

Ontario Senior Games Association
Annual General Meeting
October 17, 2017
Best Western Plus Toronto Airport
Mississauga, Ontario

Board Members:

Gail Prior (President), Bob Tremblay (Vice-President), Don Hector (Secretary), Ellen Paterson (Treasurer), Peter Hensel (Past President), Angie Richard (Board Member), Robert Peladeau (Board Member), Gary Churchill (Board Member), Denis Ringuette (Board Member), Lety Dudgeon (Board Member), Geoffrey Johnson (Program Manager),

District Members:

Ken Simard (1), Peter Dodds (1), Denis Ringuette (2), Nickie Sloan (2A), Rae Kingsbury (2A), Irene Churchill (5), Gary Churchill (5), Mark Ling (5), Guy Chaput (7), Dave Cave (7), Robert Peladeau (8), Stephanie Hill-Nichols (8), Marlene Neal (8), Jim Murphy (9), Carol Lovelady (10), Linda Spadaro (13), Shirley Barnes (13), Sue Larcina (14), Angie Richard (14), Wilf Navarrete (15), Daria Thompson (16), Tom Wetzel (16), Roger Wallis (17), May de Jongh (19), Vanna Chiem (19), Bob Tremblay (19), Shashi Taxali (20), Denise Bourgon (20), Petra Halk (21), Tina Braam (21), Brian Knight (22), Maryann Knight (22), Doris Henhawk (25), Val Butler (26), Dwain Kelly (26), Marilyn Pearce (26), Ellen Paterson (27), Lety Dudgeon (28), Anne Mills (28), Gail Prior (29), Mitch Lupa (30), Ray Dahl (31), Carol Chute (31), Don Hector (33A), Peter Hensel (33A), Joyce Hensel (33A)

GUESTS:

Russell Zavitz (MTCS), Steve Indig (SLSG), Stanley Fraser (BSA), Jacqueline Fraser (BSA), Kathy Hartwell (BSA), Maria Martino (BSA), Carol Thompson (BSA), Keith Wylie (BSA), Linda Harrison (BSA), Vaughan Grater (BSA), Sandra Hendrickson (BSA).

MTCS (Ministry of Tourism, Culture and Sport) **SLSG** (Sport Law Strategy Group)
BSA – Bob Secord Award recipients and supporters.

Material Distributed:

In Advance to Delegates: AGM Agenda, OSGA Draft Bylaws, OSGA Draft AGM Minutes 2016, Audited Financial BDO Dunwoody Financial Review Engagement Report – March 31, 2015

Delegates Information Package Distributed at AGM Meeting:

- President's Report 2017
- AGM report 2016
- Board of Directors – Proposed Slate 2017/2018
- Rules Committee Report 2017
- Comments of the Review Engagement Report for 2016/2017
- Canada Games Report.

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1.	Call to Order
	Angie Richard welcomed everyone
2.	Determination of a Quorum \ A quorum was determined
3.	Appointment of Scrutineers Motion: by Carol Lovelady (10), seconded by Irene Churchill (5) to appoint Russell Zavitz, Norm Steeper and Robert Peladeau as Scrutineers for OSGA Elections CARRIED
4.	Approval of the agenda
	Motion: by Marlene Neal (8), seconded by Petra Halk (21) to approve the Agenda CARRIED Motion: by Marlene Neal (8), seconded by Ronnie Brown (5) to approve Financial Review Engagement dated March 31, 2015. CARRIED
5.	Declaration of any conflicts of interest
	None declared.
6.	Adoption of minutes of the 2016 Annual Meeting
	Motion: by Jim Murphy (9) seconded by Mitch Lupa (30) to accept the minutes of the 2016 AGM as amended. CARRIED <i>Correction: Angie Richards should be Angie Richard; Ellen Paterson (District 27) and Lety Dudgeon (District 28) missing on attendance lists. Section 8. Title should be 2015 AGM Report and Add District 1 7 to the Hubb; Section 9 . Marlene Neal should be District 5</i>
7.	Treasurers Report – Ellen Paterson – handouts in delegates package.
	Motion: by Ellen Paterson (27) seconded by Irene Churchill (5) to accept the Review Engagement Report of the Ontario Senior Games Association Financial Statements For the Year ended March 31, 2017. CARRIED Motion: by Ellen Paterson (27) seconded by Nickie Sloan (2A) that BDO be recommend as Auditor for 2017-2018 fiscal year. CARRIED. Discussion and Questions: Wilf Navarrete (15) Questions on acronyms used in the report MTCS (Ministry of Tourism Culture and Sport) and ADP (Company OSGA used for payroll services). Clarification on wording “rent is up” Ellen Paterson explained that in 2016/2017 office costs were inexpensive asstaff were working out of their homes for a period of time before a new office location was secured. Wilf commented that more detail is required in the reports. For example, he referred to the Salary & Benefits figure

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	<p>\$100,770.00 and felt that a more detailed breakdown is needed to understand the particulars. In addition, he noted that it appeared that most of the money was going to salaries (out of the \$110,000.00 grant from MTCS). Ellen explained that OSGA had also received an Ontario Trillium Fund grant in that same year that also would have had a salary allotment. Gail Prior (29) also explained that reporting of numbers in a review engagement is meant to capture overall summaries of activity. Districts can always contact OSGA at any time to review details of any records.</p> <p>Petra Halk (21) needed clarification that the “annual conference” and the AGM were one and the same. It was also explained that “cash held for Districts” was a separate account for inactive Districts and could also be situations where OSGA holds grants for Districts.</p> <p>Ken Simard (1) Inquired whether Districts received interest on those “cash held “ accounts. Ellen explained that they do not.</p> <p>Tom Witzel (21) had a question on the statement that “affiliation fees were up due to a Provincial Year” . Ellen clarified that the financial report covered the period 2016/ 2017 so would have included the Midland and Cobourg (Summer/ Winter Provincial Games).</p>
<p>8.</p>	<p>Proposed Bylaws - Gail Prior – Proposed Bylaws received by all Delegates</p>
	<p>Background: The last OSGA bylaw change was in 2003. OSGA Policies are being updated and added each year. These are posted on the OSGA website. OSGA Bylaws are under Industry Canada and abide by the National Not for Profit Act. Through recent discussions it was found that Constitution language was not required in our Bylaws therefore those sections were deleted.</p> <p>Gail suggested that the proposed Bylaws be reviewed and discussed on an Article by Article basis.</p> <p>Article I Definitions</p> <p>Motion: by Carol Lovelady (10), seconded by Marlene Neal (8) that Article 1 be approved. CARRIED</p> <p>Discussion and Questions:</p> <p>Irene Churchill (8) Director and Officer . Are they the same thing?</p> <p>Steve Indig: Provided clarification on Officers. There is no requirement to be a Director; some discretion allowed; can be elected or appointed.</p> <p>Article II – Membership</p> <p>Motion: by Roger Wallis (17), seconded by Nickie Sloan (2A) that Article II be approved (with change to 2.8 to allow for more flexibility). CARRIED</p> <p>Article III – Meetings of Member Districts.</p>

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Motion: by Jim Murphy (9), seconded by David Cave (7) to accept Article III with minor changes to 3.11 New Business sixty (60) to thirty (30) days and add “ affiliated with” in 3.15.

Discussion and Questions:

Mitch Lupa (30) Question on age of 18 as a minimum age for a Delegate.

Gail Prior – Age was arbitrary . Noted that people under 55 cannot participate in events. A District could have a District Coordinator who is under 55.

Gary Chaput (7). Do those people under 55 have to pay a membership. Under 55 do not have to pay but must sign a volunteer agreement.

Article IV – Governance

Gail Prior – Currently we have 4 Executive Officers (President, Vice President, Treasurer, Secretary, 6 Directors, 2 Directors at Large.

Suggesting: Five to seven Directors (remove at large).

Irene Churchill – How do you have a non-voting person on the Board?

Gail Prior – There are various ways that Boards run their organization.

Steve Indig – new Act in 2014 . Provincial Act allows for an ex-officio position on the Board. The Federal Act does not allow an exofficio position on the Board; need a fixed number of Directors; can invite a Past President to any meeting; why would someone want to be on a Board with no voting privileges?

Ellen Paterson (27) Can write-up a Policy for Past President to attend for a limited amount of time.

Gary Chaput (7) What is the legality of not following rules on Directors etc ?

Steve Indig. There have been limited lawsuits. There is a legal requirement to file Board information with Corporations Canada.

Ray Dahl (31) The majority of committees that he has been on, the Past President has been a “guidance councillor” type position.

Motion: by Jim Murphy (9), seconded by Carol Lovelady (10) to remove all references to Directors and Officers and replace with Directors. CARRIED

Motion: by Ellen Paterson (27), seconded by Marlene Neal (8) that the members will fix the number of Directors to be elected. CARRIED

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Motion: by Marlene Neal (8), seconded by Ellen Paterson (27) for Section 4.5 that Elected Officers (President, Vice President, Secretary and Treasurer can serve two (2) consecutive 2 year terms . CARRIED

Motion: by Carol Lovelady (10), seconded by Petra Halk (21) for Section 4.6 that Elected Directors can serve three (3) consecutive 2 year terms . CARRIED

Tom Witzel (16) Clarification on whether an officer can be elected for another term after their two (2) 2 year terms. Answer: YES

Motion: by Tom Witzel (16), seconded by Roger Wallis (17) for Section 4.11 to add “qualified member of a member District” CARRIED

Motion: by Ellen Paterson (27), seconded by Mitch Lupa (30) to accept Article IV Governance with changed wording . CARRIED.

Article V – Officers

Steve Indig – Past President could be invited to the Board. Suggested that Past President could be permitted to attend Board meetings unless determined otherwise by the Board. The Past President would not have a vote.

Motion: by Carol Lovelady (10), seconded by Ken Simard (1) to accept Article V Officers with the wording change as per Steve Indigs suggestion ” The Past President could be permitted to attend Board meetings unless otherwise determined by the Board. The Past President would not have a vote. “ . CARRIED

Article VI and Article VII Committees and Conflict of Interest

Motion: by Carol Lovelady (10), seconded by Nickie Sloan (2A) to accept Article VI and Article VII with minor changes. CARRIED

Article VIII Finance and Management

Motion: by Shirley Barnes (13), seconded by Vanna Chiem (19) to accept Article VIII . CARRIED

Articles IX to XIV.

Roger Wallis (17) re: Article 12.1 .Why wouldn't District funds go back to the District upon dissolution of the Corporation.

Gail explained that the OSGA would no longer be functioning and with no structure to deliver games, insurance etc.

Re: Article 13.1 Will Indemnify . What about indemnification for Districts? Does this extend to Districts?

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Gale Prior explained that this does extend to Districts and will clarify

ACTION: Gail Prior to confirm with insurance company that Member Districts are covered.

Motion: by Marlene Neal (8), seconded by Mitch Lupa (30) to accept Articles IX, X XII, XIII, XIV . CARRIED

Mark Ling (5) Mark asked Steve Indig if OSGA was now in compliance with the National Not for Profit Incorporations Act with the proposed changes.

Steve Indig replied that Yes we are in compliance based on what he has heard and with the changes that we are proposing to the OSGA bylaws

9. **Election of new Directors – Peter Hensel**

Motion: by Marlene Neal (8), seconded by Denis Ringuette (2) to fix the number of Directors on the OSGA to ten (10) . CARRIED

Proposed Slate of Officers from Nominating Committee

Still have one year left on their term:

Treasurer Ellen Paterson Secretary Don Hector

Board Members Denis Ringuette Gary Churchill

Nominations were to be in by October 1, 2016 by our policy so we get a wide distribution of board members across the province.

Four nominations were received.

For President : Gary Churchill Angie Richard

For Vice President: Gary Churchill, Lety Dudgeon

Each new delegate was given the opportunity to speak outlining their background.

An election process was held for each Position.

Angie Richard was the successful candidate for President]

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Gary Churchill was the successful candidate for Vice President.

Motion: by Mitch Lupa (30), seconded by Irene Churchill (5) to destroy the Ballots . CARRIED

Peter Hensel explained at this point that we currently had 5 approved Directors on the Board. Peter asked to forward names of interested candidates to Peter Hensel or Geoff Johnson.

Steve Indig advised that we need to elect Board members now as rules will only allow one appointment for every 3 Directors elected. These elections can only be done at a general membership meeting and unless OSGA wanted to call another General Meeting , they would need to wait until the next AGM to conduct elections.

Motion: by Vanna Chiem (19), seconded by May de Jongh (19) to nominate Wilf Navarrete (15) as a Director . CARRIED

Motion: by Angie Richard (14), seconded by Carol Lovelady (10) to nominate Bob Tremblay (19) as a Director . CARRIED

Motion: by Ellen Paterson (27), seconded by Petra Halk (21) to nominate Lety Dudgeon (28) as a Director . CARRIED

Motion: by Marlene Neal (8), seconded by Daria Thompson (16) that Wilf Navarete, Bob Tremblay and Lety Dudgeon be accepted as Directors on the Board . CARRIED

With 8 Directors now on the Board , one more Board nomination would be allowed for one (1) year.

ACTION: Board to nominate one more Board member at its next Board meeting.

Peter Hensel thanked Robert Peladeau for his service on the Board. Irene Churchill (5) thanked Peter Hensel for his service on the Board. Gail Prior thanked Peter Hensel, Robert Peladeau, Norm Steeper and Bill Lytle for their services on the Board.

10.

Other Reports

Rules Committee – Peter Hensel. (Handout provided in the delegates information package)

Peter provide an overview of Rule Changes for the coming year and rules under consideration

Petra Halk (21) had a question on the ‘no charting’ rules in Floor Shuffleboard. Peter Hensel explained that charting is keeping notes of tracking of the disc on each shot / each court to improve their understanding of disc movement. This tends to slow the game down.

Marlene Neal (D8) asked why there was a breakdown into 3 divisions. The rules still talk about 24 teams. Peter Hensel explained that there were variations in ice conditions in each curling rink and teams were at a disadvantage if they had to move to other curling rinks. Under the 3 division change, each Division could play their entire game series at one Curling Venue.

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	<p>Irene Churchill (D5) was concerned that only 8 Districts could apply to any one division where formally 24 opportunities were available.</p> <p>Peter Hensel explained that Bowling may be moving as a sole Summer Provincial Event.</p> <p>Dave Cave (7) inquired whether it would be 5 pin or 10 pin in the Summer Provincial Games or both. Peter Hensel explained that it was up to the host District to determine the bowling events that they would host.</p> <p>There was a discussion of “Caps” or the number of total participants allowed for the Winter and Summer Provincial Events. With the movement of bowling to the Summer Game option there would be a need to keep some events in the Winter Provincial Events to provide opportunities for competitors.</p> <p>Linda Spadaro (13) asked whether Table Tennis competitors could play both Doubles and Singles. This is still under consideration</p>
11.	<p>Question and Answer Period</p> <p>Gary Chaput (7) asked about the last Director appointment. Answer: It has to be a one year term.</p> <p>Denise Bourgon (20) noted that District 18, 19 and 20 need to be added to the AGM Report 2016 in the Delegates Information Package.</p> <p>Gail Prior noted that District 7a will become District 7 (North Lanark)</p>
12.	<p>Bob Secord Award – Angie Richard</p> <p>The 2017 Bob Secord Award winners were:</p> <ul style="list-style-type: none"> • Kathy Hartwell – District 17 • Stanley Fraser – District 8 • Peter Hensel – Special Award District 33A
Pm	<p>Conference Session</p>
	<p>1. Aging Successfully through Wellness – Presentation by the Retired Teachers Associaton (RTO) (Janet Politiberni)</p> <p>Janet provided an informative interactive session with delegates on ways to keep healthy and active through a variety of approaches.</p> <p>2. 2018 Ontario 55+ Summer Games in Mississauga – Corey Long , Games Manager</p> <p>Corey provided a brief overview of some of the tentative plans in place.</p> <p>Provincial 55+ Summer Games are Aug. 10 to 12 and will occur over a Saturday and Sunday. There will be no final night banquet with a higher focus on “middle night” activities. All accommodations will be less than 10 km of all sport venues with</p>

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	<p>transportation through the city bus system. Registration will be at the Hershey Centre (tentative), Opening Ceremonies at Celebration Square or Port Credit with extended stay offers.</p> <p>Venues will be clustered.</p> <ul style="list-style-type: none">• Mississauga Seniors Centre – 8 venues on site, 400 participants• Meadowvale Community Centre – 4 venues, 200 participants, Contract Bridge, Euchre, Cycling, Swimming.• Huron Park – Bocce , Tennis (8 clay courts)• Golf at Braeben Golf Course• Slopitch – Dunton Field• 5 pin bowling – Streetsville Bowl – 12 lane facility• Billiards – Crooked Cue• Pickleball, Floor Shuffleboard – to be decided. <p>ACTION: Corey Long to provide his presentation material to Geoff Johnson who will distribute to the Districts. Contact: corey.long@mississauga.ca www.osgmississauga.ca/</p>
13.	Closing remarks by Angie Richard.

Minutes prepared by Don Hector.