



ST. CATHARINES ROWING CLUB
2022 Annual General Meeting

Via ZOOM
January 20, 2022

In Attendance:

<u>2021 Members</u>			
Scott Anderson	Sam Baio	Chris Blackwood	Karl Bowley
Rae Ceccato	Rick Crooker	David Derry	Arrin Falk-Dotan
Brian Fisher	Michele Fisher (by Proxy)	Louise Hastings	Lorna Hay-Gaudet
Liz Iannizzi	Lauren Kelly	Doug Kerr	Michelle Kerr
Craig Kozun-Young	Janet Lancaster	Nancy Love	Jim Marino
Marion Markarian	Richard Moreau	Tracey Newman	Mike Petrychanko
Kathleen Powell	Michael Powell	Bob Schenck	Erin Sharpe
Steven Smith	Mary Lynn Somogyi (by Proxy)	Tom Kent (by Proxy)	Brian Thorne
Wendy Wiebe	Matt Wilson	Ross Yeo	Michael Thompson
Ronna Lockyer	Lisa Bos	Stephanie Mowder	Owen Bartel
Ethan Mason	Makeda Harrison	Kelly Shewfelt	Chris McAlpine
Leo Biancanello	Mathias Essig	Sam Parlatore	
<u>Guests</u>			
Tami Lyons	Andrew Carr	Carol Purcer	

MEETING MINUTES

1) Call to Order

- Called to order by Rick Crooker, SCRC President at 7:00pm
- Michelle Kerr, Immediate Past President appointed as Scrutineer
- Chris Blackwood, Board Secretary appointed as Recording Secretary

2) Recognition of Traditional Indigenous Territories

- We begin this meeting by acknowledging the land on which we gather is the traditional territory of the Haudenosaunee and Anishinaabe peoples, many of whom continue to live and work here today. This territory is covered by the Upper Canada Treaties and within the land protected by the *Dish With One Spoon* wampum agreement. Today this gathering place is home to many First Nations, Metis, and Inuit peoples and acknowledging reminds us that our great standard of living is directly related to the resources and friendship of Indigenous people.

3) Registration of Proxies

- Chris Blackwood reported that there are three proxies for the meeting:
- Tommy Kent (held by Scott Anderson)
- Michele Fisher (held by Brian Fisher)
- Mary Lynn Somogyi (held by Louise Hastings)

4) Filing Notice of Annual Meeting

- Notice of the St. Catharines Rowing Club Annual Meeting, to be held virtually on Thursday, January 20, 2022 @ 7:00 p.m., was communicated via email to all 2021 members on December 22, 2021, on January 1, 2022, and again on January 17, 2022.

5) Confirmation of Quorum

- Quorum achieved with 47 members (25 required) – confirmed by Michelle Kerr, Scrutineer as 43 at time of Call to Order, and growing to 47 over the duration of the meeting.

6) Approval of Agenda

- Motion to approve the agenda of the SCRC Annual Meeting of January 20, 2022. Moved by Stephanie Mowder, seconded by Lisa Bos. No discussion. Motion carried.

7) Approval of Minutes of Annual Meeting January 21, 2021

- Minutes of the January 21, 2020 meeting were emailed to members on January 16, 2022. Motion to approve the minutes of the January 21, 2021 SCRC Annual Meeting. Moved by Nancy Love, seconded by Kathy Powell. No discussion. Motion carried. The 2021 AGM minutes will be posted to the SCRC website.

8) Business Arising from the Minutes

- Rick Crooker noted that there was no business arising from the minutes.

9) Reports

President's Report – Rick Crooker

- Report as tabled.
- RC recapped the year of 2021 and the unfortunate consequences of the ongoing worldwide COVID pandemic on the rowing season. RC thanked Jim Marino for serving as Club Captain. RC recognized Kristen Kit and the Canadian Women's 8+ for their Olympic Gold Medal performance. The Royal Canadian Henley Regatta was again cancelled as were plans for competing at the HRR2021.
- RC expressed thanks to the Board of Directors, Coaches and Athletes, and Volunteers for the modified rowing activities that did take place. RC recognized the Directors and John Miryneck for their work to draft a new By-Law for the Club in order that SCRC comply with the new Ontario Not-for-Profit Corporations Act.

- Motion to accept the President's Report moved by Rick Crooker. Seconded by Chris Blackwood. Motion carried.

Vice-President of Finance Report – Brian Fisher

- Report as tabled.
- BF began by thanking the coaches and volunteers for their work to get rowers on the water in 2021. It was a great accomplishment to keep the club active and solvent during the COVID pandemic.
- Special recognition was given to Louise Hastings for her fundraising efforts through Ontario Trillium Fund grants; to Coaches for their dedication to the athletes and the sport of rowing; to our new Co-Treasurers, Karl Bowley and Wendy Wiebe for their support, management and reporting of the Club financial activities; to the Rec Rowing League for their rejuvenation of the Henley Island Helpers and generous financial contribution to SCRC
- BF also noted that the club finished the 2021 year with a modest surplus. Karl Bowley will present details in the Treasurer's Report.
- Motion to accept the Vice President Finance's report moved by Brian Fisher. Seconded by Chris Blackwood. Motion carried.

Treasurer's Report – Karl Bowley

- Report as tabled.
- Overall the club remains solvent and in a secure financial position largely due to government COVID grants/loans, private and corporate donations, reduced insurance and capital expenditures, reduced operating costs, the resignation of Club Captain, Mark Welsh, and membership revenues.
- The report shows:
 - Revenue \$ 92,493
 - Expenses \$ 87, 588
 - Fund Raising and Other Income \$66,859
 - Net Income \$71,764
 - Year End 2021 Surplus \$178,337
- Motion to accept the Treasurer's report moved by Karl Bowley. Seconded by Brian Fisher. Motion carried.

Vice-President of Rowing Report – Bob Schenck

- Report as tabled.
- BS noted that the season started optimistically, but plans to attend the HRR2021 regatta were cancelled March 25. The HS season was cancelled but the Club did manage to offer high school athletes the opportunity to row singles starting May 21. By early July the Club received permission to put crew boats on the water, but all spring and summer regattas were cancelled.
- BS thanked Jim Marino for taking on the acting role of Club Captain both in a voluntary position, and then as a full-time salaried position starting October 1, 2021.
- The Club did manage to host the Youth Rowing School led by Marion Markarian. Fall rowing saw a return to normalcy with crews competing at the Head of the Welland, Head of the Trent, and Head of the Raging Basshole. Congratulations to Michele Fisher and the female crew that competed at the Head of the Charles Regatta. Thanks to all lead coaches and assistant coaches for the modified season. Thanks to all volunteers who contributed time and effort to SCRC in 2021.
- BS noted that the HRR Committee continues to plan and organize for HRR2022.
- Of special note were current and former SCRC athletes who were recognized for their achievements including:
 - Kristen Kit (Olympic Gold in Women's 8)
 - Jacob Buczek (Olympic competitor Men's 4)

- Laura Court (Para-Olympic competitor PR3 mixed 4+)
- Giancarlo DiPompeo, Teagan Orth (Junior National Team)
- Brian Thorne, Paul Douma were inducted into the Ontario Rowing Hall of Fame.
- Motion to accept VP Rowing report by Bob Schenck. Seconded by Louise Hastings. Motion carried.

Vice-President of Special Projects Report –Louise Hastings

- Report as tabled.
- Special thanks were given to Jim Marino, to the volunteers and coaches, Marion Markarian, Erin Sharpe and the Youth Rowing School instructors, Henley Island Helper volunteers, and Kate Hingston; for everyone's efforts and sacrifices that allowed for some rowing this past year.
- LH recognized all the RCA/RO Award nominees and volunteers for the year
- LH reviewed the major grant applications and donations for the 2021 Rowing Season:
 - Club Sponsorships
 - Service Canada – Summer Employment Grant
 - Ontario Trillium Foundation (one grant approved; one grant denied; one grant pending)
- Motion to accept VP Special Projects report by Louise Hastings. Seconded by David Derry. Rick Crooker thanked Louise for all her efforts to obtain Ontario Trillium Funds through the grant application process. Motion carried.

Club Captain Report – Jim Marino

- Report as tabled.
- JM congratulated all the rowers and coaches from 2021 for complying with all the COVID restrictions put in place. The Club was restricted in its rowing activities for the spring and summer, but returned to competitive racing in the Fall, competing at Welland, Trent and Boston; and held the local Head of the Raging Basshole.
- JM thanked summer student, Ryan Holland for equipment maintenance throughout the summer; all the coaches and volunteers who made rowing possible this year; Marion Markarian & Erin Sharpe and the Youth Rowing School; the Board of Directors and the Rowing Committee.
- Motion to accept Club Captain's report by Jim Marino. Seconded by Michael Thompson. Motion carried.

10) Constitutional Items

- On October 19, 2021 the provincial government proclaimed the Ontario Not-for-Profit Corporations Act of 2010 to come into effect. This Act requires all not-for-profit organizations to have governing documents which are in compliance to the Act. The 1994 SCRC Constitution was not in compliance and a new Bylaw had to be created and subsequently passed by the membership.
- A working group of the Board was established, consisting of David Derry (Chair), Chris Blackwood, Louise Hastings, Kathy Powell and Michael Thompson. After a literature search, many iterations of the Bylaw were drafted, discussed and debated both within the working group and amongst the Directors. A review by counsel was also completed. The new Bylaw was approved by the Board in December 2021 and emailed for information purposes to the Club members on December 21 and 22. The new Bylaw ensures that the Club is compliant with the enacted legislation.
- Motion to approve the Bylaw by David Derry. Seconded by Michael Thompson. Motion carried 35 yea, 0 nay, 3 abstentions.

11) Approval of Actions of the 2021 Board of Directors

- Motion to approve the actions of the 2021 Board of Directors moved by Janet Lancaster. Seconded by Scott Anderson. Motion carried

12) 2022 Membership Fees – Brian Fisher

- Proposed 2022 fee structure was emailed to all club members on January 17, 2022. Brian Fisher presented the proposed fee structure as approved by the Board of Directors on January 13, 2022. BF described the major change in membership fee structure that included splitting fees into “Membership Fee” and “Racing/Entry Fee Deposit”. BF also noted that membership fees have been harmonized between Masters and 2K rowers. Concerns were expressed by a few Masters athletes that their fees will increase significantly over 2021 levels without any increase in service. BF noted that the primary rationale for the fee structure was to ensure that the Club remains financially viable after two years of COVID impacts. Matt Wilson added that the new fee structure was arrived at after looking at other rowing club fee models, the uncertainty of the 2022 rowing season, an analysis of the actual costs of practicing and racing, and the capital and operating costs of the Club.
- Motion to approve the 2022 fee structure by Brian Fisher. Seconded by Rick Crooker. Motion carried 28 yea, 5 nay, 2 abstentions. Rick Crooker thanked Brian Fisher and the Directors for all their work in establishing the new membership fee structure.

13) 2022 Membership Fee Adjustments due to COVID

- It is highly likely that the COVID pandemic and restrictions will continue to affect the normal rowing season into 2022. In the event that this does occur, the new Bylaw would require the Board to return to the membership in order to adjust the membership fee structure. Moved by Brian Thorne, seconded by Erin Sharpe, to authorize the Board of Directors to adjust membership fees if required due to COVID restrictions on the 2022 rowing season, without calling a Special General Meeting. Motion carried.

14) 2022 Board of Directors Nominations

- In order to facilitate the nomination and election of Directors for the 2022 Board, a nominating committee was established in November 2021 to solicit nominations and hold online elections if necessary. The Nominating Committee consisted of Chris Blackwood (Chair), David Derry and Louise Hastings. In anticipation of passing the new Bylaw which would create a Board consisting of 15 Directors, the nominating committee sought a minimum of 14 nominees plus the Past President (Michelle Kerr) for a 2022 Board of 15 Directors. Nominations were open in November and December.
- The nominees recommended by the Nominating Committee included:
 - Sam Baio
 - Chris Blackwood
 - Andrew Carr
 - Rick Crooker
 - David Derry
 - Brian Fisher
 - Louise Hastings
 - Lauren Kelly
 - Michelle Kerr (Past President)
 - Tami Lyons
 - Stephanie Mowder
 - Mike Thompson
 - Brian Thorne
 - Matt Wilson
- Motion to close the nominations was moved by Chris Blackwood, seconded by Louise Hastings. Motion carried.

15) SCRC 2022 Board of Directors

- The list of nominees presented were announced as the 2022 Board of Directors, consisting of 14 Directors. The first meeting of the new Board will be held on Friday, January 21 @ 7:00 p.m. at which time the Officers of the Club will be elected. As per the new Bylaw, Directors will be elected to a three year term, with the intention of electing 5 Directors every year going forward. In order to move into this cycle, the 2022 Directors will be asked to select a one, two or three year term of service beginning in 2022.

16) New Business and Announcements

- Rick Crooker recognized the outgoing Directors and thanked them for their combined years of service to the Club
 - Michele Fisher
 - Nancy Love
 - Jim Marino
 - Marion Markarian
 - Tracey Newman
 - Kathy Powell
 - Bob Schenck
- COVID policies and protocols for 2022 startup will follow both Ontario and Niagara Region Health guidelines

17) Motion to Adjourn

- Moved by Bob Schenck, seconded by Ronna Lockyer to adjourn the 2022 AGM. Motion carried

Minutes by Chris Blackwood, Secretary

N.B. These minutes are DRAFT until approved at the 2023 SCRC AGM.