

DRAFT

**Masters Swimming Ontario
Annual General Meeting
Sunday, December 15, 2002
Douglas Snow Aquatic Centre, North York, ON**

Please post the minutes for club members' information.

PRESENT

Board Members

Ralph Chown, ARN

Darlene Brown, EYH

Charlie Lane, ETOB

Lesley Mason-Ward, SWYM

Mary Brinklow, CRTC

Claus Koch, TYMS

Shona MacLachlan, MARK

Sue Weir, TYMS

Support

Brian Croker, DSC – Registrar

Heather Davies – Secretary

Barrie Malloch, ETOB – Webmaster

Members

Clifford Barry, ETOB

Geoff Camp, ETOB

Pat Davis, TECH

John Grootveld, EOMAC

Pat Niblett, TECH

Ted Roach, ATB

Ethel St. Laurent, ATB

Doug Vanderby, NT

Nicholas Brown, BURL

Chris Cupidio, EYH

Steve Goodwin, ETOB

M. Ellen Newbold, ETOB

Judie Oliver, NYG

Chris Smith, TYMS

Michael Stroud, VV

Chris Wilson, BRNT (left early)

1. CALL TO ORDER, WELCOME, QUORUM, ROLL CALLS, VOTE TABULATION

Ralph Chown, acting as chair, called the meeting to order at 1.25pm.

Ralph welcomed everyone; Mary Brinklow tabulated the clubs and votes. There were 14 clubs represented and a total 34 votes.

Alderwood Teddy Bares (ATB): 2 votes

Arnprior Greyfish (ARN): 1 vote

Burlington Masters (BURL): 4 votes

Courtice Masters (CRTC): 1 vote

Downtown Swim Club (DSC): 4 votes

East York Hurricanes (EYH): 1 vote

Etobicoke Olypium Masters (ETOB): 4 votes

Markham Masters (MARK): 2 votes

North Toronto Masters Swim Club (NT): 4 votes

North York Masters (NYG): 3 votes

Ottawa West Y Masters (SWYM): 2 votes

Technosport (TECH): 3 votes

Toronto Y Masters Swim Clubs (TYMS): 2 votes

Village Vikings Masters (VV): 1 vote

2. ACCEPTANCE OF AGENDA

MOTION: moved by John Grootveld and seconded by Judie Oliver
To adopt the agenda.

CARRIED

3. ACCEPTANCE OF MINUTES OF December 16, 2001

MOTION: moved by Chris Smith and seconded by Pat Niblett
To adopt the minutes of the December 16, 2001 Annual General Meeting.

CARRIED

4. BUSINESS ARISING from 2001 Annual General minutes

None.

5. COMMITTEE REPORTS

MOTION: moved by Pat Niblett and seconded by John Grootveld
To accept the committee reports as read.

CARRIED

6. NOTICES OF MOTION

A) There were three motions proposed for the agenda

i) From page 58 of the 2002 Masters Swimming Ontario Handbook, under the Bylaws item five of the "Duties of the Board of Directors and Officers" which reads:

"The President shall preside at meetings of the Association, and at meetings of the Board of Directors, and shall represent M.S.O. at Swim Ontario. He shall perform such other duties as the Board of Directors may, by resolution, designate."

The motion proposed would eliminate the phrase "and shall represent M.S.O. at Swim Ontario." and would leave the choice of representative up to the Board of Directors, as has been the case for the past number of years.

ii) From page 53 of the 2002 Masters Swimming Ontario Handbook, under the Constitution, item six which reads:

"Individual members shall enjoy the same rights as those set forth in the Canadian Charter of Rights and Freedoms."

The motion proposed would ratify this item as proposed in 2001.

iii) From page 53 of the 2002 Masters Swimming Ontario Handbook, under the Constitution, item five which reads:

"The Association shall be an affiliate member of Swim Ontario."

The motion proposed would eliminate this item from the Constitution.

B) Motions to add the proposed motions to the agenda

i) MOTION: moved by Mary Brinklow and seconded by Lesley Mason-Ward
To add the following motion to the agenda:

To eliminate the phrase "and shall represent M.S.O. at Swim Ontario." from item five of the "Duties of the Board of Directors and Officers" section of the Bylaws.

A request for a counted vote was made and the vote went as follows:

Alderwood Teddy Bares: 2 votes yes
Arnprior Greyfish: 1 vote yes
Burlington Masters: 4 votes yes
Courtice Masters: 1 vote yes
Downtown Swim Club: 4 votes yes
East York Hurricanes: 1 vote yes
Etobicoke Olympium Masters: 4 votes yes
Markham Masters: 2 votes yes
North Toronto Masters Swim Club: 4 votes yes
North York Masters: 3 votes yes
Ottawa West Y Masters : 2 votes yes
Technosport: 3 votes yes
Toronto Y Masters Swim Clubs: 2 votes yes
Village Vikings Masters: 1 vote yes

MOTION CARRIED UNANIMOUSLY

ii) **MOTION: moved by Chris Smith and seconded by Claus Koch**
To add the following motion to the agenda:

To ratify item six of the constitution as published in the 2002 Masters Swimming Ontario Handbook.

MOTION CARRIED UNANIMOUSLY

iii) **MOTION: moved by Chris Smith and seconded by Brian Croker**
To add the following motion to the agenda:

That section five of the constitution shall be deleted.

A request for a counted vote was made and the vote went as follows:

Alderwood Teddy Bares: 2 votes yes
Arnprior Greyfish: 1 vote yes
Burlington Masters: 4 votes yes
Courtice: 1 vote yes
Downtown Swim Club: 4 votes yes
East York Hurricanes: 1 vote yes
Etobicoke Olympium Masters: 4 votes no
Markham Masters: 2 votes yes
North Toronto Masters Swim Club: 4 votes yes
North York Masters: 3 votes yes
Ottawa West Y Masters: 1 vote yes, 1 vote no
Technosport: 3 votes no
Toronto Y Masters Swim Clubs: 2 votes yes
Village Vikings Masters: 1 vote yes

Totals: 26 votes yes, 8 votes no

MOTION CARRIED

C) Votes on motions

i) **MOTION: moved by Chris Smith and seconded by Pat Davis**

To eliminate the phrase “and shall represent M.S.O. at Swim Ontario.” From item five of the “Duties of the Board of Directors and Officers” section of the Bylaws.

MOTION CARRIED UNANIMOUSLY

ii) MOTION: moved by Chris Smith and seconded by Barrie Malloch

To ratify item six of the constitution as published in the 2002 Masters Swimming Ontario Handbook.

MOTION CARRIED UNANIMOUSLY

iii) MOTION: moved by Chris Smith and seconded by Geoff Camp

That section five of the constitution shall be deleted.

Before opening the floor to discussion on the motion, Ralph made some introductory comments and suggested a review of the background of this discussion was in order, including why this issue (via the membership survey) was raised by the Board of Directors. One of the concerns of the Board was the desire to increase attendance at the AGM, so that a vote on such an important issue would be more representative of the membership. Therefore, to solicit better representation, the survey was conducted and proxy vote sent to highlight and bring attention to the difficult relationship with SO.

Ralph began the history of how MSO got to this point and started at about a year ago when MSO acquired their own insurance because the liability insurance purchased through SO did not cover open water swims such as those held at the St. Mary's Quarry and required a certified coach on deck at practices which was not how many clubs operated. The new insurance purchased independently by MSO came into effect on December 1st, 2001.

At the end of 2001 and the beginning of 2002, Swim Ontario invoiced MSO for the first time, without explanation, an affiliation fee of about 5 and a half thousand dollars.

The MSO Board on behalf of the membership considered it irresponsible to simply pay the SO invoice without acceptable justification from SO. By invitation 3 representatives from SO attended the February 2002 MSO board meeting and as an explanation suggested that the services they provided were:

- access to officials.
- development of youth swimmers who would become the future of masters.
- right of sanction
- a seat on the SO Board of Directors
- some administrative functions

But what had changed from 2001 to 2002? All of those functions were in place in 2001 except for a seat on the SO Board.

The net change was that:

- MSO was now managing its own insurance
- MSO had a seat on the SO Board
- SO had initiated an affiliation fee

From the sidelines it appeared that SO was simply out to initiate and collect a new fee at MSO's expense. The Board chose not to pay the fee but rather asked SO to meet and to discuss the terms of the fee. At the end of March SO threatened to revoke all meet sanctions and nullify any records back to the beginning of the year if the fee was not paid before the first event of the Provincials. A special board meeting was held at the Olympium where the board decided to pay SO, in good faith, an amount equivalent to what had been voluntary contributed on a per capita basis in 2001. As part of the transmittal letter a meeting was again requested. The request was rebuffed and at the May MSO board meeting a committee of 4 was set up to deal with MSO/SO relations."

At this point, Ralph turned the floor over to Shona MacLachlan, Chair of the MSO Swim Ontario Negotiation Committee.

Shona provided the following chronology:

March 28, 2002: Lea Bredschneider, Executive Director of Swim Ontario to Ralph Chown
Lea informs MSO that the organization has not been in "good standing" since December 1, 2001. An attached invoice is an estimate based on 2500 swimmers plus a late charge (3% per month for 4 months) totalling \$5,778.00 due by April 5, 2001."With your provincial championships on the upcoming weekend it is important that this will be looked at prior to the start of the meet. Should MSO default I will be forced to inform FINA, MSC, SNC and all provincial sections of this situation"

April 2, 2002: Bill Thomas, President of Swim Ontario to Ralph Chown
"The belief strongly held by SO is that, if there is some controversy within your organization with respect to either the amount or the principle of affiliation fees (or for that matter the style of invoicing) that controversy should best be addressed in a letter from you as President." "Following our meeting in Ottawa the consensus was that we could and should continue to work together...That process can best be accomplished once payment of the current assessment is received and feelings less volatile.

April 3, 2002: Ralph to Bill
Confusion. Lea's note arrived on April 2. Hard copy of Lea's February 22 was postmarked March 19 (four days after meeting). Requesting a phone meeting to discuss.

April 4, 2002: Ralph to Bill
Informing Bill that MSO will be convening a special MSO Board meeting at Provincial Championships – logistical difficulties – Saturday. Need 2/3 signatories.

April 6, 2002: Special MSO Board meeting
Cheque to SO for \$2,301.61 (\$2.80 minus insurance of \$1.80 (insurance) plus PST.

April 6, 2002: Ralph to Bill
"It is the understanding of the MSO Board that negotiations with SO to address the fee structure are not complete and in this regard representatives from the MSO Board would be pleased to enter into discussions with your Management Committee with the objective to arrive at a clear and mutual agreement that addresses all concerns of your and our memberships"

May 3, 2002: Ralph to Bill
"The MSO Board will be meeting this Sunday and I was wondering if MSO should be forming a committee to meet with your committee that deals with MSO/SO relations. Was there any discussion in this regard at your AGM that you believe that I should be bringing forward at our meeting?"

May 23: Ralph to MSO Board
As of this date, MSO has not received anything from SO regarding the April 6 cheque and letter. If SO requests a meeting we need to be organized. I have asked Claus and Darlene and others?"

June 20, 2002: Bill to Ralph
Reporting on AGM – Claus now a full member of SO Board. "Acknowledge receipt of your cheque on account of affiliation fees enclosed with your letter of April 6. You will recall that our assessment was based on a simple formula of \$2.00 per swimmer and not on the basis you set out in your letter. Accordingly, we look forward to the receipt of the balance at the earliest opportunity."
"This has become a sensitive topic but if we are to move forward we must insist on payment in full. All of the arguments both pro and con have been fully explored. We continue to believe that the assessment is extremely fair and reasonable given the assessment charged to other competitive

swimmers. Although we view MSO as partners the fact is that Swim Ontario by virtue of its sanctioning authority is more of an equal partner.”

June 24, 2002; Ralph to Bill

“At the last MSO Board meeting a committee was established with the sole purpose to be on hand to enter into negotiations with SO to arrive at a fee structure equitable to both partners. By copy of this email I am passing your comments on to them. Can you arrange to have your committee chair contact the four people. Our next Board meeting is July 21 and then the next one is not until September.”
No response to request for meeting

September 4, 2002: Shona to Bill:

Asking to convene a meeting “to discuss the impasse the two organizations are presently facing on the sanctioning issue. We have not had the opportunity to discuss with you the proposed assessment of \$2.00 per swimmer”. Proposing meeting on September 16 at SO offices.

September 12, 2002: Bill to Shona

“...there seems little point in further meetings until our outstanding invoice is paid. We note that a further invoice will be sent to MSO shortly for the 2002-2003 season and we will appreciate prompt payment”.

“As explained to your Executive, payment is not optional or voluntary and while we will be reluctant to do so we will be obliged and will not hesitate to revoke any existing meet sanctions and to withhold new meet sanctions if MSO’s account is not current by November 1, 2002. While you can always hold unsanctioned meets, the results will not be recognized nationally or by FINA.

September 14, SO Board Retreat:

Claus reported that on Friday night (in his absence) the SO Board voted to give MSO to November 1, 2002 to pay the balance of \$2.00 from last year and this year’s assessment or they pull sanctioning rights. During Saturday some informal discussions on other options (per meet fee etc) but Claus held out for SO voting to keep to \$2.00 for 2003/2004 unless outside factors intervene.

September 22, 2002: MSO Board Meeting

The Committee’s recommendation to pay was deferred until 3 questions were answered more fully. If MSO disaffiliates what will be the effect on:

- National results and records
- Insurance
- Officials.

Responses to be provided in writing before October 26 Board meeting in Brantford where the issue will be discussed and voted on.

October 24: Teleconference Meeting: Bill, Lea, Ralph, Claus and Shona (at SO’s request)

MSO stressed the importance of taking the SO affiliation fee and fee increase to its membership. The AGM is not until December 15. Only November 1 deadline for 2001/2002 balance.

October 26: MSO Board Meeting

MSO Board votes to pay the balance owing on the 2001/2002 invoice and to send a letter and survey to individual members in advance of the AGM.

At this point, some discussion began, particularly on the membership survey. Cliff Barry raised the point that he felt the survey presented only one side of the issue. Ralph responded that it was an extremely difficult task and that the attempt was made to be balanced, though he acknowledged that it may not have succeeded. Doug Vanderby objected to the use of the word “may”, in “World records may not be recognized by FINA”, saying it was unclear, and Pat Davis added that there didn’t seem to be enough concrete information as to the consequences of disassociating with Swim Ontario. The Board responded that they had had difficulty obtaining facts, as it appeared the threat of action was not

enough to gain responses from the parties involved. Claus Koch pointed out that he had attempted to express to SO the seriousness of the situation, back in April 2002.

Steve Goodwin presented his rebuttal letter (to the survey letter) and expressed his dissatisfaction with the notion that if the motion passed, the Board would have unilateral power to disassociate. Some discussion ensued about whether the Board would or would not do so, but the fact remained that it was *possible*.

Ralph interjected to request a presentation from Chris Smith on the structural organization of swimming in Canada. Chris demonstrated that while in the US and Europe, there is a clear “from the top-down” division of age group and masters swimming, with ties and cooperation at every level, in Canada the structure is not as clearly defined. There are broken links and cross responsibilities at most levels. Chris suggested a proposal to try and get the various levels working together to resolve these issues and clarify responsibilities.

Ralph then asked Geoff Camp to speak to the issue as the MSC President. Geoff expressed grave concerns about the methods of (and lack of) communication between the organizations. He pointed out that there seems to be a dichotomy between the official position of SNC on this matter (that it is a provincial matter) and the reality of their actions. Geoff reiterated Chris’ proposal and emphasized that swimming in Canada, Masters in particular, is an evolving organization that needs to grow and change. More discussion ensued; issues of how can MSO be assured that the affiliation fee does not rise dramatically in the future, the reiteration of the services (or lack of services) that SO provides, the question of how is the proposed motion about paying the affiliation fee, and the re-stating of trying to make changes in swimming from the bottom up.

Brian Croker then presented the results of the survey: of 306 responses, they were 3 to 1 against affiliating with Swim Ontario.

Pat Davis then requested a review of the consequences of disassociating with Swim Ontario. Claus Koch responded that there is still difficulty in obtaining definitive answers to these questions and that they range from the extreme of MSO registered swimmers being unable to compete outside Ontario, to MSO swimmers being able to compete anywhere, but being ineligible for World Records. At this point the vote was called and a request for a recorded vote was made and the results were as follows:

Alderwood Teddy Bares: 2 votes yes
Arnprior Greyfish: 1 vote yes
Burlington Masters: 4 votes no
Courtice Masters: 1 vote yes
Downtown Swim Club: abstained
East York Hurricanes: 1 vote no
Etobicoke Olympium Masters: 4 votes no
Markham Masters: 2 votes no
North Toronto Masters Swim Club: 4 votes no
North York Masters: 3 votes no
Ottawa West Y Masters: 2 votes no
Technosport: 3 votes no
Toronto Y Masters Swim Clubs: 1 vote yes, 1 vote no
Village Vikings Masters: 1 vote no
Proxy votes : 22 yes, 22 no
Totals: 27 votes yes, 51 votes no

MOTION DEFEATED

Some more discussion ensued, primarily, the question of payment to Swim Ontario was raised and it was agreed, SO would be paid immediately. Also there was more discussion of methods of change and a motion was proposed.

MOTION: moved by Chris Smith and seconded by Pat Davis

Be it resolved that the members of Masters Swimming Ontario reject the current structural relationships between Masters Swimming Ontario (MSO) and Swim Ontario (SO), also between MSO and Masters Swimming Canada (MSC). We therefore instruct the Board of MSO to negotiate new structural relationships with SO and MSC.

MOTION CARRIED UNANIMOUSLY

7. NEW BUSINESS

- A)** Darlene Brown presented an updated September 2002 – August 2003 budget with some changes from the one supplied with the AGM package. Namely:
- the inclusion of the voluntary donation to Swim Ontario
 - the increases in stipends to the registrar and the webmaster
 - the inclusion of \$500 for travel to the MSC AGM (costs no longer covered by MSC)

MOTION: moved by Chris Smith and seconded by at Darlene Brown

To approve the updated budget.

MOTION CARRIED UNANIMOUSLY

- B)** Claus Koch noted a change in the insurance policy. There is now the following exclusion in MSO's coverage: US citizens attending functions in the US are no longer covered. Claus is requesting in writing a clarification that this applies to US citizens *only*. Claus noted that we do have some registered US members, particularly in border towns/cities. It is noted that copies of the MSO insurance summary are available through the registrar.

- C)** Ontario Team at World Championships; Chris Smith handed out a brief report on the Ontario Team at Christchurch. It was not discussed.

8. TERMINATION OF OUTGOING DIRECTORS

Darlene Brown, acting Treasurer, submitted her resignation and the term of Ralph Chown, President was finished. There was also an existing vacancy on the Board.

9. ELECTION OF DIRECTORS

Three nominations were submitted:
Chris Cupidio, East York Hurricanes
Pat Davis, Technosport
Michael Stroud, Variety Village Vikings

MOTION: moved by Brian Croker and seconded by Charlie Lane

To close the nominations.

MOTION CARRIED UNANIMOUSLY

With three vacancies and three nominations, the nominees were elected by acclamation.

10. APPOINTMENT OF AUDITORS

MOTION: moved by Barrie Malloch and seconded by Brian Croker

To appoint Withey Addison as auditors for the year 2002-2003.

MOTION CARRIED UNANIMOUSLY

11. ADJOURNMENT

MOTION: moved by Darlene Brown and seconded by Sue Weir

To adjourn the meeting at 4.10 p.m.

MOTION CARRIED UNANIMOUSLY

Please send your comments and/or opinions on the minutes to:

Brian Croker, Registrar Masters Swimming Ontario
msoreg@sentex.net