



**Nepean Artistic Swim Club (NASC)**  
**Annual General Meeting Minutes**  
**Wednesday, November 3, 2021, 8:00pm - 9:00pm**  
**Virtual Zoom Meeting**

**8:00 pm - Annual General Meeting**

**Meeting called to order: 8:06pm**

- Meeting rules
  - Members have 1 vote per participant
  - Ordinary Resolutions require a 50%+1 vote to pass
  - Special Resolutions require  $\frac{2}{3}$  majority vote to pass
  - Extraordinary Resolutions require 80% majority vote to pass
  - There were no replies to Andrew's email request asking if anyone not attending would like to allocate their proxy to someone else. Therefore, Andrew will hold the voting proxy for those who are not present
  - There are 7 families that hold two votes each, as they have two swimmers (refer to Appendix A)
  
- Introduction of current Board of Directors

Meeting Chair and club President Andrew Bird, welcomed everyone and introduced the current Board of Directors: Anne Frazer (Vice-president-elect), Eliane Guindon (Director of Operations), Mike Blanchard (Treasurer), Genna McBain (Director of Recreation & Novice)

- Thank you to Lindsay Kemp for 3 plus years on the board, she is now stepping down from the secretary position but we are happy to have her continue to help the club in other capacities
- Approval of the 2020 Annual General Meeting minutes - ORDINARY RESOLUTION
  - Motioned by: Elyn Humphreys
  - Seconded: Anne Frazer
  - Unanimous vote in favour - motion carried
  
- Elections to Board of Directors - ORDINARY RESOLUTION
  - Treasurer: Mike Blanchard, 1-year term extension June 2021-June 2022
    - i. Motioned by: Isabelle Cormier
    - ii. Seconded: Elyn Humphreys
    - iii. Unanimous vote in favour - motion carried
  - Director of Operations: Eliane Guindon, 1-year term extension June 2021-June 2022
    - i. Motioned by: Mike Blanchard
    - ii. Seconded: David Lockie
    - iii. Unanimous vote in favour - motion carried
  - Secretary: Mel Windle, 2-year term October 2021-June 2023
    - i. Motioned by: Andrew Bird
    - ii. Seconded: Eliane Guindon
    - iii. Unanimous vote in favour - motion carried
  
- Approval of the 2020-2021 Financial Statements - ORDINARY RESOLUTION
  - Mike Blanchard provided the following highlights from the financial statements:
    - i. Revenue last year was \$170,000 down from \$217,000 over previous year, which is a difference of \$47,000 mainly due to the COVID restrictions placed on the Rec program
    - ii. Expenses dropped to \$164,000 from \$188,000 in the previous year
      - 1. Payroll expense was lower due to wage subsidies and lack of Rec program
      - 2. We received \$42,000 in federal wage subsidies vs \$29,000 the year before
      - 3. Pool costs were down \$11,000 from the previous year

- iii. \$47,000 worth of credits were issued due to provincial shutdowns
  - 1. \$16,000 returned to families
  - 2. Remainder was applied to outstanding accounts or carried as credits towards this year
- iv. Club has good financial footing for the upcoming year, year end cash balance was \$94,000.
- o Andrew Bird explained that the cash balance is lower than usual due to borrowing from the rainy day fund to cover refunds last year. OAS recommends keeping a year worth of expenses in the rainy day fund. We will slowly rebuild this.
- o Floor was opened to Q&A regarding the financial statements:
  - i. Lindsay Kemp - what does general/admin fees entail as those costs seem to have gone up
    - 1. Mike Blanchard - General/Admin encompasses payroll expenses, coach bonuses, staff holiday and vacation pay, honorariums, accounting fees (quickbooks), legal fees, and this year there is also a new expense for a storage locker
  - ii. Stephanie Wille - Did OAS or CAS give any rebates for training time that was missed over the 2yrs?
    - 1. Mike Blanchard - They did for the previous year, but not this past year.
  - iii. Julia Koldachenko - Are we going to be moving to audited statements?
    - 1. Mike Blanchard -
      - a. OAS is now requiring audited statements, a review engagement can be used to meet these requirements, we will be taking a vote on this matter during this meeting.
      - b. A review engagement is approx \$2000 + HST vs the cost of full audit being between \$10,000-15,000.
    - 2. Andrew Bird -
      - a. The provincial government has updated the Not for Profit Business Act (ONCA - Ontario Non-Profit

Corporation Act) and is now requiring audited statements, these must be provided to OAS.

- b. The Club had moved to an incorporated status and is now doing a yearly review engagement instead of the previous financial compilation.
  - c. The compilation cost just under \$1000 whereas the review engagement is approx \$2000 +HST and allows us to meet the requirements of audited statements.
- iv. Julia Koldachenko- Will we eventually be pressured to do a full audit?
- 1. Andrew Bird - Full audit is required once the business revenue surpasses \$500,000. Our highest year was \$280,000- \$285,000 and on average is closer to \$240,000-\$250,000. We qualify for a review engagement to meet the audit requirements. We will be taking a vote on using the review engagement over a full audit to be able to show that we have the support of membership.
- v. Lindsay Kemp - What is the benefit of an audit over a review engagement?
- 1. Mike Blanchard - A review engagement is actually more beneficial as a full audit would:
    - a. Require a full review of all Club procedures, internal controls, and books. It is very detailed.
    - b. Require a lot of time and work for all Board members to prepare and complete the audit. Board is made up of volunteers and we would need to create documentation to satisfy all the requirements (ie: procedures for having two signatures on cheques, who can sign-off on expenses, approvals for money transfers, etc).
    - c. Raise registration fees to cover the additional costs
    - d. The presentation is similar on both in the type of report we would receive from the firm

- o Vote to approve 2020 Financial Statements:
  - i. Motioned by: Mike Blanchard
  - ii. Seconded: Eliane Guindon
  - iii. Unanimous vote in favour - motion carried
  
- Approval of Kelly Huibers McNeely to remain as accountants/auditors to the Club-  
ORDINARY RESOLUTION
  - o Floor opened up for questions about the firm. No questions raised.
  - o Motioned by: Lindsay Kemp
  - o Seconded: Julia Koldachenko
  - o Unanimous vote in favour - motion carried
  
- Vote to have Kelly Huibers McNeely begin to perform Review Engagements for the Club - EXTRAORDINARY RESOLUTION
  - o Requires 80% vote in favour
  - o Resulting report to be posted to NASC website within 6 months of year end
  - o Motioned by: Mike Blanchard
  - o Seconded: David Lockie
  - o Unanimous vote in favour - motion carried
  
- Open Volunteer Positions that still need to be filled:
  - o Meet Manager for the Regional League competition we are hosting
    - i. It requires a 2 day commitment on a Saturday and Sunday at the end of April/Beginning of May
    - ii. Will need to start getting organized soon
    - iii. Will be responsible for coordinating the meet and liaising with the Board and OAS
    - iv. Will need to gather and organizing committee

- v. We have one person who has expressed interest but wants to work with someone else
  
- o Marketing Coordinator
  - i. Liaise with social media manager
  - ii. Help with advertising and social media presence
  - iii. Update/fix poster boards at the pools, manage marketing at the facilities
  - iv. Coordinate with Gillian
  
- Reminders from Andrew:
  - o COVID screening is still required before each visit to a pool, responses have been down and screening is still a requirement by OPH and the facilities, in order for us to use them.
  - o Vaccination Policy:
    - i. Will be working to confirm vaccinations by end of month
    - ii. Proof of vaccination will not be kept on record but a file will be kept for who has shown it. We will need to see it in person and then it will be marked off on our files as complete
    - iii. This process has already been completed for coaches and started for Competitive. We will moving to collect it for full season and winter term Rec next
    - iv. Once all athletes are done we will start collecting vaccine status of families to prepare for the eventual allowance of spectators
    - v. For families we will likely set up a registration type desk during a practice and ask everyone to bring their proof of vaccination along with a photo ID.
    - vi. More information on specifics and dates will be sent out soon

### **Open forum for updates and Q&A:**

- Question from Lindsay Kemp - when will this year's fees be communicated?
  - Mike Blanchard - Once the budget is approved, invoices will be sent out.
  - Andrew Bird - The budget for this year was just recently completed with some last minute items, the Board is reviewing it and will vote to approve it within the next couple weeks.
- Update from Andrew Bird - the Club applied for a Canadian Tire Jumpstart grant and it was approved. Anne Frazer will provide details on where the grant and where the funds were applied:
  - Anne - we received \$13,500, it has been used for the following purposes:
    - i. Mentorship programs
    - ii. Coach development
    - iii. Supplies and equipment
    - iv. Covid relief
    - v. Zoom membership
    - vi. A new sound system
- Question from Lindsay Kemp - We did fundraising last year to go towards sound systems (Maple syrup and Pizza fundraisers) Is that being relocated now that we are using the Jumpstart funds towards a sound system?
  - Answered by Andrew Bird - The Jumpstart money will be used to replace the sound system that is not working, the other funds that were raised will be used to repair/maintain our other sound systems. If there are funds left over we will look into using them for other efforts or keep them for any future repairs to the sounds systems.
- Question by David Lockie - Are there any updates from OAS about the upcoming meets?
  - Answered by Andrew Bird:
    - i. We are currently starting to look into preparing for travel
    - ii. Meets are expected to be in person if the COVID status remains as is

- iii. Our first travel is not until Feb and will be to Markham
- iv. We do not know all of the impacts of COVID restrictions as of yet or if spectators will be allowed at the meets
- v. Markham has communicated that anyone over the age of 12 must be fully vaccinated to enter their facilities
- vi. We will pass on any info about the meets as we receive it

**Adjournment of Annual General Meeting: 9:00pm**



## **Appendix A - Attendance and number of votes held**

Present: 26 people 32 votes (families in BOLD hold two votes)

Andrew Bird (Kaitlyn Bird)

### **Mike and Amanda Blanchard (Lorelei and Audrey Blanchard)**

Eliane Guindon (Clara Grisim)

Kim Burton (Ace Doraty)

### **Laura Neal (Jemma and Danika Neal)**

Isabelle Cormier Richard (Lydie Cormier)

Stephanie Downar (Ariane Downar)

### **Elyn Humphreys (Clare and Evie Treberg)**

### **Stephanie Wille (Corinne and Evelyn Wille)**

David Lockie (Sarah Lockie)

Alyson Rutten (Zoe Rutten)

Olga Baysal (Dilara Baysal)

Anne Frazer (Aubrey Benn)

Genna McBain (Emalea McBain)

Mark Horvath (Lilianna Horvath)

Jennifer Heale (Evelyn Shaw)

Lindsay Kemp (Avery Kemp)

Robyn Whittaker (Justine Lau)

### **Roxanne Lelievre (Maika and Cloe Paradis)**

### **Marie Noel (Aida and Noellie Ndjom)**

Melanie Windle (Ryleigh windle)

Marina Petrovic (Mila Moreau)

Julia Koldachenko (Elizabeth Koldachenko)

Ioannis Oikonomidis (Valia Oikonomidis)

Jaehee Kong (Elena Kim)

Regrets (Andrew Bird - President held proxy vote for those who did not attend) 17 votes

Ben Bedard and Margherita Marccone (Julianna Bedard)

Christiane Grise-Bard and David Bard (Anabelle Bard)

Deborah Weiss and Erin Ramsay (Fae Ramsay)

Gowri and Siva Manoharan (Vaishnavi Manoharan)

Janna and Bill Danielsen (Anika Danielsen)

**Laura and Ryan McLellan (Myelle and Avery McLellan)**

Luba and Grigory Marderfeld (Neomi Marderfeld)

Megan Rakoczy and Chris Penney (Brooke Rakoczy-Penney)

Michael Heitner and Shoshana Moss (Emma Heitner)

Susan and Keith Murphy (Amy Murphy)

Karla Briones (Carmen Hoey)

Lisa Middleton and Andrew Wolframe (Lilith Middleton-Wolframe)

Meaghan and Adam Mills (Adele Mills)

Nesrine and Wayne Shimoon (Yasmine Shimoon)

Janet Shouldice (Sadie Shouldice)

Doris Lariviere (Alana Ittujursuat)