XC Chelsea Masters Cross Country Ski Club

Annual General Meeting Minutes

26 Aug 2018, 6:00 – 7:30 PM
Barley Mow, 399 Richmond Road, Ottawa

Chair: Alex Bota
Note taker: Sara Rykov, Secretary
Invited: all Club members
Present:

- Alan Bolster
- Allan Butler
- Barbara Thiel
- Brian Ray
- Cathey Cottell
- Ed Cottell
- François Dubrous
- Francoise Chatenoud
- Gregoire Crevier
- Holly MacDonald
- Ian Stewart
- Janice Gray
- John Pavelich
- Julie Coburn
- Keith van Walraven
- Kevin Farrell
- Marcie Girouard
- Micheline Patrice
- Natalya Kuziak
- Peter Hamilton
- Peter Ostrom
- Sara Rykov
- Terri Bolster
- Trevor Plestid

PRE-AGM Discussion

The Board agreed to have Natalya Kuziak (NK) address the assembly prior to the opening of the AGM. She provided a history of her involvement in the local cross country ski community (from 1994 - present), including the incorporation of the XC Chelsea Masters club, under the Canada Not-for-Profit Corporation Act, in 2013 . NK provided a detailed account of her personal commitments and efforts she put into the club. She related her request for monetary compensation and the subsequent board response.

Alex Bota (ABo) stated that, as the matter was already before the Board, the discussion could continue after the AGM and focus on comments and feedback from members following NK presentation. The Board was interested in hearing from members present about this matter.

Item #	Time	Lead	Topic

0.	6:00	??	Election of AGM President Alex Bota is elected President of the Assembly.
1.	6:15	AGM President	Opening of AGM ● Opening Remarks ● Highlights of 2017/2018 year: ○ Membership back to 100 members. ○ Recognition of volunteers: Fundrace, waxing, social event hosts ○ Fundrace: $3500 for juniors ● How to connect with the club ○ newsletters/facebook, volunteer, social events, programming, club events
2.	6:30	Treasurer	Treasurer's Report ● Financial Objectives of the club every year to balance the budget. Keep the revenue below $50K (so no need to charge HST) ● Highlights of this year's financial statements were presented. ● Forecasting a $1100 deficit in 18/19. Forecasting is driven by membership numbers. ● Question from a member: can end of year financial statements can be posted to club website? Good suggestion: will do this. ● Question from a member: are financial statements audited? ABo brought motion to waive the appointment of a public accountant. See Appendix. Discussion: ● NK argued that appointing an accountant would be appropriate due to the transition in leadership. ● Discussion on options incl. review engagement ($3-5K) vs. audit (much more), with the former option being preferred. ● Cost is viewed as high, suggestion to find a Public Accountant who could do the review engagement pro bono. ● Discussion on potential risk to BoD if the audit is waived, with the conclusion that the current processes in place are satisfactory.
3.	6:30 – 7:00	Directors	Presentation of 2017/2018 Director's Reports including overview of 2018/2019 season. ● Treasurer Report

			• Social Director Report (6:55 pm) • Secretary Report (7:00 pm) • Membership Director Report (7:03 pm) • Director At Large Report (7:10 pm) • Communications Director Report (7:23 pm) • Athletic Director Report (7:28 pm) • Review of Year End Member Survey (7:37 pm)
4.	7:44	Election Chair	Election of (4) Directors • Secretary - Micheline Patrice is elected. • Social Director - Holly MacDonald is elected by acclamation. • Athletic Director - Peter Ostrom is nominated, requested time to think about it. No other candidate nominated. Position is left vacant until further notice by the Board (current or new). • Membership Director - Allan Butler is elected by acclamation. The Board will fill the position of President on an interim basis.
5	8:15	Allan Bolster	Acknowledgement of Natalya. See Appendix. Notes on discussion of motion: • A member stated her extensive background in not-for-profit governance. Said request for compensation is a unique situation that she has not encountered before. • A member asked where compensation ends and said that it could create a slippery slope. • A member brought counter examples of other volunteer organizations where directors have given many hours of service but not received monetary compensation. • A member publicly thanked Natalya.
6.	8:45	Treasurer	Adjournment

Appendix

Motion 1. Motion to the membership to waive the appointment of a public accountant.

Motion by: Alex Bota, Treasurer, XCCM
Seconded: Francois Dubrous
Not carried.

Vote was held, 23-1-0. Appointment of Public Accountant not waived.

Motion 2. Moved that in recognition of the retirement of Natalya Kuziak from her positions of President and Athletic Director of XCCM with effect August 31, 2018 that:

A. XCCM (the club) select an opportunity to allow the members to publicly recognize and thank Natalya for her contribution to the club. It is suggested that the fall social event would be an appropriate opportunity.
B. The club publicly thank Natalya and present her with a lifetime membership. It is suggested that the fall social event would be an appropriate opportunity.
C. The incoming Board of Directors, including the new President and Athletic Director, determine and implement a method to address the issue of compensation to Natalya for, but not restricted to, the club name and logo.

Motion by: Alan Bolster
Seconded: John Pavelich

A. Public acknowledgement. Unanimous. Carried.
B. Lifetime membership. Carried.
C. Compensation. Vote conducted on this item. 8 in favor, 12 opposed. 3 spoiled ballots. Motion not carried.