



SYNCHRO BC 2014 ANNUAL GENERAL MEETING

November 22, 2014 / 1:45 – 3:15pm
Nanaimo Aquatic Centre
741 Third Street, Nanaimo, BC, V9R 2B7

MINUTES

1. Call to Order

Janice Birch called the meeting to order at 1.51pm

- Total votes registered = 39
- A quorum is 5 votes (Bylaw 3.1)
- Ordinary Resolutions require a 50+% majority to pass = 20 votes
- Special Resolutions require a 75% majority to pass = 30 votes

2. Adoption of Agenda

MOTION: (Carol Stewart/Laura Bell) to approve the Agenda as circulated Carried

3. Minutes of 2013 Synchro BC Annual General Meeting (Nov 23, 2013)

3.1. Acceptance of the 2013 Annual General Meeting Minutes

MOTION: (Susan Kemper/Carol Stewart) to approve the Minutes of Nov 23, 2014 Carried

4. Report of the President

- Janice is honoured to have been the President for Synchro BC for the past 3 years. Although she is not running for the Board again, she is looking forward to supporting the work of the new Board.
- The President reported on the following operational achievements for 2013-2014
 - Welcomed Chris Boulton and Danette Lankmayr to the board
 - Hiring of Marilyn Payne Consulting January 2014 to support the staff and help the board of Directors establish their direction and functional processes
 - Synchro BC relocated to the new Fortius Sport & Health Centre in Burnaby. The new location supports and creates opportunities to Synchro BC's members because of the High Performance Facility, the residence on the third to fifth floor, lower rental costs for office space and other Provincial Sports Organizations in the building
 - Hired Intern, Nicole Gabrisch for June-August 2014
 - Had a successful 2014-2015 Gaming Application with a small increase
 - New Logo Development with Karen Clark and Chris Boulton
 - Strategic Planning Meeting Survey, Meeting and Draft Plan
 - Gail Donohue elected to the Synchro Canada's Board of Directors
Last BC representative was Louise Kennedy from 1998 to 2004
- The President spoke about the following 2014 events and programs
 - 2015 Canada Winter Games selections and practices
 - Successful BC Summer Games in July 2014. Thank you to Debbie Provencher, Christine Miller and all of the zone coaches

- Synchro BC was advised that we would not be in the 2016 BC Summer Games as we did not field teams from 6 zones in 2010, 2012 and 2014. That decision was recently appealed and we are waiting to hear the outcome.
- New program “Ask an Athlete” launched by Alyson Plecash and Elise Fagnan- to help our athletes better understand and manage life, school and synchronized swimming as well as synchronized swimming opportunities after high school
- Final words
 - Synchro BC and its members need to be open to new opportunities.
 - Members should bring ideas, suggestions and solutions to the new Board

5. Presentation of the 2013-2014 Audited Financial Statement

Approval of the Audited Financial Statement

MOTION: (Louise Kennedy/Nicola Iten) to approve the 2013-2014 Audited Financial Statements as circulated. **Carried**

6. Staff Reports:

6.1. Executive Director – Submitted by Annie Smith

A written report was pre-circulated and highlights discussed.

6.2. Technical Director – Submitted by Susan Kemper

A written report was pre-circulated and highlights discussed.

6.3. CWG Head Coach – Submitted by Tara Gant

A written report was pre-circulated and highlights discussed.

7. Presentation of Club Reports

The following clubs submitted written reports to the Annual General Meeting

- Nanaimo Diamonds
- Vancouver Pacific Wave
- Vancouver Masters

8. Resolutions to the Annual General Meeting

8.1. Ordinary Resolutions:

8.1.1. Motion to accept the AGM reports as presented

MOTION: (Laura Bell/Carol Stewart) to approve the President’s Report **Carried**

MOTION: (Suzanna Goddard/Laura Bell) to approve the staff reports as circulated. **Carried**

MOTION: (Laura Bell/Suzanna Goddard) to approve the club reports as presented. **Carried**

8.1.2. Motion to approve the actions of the Board of Directors for 2013-2014

MOTION: (Louise Kennedy/Tanya Magee) to approve the actions of the Board of Directors for the 2013-2014 **Carried**

8.1.3. Motion to appoint Auditors for 2014-2015 fiscal year

MOTION: (Suzanna Goddard/Laura Bell) to appoint Deloitte LLP as Auditors of Synchro BC for the 2014-2015 fiscal year. **Carried**

8.1.4. Special Resolutions to Revise the Bylaws

Resolution #1

(Birch / Stewart) To ADD an Athlete Alumni category to General Membership and to ADD two new non-voting categories – Member Clubs (Clubs not currently listed in the Bylaws) and Affiliate Members

Proposed Bylaws:

2.0 Membership

2.1 The members of the society are the applicants for incorporation of the society, and those persons who subsequently become members, in accordance with these bylaws and, in either case, have not ceased to be members.

2.2 *There shall be four classes of membership:*

2.2.1 *Voting Classes:*

(a) Athlete members shall be all athletes participating in the sport of synchronized swimming, for recreational enjoyment or for competitive purposes, in programs and events sanctioned by the Society and who have paid all required membership fees and met all other requirements stipulated in these Bylaws to register with the Society.

General members shall be individuals who participate in programs and events sanctioned by the Society, have paid all required membership fees and met all other requirements stipulated in these Bylaws, and who are:

- (i) Directors of the Society;
- (ii) members of committees of the Society;
- (b) ***(iii) Athlete Alumni of the Society;***
- (iv) Officials of the Society;
- (v) Coaches of Athlete Members;
- (vi) Parents of Athlete Members; and
- (vii) ~~any~~ other person accepted by the Directors as a General Member.

2.2.2 *Non-Voting Classes:*

- (a) *Member Clubs that have met all requirements stipulated in these Bylaws and Society Policies to register with the Society.*
- (b) *Affiliate members who may be partner organizations or interested corporations working with the Society.*

to AMEND Resolution #1: (Laura Bell/Carol Stewart) to define that an Alumni member be resident of the Province of British Columbia with a previous history in synchronized swimming anywhere in Canada.

Amendment withdrawn

Original Resolution #1:

Carried

8.1.5. Resolution #2

(Birch / Stewart) To lower the age for individual voters from 18 years to 16 years of age to enable more of our athlete members to be involved with decision-making and to engage them earlier in the affairs of the association.

Proposed Bylaw:

- 3.9 *All individual members 16 years of age and older* who are in good standing and present at a meeting of members are entitled to one vote.

Motion defeated

8.1.6. Resolution #3

(Birch / Stewart) To ADD an opportunity for members to requisition a Special General Meeting, in accordance with the BC Society Act.

Proposed Bylaw:

- 3.2 *A Special General Meeting may be convened by the Board of Directors at such time and place as deemed appropriate, or may be requested by 10% or more of voting members of the Society, by submitting a request to the President in accordance with the BC Society Act. A requisitioned General Meeting must be convened within 21 days of the receipt of the requisition.*

Carried

8.1.7. Resolution #4

(Birch / Stewart) To re-structure the Board of Directors to nine Directors with the addition of 2 positions and to have each Director elected to a specific portfolio position to make best use of talents and knowledge and to support the Strategic Plan of the association.

Each Director will be elected for two year terms. A small group of Officers is designated to deal with situations as necessary between Boar meetings.

Proposed Bylaws:

The Board of Directors shall consist of nine Directors elected by the members entitled to vote at an Annual General Meeting, in the following portfolios:

- (a) President*
- (b) Vice President*
- (c) Director of Finance*
- 4.4 *(d) Director of Development*
- (e) Director of High Performance*
- (f) Director of Competitions*
- (g) Directors of Coaching*
- (h) Directors of Officials*
- (i) Director of Marketing*

- 4.5 *Each Director's term of office is two years, from the AGM of election to the 2nd AGM following their election.*

The Officers of the Society shall form an Executive Committee:

- 4.6 *(a) President*
- (b) Vice President*
- (c) Director of Finance*

If necessary, the Executive Committee shall meet to address situations on an interim basis until such time as the Board of Directors can be convened.

- 4.9 *A director or officer appointed to fill a vacancy holds office until the original term for that position was to expire.*

Motion to AMEND Resolution #4: (Nicola Iten/Sharon Devana) to add a Past President position to the Synchro BC Board of Director structure **Amendment Defeated**

Motion to AMEND Resolution #4: (Rhonda Vanderfluit/Nicola Iten) amend proposed Bylaw 4.4 by striking d) through i) and replacing with six (6) Director at Large positions **Carried**

Amended Resolution #4:

To re-structure the Board of Directors to nine Directors with the addition of 2 positions and to have three Director elected to a specific portfolio position and six Directors elected as Director at Large to make best use of talents and knowledge and to support the Strategic Plan of the association.

Each Director will be elected for two year terms. A small group of Officers is designated to deal with situations as necessary between Boar meetings.

Proposed Bylaws:

The Board of Directors shall consist of nine Directors elected by the members entitled to vote at an Annual General Meeting, in the following portfolios:

- (a) President*
- (b) Vice President*
- (c) Director of Finance*

4.4 *(d) Six (6) Director at Large*

4.5 *Each Director's term of office is two years, from the AGM of election to the 2nd AGM following their election.*

The Officers of the Society shall form an Executive Committee:

- 4.6 *(a) President*
- (b) Vice President*
- (c) Director of Finance*

If necessary, the Executive Committee shall meet to address situations on an interim basis until such time as the Board of Directors can be convened.

4.9 *A director or officer appointed to fill a vacancy holds office until the original term for that position was to expire.*

Carried

8.1.8. Resolution #5

(Birch / Stewart) To revise the "Proceedings of the Board" Bylaws to better reflect the role of the President, and to better articulate the process to call meetings and strike Committees. Positon Descriptions for each new Director portfolio have been developed and will be added to the Synchro BC Policy Manual on approval of these Bylaw changes.

Proposed Bylaws:

5.3 *The President shall chair all meetings of the Board and shall provide over-all leadership and direction to the Board.*

5.4 *Duties for all Directors shall be developed and maintained as Policies of the Society.*

5.5 *A director may at any time request that a meeting of the Board be convened, and if such a request if made, the meeting must be held within 14 days.*

5.6 *The Directors may establish Committees of the Board and develop Terms of Reference for such committees, including the delegation of authority.*

5.7 *Each Committee of the Board shall submit to the Board such reports as the Board may, from time to time, request.*

Carried

8.1.9. Resolution #6

(Birch / Stewart) To ADD a new Section 6.0 Committees and stipulate the process to create Standing Committees and Ad Hoc Committees, and to list the initial Standing Committees as directed in the Synchro BC Strategic Plan 2014 – 2018.

Proposed Bylaws:

6.0 Committees

- 6.1 *A Standing Committee may be established by Special Resolution stating its intended purpose and general scope of responsibility. Each Standing Committee will have Terms of Reference in the Society's Policies.*

Approved Standing Committees are:

- 6.2 (a) *Coaching Development Committee*
(b) *Development Committee*
(c) *High Performance Committee*
(d) *Officials Committee*

- 6.3 *Removal of a previously approved Standing Committee may only be done through Special Resolution.*

- 6.4 *The Board may, from time to time, establish Ad Hoc Committees as may be required to undertake short term projects. Each Ad Hoc Committee will have Terms of Reference in effect for the duration of their task.*

Carried

8.1.10. Resolution #7

(Birch / Stewart) To re-number and make other housekeeping changes as may be required in the revised Bylaws, without altering the intent or effect of the approved Bylaws.

Carried

8.1.11. Resolution #8

(Birch / Stewart) To approve the Synchronized Swimming Association of British Columbia revised Bylaws, dated November 2014, and as presented to the membership at the November 22, 2014 Annual General Meeting.

Carried

9. Elections:

9.1. President

Shannon Higgins

(2014-2015 & 2015-2016 season)

9.2. Vice President

Christine Miller

term length to be determined at first Board of Directors Meeting

9.3. Director of Finance

Danette Lankmayr

(2014-2015 & 2015-2016 season)

9.4. Directors at Large

Alyson Plecash

term length to be determined at first Board of Directors Meeting

Carol Stewart

term length to be determined at first Board of Directors Meeting

Grainne McElroy

term length to be determined at first Board of Directors Meeting

Kara Kalin

term length to be determined at first Board of Directors Meeting

Lisa Balcombe

term length to be determined at first Board of Directors Meeting

Rhonda Vanderfluit

term length to be determined at first Board of Directors Meeting

10. New Business

11. Adjournment

Meeting was adjourned at 3.19pm