

**Masters Swimming Ontario
Board of Directors Meeting
Teleconference
January 19, 2016**

MINUTES

Present:

Phil Rogers - Chair
Mike Starr
Carole Herbert
Sally O'Brien
Cathy Macdonald
Chris Smith
Dorothy Milburn-Smith
Greg Robinson
Jake Nesovic
Brian Croker
Brigitte Zirger

Regrets:

None

Phil opened the meeting at 7:12pm.

1. Adoption of Agenda

The agenda was adopted with the addition of the Etobicoke funds request to New Business.

2. Adoption of the Minutes of the December 13, 2015 Board Meeting

Moved: Chris; Seconded: Sally; All in favor.

3. Email Motions

2016-01: Email voting is useful for items that require little or no additional discussion. Prior to sending out an email request for a vote, the board secretary will confirm the motion and, if appropriate, a mover and seconder. The voting options will be included in the email since the voting buttons in Outlook don't work if you are not on an exchange server. A deadline may be set for the votes to be cast. The Secretary will keep a log of all the votes and will report on the results. A PDF of the emails may be kept so that there is electronic backup. The motion and the results of the vote are read into the minutes at the next scheduled board meeting.

Moved – Carole; 8 in favor; 1 abstention, motion carried.

2016-02: That our membership year be from September 1st to August 31st annually, with no grace period (to December 31st) as has been allowed in the past.

Moved – Mike; Seconded – Sally; 8 in favor, 1 abstention, motion carried.

2016-03: That we ensure we have the final version and post the minutes of the Feb 24, Mar 24 and May 2, 2015 meetings on our website.

Moved – Carole; 7 in favor, 2 abstentions, motion carried.

2016 -04: That we finalize and approve the minutes of the Jun 9 and Nov 17, 2015 board meeting teleconferences and post as usual on the website.

Moved – Carole; 7 in favor; 2 abstentions, motion carried.

2016-05: That we finalize the notes from the emergency board teleconferences on Jun 30 and Oct 6, 2015 and keep them as confidential documents.

Moved – Carole; Seconded – Phil; 7 in favor, 2 abstentions, motion carried.

4. MSC/SNC Partnership Agreement

There is nothing new on this. Phil will register our opinion to MSC that we can't see how the process being used can result in an agreement.

5. Joint Promotion Discussions with Swim Ontario

There is nothing new on this. Motion: That we move forward with these joint initiatives in parallel with resolving the governance issue.

Moved: Sally; Seconded: Greg; Seven in favor, two against, motion carried.

6. Governance

The Governance Committee consists of Phil, Mike, Chris and Brigitte. Everyone is welcome to comment on Anna Naud's initial response from December 2015, and on Phil's draft reply and request for a legal opinion plus recommended practical avenues to achieve what we wish to accomplish. The goal is to submit the reply to Anna by the end of the first week of February and have everything finalized by the end of February so that we can make preparations for the special membership meeting scheduled for April 1, 2016.

7. Insurance Review

Dorothy and Mike have agreed to work on reviewing our current insurance coverage. They will get quotes from other companies and also ask if there is interest in national coverage. We will see if there are people outside the board who might like to work on this project.

8. IT Update

There is nothing new on this. The new membership management program is running well. Our website needs updating but this is on hold until we can tie it in with the new marketing initiatives and improved communications with our members.

9. Bookkeeping Position

Cathy will circulate bullet points in the spring as to what would be involved with this position. The initial software setup of the MSO data will be done as a one-time project.

10. Declining Membership

We will discuss this again and look into an IT project to get more data.

11. Board Member Updates

Updates have been circulated and will not be discussed at this time.

Cathy noted that we are currently \$1900 over budget on the legal opinion. When the response is sent, Anna Naud will be asked for an estimate of her costs for her final report.

12. New Business

Etobicoke has requested that we reimburse them the money they would have made from the November swim meet they cancelled due to the disagreement between MSO and SO.

Motion: That this invoice not be paid.

Moved – Phil; Seconded – Sally, all in favor, motion carried.

13. Next Meeting

The next meeting will be a conference call Wednesday, February 17, 2016 at 7pm.

14. Adjournment

Dorothy moved that the meeting be adjourned.

The meeting adjourned at 9:10pm.