



**BOARD OF DIRECTORS
MEETING # 9 (2018-2019)
August 16, 2019
Teleconference**

H. Dwinnell – Recording Secretary

Present:

D. Thompson
T. Barker
A. Bell
C. Salvador
C. Sayao
D. Shemilt

Staff:

D. Boles
D. Muma
H. Dwinnell

Absent:

P. Legault

ITEM		ACTION
9-2019:01.1	CALL TO ORDER D. Thompson called the meeting to order at 12:02pm.	
9-2019:02.1	APPROVAL OF AGENDA MOTION: C. Salvador/A. Bell To approve the agenda.	CARRIED
9-2019:03.1	APPROVAL OF CONSENT AGENDA MOTION: A. Bell/C. Sayao To approve consent agenda including: <ul style="list-style-type: none">• Approval of June 21, 2019 minutes• President Report• President's AGM report• Approval of Bylaw Changes for 2019 AGM	CARRIED
9-2019-04.1	BOARD REPORTS Board Administration Board Annual Report reminder final deadline August 19, 2019 Swim Ontario Award Recipients: Gord Noddle Award – Tym Barker Friend of Swim Ontario Award – JF Potvin	
9-2019:04.2	CEO/COO Report D. Boles highlighted the following: <ul style="list-style-type: none">• Good swimming results have a financial impact• Audit is complete and is ready for presentation at AGM• OASF Grant application has been submitted, OHPSI funding notice received as a Tier 1 sport• SNC new Masters Co-ordinator – Cynthia Pincott	

- Masters Committee – Dan Thompson John McIntyre. Also suggests a staff member be on the committee
- Conference plans are progressing with Safe Sport and Club Manual being an important resource for administrators
- New Website is developing well. The Team members have strong swimming background
- Special Project video approved by Finance Committee to engage entire swimming community
- Discussions with SNC regarding branding and a clear MOU is required
- SNC to hire Business Plan expert to develop a needs assessment to streamline day to day operations for officials with the goal to have a technology enhancement to make officials experience more personal and less of a burden for club officials administrators

9-2019:04.3

Program Policy Committee

Anne Bell circulated a report prior to the meeting and presented 3 Policies for consideration; Role of the CEO, Role of President and the Board of Director Duties and Responsibilities. A new Governance section in the Procedure Manual will be created. Added to the work plan for next season the committee will look to expand on the Board of Director Duties and Responsibilities to address the concept of engagement of members and clubs.

MOTION: A. Bell/C. Sayao

To approve three (3) policies as presented; Role of the CEO, Role of the President and Board of Directors Duties and Responsibilities.

CARRIED

D. Thompson thanked committee for their work and is pleased to have the policies approved.

9-2019:04.4

Finance and Audit Committee

T. Barker provided a brief highlight of the following:

- Audited statement changes to line items are different from previous years to reflect the new financial statement presentation.
- Requested recommendations from the auditor on e-transfers.
- Potential funding pressures which the High Performance Reserve fund may have to be used for.
- Auditor was happy with the amount of the current Operating Reserve
- Committee would be reviewing the need to increase the reserve prior to the next budgeting cycle.
- Committee approved a new auditor due to Jim Gibbs retiring.
- Committee recommended and approved \$3,000 to the Dan Taylor TAS/Arena Regional Scholarship
- Celebration of Life for Dan Taylor August 14 had a good turnout and Swim Ontario presentation was made by Rick Hannah

MOTION: T. Barker/D. Shemilt
To approve the March 31, 2019 audited statement.

CARRIED

MOTION: T. Barker/C. Salvador
To approve Reily Back LLP as the auditor for 2019-20 to be presented to membership at the AGM.

CARRIED

2019:04.5

Nominations Committee

C. Sayao distributed his report prior to the meeting. He provided the following update:

- Determination of Eligible Director Candidates – Committee looked at SNC's template and the significant difference is Swim Ontario Board does not rank but included the requirement that candidates meet by-laws, and that diversity, inclusion and gender balance be addressed.
- The Nominations process is now closed and 7 applied as nominees for the 2019 Board of Directors Elections
- Recruiting was done by Committee identifying gaps in skills of current remaining board.
- Pleased with caliber of candidates all with experience we seek for our governance board
- Notification will be sent to each candidate with details of the AGM
- Suggestion that unsuccessful candidates be engaged in committee work

MOTION: C. Sayao/A. Bell

To approve the policy Determination of Eligible Director Candidates as presented.

CARRIED

NEW BUSINESS

9-2019:05.1

AGM Preparations

D. Boles provided outline of Board involvement at the conference and the AGM.

9-2019:05.2

Board/Staff Leadership Development

Swim Ontario staff participated in a Values Assessment Workshop and felt Board participation would be beneficial. D. Boles has received a proposal that would involve an extra face to face meeting in the fall to facilitate this workshop and would be a good engagement for Board with Staff

9-2019:05.3

SNC AGM

D. Thompson reported that Ontario has 6 votes. Presently D. Thompson and A. Bell will be the participants and D. Boles will attend as an observer.

9-2019:06.1

EXECUTIVE SESSION WITH STAFF REMAINING - Not required

- 9-2019:07.1 **BOARD EVALUATION**
The third quarter survey was done by 5 Board members and the results showed nothing to be concerned about. The Board agreed to review what they feel is important and perhaps update the survey questions as well as incorporating an annual survey.
- 9-2019:08.1 **NEXT MEETING**
Friday September 13, 2019 at Novotel Toronto Mississauga Centre
Noon - 4:30 (will include the Strat Plan presentation to Board)
1:15 – Finance meeting
Board meeting 3:15 – 4:30

Saturday September 14, 2019 Call to order at 4:15pm
- 9-2019:09.1 **ADJOURNMENT**
MOTION: D. Shemilt
To adjourn the meeting.
- 9:2019:09.2 The meeting adjourned at 1:20
- 9:2019:10.1 **EXECUTIVE SESSION BOD ONLY** – ended 1:36pm.