Pledge of Allegiance
3. Receive and Approve Agenda
 - A. **Motion to approve the Agenda of the October 23, 2025 Board meeting**
 - a. Motion by Director Hutchison; Second by Director Lewis

OPEN SESSION

4. Monthly Reports:
 - A. Women's Golf Association: Director Erdman reported. Invitational with 48 ladies, 1 day only. New Senior Club Champion – Diane Beck. Schwabacher Tournament coming up with 5 couples entered 10/25-10/26.
 - B. Men's Golf Association: Director Erdman reported. Ryder cup 38 signed up for 11/1-11/2, Outback Tournament coming up soon. Men's invitational – was very successful. The Friday of the tournament – Mark reported that we made more money than any other day since he has worked at the Club.
 - C. Tennis: Kirk Shoemaker reported. Last report was 11/28/24. 4th Annual glow ball pickleball costume social with 17 players. This was the 5th Pickleball social for the year. The kitchen was not open so the players did not purchase food or drinks. 11/1 will be the 8th Annual Halloween Social/ Extravaganza.
15 members playing mens single league matches
AVCC USTA team playing in Sectionals 12/5-12/7 in Irvine –USTA brings great exposure for the club and a good source of money.
All tennis funds are put into the General AVCC Club now so when expenses come in they have to be approved by Mark. 2 nets needed repair, 9 benches needed repair and a recycle bin installed in the pro shop.
Total funds collected for remodel of pro shop \$44,500 paid in full.
Kirk has helped raise over \$60,000 over the last 9 years and has not kept any part of the money raised. All events are open to the public at an additional cost.
Exploring Tee Snap for renting courts. Karen has set up a temporary account and they are working out details.
Director of Tennis and AVCC is my first priority.
 - D. President's Report: President Martinez reported. Been in touch with Mark every other day and Art on the course regularly. Getting several calls on the condition of

the greens. Getting too much water in areas. Discussion on watering issues with Ray Munoz.

- E. Secretary's Report: Secretary Lewis reported. Shareholders meeting will be 12/2/25. President Martinez has received the resignation letter for Director Justin Rockey. The position is now open and will be a position opening at the upcoming election. Discussion with audience regarding updating By-laws. Suggested by the audience that we get an attorney to update the By-Laws.
 - F. Treasurer's Report: Director Godin reported that he has reviewed the P & L Statement and Vendor balance summary (\$225,000).
Director Hutchison commented that Mark Fragale has continued to provide the P & L statements and bookkeeping, payroll, tournament negotiations, sales tax reports, etc.
 - G. Manager's Report: No report
 - H. Ways and Means: No report
5. New Business: Director Hutchison reported that her and President Martinez have talked with Meritage Partners in Newport Beach, CA that help sell businesses. We have been approached by someone that inquired on purchasing the Club. They wanted to have a preliminary meeting to get professional help to evaluate the Club. The cost would be \$3500. This would be a golf business evaluation, not an appraisal. Meritage is a business Broker that helps find buyers for this type of business. President Martinez commented that the business would be sold as a golf business not a land deal. The property is zoned "green space".
- Vice President Erdman commented that she has been approached by several people to see if the smoking area on the back patio could be moved down a ways so the smoke doesn't come in the back door. Communication on the placement. No approval was given.
- Discussion on changing the By-laws. Last revision was 10 years ago. Many items need to be modernized in the By-laws.
- A nominating committee needs to be formed for the upcoming election. There was a long discussion with the attendees on the nominating committee and by-laws. The committee will be discussed in Closed Session.
- 6. Old Business: None
 - 7. Open Discussion: Secretary Lewis asked if the front office has viable emails for the Shareholders. Response was given that there are many Shareholders that have not updated their mailing addresses/email addresses. Director Hutchison asked what the protocol is for the members that cannot be contacted. Member Jonathan Ames commented that there needs to be steps followed by publishing in 3 consecutive editions of a recognized publication will show due diligence that every attempt has been made to contact the Shareholder.

CLOSED SESSION

8. Move into Closed Session:
 - A. **Motion to go into Closed Session**
 - a. Motion by Director Hutchison; Second by Director Godin
9. Reconvene into Open Session
 - A. **Motion to reconvene to open session**
 - a. Motion by Director Lewis; Second by Director Godin
10. Next Meeting Date
December 2, 2025 Shareholders Meeting
11. Adjournment –
 - A. Motion to Adjourn the meeting
 - a. Motion by Director Hutchison; Second by Director Lewis
 - b. The meeting adjourned at 9:45pm

Michelle Lewis, Secretary