



## AFL Canada 2017 Annual General Meeting Minutes

**Date/Location:** 8:00pm ET/6:00pm MT/5:00pm PT/9:00pm AT, Sunday, March 4, 2018 / Teleconference

Join the call from your internet browser: <https://www.uberconference.com/s9777> (must use Chrome, Firefox, Safari 11 or higher)

**Dial-in number (phone):** 866-240-1818

**PIN:** None required.

### Attendees:

<b>Club (Quorum = 11)</b>	<b>Delegate (bold formed part of initial quorum)</b>
Halifax Dockers	<b>Jonah Scott</b>
Sydney Giants	<b>Chris Bourque</b>
AFL Quebec	<b>Pauline Bermond</b>
Ottawa Swans	<b>Lisa Dalla Rosa</b>
Etobicoke Kangaroos	<b>Nicola Kirwan</b>
Central Blues	<b>Bruce Parker</b>
High Park Demons	<b>Darren Powell</b>
Toronto Rebels	
Hamilton Wildcats	<b>Lia Vansevenant</b>
Grand River Gargoyles	
Toronto Eagles	<b>Aaron Falcioni</b>
Toronto Dingos	Everett Wells
Broadview Hawks	
Calgary Kangaroos	<b>Dan McLeod</b>

Calgary Kookaburras	<b>Deanna Cook</b>
Edmonton AFC	<b>Robert Palmer</b>
North Delta Juniors	
Victoria Sharks	
Vancouver Cougars	<b>Will Fitzpatrick</b>
Delta Bay Hawks	
Vancouver Vixens	Allison (late)
West Coast Saints	
Burnaby Eagles	
Vernon Roosters	
<b>Executive Members Present</b>	
President	Lachlan Griffiths
Vice President	Chris MacLean
Treasurer	David Smith
Secretary	Sarah Ennor
<b>Other Attendees</b>	
Nicole Henderson	Barry Rooke
Hilary Perry	
Tricia Rolfe	
Marlena Ginnochio	
Lara Hilmi	

**Regrets:**

<b>Club</b>	
St John's Puffins	Craig Wallace

**By Invitation Only:** all players or non-member clubs

#	Agenda Item/ Appendix	Type	Person Responsible	Time (mins)	Minutes
<b>Initial Approvals</b>					
1	Call to Order	Information	President	2	<b>The meeting was called to order at 8:03 PM.</b>
2	Determination of Quorum	Information	Secretary	5	<b>A quorum was declared with 13 clubs present (by-laws require 11 clubs).</b>
3	Rules of Procedure	Approval	Secretary	5	Hopefully the Rules will not need to be specifically consulted but they have been provided on the AFL Canada website with the AGM package. Goal is to ensure all members are heard and respected, for an orderly meeting.  NO OBJECTION. APPROVED.
4	Approval of Agenda	Approval	Secretary	2	MOVED: Sarah - that the agenda be approved. SECONDED: Chris APPROVED.
5	Approval of Minutes 2016 AGM	Approval	Secretary	2	Minutes circulated on AFL Canada website with AGM package.  MOVED: Lachlan - that the minutes of the 2016 AGM be approved. SECONDED: Sarah. APPROVED.
<b>Agenda Items</b>					
6	President's Report	Update	President	15	Lachlan introduced Bram to the group and he gave a summary of his background to members, as well as describing some of the major initiatives he is working on (umpiring and coaching clinics, etc.). Offered to be accessible by email or phone.

					Lachlan went through his President's report, the content of which is attached at the end of these minutes and will be released as a news release in the coming days.
7	Questions Arising From President's Report	Discussion	All	10	Tricia asked when the results of the IC17 survey would be released.
8	Financial Report	Update (no approval required)	Treasurer	5	<p>Report is on a cash basis Oct 31 year end. Planning to change the year and and an accrual basis (show revenue/expenses when accrued rather than when paid). This is to meet NSO requirements, but will also be a better reflection of how we're doing at the end of each year.</p> <p>opening balance 38208  ending balance 75869  109754 in expenses  cash inflows 151386</p> <p>association fees (club dues) were mainly received in 2017. large expenses were sherrins, IC17 (49410), 7118 shipping cost for balls. 10519 for london tournament. Insurance 19181. 4642 grants paid. 4500 expenses from nationals.</p> <p>Came out of the fiscal year with a very healthy balance that will allow us to move forward plans.</p> <p>Azza asked if the financial report will be made available to memberships. David mentioned that the new statements once updated will be more appropriate. Agreed it will be communicated so questions can be asked.</p>
9	Business as specified in the Notice of Meeting - Adoption of amended by-laws	Approval	Secretary	10	Sarah explained that the board is proposing by-law changes to add two Directors at Large who will act as Player Representatives for our men's and women's national teams, respectively. The goal of this is multi-fold:

					<ol style="list-style-type: none"> <li>1. to ensure the members of our national program have a voice in the process of that programming. These are decision-making, board positions - the incumbents will have a vote!</li> <li>2. to move AFLC toward meeting the requirements for recognition as a National Sport Organization, and correspondingly to potential future funding.</li> <li>3. to increase the board composition to 5 members (from 4) to eliminate any potential for stalemates in the decision-making process.</li> <li>4. to continue to foster diversity within your board of directors.</li> </ol> <p>Any director nominated to this role will be expected to participate fully in board business and contribute to the operation of AFL Canada. Notwithstanding the intended aims of these roles, the board will not be required to use these roles as player reps continually. These individuals will not be appointed as official officers as we assess our status as a corporation.</p> <p>MOVED: Sarah - that the by-laws be amended as per the draft provided in the AGM package, except that section 2.10(b) be fixed to read "Sections 2.1-2.5" and correct the typo.  SECONDED: David Smith  APPROVED.</p>
10	Appointment of Auditor	Approval	Secretary	2	<p>Sarah reminded members that board had been tasked with appointing auditor at last year's AGM, but had delayed due to costs and need for audited statements. Board recently undertook a review and interview process to assess 4 potential auditors and accepted the proposal of Nicole Henderson Professional Corporation, which provided both the most competitive quote and the most responsive service.</p> <p>Nicole was invited to give a summary of her background.</p> <p>She graduated in 2005 from Wilfrid Laurier, CA designation in 2009. Recently took over her accounting firm that she's worked with for 17 years.</p>

					<p>Pauline asked</p> <p>MOVED: Sarah - that Nicole Henderson Professional Corporation be appointed as the auditor for 2018, as well as to audit the 2016 and 2017 statements.          SECONDED: Bruce          APPROVED.</p>
11	<p>Election of Executive Board of Directors</p> <p>If by-law amendments adopted:</p> <ul style="list-style-type: none"> <li>a) President</li> <li>b) Vice President</li> <li>c) Treasurer</li> <li>d) Director</li> <li>e) Director</li> </ul> <p>If by-law amendments NOT adopted:</p> <ul style="list-style-type: none"> <li>a) President</li> <li>b) Vice President</li> <li>c) Treasurer</li> <li>d) Secretary</li> </ul>	Nomination and Election	President	20	<p>All positions are vacated, as terms are for 1 year.</p> <p>See information below re: Director Roles/Nominations.</p> <ul style="list-style-type: none"> <li>● President             <ul style="list-style-type: none"> <li>○ Lachlan Griffiths nominated</li> <li>○ no other nominations from the floor</li> <li>○ acclaimed</li> </ul> </li> <li>● Vice President             <ul style="list-style-type: none"> <li>○ Sarah Ennor nominated</li> <li>○ no other nominations from the floor</li> <li>○ acclaimed</li> </ul> </li> <li>● Treasurer             <ul style="list-style-type: none"> <li>○ David Smith nominated</li> <li>○ no other nominations from the floor</li> <li>○ acclaimed</li> </ul> </li> <li>● Director             <ul style="list-style-type: none"> <li>○ Tricia Rolfe nominated</li> <li>○ no other nominations from the floor</li> <li>○ acclaimed</li> </ul> </li> <li>● Director             <ul style="list-style-type: none"> <li>○ Chris Bourque nominated</li> <li>○ no other nominations from the floor</li> <li>○ acclaimed</li> </ul> </li> </ul>
<b>Closing Agenda Items</b>					

12	Other Business, if any (to be added during approval of meeting agenda, Item 1 above)	Discussion	President	5	No other business.
13	Adjournment of Meeting	Approval	President	1	MOVED:Lachlan - that the meeting be adjourned. APPROVED.

**Post-meeting housekeeping:**

- Update Corporations Canada file to reflect new directors (names and home addresses).
- File new by-laws with Corporations Canada (no fee).
- Update aflcanada.com to reflect new executive board.
- Outgoing directors to conduct transition meeting with their respective replacements, if applicable.
- File Annual Report (Current Annual Filing Period **(MM-DD) 04-09 to 06-08**).

**Director Roles/Nominations**

It is typical that at the time of electing directors, the officers are also put in place. Therefore, we have provided a summary of the roles (old and new) to assist you in determining a suitable nominee for each role:

- A. The **President** will be responsible for the general supervision of the affairs and operations of the Corporation, will preside at the Annual and Special Meetings of the Corporation and at meetings of the Board, will be the official spokesman of the Corporation, and will perform such other duties as may from time to time be established by the Board;
- B. The **Vice President** will act as liaisons between the Board and all committees, will ensure that committees are working within their respective terms of reference, will alternately preside at meetings of the Board, will advise on matters connected to their regions, and will perform such other duties as may from time to time be established by the Board;
- C. The **Secretary [PROPOSED TO BE REMOVED]** will be responsible for the documentation of all amendments to the Corporation's By-laws, will ensure that all official documents and records of the Corporation are properly kept, cause to be recorded the minutes of all meetings, and will perform such other duties as may from time to time be established by the Board; and

- D. The **Treasurer** will, subject to the powers and duties of the Board, keep proper accounting records as required by the Act, will cause to be deposited all monies received by the Corporation in the Corporation's bank account, will supervise the management and the disbursement of funds of the Corporation, when required will provide the Board with an account of financial transactions and the financial position of the Corporation, will prepare annual budgets, will oversee and supervise office staff, and will perform such other duties as may from time to time be established by the Board.
- E. The **Player's Representative (Women)** will have been selected to participate in the most recently held International Cup as a Northern Lights player (and will have attended the tournament, whether or not they actually played) and will act as the liaison between the Board and all female players, aspiring players, or former players within the national program. The incumbent's role will be to ensure these athletes have a voice, and that they have the opportunity to be informed and to provide input into matters affecting them, particularly in the area of national team programming. This input may be achieved through a variety of means, but the incumbent will ensure opportunities are be planned and announced, not determined on an ad hoc basis.
- F. The **Player's Representative (Men)** will have been selected to participate in the most recently held International Cup as a Northwind player (and will have attended the tournament, whether or not they actually played) and will act as the liaison between the Board and all male players, aspiring players, or former players within the national program. The incumbent's role will be to ensure these athletes have a voice, and that they have the opportunity to be informed and to provide input into matters affecting them, particularly in the area of national team programming. This input may be achieved through a variety of means, but the incumbent will ensure opportunities are be planned and announced, not determined on an ad hoc basis.