



**Minutes of the Annual General Meeting of Athletics Ontario**  
**Sunday, November 24, 2013 - 11:00 a.m.**  
**Sport Alliance Ontario Building, Boardrooms 3 & 4**  
**3 Concorde Gate, Toronto, ON M3C 3N7**

Athletics Canada's Peter Ericson - Head Coach, and Rob Guy - CEO delivered a presentation on the AC Strategic Plan prior to the commencement of the Athletics Ontario Annual General Meeting.

**1. Call to Order and Welcome:**

AO Chair, Bill Stephens, welcomed everyone and thanked them for coming to the Sunday morning meeting, and introduced the Managing Director to review voting strength and parliamentary procedures.

- 2. Parliamentary Procedures and Voting Review:** John Craig, Managing Director, announced the voting strength of each member club present and reviewed the parliamentary procedures as required. He advised that there are 133 votes available at the AGM and that 45 votes represent a quorum of members. John then advised that there were 46 votes in attendance at the meeting. John asked for all members present to waive the notice of the meeting and declare that the business of the Association can be duly conducted. Notice of AGM was waived. Carried.

- 3. Introductions:** Bill introduced the Athletics Ontario staff and members of the Board and welcomed the AC guests attending today. He then asked for a moment of silence in recognition of those in our community who had died the previous year. Bill also advised that at the Board of Directors meeting of November 23, 2013, Bonnie Wooding of Hy-Wood Services had been appointed recording secretary for the 2013 AGM.

**4. Approval of Agenda:**

**Motion:** to approve the agenda as presented.

Toronto Olympic Club and York University Track Club

**Carried**

**5. Approval of the Minutes of the 2012 AGM:**

**Motion:** to waive reading and to approve the minutes of the 2012 AGM.

Ontario Masters Athletics and Hamilton Olympic

**Carried**

- 6. Business Arising from the Minutes of the 2012 AGM:** None.

**7. Ratification of Business Conducted by the Board of Directors in 2012/13:**

**Motion:** to ratify the business conducted by the Athletics Ontario Board of Directors since the adjournment of the November 18, 2012 AGM.

University of Windsor Alumni Track Club and Project Athletics

**Carried**

8. **Board Reports:**

- a) **Chair (Bill Stephens):** Bill noted that AO Base Funding has been dropping since 2010 and to help make up this shortfall AO has co-hosted three very successful Championship meets. He added that the changes to the check-in procedure, seeding process, and live results and rankings at our Championships have worked well. He was also hopeful AO can use the rankings database for future seeding in meets.

Bill commented that the Hall of Fame and Awards banquet was a big hit with 275 people in attendance and added that AO has to continue improving the presentation of our sport. He noted that AO has very good relations with Rob Guy, new AC CEO and went on to say that there is a new Officials Chair, Peter Hocking, and that he looks forward to a stronger relationship with officials. He was also pleased to add that AO is up 20 clubs from one year ago, registration is up 15% since 2011 and 7% from 2012, and that it's great to see the increase in Bantam membership.

- b) **Vice Chair (Lisa Ferdinand):** Lisa reviewed the Board governance work which started back in Sept 2012, the proposed changes in AO Board structure, and its functions and operation in the Association. As Chair of the Governance Committee, she commented that the Committee has: standardized Board practices and developed tools to assist the Board; conducted a Bylaw review -- looking at the size of Board, its function, and developing new regulations; created several Standing Committees to assist and advise the Board in its work --including Finance, Human Resource, Risk Management and Programs and Services.; conducted an HR review to restructure the office and AO Board; and participated on the Nominations Committee to source new Board members.
- c) **Director of Coach / Athlete Development (John Stevenson):** John commented that there has been better alignment between staff and board members. He congratulated Sue Wise on all her had work with coaching development this year and coordination of the warm weather athlete camps. John also noted that his mandate had been centred on the nominations process for the latter part of this year.
- d) **Director of Technical Development (Sharon Stewart):** As Chair of Championship Committee, Sharon oversaw the development, coordination and evaluation of the competitions to provide AO athletes with well managed and consistent competitions. She went on to add that the committee revised its terms of reference, developed a championship evaluation criteria and format, and revised several AO competition documents. Sharon indicated that bids for the 2014 season are to be reposted on the website as some meets were not bid on so bidding will be reopened; host organizations will be provided contracts and finance sharing will be outlined before contracts are signed.
- e) **Director of General Operations (Leslie Estwick):** Leslie commented that in addition to representing AO at the AC AGM Planning Meetings, she is also a member of the Governance Committee working on AO governance development (noted earlier), the HR review process and strategic policy review.
- f) **Director of Technical Services (Roman Olszewski):** Roman touched on the great accomplishments by our athletes this past year. He noted Ontario athletes did well at national championships and the Canada Summer Games. Roman added that internationally our athletes did extremely well; 60% of World and Pan Am Junior teams were comprised of athletes from

Ontario -- very proud of these numbers. He went on to say that he does not know how Ontario can improve on this.

Roman said that the cheques for national team fee subsidies will be going out this week. AO has an incredibly high number of athletes given what AO paid towards these teams -- works out to about 16% of the team fees that were paid. Finally Roman acknowledged Dave Reid and his company for all their support.

g) **Managing Director (John Craig):** John highlighted the following items from his report:

- i. Grant from government – can anticipate there will be a drop in Base Funding revenues;
- ii. Quest for Gold – new guidelines will allow athletes attending NCAA schools to accept Quest for Gold funding. Concern this will deplete the number of athletes staying in Canada. Ministry is looking at this and there may be changes in the future. Committee meeting in a couple of weeks to select the 54 athletes for this year’s program -- 150 applications received;
- iii. Kayla has been working hard to bring disabled athletes into the program;
- iv. AO sanctioned 70 events last year, up from 50 in 2012, which is a positive trend;
- v. OHPSI program allowed AO to hire Sue Wise and assist 14 athletes in 2012. AO made a successful presentation in the spring of 2013 and we now have increased OHPSI funding – Sue is now full time and we now support 24 athletes;
- vi. Toronto International Track and Field Games – 2013 was best yet. But AO lost \$102,000 investment in the Games – event cost more than we made. Board has decided to continue with the Games dependent on new criteria with goals and milestones. Board to review Games – “go/no go” date will be in February.
- vii. There was a question regarding where the loss is indicated in the financials. Dave Watt noted that the financials do not show this year’s meet -- financials are 8 month behind. The financials match the government’s reporting dates. As of September AO is showing a deficit of \$48k -- part of the loss will be recouped elsewhere.

h) **Other Reports are as presented:**

- i. **Rankings, Entry and Results Management (Suzanne Leroux):** Suzanne commented that there was a big jump in Bantam registration but numbers were down in Juniors and Seniors. She also noted that there was an error in the report on the Phoenix hosted outdoor meet -- expenses should be \$5,300 and the Club netted \$18,000. Suzanne added that there is money to be made and she encouraged members to all participate. She finished off by mentioning that she felt that folks did a pretty good job with the AO championships this year.
- ii. **Ontario Masters (Doug Smith):** In August the Masters opened their registration using Trackie.me, which is directly linked to the AO database and removes the requirement to manually add people to the database. Trackie has also automated the Masters online entries. OMA continue to work with the Road Racing Committee to become more involved with their masters participants and masters are now part of the AC national rankings.

**Comment:** John Stevenson noted that on page 42 of the AGM package, the \$18 entry fee is a mistake and should read \$25.

**Motion:** to accept the reports as presented (President)  
Toronto Olympic Club and Flying Angles

**Carried**

9. **Treasurer's Report, Budget Review, and Appointment of Auditors (David Watt):**

- i. **Financials:** Dave Watt commented that the Audited financial statements reflect the summer of 2011. There was a \$62,000 surplus due to an increase in membership and bingo revenue, which was added to membership equity. He added that AO should have a significant cushion to allow for delays in government funding. Dave went on to say that the \$60,000 profit is now a \$50,000 loss for the current year due to the Toronto International Track and Field Games event loss. The reserve equity will be about \$400,000 which is put into GICs.
- ii. **Budget:** Dave commented that many of the line items are not intuitively obvious as to what they are -- line items names are a legacy of past reporting requirements. He added the line items were reviewed, renamed and the budget document revamped to more closely reflect our reality. Dave went on to say that AO will move forward for the coming year to adopt the new line item names for easier comparison of the financial statements.

Dave highlighted the increase in salary and benefits, which are a result of lumping all human resources costs on one line, including Sue's increase from part time to full time. He also noted an increase in legal and audit expenses due to the changes in Board governance and policies.

**Question:** Project Athletics - what is the proposal line item about?

**Response:** Proposal to increase fees. We think it is a good idea to take \$50,000 out of the reserve to move ahead with our various proposals.

**Motion:** to approve the 2012/2013 Audited Financial Statements.  
London Western and Ontario Masters Athletics

**Carried**

**Motion:** to accept the proposed 2014-15 budget as presented.  
Speed Academy and Ontario Masters Athletics

**Carried**

**Motion:** to appoint Turnbull, Thompson as AO's auditors for April 2014 to March 2015.  
Hamilton Olympic Club and University of Windsor Alumni Track Club

**Carried**

11. **Proposed By-law Amendments:** (Lisa Ferdinand) The proposed By-law amendments were distributed to members prior to the AGM and are posted on the AO website. These amendments update AO's By-laws and bring the Association into compliance with the new Ontario Not-for-Profit regulations coming into effect. As the regulation is pending, there will be additional tasks required by AO to fulfil the requirements. Lisa reviewed some of the important changes:

- Two membership classes (voting and non-voting) are established to comply with the new Act and the definitions are simplified;
- Provision is made for proxy voting at members' meetings for the same compliance reason -- will be coming up with ways to put this into practice;
- Chair no longer has the deciding vote -- vote will go back to the membership;
- Board numbers are increased to allow for 6 to 9 elected directors and up to 1/3 of the total number of directors elected at the last AGM as 'directors-at-large' - to be appointed by the Board;
- Director terms of office (max 3 consecutive terms) and rotating/overlapping terms are set;

- Directors' meetings (clause # 43), includes the requirement for a minimum of 4 (rather than 2 meetings annually) and more specific provisions for electronic conferencing and/or participation;
- Part J provides for Officers' duties and for the Treasurer to be a member of the Board.

Lisa commented that if the amendments are approved, they will affect how AO is structured today.

**Question:** Sue Wise - Has the Board established Standing Committees?

**Response:** No, amendments will have to be made by the new Board and Terms of Reference developed for each Board Standing Committee.

**Question:** Bytown Walkers - What was the thinking behind eliminating the specific duties of each position?

**Response:** The idea is to bring in specific professional expertise to assist the Board in achieving its goals. Current Board roles were aligned with Staff-Directors and were being asked to "work" instead of providing direction.

**Motion:** that the AO By-laws be amended as presented.

Ontario Masters Athletics and Project Athletics

**Carried**

## 12. Election of Directors – Chair of Nominations Committee and Managing Director

- As a result of the approved amendments to the AO by-laws, the current board is '**dissolved**'.
- The Nominations Committee shall present a slate of 9 individuals for approval by the members. The slate has been vetted and the Nominations Committee believes that these individuals' best suit the needs for moving AO forward.

If the slate is not approved, then the full list of 16 candidates whose names were properly received during the nominations process, plus the slate of 9 individuals and any nominations from the floor, will run in an open election.

- There were no nominations from the floor.
- Nominations Process - Notices were posted for AO Board candidates in various places for interested individuals. The Committee received 104 expressions of interest -- coaches, athletes, parents, and business people, some with no previous ties to AO. From this list the committee used a competency matrix to select candidates and reduced the list to 25 people. Initial interviews were conducted by telephone followed by second interviews in certain cases. The following individuals comprise the slate of nominations for the Board of Directors:
  - **Albert Dell'Apa** -Lawyer; 17 years in Senior Management positions; Vice President & Chief Compliance Officer, CIBC Mellon; former cross-country runner; affiliated with Raging Bull Athletic Club;
  - **Joanne Davidson**- Executive Project Manager at IBM Canada with over 30 years experience; active in minor sports in Toronto; skills to board as a parent;
  - **Leslie Estwick** - active with the Board, Master of Business Administration -- high tech industry; coach, and former athlete;
  - **Lisa Ferdinand**- Professional Geologist; extensive board experience; AO Official and former athlete;

- **Dave Moncur**- AO Official - Umpire and Track Referee; Consulting Engineer, involved in sport for over 50 years; former President of Windsor Club, former Board member of St. Clair College;
- **Paul Osland**- current athlete and coach; President of the Canadian Masters Association; extensive board experience;
- **John Stevenson** - former marketing executive; former athlete and current AO Official;
- **Sharon Stewart** - former teacher, Chair of Niagara Athletic Club; McMaster grad; AO Competition Committee;
- **Dave Watt** - AO Treasurer for 25 years; CMA; Vice President at Rogers Communications;

**Motion:** to accept slate of Directors as presented by the AO Nominations Committee.  
Brampton Track Club and Oakville Legion **Carried**

- f) Selection of Terms - AO now needs to determine what the initial term length will be for each Director. The new Directors randomly selected a piece of paper indicating either a 1-year or 2-year term.

Results:

**2-year Term:**

Dave Watt  
Sharon Stewart  
Dave Moncur  
Lisa Ferdinand  
John Stevenson

**1-year Term:**

Leslie Estwick  
Joanne Davidson  
Paul Osland  
Albert Dell'Apa

Under the amended By-laws, the Board can now appoint Directors-at-Large to 1 year terms. Bill Stephens has been selected to serve as a Director-at-Large. The Board will choose the Executive Officers and Standing Committee Chairs at the first meeting of the new Board.

13. **Motions:** (John Craig) Proposal to consider a membership fee increase and to approve in principal an increase of \$5 for every member to take effect in 2015. This increase will go to Athletics Canada as a fee increase to the national body.

John advised that if we agree to this across Canada, then Athletics Canada will eliminate self funded teams.

John provided some background to the current membership fee to Athletics Canada; in 2004 the Branches did not have confidence in AC management and reduced our fees to \$5.00 The Branches acknowledged that once Athletics Canada had its house back in order and there was renewed confidence in leadership - we would go back to \$15 fees. He further noted that our current fees are small and not in keeping with fees from other sports. Masters do not count in this proposal.

With this increase Athletics Canada is committed to funding of all national teams across the board.

**DISCUSSION:** Rob Guy – we are Athletics Canada. At the meetings in Richmond, the Branches agreed in principal to take this proposal back to their provinces. We are doing an across Canada tour to present the idea. Four provinces have approved this so far. This is broader based program that will appeal from grassroots to the top tier.

This proposal is to help support national teams – some clubs will not see any benefit from this program – you are asked to assist the national programs – self funded teams, getting more kids involved, etc.

Current AC membership fees are lower than other NSOs.

Frank Bucca Brampton Track Club - When will self funding help start – 2014?

Rob – Yes, in 2014 we will have fully funded teams – only team not covered off is cross country – by 2015 all teams will be covered.

John Craig – Athletics Canada does not benefit from this – money goes directly to the members.

**Motion:** to approve in principal a \$5.00 fee increase across the board.

Bytown Walkers and University of Windsor Alumni Track Club

**Carried**

14. **New Business** - None

15. **Comments by Chair:** Bill thanked the previous Board members and advised that he was stepping down. He added that AO now has an awards banquet and the organization of championship meets is much better than a few years ago. Bill thanked everyone for coming to today's AGM and wished them all the best -- "thank you it has been fun".

**Adjournment:** Meeting adjourned at 1:40pm

**Motion:** to adjourn the 2013 AO AGM.

Ontario Masters Athletics and Hamilton Olympic

**Carried**