



## SYNCHRO SWIM ONTARIO ANNUAL MEETING

# MINUTES (*Draft*)

**JUNE 24, 2016**

Centre for Health and Safety Innovation (CHSI)  
5110 Creekbank Rd., Mississauga, ON

### 1. Call to Order

Jill Nelson called the meeting to order at 12:00pm.

#### 1.1. Presiding Officers & Welcome

Jill Nelson chaired the meeting. Ruth Belcher was the recording secretary.

Jill Nelson introduced and thanked the 2015-2016 board of directors and Synchro Swim Ontario (SSO) staff. She also thanked the Members for attending this year's Annual Meeting, and extended her appreciation on behalf of the board and staff to each and every Member for their part in making 2015-2016 a very successful season.

#### 1.2. Attendance & Proxies

##### **Board**

Jill Nelson	President
Mary Jane Ling	Vice President
Catrine Klein	Vice President, Finance
Ruth Belcher	Secretary
Sarah Stokes	Director-at-large

*All present*

##### **Staff**

Mary Dwyer	Executive Director
Rachel Klein	Manager, Sport Development
Nancy Parton	Bookkeeper/Finance
Doug Shirton	Membership Services Administrator
Sheilagh Croxon	High Performance and Technical Lead
Kara Heald	Special Projects

*All present*

##### **Members (in person)**

Brant Synchro Club	Lisa Link
Burlington Synchronized Swimming Club	Tanis DalZotto



Chaco Synchro Club	Rhiannon Major
Gloucester Synchronized Swimming Club	Bari-Leigh Myers
Granite Club Synchro	Brianna MacLellan
Guelph Synchronized Swimming Club	Dave Bonnar
Markham Synchro Club	Alacoe MacTavish
Mississauga Synchronized Swimming Assoc.	Debbie Stanton
Olympium Synchronized Swimming Club	Oricia Smith
Ottawa Synchronized Swimming Club	Agi Motz
Regional Training Centre - Ontario	Jennifer Koptie
Toronto Synchronized Swimming Club	Danielle Hoey & Kate Stewart
Variety Village Synchro Club	Debra Thomson
York Synchronized Swimming Club	Chris Foster

***Members (attending via conference call)***

Kawartha Trent Synchronized Swimming Club	Alison Thomas
K-W Synchronized Swimming Club	John Ortiz
London Synchro Club	Louise Koza
Nepean Synchronized Swimming Club	Sonia Sala
Sudbury Synchronized Swimming Club	Jenni Calford-Binks
Waterloo Regional Synchronized Swimming Club	Erika Lindner

***The following Members were not in attendance***

Durham Synchronized Swimming Club  
Halton Hills Synchronized Swimming Club  
Sault Y Synchro  
Toronto Tsunamis Masters Synchro Club

***The following guests were present by invitation of the Board***

Steve Indig (Legal Counsel, Sport Law and Strategy Group), Shari Armstrong and Sandra Inglis.

There were no proxies.

**1.3. Review of Voting Procedure Review**

Jill Nelson reviewed the voting procedure. There were no questions.

**1.4. Review of Document Package**

Jill Nelson reviewed the document package provided to Members and Members were given a moment to review it. There were no questions.

**2. Establishment of Quorum**

Total Members present = 20



Quorum was achieved and the 2016 SSO Annual Meeting found to be duly constituted.

### **3. Approval of Agenda**

Jill Nelson outlined several proposed amendments to the Agenda including adding a presentation by Mary-Jane Ling on the competitive year and changing the order of Directors' Reports so that those who have prepared presentations speak first.

**RESOLVED** that the agenda for the 2016 Annual Meeting is approved as amended.

Moved: Chris Foster (York)

Seconded: Oricia Smith (Olympium)

In Favour: 36                                      Opposed: 0                                      Abstained: 0

### **4. Approval of the Minutes of the Previous Annual Meeting**

**RESOLVED** that the Minutes from the previous Annual Meeting of June 13, 2015 are approved as presented.

Moved: Tanis DalZotto (Burlington)

Seconded: Dave Bonnar (Guelph)

In Favour: 36                                      Opposed: 0                                      Abstained: 0

### **5. Business Arising from the Minutes**

There was no business arising from the Minutes of the previous Annual Meeting.

### **6. Presentation and Acceptance of Board/Committee Reports**

#### **6.1. Competitions Report**

Mary-Jane Ling provided an overview of membership noting that SSO represents almost one-third of Synchro Canada's total enrollment. She also provided highlights from her report on competitions and coach and officials' training concluding that there were lots of great results this season for Ontario athletes, coaches and officials.

Tanis DalZotto (Burlington) queried whether statistics were available in a comparative format. Mary Dwyer noted this was included in the SSO Annual Report that would be circulated later in the meeting.

#### **6.2. Program Policy Committee**

Ruth Belcher presented her report together with an overview of activities since March 2016 including the launch of the SSO Rulebook review and SSO's response to the new Ontario GameON Sport Recognition Policy. There were requests for the SSO gap analysis to be circulated to Members, and it was agreed that this would be sent with the presentations



### **6.3. Finance & Audit Committee**

Catrine Klein provided an overview of financials starting with grants and how they affect revenues and expenses. She noted that, unlike many sport organizations, SSO does not rely heavily on its base grant to run programming and cover expenses. The base grant (10% of revenue) goes toward day to day expenses. Other grants (20% of revenue) are program specific (*i.e.*, if the grant is not there, the program is not there). An increase in grants over the past couple of years has allowed SSO to introduce new programming.

Ms. Klein noted that the current board has made it a priority to ensure SSO has funds in reserve for a "rainy day". The balance sheet has been structured a little bit differently to show Members how we plan to use these funds.

Louise Koza (London) referred Note 4 in the Financial Statements: This is getting to be a pretty big number. She asked how short term cash and investments are invested. Ms. Klein noted that an investment plan was passed by the Board at its June meeting and she is in the process of transferring these funds into investments, specifically GICs with laddering to address the short term and long term needs of SSO.

Ms. Koza asked how Members access the investment policy. Ms. Klein noted it is not an investment policy; it's a plan, which will be integrated into the new Finance Policy once it is approved by Board.

Agi Motz (Ottawa) queried whether, as a not-for-profit corporation, SSO is allowed to have that much money in reserve? Mary Dwyer noted it is the board's goal to have two (2) years operational costs in reserve, and that this has been cleared with the Ministry. Steve Indig noted there are no limits on the amount of money that is held in reserve, however the money must be spent to promote the objectives of the organization (*i.e.*, promoting synchro).

Agi Motz (Ottawa) asked whether this is recommended for clubs as well. Mr. Indig indicated that he typically recommends that clubs have one (1) year operational costs in reserve.

### **6.4. Human Resources Committee (Mary-Jane Ling)**

### **6.5. Marketing & Communications Committee (Sarah Stokes)**

### **6.6. Nominations Committee (Mary-Jane Ling)**

### **6.7. SSO Officials Team (Karen Seymour)**

### **6.8. President's Report (Jill Nelson)**

### **6.9. Executive Director (Mary Dwyer)**

Jill Nelson went through each of the 2015-2016 Board/Committee Reports, all of which had been circulated to Members in advance of the Annual Meeting, asking Members if they had any questions. There were no questions.



**RESOLVED** that the 2015-2016 Board/Committee Reports are accepted as presented.

Moved: Oricia Smith (Olympium)

Seconded: Bari-Leigh Myers (Gloucester)

In Favour: 36

Opposed: 0

Abstained: 0

## **7. Report of the Auditors**

Catrine Klein noted that the Chartered Accounting firm of James G. A. Gibbs had reviewed SSO's financial position as at March 31, 2016 and filed a Review Engagement Report. Financial statements are included in the Annual Meeting document package.

Jill Nelson indicated that SSO is not required to do a full audit every year. The board has chosen to do a full audit every three (3) years, with the next full audit in 2018. Mary Dwyer clarified that this is the case unless SSO chooses to apply for a Trillium grant next year or the Ontario government changes its requirements.

**RESOLVED** that the report of the Auditors is accepted as presented.

Moved: Catrine Klein (SSO)

Seconded: Oricia Smith (Olympium)

In Favour: 36

Opposed: 0

Abstained: 0

## **8. Appointment of the Auditor**

**RESOLVED** that James Gibbs CA be appointed as Auditor to hold office until a successor is appointed at a remuneration to be fixed by the Board of Directors, the Directors being authorized to fix said remuneration.

Moved: Chris Foster (York)

Seconded: Lisa Link (Brant)

In Favour: 36

Opposed: 0

Abstained: 0

## **9. Appointment of Scrutineers**

**RESOLVED** that Steve Indig and Nancy Parton be appointed as Scrutineers for the 2016 election of directors.

Moved: Bari-Leigh Myers (Gloucester)

Seconded: Dave Bonnar (Guelph)

In Favour: 36

Opposed: 0

Abstained: 0

## **10. Election of New Directors**

Mary introduced Steve Indig, who will carry this portion of the Meeting. There was a review of the voting procedure. It was noted that there had been a call for nominations in advance of this Annual Meeting as defined in the SSO By-laws for five (5) Directors. Seven (7) new nominations were received or put forward, therefore an election is required.



Of the five (5) positions available for directors-at-large, four (4) are for a two-year term; one (1) is for a one-year term. Members will elect four (4) directors for a two-year term on one ballot. Members will elect the remaining one (1) director for a one-year term on a separate ballot. A successful candidate requires at least 51% of the votes to get elected.

Nominations have been received for the following individuals in alphabetical order:

Shari Armstrong  
Ruth Belcher  
Jenni Calford-Binks  
Kim Galloway  
Sandra Inglis  
Catrine Klein  
Jill Nelson

Mr. Indig asked the nominees to confirm they are all prepared to run for a two-year term; all answered in the affirmative.

Each of the candidates for the board, in alphabetical order, was given two (2) minutes to speak on their behalf. One candidate, Kim Galloway, was not able to attend the meeting in person; a video was submitted by Ms. Galloway and shown to Members.

The candidates were asked to leave the room while the election was held.

**RESOLVED** that four (4) valid nominees, Ruth Belcher, Sandra Inglis, Catrine Klein and Jill Nelson, are elected to the board of directors for a two-year term, and one (1) valid nominee, Jenni Calford-Binks, is elected to the board of directors for a one-year term. The election having been held, the ballots shall be destroyed.

Moved: Chris Foster (York)

Seconded: Kate Stewart (Toronto)

In Favour: 35

Opposed: 0

Abstained: 1

## 11. Other Business

There was no other business.

## 12. Adjournment

**RESOLVED** that the Annual Meeting is adjourned at 1:30pm.

Moved: Rhiannon Major (Chaco)

Seconded: Bari-Leigh Myers (Gloucester)

In Favour: 36

Opposed: 0

Abstained: 0