

2019 ANNUAL MEETING BOARD REPORTS



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2018 ANNUAL MEETING MINUTES



SYNCHRO SWIM ONTARIO - ANNUAL MEETING

JUNE 23, 2018

Synchro Swim Ontario Office 12-89 Galaxy Blvd., Etobicoke

MINUTES

1. Call to Order

Jill Nelson called the meeting to order at 9:10am.

1.1. Presiding Officers & Welcome

Jill Nelson chaired the meeting. Ruth Belcher was the recording secretary.

Jill Nelson introduced and thanked the 2017-18 board of directors and Synchro Swim Ontario staff, consultants and guests, noting who was in attendance. She also thanked Members for attending this year's Annual Meeting and extended her appreciation on behalf of the board and staff to each and every Member for their part in making 2017-18 a very successful season.

Board

Jill Nelson	President
Sandra Inglis	Vice President
Catrine Klein	Treasurer
Ruth Belcher	Secretary
Christine Fink	Director-at-large
Mary-Jane Ling	Director-at-large

Staff

Mary Dwyer	Executive Director
Ellen Blainey	Coordinator Competitions, Training, Volunteers &
Rachel Klein	Community Sport Development Manager
Jennifer Knobbs	Coordinator Communications, Office & Member Services
Nancy Parton	Bookkeeper

Consultants

Kara Heald

Special Projects

Guests

Steve Indig, Sport Law & Strategy Group Derek Applebaum, Applebaum, Commisso LLP

Regrets

Elizabeth Vogt	Marketing Coordinator Ontario
Karen Seymour	Officials Committee

1.2. Attendance & Proxies

Members (in person)

Burlington Synchronized Swimming Club Durham Synchronized Swimming Club Granite Club Synchro Guelph Synchronized Swimming Club Kawartha Trent Synchronized Swimming Club K-W Synchronized Swimming Club London Synchro Club Mississauga Synchronized Swimming Assoc. Olympium Synchronized Swimming Club Sudbury Synchronized Swimming Club Toronto Synchronized Swimming Club Variety Village Synchro Club York Synchronized Swimming Club

Members (attending by conference call)

Chaco Synchro ClubManny WGO CapitalKerstin WMarkham Synchro ClubHilary SeNepean Synchronized Swimming ClubFletcherRegional Training Centre, OntarioKristin MWaterloo Regional Synchronized Swimming ClubErikaLindnerLindner

Members not in attendance

Brant Synchro Club Halton Hills Synchronized Swimming Club Sault Y Synchro Toronto Tsunamis Masters Synchro Club Tanis Dal Zotto Holly Lundmark & Julia Thornton Victoria Lee & Sara Ogilvie Kelli Rice & Catherine Frost Byron Stoyles & Danielle Smith John Ortiz Nadia Facca Candace Atherton & Tammie Hook Susan St. Pierre Christine Ladouceur Kate Stewart & Amelie Gundy Debra Thomson & Tory Colby Jessica Zeidman

Manny Wu Kerstin Virtanen Hilary Seppanen Fletcher Cudmore Kristin McCoy

There were no proxies

1.3. Review of Voting Procedure

Jill Nelson reviewed the voting procedure.

1.4. Review of Document Package

Jill Nelson reviewed the document package provided to Members in advance of the meeting and Members were given a moment to review it. There were no questions.

2. Establishment of Quorum

Total Members present or attending by conference call: 19

Quorum was achieved and the 2017 SSO Annual Meeting was found to be duly constituted.

3. Approval of Agenda

RESOLVED that reading of the agenda is waived and the agenda for the 2018 Annual Meeting is approved as presented. Motioned by: Tanis Dal Zotto, BSSC Seconded by: Kate Stewart, TSSC

There being no additions, deletions or corrections to the Agenda, the Agenda stands approved.

4. Approval of the Minutes of the Previous Annual Meeting

RESOLVED that reading of the Minutes is waived and the Minutes of the Annual Meeting of June 24, 2017 are approved as presented. Motioned by: Candace Atherton, MSSA Seconded by: Kate Stewart, TSSC

There being no corrections to the Minutes, the Minutes stand approved.

5. Business Arising from the Minutes

There was no business arising from the Minutes of the previous Annual Meeting.

6. Confirmation of Changes to the SSO By-laws

Jill Nelson referred to the document circulated in advance of the Annual Meeting on this agenda item, noting that the board is requesting that Members confirm changes to the By-laws that were approved

by the Board in September of 2017 together with Temporary By-law No. 1 (Amended By-laws Phased Implementation Plan) that was approved in October 2017. There was not discussion.

RESOLVED that the changes to the SSO By-laws and Temporary By-law No. 1(Amended By-laws Phased Implementation Plan) are confirmed as presented. Motioned by: Tanis DalZotto, BSSC Seconded by: Jessica Zeidman, YORK In Favour: 39 Opposed: 0 Abstained: 0

7. Approval of SSO Name Change

Jill Nelson referred to the document circulated in advance of the Annual Meeting on this agenda item. Synchro Canada (SC) has put a name change to a vote of its members, which was approved. Their name will change from Canadian Amateur Synchronized Swimming Association (or CASSA) to Canadian Artistic Swimming (or CAS). Synchro Canada's preference is for provinces to use a similar name format to the one they have adopted. As such, the SSO board is requesting that Members approve a change to the Corporation's name from Synchro Swim Ontario to Ontario Artistic Swimming (or OAS)

Tanis Dal Zotto (BSSC) suggested OAS (also Old Age Security) is going to be very difficult to overcome from a branding perspective, particularly as a sport that has difficulty with awareness (e.g., we may never make it to the top of the Google search: Artistic is new and we are now layering on another issue. Mary noted Swim Canada has ownership of anything that is "Swim Canada" or "Swim Ontario" so reversing the order was not an option. Candace Atherton (MSSA) suggested in the context of sport, we should be fine. Sandra Inglis (SSO board) noted marketing campaigns will continue to use both terms. Kate Stewart (TSSC) asked whether the board considered not changing the name. Jill indicated there is some urgency to gaining control of some names and acronyms. Mary noted the rest of the country is comfortable with accepting the SC lead; most of Europe and South Africa have already adopted the name. SC is about to release the branding, including branding for each of the PSOs. SSO didn't want to fall too far behind that. Most of the provinces will end up following SC's lead. Mary did indicate that SSO has no expectations on a timeline of when clubs must make a change.

RESOLVED that the change in the name of the Corporation from Synchro Swim Ontario to Ontario Artistic Swimming is approved. Motioned by: John Ortiz, KWSC Seconded by: Candace Atherton, MSSA In Favour: 39 Opposed: 0 Abstained: 0

8. Presentation of Board and Committee Reports

Jill Nelson noted that the Board and Committee reports were circulated in advance of the Annual Meeting. To expedite business, she proposed that, with the exception of the Finance & Audit Committee report, which would be voted on separately, the Board and Committee reports are grouped into one action. Members will be asked to receive the Board and Committee reports in a single motion. Once they are received, Members will be given an opportunity to ask questions and discuss the reports. Ms. Nelson asked whether anyone had any concerns with this approach? There were no concerns.

RESOLVED that the Board & Committee reports are received as presented. Motioned by: Tanis DalZotto, BSSC Seconded by: Jessica Zeidman, YORK In Favour: 39 Opposed: 0 Abstained: 0

Discussion and questions followed.

8.1 Finance & Audit Committee

Catrine Klein provided an overview of the financials starting with grants and how they affect revenues and expenses. The grant process changed dramatically this fiscal year. Where we used to get a base grant, the Ministry moved this year to the GameON base grant. SSO had to build its budget based on what we had previously had in our base funding and hope that this would continue into the current year. SSO was the first sport to get its documents in. We had already started our year and made our plans but did not know what our funding would be. Our long-term reserve plan was extremely important in this context as notice of funding did not come in until August 2017, well after the start of the fiscal year on April 1, 2017. Our base grant for the 2-year period is \$178,000, and we received quite a bit more money than anticipated.

Ms. Klein noted the RTC came under the umbrella of SSO to manage the finances in September 2017 and referred Members to income statement highlights in the report.

Ms. Klein noted that when SSO runs programs, all the programs have some subsidy attached to them. SSO is not making a profit from the programs and is not charging the full price. We see our job as to bring programs to athletes in as cost-effective way as possible. For example, RTC athletes do not pay the full cost of what it takes to train at the RTC. The fees are \$16,000 with approximately \$7,500 in sport science grants per athlete. John Ortiz (KWSC) asked where the 2017 numbers in the report on the RTC were. Ms. Klein noted the 2017 numbers are captured in SC's finances as SSO has only managed the RTC finances since September. SSO will be building a reserve for sustainability at the RTC.

Derek Applebaum provided a brief overview of his first review with SSO noting that the prior auditor has retired. Controls are in place and everything is very clean; it was a good review and his firm (Applebaum, Commisso LLP) has provided a clean review opinion.

Ms. Klein indicated SSO wants to be self-sustaining, but we don't want to be much higher than where we are currently at about 30% of total revenues. Our reserve plan is to have approximately 2 years of our base grant. Unlike certain other sports, SSO was able to proceed with programs this year in spite of delays in receiving notice of its base grant. Ms. Klein noted

she is hopeful that we will still get the second year of our grant in spite of a change in government. Overall SSO is in an excellent financial position.

Tanis Dal Zotto (BSSC) expressed congratulations on the grant; it is something we all benefit from. She suggested SSO should do a better job letting families know what is being subsidized: When fees come out, SSO should make clear what the total cost of the program is and set out explicitly what the grant or subsidy is.

Jill Nelson proposed that given the significance of the Finance & Audit Committee report, we move to APPROVE this report

RESOLVED that the Finance & Audit Committee Report is approved as presented. Motioned by: John Ortiz, KWSC Seconded by: Emily Gundy, TSSC In Favour: 39 Opposed: 0 Abstained: 0

The remaining reports were discussed briefly in the following order:

8.2 Human Resources Committee

Sandra Inglis drew attention to the Organizational Review: It was something the board, Executive Director and Human Resources (HR) Committee thought was important for the organization including a 360 review of staff, to take a look at the health of the organization and identify strengths as well as areas to improve. The outcome is the HR Action Plan that the board now looks at on a monthly basis. Coming from that Action Plan are initiatives like Respect in Sport that will be an organizational focus in 2018-19.

Tanis Dal Zotto (BSSC) noted she was struck by the number of competitive athletes (1200) versus recreational (900). We should be very concerned about the growth of our sport based on these numbers. Mary noted the conversion of Novice athletes from recreational to competitive has distorted the numbers when compared to previous years. Mary acknowledged that as a sport body, we need to recognize that we have work to do to increase our recreational numbers or we will have difficulties in the future.

8.3 Marketing & Communications Committee

Sandra Inglis thanked Jennifer Knobbs for her efforts in 2017-18 particularly with the new emphasis on online marketing. In the interest of time she had nothing to add to the written report circulated in advance of the meeting. There were no questions.

8.4 Nominations Committee

Jill Nelson indicated that in the interest of time she had nothing to add to the written report circulated in advance of the meeting. There were no questions.

8.5 Program Policy Committee

Ruth Belcher indicated that in the interest of time she had nothing to add to the written report circulated in advance of the meeting. There were no questions.

8.6 SSO Ontario Officials Committee

Karen Seymour was not present. There were no questions.

8.7 President's Report

Jill Nelson indicated that in the interest of time she had nothing to add to the written report circulated in advance of the meeting. There were no questions.

8.8 Executive Director Report

Mary Dwyer congratulated Members for the work they are doing noting there has been a lot of work and activity at all levels: This is likely the busiest year SSO has ever had. She indicated that in the interest of time she had nothing to add to the written report circulated in advance of the meeting. There were no questions.

Several Members expressed concern about the timeliness of delivery of the board and committee reports requesting that, in future, they are circulated more than 12 hours in advance of the meeting. SSO also needs to take more care that all delegates receive copies. SSO should not rely on club Presidents to forward the information to voting delegates.

7. Report of the Auditors – Catrine Klein

Catrine Klein noted the Chartered Accounting firm of Applebaum, Commisso LLP has reviewed the financial position of Synchro Swim Ontario as at March 31, 2018 and filed a Review Engagement Report. Financial statements are in the Annual Meeting package

Ms. Klein had nothing further to add to her report on finances although did note that SSO's yearend is March 31, so it is a very short turnaround to get financial review completed and circulated to members to far in advance of the Annual Meeting.

There being no further questions, the report of the Auditors stands approved as presented.

8. Appointment of the Auditor

RESOLVED that the Chartered Accounting firm of Applebaum, Commisso LLP is appointed as Auditor to hold office until a successor is appointed at a remuneration to be to be fixed by the Board of Directors, the Directors being authorized to fix said remuneration. Motioned by: Jessica Zeidman, YORK Seconded by: Kate Stewart, TSSC In Favour: 39 Opposed: 0 Abstained: 0

9. Appointment of New Directors

Ms. Nelson reviewed the voting procedure. She noted there was a Call for Nominations in advance of this Annual Meeting as defined in the Synchro Swim Ontario By-laws for five vacancies. Nominations were received from six candidates: Three were from returning Board members, and three from new nominees. The SSO By-laws state that the Board can only have one director affiliated with any one Member. As two people were nominated with an affiliation with one Member, the Nominations Committee decided which person's attributes most closely matched the Board's needs. The other candidate chose to withdraw their nomination therefore it was announced that an Ordinary Resolution was required for their election.

Ms. Nelson indicated nominations had been received for the following individuals in alphabetical order:

Ruth Belcher Hilary Caldwell Brad Davis Catrine Klein Sandra Inglis

Ms. Nelson noted that currently directors serve a two-year term (to a maximum of three terms). As discussed in Agenda Item 6, the current SSO board feels that longer terms (of three years) provides more depth and continuity and has recommended that the terms of directors be changed to three years. The Board agreed that this change would not mean extending the terms of any sitting directors, but instead would be phased in over the next three annual meetings according to SSO Temporary By-law No.1. Accordingly, there are two three-year terms to be elected and three two-year terms

Ms. Nelson noted further that the Nominations Committee has recommended that as Ruth Belcher and Catrine Klein have each served two, two-year terms, it would be valuable to have both of them fill three-year terms. Sandra Inglis and the two new Board members will fill two-year terms

RESOLVED that the five valid nominees, Ruth Belcher and Catrine Klein (who will serve threeyear terms) and Hilary Caldwell, Brad Davis and Sandra Inglis (who will serve two-year terms) are elected to the Board by acclamation. Motioned by: Tanis Dal Zotto, BSSC Seconded by: Amelie Gundy, TSSC In Favour: 39 Opposed: 0 Abstained: 0

10. Other Business

Mary Dwyer thanked Jill Nelson for her years of service as SSO President noting that under Jill's leadership and mentorship, we have made tremendous strides and we could not be more grateful. Ms. Nelson stated Mary is very generous to credit her with any of this; it was very much a team effort with the staff, board and members. There was no other business.

11. Adjournment

RESOLVED that the meeting is adjourned at 10:30am. Motioned by: Kate Stewart, TSSC Seconded by: Tanis Dal Zotto, BSSC

There being no further business and no objections, the meeting is adjourned.

OAS BY-LAWS APPROVED JUNE 22, 2019



BY-LAWS

Approved 22 May 2019

Recommended for ratification by a Special Resolution vote of the Members

at OAS Annual Meeting, 22 June 2019

ARTICLE I GENERAL

Section 1.01 Purpose

- a. These By-laws relate to the general conduct of the affairs of Ontario Artistic Swimming, a provincial corporation incorporated under the Ontario *Corporations Act*, and referred to as "OAS" in these By-laws.
- b. OAS has the promotion and support of amateur artistic swimming in Ontario on a province-wide basis as its exclusive purpose and exclusive function. This mandate includes staging or engaging in national, provincial or regional events and competitions as such activities would normally be consistent with the promotion of amateur artistic swimming, given the participation of Ontario teams and athletes in such events. Related activities and business are permitted, such as selling merchandise related to the sport.

Section 1.02 Definitions

The following terms have these meanings in these By-laws:

- "Act" means the Ontario Corporations Act including the regulations made, pursuant to the Act, and any statutes or regulations that may be substitutes, as amended from time to time;
- "Affiliated" refers to any individual employed by, or engaged in activities with, a Member including any director, officer, committee member, coach, manager, athlete family member or other individual registered with the Member;
- "Athlete" means any individual participating in the sport of artistic swimming, for recreational or competitive purposes that is registered with OAS;
- "Auditor" means an auditing firm appointed by the Members at the Annual Meeting to audit the books, accounts, and records of OAS for a report to the Members at the next Annual Meeting;
- "Board" means the Board of Directors of OAS;
- "CAS" refers to Canada Artistic Swimming;
- "Club" means an artistic swimming club registered with OAS;
- "Committee" refers to a Standing Committee, Ad Hoc Committee, Committee of the Board or Committee of the Executive Director;
- "Corporation" refers to OAS;
- "Days" means days including weekends and holidays;
- "Director" means a member of the Board of Directors of OAS;
- "FINA" refers to the Federation Internationale de Natation Amateur;

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- "Including" means including but not limited to;
- "Member" means any Competitive, Recreational, Scholastic, University artistic swimming club or AquaGO! Or Trillium awards program provider registered with OAS;
- "Officer" means an individual elected or appointed to serve as an Officer pursuant to these By-laws;
- "Ordinary Resolution" means a resolution passed by a majority of the votes cast on that resolution;
- "Policy" means a written directive ratified by the Board that defines objectives, principles, procedures and methods to govern decisions and actions of OAS with respect to its programs and services;
- "PTSO" refers to a Provincial or Territorial Sport Organization that is responsible for the management of artistic swimming within its provincial or territorial boundaries;
- "Registrant" refers to any club or individual that has fulfilled the requirements of registration as required by OAS and has paid any associated registration fees to OAS. OAS uses the Registrant categories and definitions established by CAS. A complete list of Registrant categories can be found in the CAS Registration Policy;
- "Special Resolution" means a resolution passed by a majority of not less than twothirds of the votes cast on that resolution;
- "Suspension" means immediate temporary cessation of Membership in OAS (subject to possible reinstatement or termination) in accordance with the provisions of any OAS By- Law or policy; and
- "Termination" means the immediate permanent cessation of Membership in accordance with the provisions herein and the provisions of any OAS By-law or policy.

Section 1.03 Head Office

The registered office of OAS will be located within the Province of Ontario.

Section 1.04 Corporate Seal

OAS may have a corporate seal, which may be adopted and may be changed by Ordinary Resolution of the Board.

Section 1.05 No Gain for Members

The Corporation will be carried on without the purpose of gain for its Members and any profits or other accretions to OAS will be used in promoting its objects.

Section 1.06 Ruling on By-Laws

Except as provided in the Act, the Board will have the authority to interpret any provision of these By-laws that is contradictory, ambiguous, or unclear, provided such interpretation is consistent with OAS objects.

Section 1.07 Conduct of Meetings

Unless otherwise specified in these By-laws, meetings of Members and meetings of the Board will be conducted according to Robert's Rules of Order (current edition).

Section 1.08 Language

These By-Laws have been drafted in English; any other language text is a translation. In the case of conflicting interpretation, the English text will prevail.

Section 1.09 Interpretation

Words importing the singular will include the plural and vice versa, words importing the masculine will include the feminine and vice versa, and words importing persons will include bodies corporate. Words importing an organization name, title, or program will include any successor organizational name, title, or program.

ARTICLE II MEMBERSHIP AND REGISTRATION

Section 2.01 Categories

- a. OAS has the following category of Member:
 - Member: Any Competitive, Recreational, Scholastic, University artistic swimming club or AquaGO! Or Trillium awards program provider registered with OAS that has fulfilled the requirements of registration as required by OAS and has paid any associated registration fees to OAS.
- b. Registrants are not Members and do not have voting rights.

Section 2.02 Member Representation

Members shall register annually their representative(s) for Members' meetings and communications with OAS. Any change during the membership year to this representation must be recorded with OAS.

Section 2.03 Admission of Members

- a. No candidate will be admitted as a Member of OAS unless:
 - i. The candidate member has made an application for membership in a manner prescribed by OAS;
 - ii. The candidate member has paid fees in the manner and time prescribed by the Board;
 - iii. The candidate member has by-laws and policies that are consistent with those of OAS;
 - iv. The candidate member agrees to uphold and comply with the By-laws and policies of OAS.
 - v. The candidate member meets any other condition of membership determined by the Board; and
 - vi. The candidate member has been approved by majority vote as a Member by the Board or by any committee or individual delegated this authority by the Board.
- b. Each Member shall adopt by-laws and policies that are guided by the By-laws and policies of OAS and shall not at any time make any amendments of its by-laws or policies that conflict with the By-laws or policies of OAS.
- c. A copy of each Member's by-laws and policies as well as a complete list of directors and officers shall accompany each application for membership. All amendments or changes in any such by-laws or policies shall be submitted in writing annually to the President of OAS within fifteen (15) days of their adoption or enactment. A member shall be removed as a Member if it does not remedy any default in the submission of the by-laws or policies within ninety (90) days of receipt from OAS of a written notice advising of such default.

Section 2.04 Membership Duration and Fees

- a. Unless otherwise determined by the Board, the membership year of OAS will be October 1 to September 30. Members will re-apply annually.
- b. Membership fees and fees for registrants will be determined annually by the Board.

Section 2.05 Transfer, Suspension and Termination of Membership

a. Membership in OAS is non-transferable.

- b. Membership in OAS will terminate immediately upon:
 - i. Expiration of the Member's annual membership, unless renewed in accordance with these By-laws;
 - ii. Resignation by the Member by giving written notice to the Secretary of OAS;
 - iii. Members and Registrants may be disciplined in accordance with OAS policies and procedures relating to the discipline of Members and Registrants. In addition to expulsion for failure to pay Membership dues, a Member may be suspended or expelled from OAS if it fails to comply with any of the OAS policies and procedures in accordance with the Conduct Policy;
 - iv. Dissolution of OAS;
 - v. The registered Member dissolves; or
 - vi. By Ordinary Resolution of the Board or of the Members at a duly called meeting, provided fifteen (15) days' notice is given and the Member is provided with reasons and the opportunity to be heard. Notice will set out the reasons for termination of membership and the member receiving the notice will be entitled to submit a written submission opposing the termination.
- c. A Member will be expelled from OAS for failing to pay membership fees or monies owed to OAS in the manner and time prescribed by the Board.
- d. A Member may not resign from OAS when the Member is subject to disciplinary investigation or action by OAS.
- e. Any fees, subscriptions or other monies owed to OAS by suspended or expelled Members will remain due.

Section 2.06 Good Standing

- a. Good Standing: A Member will be in good standing provided that the Member:
 - i. Has not ceased to be a Member;
 - ii. Has not been suspended or expelled from membership, or had other membership restrictions or sanctions imposed;
 - iii. Has completed and remitted all documents as required by OAS;
 - iv. Has complied with OAS By-laws, policies and rules;
 - v. Is not subject to a disciplinary investigation or action by OAS, or if subject to disciplinary action previously, has fulfilled all terms and conditions of such disciplinary action to the satisfaction of the Board; and
 - vi. Has paid all required membership fees.

b. Members that cease to be in good standing, as determined by the Board or a Disciplinary Panel, will not be entitled to vote at meetings of the Members or be entitled to the benefits and privileges of membership until such time as the Board is satisfied that the Member has met the definition of good standing.

ARTICLE III MEETINGS OF MEMBERS

Section 3.01 Annual Meetings

OAS will hold meetings of Members at such date, time and place as determined by the Board within the Province of Ontario. The Annual Meeting will be held within fifteen (15) months of the last Annual Meeting and within six (6) months of the fiscal year end of OAS. Any Member, upon request, will be provided, not less than twenty-one (21) days before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report.

Section 3.02 Special Meetings

A Special Meeting of the Members may be called at any time by Ordinary Resolution of the Board or upon the written requisition of ten per cent (10%) or more of the Members for any purpose connected with the affairs of OAS that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within twenty-one (21) days from the date of the deposit of the requisition.

Section 3.03 Meetings by Electronic Means

Any person entitled to attend a meeting of Members may participate in the meeting by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting if OAS makes such means available. A person so participating in a meeting is deemed to be present at the meeting. The Directors or Members, as the case may be, may determine that the meeting be held entirely by telephonic or electronic means that permit all participants to communicate adequately with each other during the meeting.

Section 3.04 Notice of Annual General Meetings

Written or electronic notice of the date of the Annual Meeting of the Members will be given to all Members in good standing, Directors, and the Auditor at least ten (10) days and not more than fifty (50) days prior to the date of the meeting. Notice will contain a

reminder of the right to vote by proxy or by absentee ballot, a proposed agenda, reasonable information to permit Members to make informed decisions, nominations of Directors, and the text of any resolutions or amendments to be decided.

Section 3.05 Waiver of Notice

Any person who is entitled to notice of a meeting of the Members may waive notice, and attendance of the person at the meeting is a waiver of notice of the meeting, unless the person attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting was not lawfully called in accordance with these By-laws.

Section 3.06 Error or Omission in Giving Notice

No error or omission in giving notice of any meeting of the Members shall invalidate the meeting or make void any proceedings taken at the meeting.

Section 3.07 New Business

No other item of business will be included in the notice of the meeting of the Members unless notice in writing of such other item of business, or a Member's proposal, has been submitted to the Board sixty (60) days prior to the meeting of the Members in accordance with procedures as approved by the Board. Copies of all such proposals together with copies of any amendments thereto then proposed by the Board and copies of all resolutions put forward by the Board shall be sent to all Members with the agenda and the notice calling an Annual Meeting.

Section 3.08 Quorum

One-third (1/3) of the Members, present or by proxy, will constitute a quorum. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

Section 3.09 Closed Meetings

Meetings of Members will be closed to the public except by invitation of the Board.

Section 3.10 Order of Business

The agenda for the Annual Meeting will at least include:

- i. Call to order;
- ii. Establishment of quorum;
- iii. Approval of the agenda;
- iv. Approval of minutes of the previous Annual Meeting;
- v. Presentation and approval of reports;
- vi. Report of Auditors;
- vii. Appointment of Auditors;
- viii. Other Business as specified in the meeting notice;
- ix. Election of new Directors; and
- x. Adjournment.

Section 3.11 Scrutineers

At the beginning of each meeting, the Board may appoint one or more scrutineers who will be responsible for ensuring that votes are properly cast and counted.

Section 3.12 Adjournments

With the majority consent of the Members present and quorum is ascertained, the Members may adjourn a meeting of Members and no notice is required for continuation of the meeting, if the meeting is held within thirty (30) days. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

Section 3.13 Attendance

The only persons entitled to attend a meeting of the Members are the Members, the Directors, the auditors of OAS (or the person who has been appointed to conduct a review engagement, if any) and others who are entitled or required under any provision of the Act or the articles to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

Section 3.14 Voting at Meetings of Members

a. Members will have the following voting rights at all meetings of the Members:

- i. Members shall each have one (1) vote, and that vote shall be exercised by the Member President or a Delegate who has been chosen by the Member; and
- ii. Members may have a second (2nd) vote if the Member has twenty-six (26) or more registered amateur or masters' swimmers as of thirty (30) days prior to the members meeting, but no Member will have more than two (2) votes.
- b. The Member President shall, in writing, indicate to the Secretary the name of a Delegate to represent the Member prior to the opening of a meeting of the Members.
- c. Each Member shall have vote, voice and privilege.
- d. Delegates shall be entitled to vote on behalf of only one Member at a time.

Section 3.15 Proxy Voting

- a. Every Member entitled to vote at a meeting of Members may, by means of a proxy, appoint a proxy holder, or one or more alternate proxy holders, to attend and vote on behalf of the Member. The proxy holder need not be a Member.
- b. The proxy holder may not hold more than two (2) proxies.
- c. A proxy must:
 - i. Be signed by the Member;
 - ii. Be in a form that complies with the Act;
 - iii. Comply with the format stipulated by OAS; and
 - iv. Be submitted to the OAS Registered Office at least two (2) business days prior to the meeting of the Members.

Section 3.16 Absentee Ballot

A Member may vote in writing in advance of the meeting of the Members on published proposed resolutions and for the election of Directors by so indicating the vote to the Secretary prior to the vote being taken.

Section 3.17 Electronic Voting

A Member may vote by mail, or by telephonic or electronic means if:

- i. The votes may be verified as having been made by the Member entitled to vote; and
- ii. OAS is not able to identify how each Member voted.

Section 3.18 Voting Procedure

Except upon the demand, by at least ten (10) of the Members, for a secret ballot prior to the vote being held, voting on resolutions or proposals other than the election of Directors will be held by means specified by the Board.

Section 3.19 Majority of Votes

- a. Except as otherwise provided in these By-laws, the majority of votes will decide each issue.
- b. The OAS President has no vote except in the event of a tie, in which case the President (or designate) shall cast a deciding vote.

Section 3.20 Written Resolution

A resolution signed by all the Members entitled to vote on that resolution at a meeting of the Members is as valid as if it had been passed at a meeting of the Members.

ARTICLE IV GOVERNANCE

Section 4.01 Composition of the Board

The Board will consist of seven (7) Directors as follows:

i. Seven (7) Directors-at-large

Section 4.02 Election of Directors

- a. To be eligible for election as a Director, an individual must:
 - i. Be eighteen (18) years of age or older;
 - ii. Not have been found under the Substitute Decisions Act, 1992 or under the Mental Health Act to be incapable of managing property;
 - iii. Have the power under law to contract;
 - iv. Have not been declared incapable by a court in Canada or in another country;
 - v. Not have the status of bankrupt.
 - vi. Not be a person not in Good Standing with OAS or any other sport organization.

vii. Be a "resident" of Ontario as that term is defined in the Income Tax Act (Canada).

b. The Board of Directors composition is prohibited from having more than one (1) Director affiliated with a Member.

- c. The Nominations Committee is a Standing Committee of OAS and will undertake the responsibilities described in these By-laws and the Board-approved Nominations Policy. The Nominations Committee will consider representation of all four (4) Regions when soliciting nominees.
- d. At least ninety (90) days prior to the Annual Meeting, the Nominating Committee will issue a 'Call for Nominations' using any means of communication. The 'Call of Nominations' will state the method that the nominations are to be made, the requirements for the position, and the deadline for submission which will be no later than thirty (30) days prior to the Annual Meeting.
- e. Any nomination of an individual for election as a Director will:
 - i. Include the written consent of the nominee by signed or electronic signature;
 - ii. Be submitted to the OAS Registered Office thirty (30) days prior to the Annual Meeting. This timeline may be extended by Ordinary Resolution of the Board; and
 - iii. Comply with the procedures established by the Nominations Policy and these Bylaws.
- f. Valid nominations will be circulated to Members at the Annual Meeting prior to the elections.
- g. Directors will be elected at each Annual Meeting as follows:
 - i. Three (3) Directors-at-large will be elected at alternate Annual Meetings to those listed in sub-sections ii and iii.;
 - ii. Two (2) Directors-at-large will be elected at alternate Annual Meetings to those listed in sub-sections i. and iii.; and
 - iii. Two (2) Directors-at-Large will be elected at alternate Annual Meetings to those listed in sub-sections ii. and ii.
- h. Elections will be decided by majority vote of the Members in accordance with the following:
 - i. One Valid Nomination: Winner declared by Ordinary Resolution; or
 - ii. More Nominees than Eligible Positions: The nominee(s) receiving the greatest number of votes and ascertain an Ordinary Resolution will be elected. In the case of a tie, the nominee receiving the fewest votes will be deleted from the list of nominees and a second vote will be conducted. If there continues to be a tie and more nominees than positions, the nominee receiving the fewest votes will be deleted from the list of nominees until there remains the appropriate number of

nominees for the position(s) or until a winner is declared. If there continues to be a tie, the winner(s) will be declared by Ordinary Resolution of the Board.

- i. An elected Director who does not meet the eligibility requirements for election as Director will have sixty (60) days to become eligible for the position or will be removed as a Director of OAS.
- j. Directors will serve terms of three (3) years to a maximum of three (3) consecutive terms and will hold office until their successors have been duly elected in accordance with these By-laws, unless they resign, are removed from or vacate their office.

Section 4.03 Resignation and Removal of Directors Termination

- a. A Director may resign from the Board at any time by presenting his or her written notice of resignation to the Board. This resignation will become effective the date on which the notice is received by the Secretary or at the time specified in the notice, whichever is later. When a Director who is subject to a disciplinary investigation or action by OAS resigns, that Director will nonetheless be subject to any sanctions or consequences resulting from the disciplinary investigation or action.
- b. The office of any Director will be vacated automatically if:
 - i. The Director resigns;
 - ii. At the discretion of the Board and without reasonable excuse, the Director is absent from three (3) consecutive meetings of the Board;
 - iii. The Director is found to be incapable of managing property by a court or under Ontario law;
 - iv. The Director is found by a court to be of unsound mind;
 - v. The Director becomes bankrupt or suspends payment of debts or compounds with creditors or makes an authorized assignment in bankruptcy or is declared insolvent; or
 - vi. The Director dies.
- c. An elected Director may be removed by Ordinary Resolution of the Members at an Annual Meeting or Special Meeting provided the Director has been given reasonable written notice of, and the opportunity to be present and to be heard at, such a meeting.

Section 4.04 Filling a Vacancy on the Board

Where the position of a Director becomes vacant for whatever reason and there is still a quorum of Directors, the Board may appoint a qualified individual to fill the vacancy for a term expiring not later than the close of the next Annual Meeting. The total number of Directors so appointed may not exceed one-third ($1/_3$) of the number of Directors elected at the previous Annual Meeting.

Section 4.05 Meetings of the Board

- a. A meeting of the Board will be held at any time and place as determined by the President, or by written requisition of at least two (2) Directors.
- b. The President will be the Chair of all Board meetings unless designated by the President. In the absence of the President, or if the meeting of the Board was not called by the President, the Vice-president (or designate) will be the Chair of the meeting. Notice of such meetings shall be given in person, or by telephone, facsimile or electronic mail to each Director as least forty-eight (48) hours prior to the scheduled meeting or shall be mailed to each Director not less than five (5) business days before the meeting is to take place. No notice of a meeting of the Board of Directors is required if all Directors waive notice, or if those absent consent to the meeting being held in their absence.
- c. For a first meeting of the Board held immediately following the election of Directors at a meeting of the Members, or for a meeting of the Board at which a Director is appointed to fill a vacancy on the Board, it is not necessary to give notice of the meeting to the newly elected or appointed Director(s).
- d. The Executive Director is entitled to attend and participate in all Board Meetings and Special Board Meetings but is not a Director and shall not vote.
- e. The Board will hold at least six (6) meetings per year.
- f. At any meeting of the Board, quorum will be a majority of Directors
- g. Each Director is entitled to one vote. Voting will be by a show of hands, written, or orally unless a majority of Directors present request a secret ballot.

- h. Resolutions will be passed upon a majority of the votes being in favour of the resolution.
- i. Even if she or he is also a Director, the President has no vote at a meeting of the Board except in the event of a tie, in which case the President (or designate) shall cast a deciding vote.
- j. No person shall act for an absent Director at a meeting of directors.
- k. A resolution in writing signed by all the Directors is as valid as if it had been passed at a meeting of the Board.
- I. The Board may, by Ordinary Resolution, consider business *in-camera* if the business deals with:
 - i. Discipline of any Director or Member;
 - ii. Expulsion or suspension of any person from any office of OAS, or of any organization from membership in OAS;
 - iii. Recruitment and employment of personnel;
 - iv. Acquisition of property or other contractual arrangements; or
 - v. Preparation or planning for the presentation of a competitive bid, quote, or similar activity.
- m. Meetings of the Board will be closed to Members and the public except by invitation of the Board.
- n. A meeting of the Board may be held by telephone conference call or by means of another telecommunications technology. Directors who participate in a meeting by telecommunications technology are considered to have attended the meeting.

ARTICLE V GOVERNANCE – THE BOARD

Section 5.01 Duties of Directors

Every Director will:

- i. Act honestly and in good faith with a view to the best interests of OAS; and
- ii. Exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Section 5.02 Powers of the Board

Except as otherwise provided in the Act or these By-laws, the Board has the powers of OAS and may delegate any of its powers, duties, and functions:

- i. Establish the OAS Mission, Vision, Values and monitor progress towards desired results;
- ii. Prepare governing documents and organizational policies that, at the broadest levels, address:
 - Governance Process: How the Board carries out and monitors its own tasks;
 - Committees: Form committees as described in the By-laws and *ad hoc* committees as necessary;
 - Board, Committee and Staff Relationships: How the Board maintains positive relations among the board, board committees and staff, and how the board delegates authority to and holds board committees and staff accountable for their duties;
 - Monitoring the Organization's Ethical Values and Behaviour: These are the boundaries of prudence and ethics within which all activities and decisions will take place; and
 - Recommend amendments to the By-laws.
- iii. Recruit, hire and supervise the Executive Director (ED); ongoing evaluation of the ED's performance, competence and integrity; and setting the ED's compensation package;
- iv. Advocate and liaise with the stakeholder bodies including but not limited to government and CAS and other PTSO's;
- v. Oversee mechanisms for mediation of disputes, appeals and independent arbitration;
- vi. Assess the Board's performance and effectiveness in relation to these outputs;
- vii. Present annually to the membership an audited financial statement and a review of OAS;
- viii. Monitor OAS's progress toward achievement of stated results;
- ix. Direct and control monies, funds, investments and securities of OAS including the power to:
 - Borrow money upon the credit of OAS;
 - Limit or increase the amount to be borrowed;
 - Issue debentures or other securities;
 - Pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient;

- Secure any such debentures, or other securities, or any other present or future borrowing or liability of OAS, by mortgage, hypothec or charge; or
- Pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of OAS.
- x. Approve annually all fees, dues, levies, tolls and charges imposed by OAS;
- xi. Fulfill any responsibilities required by law; and
- xii. Undertake its activities and responsibilities in the best interests of OAS.

ARTICLE VI OFFICERS

Section 6.01 Composition

The elected Officers of OAS shall be:

- i. President;
- ii. Vice-president;
- iii. Secretary; and
- iv. Treasurer.

Section 6.02 Eligibility

Any Director in Good Standing may be elected as an Officer.

Section 6.03 Manner of Election or Appointment

Elections shall be decided by a majority vote of the Directors and shall take place within thirty (30) days after a Members Special or Annual Meeting at which elections for Directors occur. The Board shall elect a President, a Vice-President, the Treasurer and Secretary. The Officers shall number not fewer than three (3).

Section 6.04 Term

All Officers shall hold office for a term of one (1) year unless they resign, are removed from, or vacate their office. Retiring Officers shall be eligible for re-appointment. Any vacancy occurring in respect of any office may be filled at any time by the Board.

Section 6.05 Multiple Positions

With the exception of the position of President, a Director may hold multiple Officer positions.

Section 6.06 Removal

- a. An Officer may be removed by Ordinary Resolution at a meeting of the Board or of the Members, provided the Officer has been given notice of and the opportunity to be present and to be heard at the meeting where such Ordinary Resolution is put to a vote. If the Officer is removed by the Members, his or her position as a Director will automatically and simultaneously be terminated.
- b. Any Officer may be removed automatically if:
 - i. An Officer resigns by delivering a written notice of such resignation to the Secretary, which resignation shall take effect upon delivery;
 - ii. The Officer fails to meet the requirements of the OAS Screening Policy;
 - iii. The Officer is found by a court to be of unsound mind;
 - iv. The Officer becomes bankrupt; or
 - v. The Officer is deceased.

Section 6.07 Vacancy

Where the position of an Officer, excluding the President, becomes vacant for whatever reason and there is still a quorum of Directors, the Board may, by Ordinary Resolution, appoint a qualified individual to fill the vacancy for the remainder of the vacant position's term of office. If the President position becomes vacant, the Vice-president shall become President and the Board may appoint a replacement for the position of Vice-president from among the Directors.

Section 6.08 Duties

- a. The President shall:
 - i. Be responsible for the general guidance of the Executive Director in the affairs and operations of OAS;
 - Preside as chairperson over all Members' Meetings, Special Members' Meetings, Board Meetings and Special Board Meetings unless an alternate Executive Member or Board Member has been appointed chair;
 - iii. Be the official spokesman of OAS; and
 - iv. Perform such other duties as may from time to time be established or delegated by the Board.
- b. The Vice President shall:
 - i. Support and assist the President in all duties;

- ii. In the absence or disability of the President, have the authority of and perform the duties of the President;
- iii. Have such other powers and duties as may, from time to time, be delegated by the President or by the Board; and
- iv. Perform such other duties as may from time to time be established or delegated by the Board.
- c. The Secretary shall:
 - i. Be responsible for the documentation of all amendments to the OAS By-Laws;
 - ii. Ensure that all official documents and records of OAS are properly kept;
 - iii. Keep attendance records of all Board meetings;
 - iv. Cause to be recorded and drafted the minutes of all Board Meetings and Members' Meetings;
 - v. Send out any notice requirements as described herein;
 - vi. Be the custodian of the corporate seal; and
 - vii. Perform such other duties as may from time to time be delegated to the Secretary by the Board.
- d. The Treasurer shall:
 - i. Act as the Chair of the Finance and Audit Committee of the Board and in this role, oversee the preparation of financial statements for OAS and the organization of the annual audit of OAS; and
 - ii. Perform such other duties as may from time to time be delegated to the Treasurer by the Board.

Section 6.09 Conflict of Interest

A Director, Officer or member of a Committee who has an interest, or who may be perceived as having an interest, in a proposed contract or transaction with OAS shall disclose fully and promptly the nature and extent of such interest to the Board, shall refrain from voting or speaking in debate on such contract or transaction; shall refrain from influencing the decision on such contract or transaction; and shall otherwise comply with requirements of the Act regarding conflict of interest.

ARTICLE VII COMMITTEES

Section 7.01 Committees of the Board

- a. The Board may appoint such Ad Hoc Committees as it deems necessary for managing the affairs of OAS and may appoint members of Committees or provide for the election of members of Committees, may prescribe the duties and terms of reference of committees, and may delegate to any Committee any of its powers, duties, and functions.
- b. All Board Committees shall be chaired by Directors appointed by the President. These include but are not limited to the following Standing Committees:
 - Finance and Audit Committee shall assist the Board in fulfilling its oversight responsibilities relating to corporate auditing and reporting, financial policies and strategies and activities, and financial risk management. This responsibility is carried out in accordance with approved policy and generally accepted accounting principles (GAAP);
 - ii. Program Policy Committee shall assist the Board in fulfilling its oversight responsibilities relating to the strategy, policies and management and organization of OAS programs;
 - iii. Nominations Committee will comply with the Nominations Policy and, as an overview, is responsible to seek, identify and recruit, on a continuing basis, qualified and skilled individuals capable of, and committed to, providing effective leadership to OAS as a Director. The Nominations Committee may make recommendations to the voting Members prior to elections as to their preferred slate of candidates; and
 - iv. Human Resources Committee shall assist the Board in fulfilling its oversight responsibilities relating to human resource and compensation matters.

Section 7.02 Committees of the Executive Director

The Executive Director may from time to time create Committees on such terms and conditions as necessary to deal with matters that the Executive Director deems necessary to support the achievement of the desired direction of OAS.

Section 7.03 Terms of Reference

The following shall apply in respect of all Board Committees and Ad Hoc Committees of the Board:

- i. All Committees shall have such numbers as may be determined by the President in the case of Board committees or by the Board if an Ad Hoc Committee is created by the Board;
- ii. The chairperson of each Committee shall be appointed by the President at the time the President or the Board appoint the members thereof, and such individual shall preside over all meetings of each respective Committee;
- iii. Director and non-Director members of the committee are at the discretion of the President and Chairperson;
- iv. All Committee meetings shall be called by the President or by the chairperson of each Committee;
- v. Notice of a meeting of a Committee may be written or verbal and a quorum shall be a majority of members of the Committee;
- vi. At all meetings of each Committee, minutes shall be taken, and every issue shall be decided by a majority of votes cast;
- vii. Voting shall be by an agreed upon method unless a majority of Committee members request a secret ballot;
- viii. Resolutions shall be passed by a majority of the votes being in favor of the resolution. In the case of a tie, the motion will be considered defeated;
- ix. Members of a Committee shall not be entitled to vote by proxy;
- x. Members of a Committee shall be removable by a majority vote of the Board; and
- xi. All Ad Hoc Committees shall run until the next Annual Meeting unless otherwise concluded.

Section 7.04 Removal

The Board may remove any member of any Committee or any Committee.

Section 7.05 Debts

No Committee will have the authority to incur debts in the name of OAS.

ARTICLE VIII FINANCE AND MANAGEMENT

Section 8.01 Fiscal Year

Unless otherwise determined by the Board, the OAS fiscal year will be April 1 to March 31.

Section 8.02 Bank

The banking business of OAS will be conducted at such financial institution as the Board may determine.

Section 8.03 Auditors

- a. At each Annual Meeting the Members will appoint an auditor to audit or conduct a review engagement of the books, accounts and records of OAS in accordance with the Act. The auditor will hold office until the next Annual Meeting. The auditor will not be an employee, Officer, or Director of OAS and must be permitted to conduct an audit or review engagement of OAS under the *Public Accounting Act*, 2004, as amended.
- b. The financial statements of OAS will be presented annually to the Members at the Annual Meeting in accordance with the Act and must be:
 - i. Audited, as defined by the Canadian Institute of Chartered Accountants (CICA), by a public accountant if OAS's annual gross revenue is greater than or equal to \$150,000, or OAS has greater than or equal to 1,000 registered individuals;
 - ii. Reviewed by a Public Accountant, Certified General Accountant or Certified Management Accountant through a Financial Review Engagement, as defined by CICA, if OAS's annual gross revenue is less than \$150,000 but greater than or equal to \$100,000, or OAS has fewer than 1,000 but greater than or equal to 500 registered individuals; or
 - iii. Signed with a Notice to Reader prepared by a Public Accountant, Certified General Accountant or Certified Management Accountant if OAS's annual gross revenue is less than \$100,000 but greater than or equal to \$10,000.

Section 8.04 Annual Financial Statements

The Directors will approve financial statements (evidenced by signature of one or more Directors) of the last fiscal year of OAS but not more than six (6) months before the Annual Meeting and present the approved financial statements before the Members at every Annual Meeting. A copy of the Annual Financial Statements will be provided to any Member requesting a copy of the Financial Statements not less than twenty-one (21) days before the Annual Meeting. The Financial Statements will include:

- i. The financial statements;
- ii. The auditor's report; and
- iii. Any further information respecting the financial position of OAS.

Section 8.05 Books and Records

The necessary books and records of OAS required by these By-laws or by applicable law will be necessarily and properly kept.

Section 8.06 Signing Authority

Signing authority to bind the organization shall include any two of the following: The President, the Vice President, Treasurer, Secretary or Executive Director. The Board may authorize other persons to sign on behalf of OAS. Staffing agreements may be signed by the Executive Director.

Section 8.07 Property

OAS may acquire, lease, sell, or otherwise dispose of securities, lands, buildings, or other property, or any right or interest therein, for such consideration and upon such terms and conditions as the Board may determine.

Section 8.08 Borrowing

OAS may borrow funds upon such terms and conditions as defined in these By-laws.

Section 8.09 Remuneration

All Directors, Officers and members of Committees will serve their term of office without remuneration (unless approved by at a meeting of Members) except for reimbursement of expenses as approved by the Board. This section does not preclude a Director or member of a Committee from providing goods or services to OAS under contract or for purchase. Any Director or member of a Committee will disclose the conflict or potential conflict in accordance with these By-laws.

Section 8.10 Conflict of Interest

A Director, Officer or member of a Committee who has an interest in, or who may be perceived as having an interest in, a proposed contract or transaction with OAS shall: Disclose fully and promptly the nature and extent of such interest to the Board or Committee, as the case may be; refrain from voting or speaking in debate on such contract or transaction; refrain from influencing the decision on such contract or transaction; and otherwise comply with the requirements of the Act regarding conflict of interest.
ARTICLE IX AMENDMENT OF BY-LAWS

Section 9.01 Voting

- a. These By-laws may only be amended, revised, repealed or added to:
 - i. Under the jurisdiction of the Ontario *Corporations Act*, by a two-thirds affirmative vote of the voting Members present at a meeting duly called to amend, revise or repeal these By-laws. Upon affirmative vote, any amendments, revisions, addition or deletions will be effective immediately.
- b. Under the jurisdiction of the Ontario Not-for-profit Corporations Act:
 - i. By Ordinary Resolution of the Board. Any By-laws amendments will be submitted to the Members at the next meeting of Members and, except for those amendments that are considered fundamental changes, the voting Members may confirm, reject or amend the By-laws by Ordinary Resolution.
 - ii. By a Member entitled to vote who may make a proposal to make, amend, or repeal a By-law in accordance with the Act which requires at least sixty (60) days' notice. Any By-laws amendments will be submitted to the Members at the next meeting of Members and, except for those amendments that are considered fundamental changes, the voting Members may confirm, reject or amend the By-laws by Ordinary Resolution.
- c. By-laws amendments are effective from the date of the resolution of the Directors unless rejected or amended by the voting Members at a meeting of the Members.

Section 9.02 Notice in Writing

- a. In these By-laws, written notice will mean notice that is hand-delivered or provided by mail, fax, electronic mail or courier to the address of record of the individual, Director, Officer, or Member, as applicable.
- b. Date of notice will be the date on which receipt of the notice is confirmed verbally where the notice is hand- delivered, electronically where the notice is faxed or emailed, or in writing where the notice is couriered, or in the case of notice that is provided by mail, five (5) days after the date the mail is post-marked.
- c. The accidental omission to give notice of a meeting of the Board or of the Members, the failure of any Director or Member to receive notice, or an error in any notice that does not affect its substance will not invalidate any action taken at the Meeting.

ARTICLE X DISSOLUTION

Section 10.01 Dissolution

OAS may be dissolved in accordance with the Act.

ARTICLE XI INDEMNIFICATION

Section 11.01 Shall Indemnify

OAS will indemnify and hold harmless out of the funds of OAS each Director and any individual who acts at OAS's request in a similar capacity, their heirs, executors and administrators from and against any and all claims, charges, expenses, demands, actions or costs, including an amount paid to settle an action or satisfy a judgment, which may arise or be incurred as a result of occupying the position or performing the duties of a Director or and any individual who acts at OAS's request in a similar capacity.

Section 11.02 Shall Not Indemnify

OAS will not indemnify a Director or any individual who acts at OAS's request in a similar capacity for acts of fraud, dishonesty, bad faith, breach of any statutory duty or responsibility imposed upon him or her under the Act. For further clarity, OAS will not indemnify an individual unless:

- i. The individual acted honestly and in good faith with a view to the best interests of OAS; and
- ii. If the matter is a criminal or administrative proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that his or her conduct was lawful.

Section 11.03 Insurance

OAS will, at all times, maintain in force such Directors and Officers liability insurance.

ARTICLE XII FUNDAMENTAL CHANGES

Section 12.01 Fundamental Changes

- a. Under the jurisdiction of the Ontario *Not-for-profit Corporations* Act, a Special Resolution of all Members is required to make fundamental changes to the OAS By-laws or articles.
- b. Fundamental Changes are defined as follows:
 - i. Change the name of OAS;
 - ii. Add, change or remove any restriction on the activities that OAS may carry on;
 - iii. Create a new category of Members;
 - iv. Change a condition required for being a Member;
 - v. Change the designation of any category of Members or add, change or remove any rights and conditions of any such category;
 - vi. Divide any category of Members into two or more categories and fix the rights and conditions of each category;
 - vii. Add, change or remove a provision respecting the transfer of a membership;
 - viii. Increase or decrease the number of, or the minimum or maximum number of, Directors;
 - ix. Change the purposes of the Corporation;
 - x. Change to whom the property remaining on liquidation after the discharge of any liabilities of OAS is to be distributed;
 - xi. Change the manner of giving notice to Members entitled to vote at a meeting of Members;
 - xii. Change the method of voting by Members not in attendance at a meeting of the Members; or
 - xiii. Add, change or remove any other provision that is permitted by the Act.

ARTICLE XIII ADOPTION OF THESE BY-LAWS

Section 13.01 Ratification

These By-laws were ratified by a Special Resolution vote of the Members of OAS at a meeting of Members duly called and held on [INSERT DATE].

Section 13.2 Repeal of Prior By-Laws

In ratifying these By-laws, the Members of OAS repeal all prior By-laws of the Corporation provided that such repeal does not impair the validity of any action done pursuant to the repealed By-laws.





Human Resources Report – June 2019 AGM – Year End March 31, 2019

The Mandate of the Human Resources Committee is to assist the Board in fulfilling its obligations relating to human resource matters through the review and recommendation of sound compensation, making recommendations regarding HR policies and practices that reflect legislative requirements and best practices and to help maintain a healthy workplace culture within the Ontario Artistic Swimming organization.

Organization

The Human Resources Action Plan developed in 2018, through a comprehensive HR Review completed by Sport Law, encompasses areas such as Values, Policies & Culture, Succession Planning, Structure, Health, and Safety continues to provide structure for the HR committee and Board to continue assisting the organization with its forward momentum.

The OAS adopted the commitment to True Sport and implemented the requirement for all Board members, staff and Provincial Team Coaches to complete the Respect in Sport training program, and this will continue on a go forward basis. The next phase of implementation will be to implement this requirement at the club level to promote this valuable education for all, in an attempt to improve the athlete experience across the organization.

The Board of Directors reviewed all OAS committees and reactivated dormant committees. The current committee structure includes the following:

- Competitions
- Finance and Audit
- Human Resources
- Marketing and
- Communications
- Nominations
- Program Policy
- Ontario Officials
- Program Policy
- Provincial Rules
- Training and Development
- Transition Working group

These committees are all volunteer based and encompass over 40 individuals to make them succeed. These committees are essential to the continued strength of OAS and to making us a leader within Canada.

Many policies have been updated and created through the involvement of Ruth Belcher and the Program Policy Committee which will be summarized under separate cover.

Staffing

Job descriptions and contracts for staff have been updated to ensure their employment agreements accurately reflect their involvement as a contractor or employee with the assistance of Sport Law. All employees have participated in Health and Safety Training to ensure they meet the minimum requirements of the Ministry of Labour.

Funds for 2018 were allocated for staff development and focused on team building which is seen by the Board as essential to helping the office continue to work as a cohesive unit and to maximize the potential of each individual member.

Canada Artistic Swimming (CAS) changed the registration system over the summer of 2018 and it was identified early on in the 2018-2019 competitive season that this system was going to present us with many challenges throughout the first year of implementation. As a result, additional office support was directed to working with CAS in identifying and rectifying the concerns, and with working with the OAS member clubs to help navigate this new system. Improvements were slow to start however, many of the challenges have been rectified and we are looking forward to a much smoother start to the 2019-2020 season!

From a personnel perspective, the OAS office saw the departure of Jennifer Knobs in October 2018 that left a significant administrative gap. Shortly after her departure, Mary-Jane Ling transitioned from the Board of Directors to the office. Mary-Jane's extensive knowledge of the organization and sport allowed her to transition easily to this position.

The "Me Too" movement, media focus on harassment and the increased education on respect in sport has resulted in an increase in calls to OAS from members regarding potential violations to the Conduct Policy. OAS staff and Board members have been assisting with these concerns and have been obtaining legal opinions when determined required. It is anticipated that this will be an ongoing concern and, as a result, funds and time will be allocated to this area for the coming fiscal year.

Next Steps

Additional staffing changes will be occurring this fiscal year with Rachel Klein's departure at the end of June 2019. A re-evaluation of job demands and review of job descriptions within the Office will be completed to ensure all of the needs of the organization are being appropriately met. Additional focus will be on Technical Development and Marketing for the coming year.

The office staff have received much feedback from members throughout the season regarding the new competition structure and has committed to working closely with the Transition Working Group to continuously improve the new structure. An annual programming plan has been developed and circulated for the 2019-2020 season. It is anticipated that this advanced planning will help clubs and coaches plan their season and help athletes who are participating in the various OAS Athlete Pathway Programs set their training goals.

We look forward to a successful 2019-2020 year!

Christine Fink HR Committee Chair (Sandra Inglis, Ruth Belcher and Mary Dwyer – committee members)

MARKETING & COMMUNICATION REPORT



Marketing and Communications Report – June 2019 AGM – Year Ended March 31, 2019

A principal focus this season for Marketing and Communications was the launch of our new name and brand - **welcome to the new Ontario Artistic Swimming**!

The re-branding of Synchro Swim Ontario to Ontario Artistic Swimming (OAS) and executing the rollout plan to support this transformative brand campaign touched each element of our communications and campaigns. This launch and the evolution of Ontario Artistic Swimming is part of an exciting new era in the development of our sport, provincially, nationally, and internationally.

Marketing and Communications supported Ontario Artistic Swimming's objective of broadening the base through the use of marketing strategies that cost-effectively deliver reach throughout the province. Digital marketing and social media are key elements of our marketing mix to increase awareness, attract new swimmers, and grow our innovative and athletic sport.

NEW NAME & NEW BRAND

Our name change from Synchro Swim Ontario to **Ontario Artistic Swimming** reflects the direction of our sport nationally and internationally. In 2017 the FINA Congress, with support from the IOC, modified the name of our sport from Synchronized Swimming to Artistic Swimming to better align with other artistic sports.

Ontario Artistic Swimming is excited about our new name and the synergy that is being generated as we help to create a new sense of national identity for our sport and throughout our organization. We have adopted and will continue to integrate Canada Artistic Swimming's (CAS) brand essence of, "forging unity through diversity" and OAS will work together with CAS and the other provinces to create an aligned identity for artistic swimming and move forward with the shared vision of inspiring success.

The **brand promise for CAS and OAS is strong and unifying**: "Our brand is who we are. It is dynamic and embodies power, creativity & inclusivity. Collectively our goal is to be known for Canadian confidence. Our brand will help guide our decisions and show the world who we are."

Wordmark and Icon

The uniquely Ontarian Wordmark and its accompanying Icon shown below was customized for Ontario Artistic Swimming to align with the distinct design created for our national organization. The Ontario Artistic Swimming Wordmark highlights ONTARIO on the top line with a red maple leaf and uses the water in motion theme, incorporated as a powerful splash through the word "Artistic". Our provincial icon proudly includes ON below the classic Canadian maple leaf in red, with one-third of the leaf representing the watery splash effect that is now part of the visual language of the sport. We will always fondly remember the path that got us here as we look forward to the new road ahead!



Core Values

Ontario Artistic Swimming's core values of excellence, empowerment, health & wellbeing, and sport for life remained a guideline for marketing. But we also started to look towards our brand alignment with Canada Artistic Swimming and incorporate brand attributes from our shared brand model: powerful, creative, collaborative, dynamic, and inclusive in our campaigns.

Holding to the idea that, **in the pool and in our organizations we are more than the sum of our parts, together we are better.**

Social Media

In 2018–2019 Ontario Artistic Swimming continued to use social media as one of the communication levers to share content and engage. Our social presence is maintained primarily on the Facebook, Instagram, and Twitter communities. We retained the following goals when developing and delivering content for social media:

- Generating awareness for our Members and Clubs, the OAS brand, and the sport of artistic swimming

- Establishing OAS as a leader in the artistic swimming community

- Fostering and cultivating a sense of community to support and applaud accomplishments by individuals, teams, and Clubs

- Recruiting, engaging, and re-engaging participants to the artistic swimming community

- Celebrating moments through the creation and support of contests, challenges, and movements

A new social media campaign launched this year to profile the artistic swimming Clubs in Ontario and engage with swimmers was the **#OASClubShoutOut**. Each Club in Ontario will be randomly featured on the OAS Instagram account and OAS website over the course of the year.



To raise awareness about bullying and harassment OAS also supported **#PinkDay 2019**. As an organization we are committed to creating a safe sport environment for all our participants and we joined our fellow PSO's in encouraging all Ontario Artistic Swimming member clubs and communities to join the Canadian Red Cross Pink Day movement on February 27, 2019, by wearing PINK and "adding our voices to thousands in advocating for an end to bullying behaviour".



Email Communication

Email continues to be the primary communication tool used to deliver critical information to the Ontario Artistic Swimming community from the OAS Communications address. This email account remains the primary driver of material about events, provincial and national teams, rules and policies, new opportunities, workshops, and information from Canada Artistic Swimming with the membership across the province.

To support the re-branding transformation new email account addresses were adopted! All the @synchroontario.com email accounts were migrated and renamed to the new primary account of **@ontarioartisticswimming.ca**. This new account registration became effective Tuesday, January 15, 2019. Both addresses will remain registered but @synchroontario.com has become an alias to our new primary address and all incoming mail has been redirected to @ontarioartisticswimming.ca.

Website

The Ontario Artistic Swimming website was re-launched with the new OAS branding and a new domain, **www.ontarioartisticswimming.com** in January!

The OAS website continued to be a vehicle for information sharing with Clubs, swimmers, coaches, officials, and families. It is often the first point of contact for newcomers to our sport and also a destination for long-time members looking for results and competition information.



The experience of the OAS website is unique depending on the entry point of the user and whether the individual is a new or returning visitor. User experience testing, analysis, and updates will be a new focus moving forward and part of the online customer experience improvements in the upcoming year.

To continue to support the measures of the Policy Committee in providing additional privacy and security for our athletes and coaches, access to the Order of Swim lists prior to all OAS sanctioned competitions have remained password protected on the website.

Competitions and Events

The quality of the competitions in Ontario and the size of our events are possible because of the dedication and support of the many volunteers, Clubs, officials, and Staff members in our province.

We continue to get participants from across the country at some of our provincial meets because of the excellence of our sporting events and the quality of our competitions and competitors. As a province we offer a positive competition experience that is valued.

New for this year at Ontario Artistic Swimming events was the re-branded Step and Repeat **Banner Walls**. These high impact graphic banners were used as a background and focal point for swimmers after their performances, at award ceremonies, and for photo opportunities. The Banner Walls helped to build a professional look and positively influence the formality at events.

Trophies, ribbons, and medals were also re-branded with the new Ontario Artistic Swimming wordmark and/or icon.

To enhance the competition experience for swimmers, coaches, parents and visitors, OAS arranged for **guest visitors to participate at key events** throughout the year. Julie Healey, the Chief Sport Officer for Canada Artistic Swimming presented Information Sessions to Head Coaches and the Parent Communities at the Hilton Invitational.

And the 2019 Senior National Team made a special guest appearance at the Leslie Taylor Cup to meet athletes, take photographs and give autographs. These types of exclusive appearances enhance the experience for competitors, help to engage the athletes, build ambassadors in our sport and inspire excellence.



And as many of you will remember, the Ontario Artistic Swimming community and Markham Synchro specifically, lost a young athlete, **Julianna Kosis** in July 2018. To remember Julianna the **10&Under Championship Trophy** was renamed in Julianna's honour and was presented at Trilliums. This will allow the entire OAS community to celebrate and remember Julianna for years to come.

Merchandise

To support the sports name change transition from synchronized swimming to artistic swimming the merchandise sold by Ontario Artistic Swimming introduced artistic swimming gear into the mix but also continued to sell inventory with synchronized swimming.

Merchandise designs in 2018-2019 promoted the OAS brand, the sport of artistic swimming or synchronized swimming, and were again a profit centre. The sales and promotion of merchandising primarily occurred at key artistic swimming Bevents during the season, including the Hilton Worldwide Invitational. The hoodie and sweatshirt styles and designs were again in heavy demand and sold-out of many of the popular sizes.

Our officials have started to display our new Ontario Artistic Swimming brand on apparel and we look forward to seeing our provincial teams this summer proudly wearing our new brand on their uniforms as they travel to compete and represent our province as ambassadors promoting excellence and inspiring success.

NEXT STEPS

To help build with hands-on marketing and communication support we will be looking for a Communications Officer to support the engagement of our artistic swimming community via social media, customer experience via the OAS website, and awareness via search and online marketing.

We are always open to new ideas so please feel free to contact Mary Dwyer, mdwyer@ontarioartisticswimming.ca, or Sandra Inglis, singlis@ontarioartisticswimming.ca with your suggestions.

Respectfully submitted, Sandra Inglis

Marketing and Communications Committee Alanna Harman, Charlotte Miller, Maura Young, Mary Dwyer, Sandra Inglis

NOMINATIONS COMMITTEE REPORT



Report of the Nominations Committee 2019

Nominations Committee Mandate

The Nominations Committee leads recruitment, education, evaluation and succession planning for the board and board committees, keeping in mind the short- and long-term plans of the organization, and any special board qualities that are required to carry out these plans. Essential activities are:

- Develop and review matrix of skills and experience existing on the board and identify gaps;
- Review terms being served and contact board members to see if they intend to serve again;
- Have Call for Nominations sent to all members;
- Produce report to members on those nominated, endorsing those found to fit most closely with the range of experience and background required on the Board;
- Design and conduct orientation of new board members;
- Review board members' performance.

Nominations Committee Members & Meetings

The Committee consists of at least three (3) and not more than five (5) voting members, at least two (2) of whom are not board members. The President will appoint the Chair of the committee in accordance with the Ontario Artistic Swimming (OAS) By-laws.

Nominations Committee members are:

- Hilary Caldwell (Committee Chair and OAS Board Member-at-large)
- Monique Dubord (Member-at-large)
- Kara Heald (Member-at-large)
- Mary Dwyer (Executive Director, ex officio)

Once constituted, the Committee met four times: March 19, May 2, May 31 & June 7, 2019.

Amended By-laws Phased Implementation Plan

On June 23, 2018, amended OAS By-laws were approved by voting Members at the 2018 Annual Meeting, changing the terms of Directors to 3 years (from 2 years).

In keeping with the plan, at the June 2019 Annual Meeting, there will two three-year terms to be elected.

Current OAS Board Members & Terms

As can be seen below, at the June 2019 annual meeting, one Board member comes to the end of her term, and one position is vacant.

	Region	Dates on Board	Term ends	Eligible for re- election?
Ruth Belcher	Central	June 2014 to present	June 2021	No
Catrine Klein	West	June 2014 to present	June 2021	No
Sandra Inglis	East	June 2016 to present	June 2020	Yes (for one term)
Christine Fink	North	June 2017 to present	June 2019	Yes (for two terms)
Hilary Caldwell	West	June 2018 to present	June 2020	Yes (for two terms)
Brad Davis	West	June 2018 to present	June 2020	Yes (for two terms)
Vacant				

Process

For 2019, the Nominations Committee updated the Board Skills Matrix to better align with the skills self-assessment tool used by Canada Artistic Swimming (CAS) in 2018. As a result, several competencies were added or removed to better represent the skills needed by the OAS Board. All current Board members completed the 2019 OAS Board of Directors Skills Matrix to determine what attributes exist on the Board now, and what gaps need to be filled.

Both the Board and the Nominations Committee reviewed the results, and concluded that, if the incumbent Board member was not returned for re-election, the resulting skills gaps would be: Health & Safety, regional representation (especially North) and skills or knowledge in the areas of enterprise leadership, human resources and change management. These skills, and others, are priority areas for recruitment in the long term.

A "Call for Nomination" was issued by OAS Communications via email to Member clubs, with a request to forward this information to the club's contact lists for maximum exposure. A reminder e-blast was issued just before the deadline to submit nominations.

Nominations were received from four (4) candidates by the deadline of April 24, 2019. One nomination was from the returning Board member, Christine Fink, and three from new nominees. The new nominees are Alanna Harman, Trevor Scheffel and John Winspear.

Each nominee was contacted by a member of the Nominations Committee, and the Board Skills Matrix was discussed and completed with the nominees. The Nominations Committee then reviewed the completed Skills Matrix and made the decision to recommend two (2) nominees to fill the vacancies on the OAS Board, as provided for in By-laws section 7.01(b)(iii).

Recommended Candidates

The Nominations committee, having reviewed the nominated candidates and their skills, experience, region of residence and suitability to the Board, are pleased to recommend the following candidates for election to the OAS Board for a three (3) year term: Christine Fink and Alanna Harman.

Christine Fink has been a member of the OAS Board for two (2) years and, in that time, has contributed greatly to the organization, as Board Secretary and Chair of the Human Resources Committee and through her expertise and shared knowledge in topics relating to Health & Safety. As Chair of the Human Resources Committee, Christine has developed an in-depth understanding of the OAS office dynamics and has worked towards improving the overall employment experience. She has OAS staff in addressing issues and complaints at the club and OAS level and through coordination with CAS. Christine brings a unique perspective as a resident of the North Region and ensures the views of this Region are understood and represented. Based on the OAS Matrix of Skills, Christine demonstrates expert level competency in human resources, health & safety, and ethical/ appropriate "tone at the top." Christine has spent many years in our sport, in multiple capacities as an athlete, coach and official, and is skilled in many competencies including her general and technical knowledge of artistic swimming, enterprise leadership, board of directors and OAS board of directors' experience, change management and stakeholder relations. If re-elected, Christine believes she can contribute to helping to grow our sport outside of the current locations with a particular interest in increasing the number of athletes and programs north of the GTA, contribute towards programming for athletes and coaches at all levels throughout the province, contribute towards decision making regarding the new competitive structure and alignment with LTAD, and helping to improve the overall athlete, coach and official experience.

The Nominations Committee would also like to recommend Alanna Harman as a member of the OAS Board of Directors. Alanna has spent many years in our sport, in multiple capacities as an athlete, Head Coach, Team Ontario Coach and NCCP Learning Facilitator and Evaluator. Alanna actively contributes to OAS as a member of the Marketing and Journey-to-Excellence Conference committees. Alanna earned her PhD in Kinesiology at Western University and is now an Assistant Professor in the Department of Kinesiology and Physical Education at Wilfrid Laurier University. Alanna bring a wealth of experience in strategic planning and stakeholder relations including the management of their competing values. Through her work experience, Alanna understands volunteer management (i.e., motivation, retention and recruitment) as well as the factors that influence female participation in organized sport. In completing the OAS Skills Matrix for Alanna, the Nominations Committee believes that Alanna demonstrates expert level competency in her general knowledge of artistic swimming, ethical/ appropriate "tone at the top". In addition, she is skilled in enterprise leadership, technical and high-performance artistic swimming knowledge, marketing/ communications, change management and stakeholder relations. The Nominations Committee believes that Alanna's work experience and background in artistic swimming make her an excellent candidate for the OAS Board. If elected, Alanna hopes to contribute to enhancing brand awareness of OAS, and growing connections and improved communication between OAS and member clubs. Alanna is not currently affiliated with an OAS Member club.

We thank all candidates for their applications and appreciate their interest of being more involved with governance at OAS. At this time, the Nominations Committee believes the recommended candidates are the best fit for the Board, and we hope the other candidates will contribute to OAS as members of our many committees.

Their nominations are attached and completed OAS Skills Matrix is attached.

Next Steps

At the AGM, all nominees will have 2 minutes to present their position prior to the vote either in person, via video or read by a designated third party. Members will then vote to determine which applicants will join the OAS Board of Directors.

Conclusion

The OAS Nominations Committee considered the applications and nominations of all candidates. At this time, we believe Christine Frink and Alanna Harman are the most qualified candidates and will contribute to the governance of OAS in a meaningful way. The Nominations Committee would like to thank all applicants for their interest in joining the OAS Board of Directors.

Respectfully submitted,

Hilary Caldwell Nominations Committee Chair

PROGRAM POLICY COMMITTEE REPORT



22 June 2019

Program Policy Committee Report

Governance continued to be a high priority in 2018-19, driven in part by initiatives at the national and provincial level to promote a Safe Sport environment but also by demand at the club level. OAS had already completed an intense process of policy development and review as part of the Sport Recognition Policy submission in 2016-17. Our efforts are viewed by MTCS as "extremely thorough and comprehensive," and allowed OAS to apply for an Ontario Amateur Sport Fund (OASF) grant that resulted in a significant increase to our funding for a two-year cycle (2017-19). You will see more on this in the Finance report.

OAS continues on its path as a leader in sport governance, having approved revisions at the 2018 Annual Meeting to the By-laws that follow current best practices on term limits for not-for-profit boards and are designed to improve board independence and regional representation. We have continued to host or recommend governance webinars on topics of interest to clubs including the *Employment Standards Act* and Safe Sport and will work collaboratively with clubs in 2019-20 to ensure any new legislative or regulatory requirements are understood and adhered to.

OAS takes the health and well-being of its athletes seriously and has taken steps over the past several years to become a leader in concussion management, education and prevention. Our Concussion Policy, concussion policy template for clubs and the OAS Synchro-specific Concussion Guidelines, 2018 that include removal-from-sport and return-to-sport protocols and a return-to-synchro progress tracker are among the most comprehensive, sport specific concussion resources for amateur sport in Ontario.

OAS is well-positioned to comply with requirements under "Rowan's Law," which is concussion management legislation that affects every sport organization in Ontario. While the law has received Royal Assent, the regulations are not in effect until 1 July 2019 and many details still need to be worked out. OAS will be working with OSSC coach and PhD Candidate (University of Toronto Concussion Lab) Laura Steacy on a needs assessment to determine what is required in order to adhere to these regulations, after which OAS will work collaboratively with clubs to ensure compliance at the club level.

The online OAS Injury Tracker was introduced in September 2017 to streamline the collection and review of data on artistic swimming-related injuries. Developed in collaboration with the Sunnybrook Office for Injury Prevention, this web-enabled surveillance platform provides for real-time reporting of incidents that result in injury and helps OAS and clubs better monitor and respond to injuries including concussion injuries. Collecting statistical data allows for the identification of adverse trends or specific issues that require remedial action, and ideally prevents recurrence or further accidents. OAS hosted a club call in January 2019 where Laura

Steacy provided an overview of her research using 2017-18 Injury Tracker data together with results from a retrospective online survey of current and former Ontario athletes on sport-related concussions. This is the first study to examine concussions in artistic swimming and demonstrates the potential to expand the project to better inform decision-making on athlete safety in our sport.

Other activities in 2018-19 include ongoing collaboration with Canada Artistic Swimming (CAS) that resulted in the adoption by OAS of a Conduct Policy and Complaint Policy and Process that is aligned with CAS policies. This is part of a larger trend that sees sport organizations increasingly assessed against specific governance requirements as a condition of public funding, with an expectation of policy alignment and integration between clubs and provincial and national sport organizations. Federal and Provincial Ministers responsible for Sport, Physical Activity and Recreation declared their commitment in the Red Deer Declaration in February 2019 to working together to address harassment, abuse and discrimination and unethical behaviour in sport. While many details still need to be worked out, recent Federal government action, notably the requirement to provide access to an independent third party to investigate allegations of harassment or abuse, will have governance implications for OAS and clubs. The Program Policy Committee will continue to focus on this topic in 2018-19 with the introduction of a number of new or revised policies including the CAS Coach Registration and Certification Policy and CAS Screening Policy. As with other governance-related topics, OAS will assist Members in meeting requirements where possible.

Respectfully submitted, Ruth Belcher

OFFICIALS REPORT



2019 AGM – Ontario Officials Committee (OOC) Report for 2018-2019

The OOC has been actively working behind the scenes on a number of priorities this year with a mandate to increase the number of trained officials at as many levels as possible.

1) Education:

The OOC offered both Level 1 and Level 2 Judges courses last fall. As a result, there are 18 new Level 1 candidates and 6 new Level 2 candidates working toward their full certification. We have updated the course material and assigned National level Officials as instructors to ensure the highest and most 'comprehensive level of instruction possible. The OOC is also working on a clearly defined pathway for judge certification and hoping to build an official mentorship program.

- 2) Officials Pathway Advancements:
 - a. Provincially, there have been several advancements of Ontario judges recently as follows: Maura Young, Marie Luc Bellantone and Chandra Costello successfully completed their Level 2 certification.
 - b. Nationally, although this season, we had no OAS Level 2 Judges moving to Level 3 (first level of National), there have been several advancements of previously promoted Level 3 OAS officials as follows: a) Danielle Sorgo was advance by CAS to Level 4 Judge; b) Catrine Klein, Suzanne Kostron and Erika Lindner were all advanced to Level 4 Referees.
 - c. Internationally, Erika Lindner was advanced to a UANA (International/America's) Judge and Lesley Ahara advanced to FINA International level.
- 3) Recruitment:

With 65 active judges in Ontario, we have the most officials of any Canadian province. With more than a dozen meets each season this presents numerous challenges filling all of the officials' roles (we need 25 or more officials per meet including judges, referees and scorers). As our athlete numbers grow, so do our meets. It is important to recognize that many of our officials use their vacations and take time from their families to support this sport. We strive to ensure that we can fill every officials chair at every meet, but that has become one of our greatest challenges, resulting in some meets not having a full complement of officials. We will see some of this pressure reduce as our new judge candidates complete their certifications. We are also making every effort to address new recruitment of new officials as best we can. To that end, we encourage any interested individuals to look to the web site and consider taking on the challenge of judging. We are offering a course for new officials Oct 6/7.

4) OOC and OAS Board Cohesion:

There was a new addition to the OOC this season with the assignment of Brad Davis, OAS Director-at-Large, as a member of the OOC. Together, we are working toward ensuring collaboration in all areas affecting our officials. This season we worked toward establishing clarity and understanding of the newly adopted Code of Conduct Policy, including conflict of interest rules and associated processes. This will continue through the summer months as we prepare for having all in place for next season. We will also work closely together in areas of meet planning and management, scheduling and official's assignments and accommodations.

5) Words of Thanks:

The OOC wishes to thank Angele Gaulin-Marchand for her years as our committee as Panels Leader. We warmly welcome Danielle Sorgo who will transition into that role under Angele's continued guidance for the 2019-2020 season.

We also thank Suzanne Laroche as she retires from the OOC, for her many years of service to this committee as she makes room for new candidates. Stay tuned to the OAS website and social media for a posting seeking a Call for Interest for officials who might be interested in working on the OOC.

Special words of gratitude to Leslie Taylor who has given most of her adult life in support of our sport, was past chair for years of the OOC and continues as lifetime honorary member of most all things artistic swimming.

On behalf of the OOC, I thank all our officials who unfailingly and unconditionally, give of their time and support to ensure that our competitions and events are the most meaningful possible for all athletes, coaches and members. We appreciate your support in return and look forward to serving all again next season.

Respectfully Submitted by Karen Seymour, OOC Chair

PRESIDENT & EXCUTIVE DIRECTOR'S REPORT





President & Executive Director Report 2019

"Sport has the power to change the world, it has the power to inspire, it has the power to unite people in a way that little else does." (Nelson Mandela)

Helping build a better world through sport is one of the fundamental principles of Olympism. But change is one of the hardest things to introduce successfully in a sport environment.

We know that we make the most meaningful progress when we embrace change and, in a competitive sport like artistic swimming, we must change faster than our opposition. Athletes, coaches, officials, clubs and governing bodies who are the first at introducing new ideas and innovations are usually the winners.

The 2018-2019 season was one of significant change, in our sport in Ontario and in the sport sector generally. Federal, provincial and territorial governments and the sport community are focused on safe sport void of harassment, abuse and discrimination. Athletes themselves are increasingly speaking out on what's wrong (and right) with sport, including the recent report on the prevalence of maltreatment among current and former National team athletes. Ontario Artistic Swimming has been monitoring these developments, and we have been a leader in the introduction of change. We are among the first in the country to align our key policies with Canada Artistic Swimming (CAS): The Conduct Policy and complaint and appeal processes and, more recently, Coach Accreditation and Registration Policy and Screening Policy.

Introducing change slowly is a great idea... if you want to improve slowly and let your competition get away from you. With this in mind and in order to provide a more meaningful and timely competition environment that respects the guidelines of LTAD, Ontario led the change and implemented our new competition structure to incorporate the need for age appropriate training, periodization and competition timelines. The 2018-19 competitive season was the initial pilot year for this transformation, and we thank our clubs and OAS staff and the Transition Working Group for their commitment to remain athlete centric throughout this process, and also for their openness to continuous review and improvement as we move forward in 2019-20.

As an organization, we have further strengthened our position fiscally through careful oversight and prudent spending. The board is committed to continuing to build on our long-term goal of financial independence, which permits the continuity of key programs even in times of political change and uncertainty when it comes to government funding.

Our Ontario athletes continue to perform at the highest levels including being selected to various National teams and, proudly, to the Senior National Team. We achieve consistent upward mobility for our province's dedicated officials and coaches as they are selected and assigned to various national and international positions.

The achievements and details outlined in the various enclosed staff and committee reports provide an overview of our operational and program achievements in 2018-19. A special thank you to the OAS staff, contractors and volunteers, our clubs and board and committee members for their support, time and commitment to keep our athlete-centered mission, vision, values and goals as the driving force of our existence. Within today's very challenging world, OAS continues to evolve as a successful amateur sport organization delivering best practices in many areas and proudly raising the bar for many in a very

competitive, turbulent ever-changing environment. As we move forward we will continue to implement organizational change and streamline and redefine our structure for maximum output and efficiency. We embrace change and will renew ourselves to ensure our sport progresses

As we approach the 2019-20 season and review our operational priorities and goals, we have achieved much and applaud the OAS staff and athletes, coaches, officials, clubs and volunteers that made our successes possible. We will continue to challenge ourselves on our journey to excellence. We acknowledge and appreciate your many contributions and are grateful for your ongoing support during these turbulent times of change.

EXCELLENCE COMES THROUGH PROGRESS, PROGRESS IS IMPOSSIBLE WITHOUT CHANGE, CHANGE MAKES US GROW

Respectfully, Ruth Belcher, President & Chair, OAS Board of Directors Mary Dwyer, Executive Director





Finance Report – June 2019 AGM: Year Ended March 31, 2019

Presented by Catrine Klein, Treasurer

Applebaum, Commisso LLP, Derek Applebaum Chartered Professional Accountants, has completed an Independent Practitioner's Review Engagement Report of the year ended March 31, 2019. They have reviewed the accompanying financial statements of Ontario Artistic Swimming that comprise of the statement of financial position as of March 31, 2019 and the statements of operations, changes in net assets and cash flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

During the 2018/19 year the Ontario Artistic Swimming Board of Directors met monthly and reviewed the month-ending financial statements (including bank statements), and compared actuals to budget, as well as analysing variances from the same time in the previous year. It is the responsibility of the Board to continuously review and keep themselves apprised regarding the Association's financial affairs.

Highlights of the March 31, 2019 Year-End Statements:

- In April 2017 the Ministry grant structure and application process changed substantially. The Ministry of Tourism, Culture and Sport released GameON – the Government of Ontario's Sport Plan. As part of GameON, the Ministry committed to redesign funding programs to reduce administrative burden and duplication and improve the application processes. The result of this plan was that OAS no longer needed to submit separate grant applications for base funding and for other program-specific funding. In the 2017-18-year OAS only submitted one application for funding from the Ministry which was due in early May, and confirmation of funding for the next two years was received in late August, which was 4 months into our year. Unlike many sports which delayed program planning because the grant funding was unknown, OAS was able to move forward with planning due to having reserve funds in place to cover two years of base grant and program funds. We received the second year of this funding in the 2018-19 financial year.
- Grant funding programs this past season include: Learn to Train, Train to Train, NexGen, Regional Training Centre, Canada Games, Provincial Teams, CoachUP, AquaGo Coach Training and FuturGen.
- Facility rental expenses increased substantially in 18/19 year, due to additional programs such as Canada Games, Provincial teams (attending two competitions rather than one), and OAS hosting the SYNC competition this past summer. We also experienced a substantial increase in pool rental costs with the Olympium Pool facility no longer considering OAS under their "resident status" for pricing.
- Honoraria & Leadership services include contract payments to our Ontario Provincial Team Coaches, and all professional services provided for OAS programs, excluding RTC which are shown separately. These amounts fluctuate depending on provincial programs in a given year. A full year contract was not in place this year for the Technical Lead, any contracts were project specific.
- Travel and hospitality expenses are mainly directed to officials' travel, as well as Team Ontario travel (chargeback expensed to athletes).
- In September 2017, Ontario Artistic Swimming took over the financial management of the Regional Training Centre from Canada Artistic Swimming. A separate Simply Accounting database was established to ensure accurate accounting of all revenue and expenditures pertaining to the RTC. A finance policy was drafted, reviewed and approved by the RTC Committee. The March 31, 2019 financials were reviewed by the auditor as a part of the OAS Statement of Operations and a breakdown of the Grants, Revenue and Expenses is explained in Note 8 on page 11 of the financial statements. Please note that the Regional Training Centre year runs from September 1st to August 31st, while the financial year runs from April 1st to March 31st. Therefore, the financials include partial seasons for both the 2017-18 and 2018-19 RTC season. Two separate income statements for each partial RTC season are included in the Power Point presentation for clarity.

• Please refer to the Financial Report Power Point presentation for a general overview of what the numbers in our financial statements mean on a practical level. This presentation is meant to give a more visual overview of these financials to our membership.

Ontario Artistic Swimming's grant for the 2018/19 season from the Ministry of Tourism, Culture and Sport for the new GAME ON program totalled \$178,701 and this was the second and final year of this grant amount. We are currently awaiting notification on future funding and will keep our membership updated once we are informed.

As noted in the financial statements, the Board of Directors has designated a portion of net assets as internally restricted (reserve funds) for specific programs and for working capital purposes. In 2016, the Board of Directors authorized the transfer of \$240,000 from unrestricted to restricted net assets, representing \$120,000 for protection against loss of the base grant (2 years) and

\$120,000 for working capital should revenues decline in future from any other sources. As indicated in last year's report, an Investment Policy was drafted and approved by the Board to provide both clarity and guidance in the investment decision-making process. This policy takes OAS's financial resources, needs, goals, risk tolerance, and preference into account and outlines roles, responsibilities and expectations. This document is meant to ensure the prudent management of funds according to the OAS By-laws, while at the same time allowing enough flexibility to react appropriately to changing economic, business and market conditions. OAS's five basic principals include: a) safety of principal and interest – only investments that guarantee a return of principal should be used; b) Income maximization – once the safety of principal and interest principals are met, the corporation should attempt to maximize the income generated by these securities; c) No uncertainty as to income to be earned – Total income should be determined when purchased; d) Hold to maturity – the intention when purchasing securities must always be to hold until maturity; e) Provide clear direction to the managing agent – have a clear plan to ensure accuracy of investments. With the investment policy in place, the board approved the investment of our reserve funds with Manulife allowing us to shop the major banks for the best interest rates. Interest revenue earned this past year was \$7,683 increased from last year of \$5,106, allowing the funds to be used towards program expenses.

As indicated last year, a new Financial Policy was approved by the Board to provide a framework for operating standards and expectations, and to set forth the conditions governing expenses incurred while on official business for Ontario Artistic Swimming. The policy is reviewed and updated on an annual basis.

Overall, Ontario Artistic Swimming is in a solid financial position and continues to actively seek opportunities for grants and sponsorships. Members of the Finance Committee include the following: Treasurer – Catrine Klein, President – Ruth Belcher, Executive Director – Mary Dwyer. The purpose of the Finance and Audit Committee is a standing committee empowered by the Board to oversee finance and audit matters of the organization ensuring adequate procedures and policies are in place to minimize any risk associated with Board decisions in these areas. It is established at the direction of the Board. The committee is responsible for reviewing and providing guidance for the association's financial matters, such as internal controls, independent audit, and financial analysis.

Respectfully submitted,

Catrine Klein, Treasurer



ONTARIO ARTISTIC SWIMMING FINANCIAL STATEMENTS YEAR ENDED MARCH 31, 2019

ONTARIO ARTISTIC SWIMMING INDEX TO FINANCIAL STATEMENTS YEAR ENDED MARCH 31, 2019

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INDEPENDENT PRACTITIONER'S REVIEW ENGAGEMENT REPORT

To the Members of Ontario Artistic Swimming

We have reviewed the accompanying financial statements of Ontario Artistic Swimming which comprise the statement of financial position as at March 31, 2019 and the statements of changes in net assets, operations and cash flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Practitioner's Responsibility for the Financial Statements

Our responsibility is to express a conclusion on the accompanying financial statements based on our review. We conducted our review in accordance with Canadian generally accepted standards for review engagements, which require us to comply with relevant ethical requirements.

A review of financial statements in accordance with Canadian generally accepted standards for review engagements is a limited assurance engagement. The practitioner performs procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less in extent than, and vary in nature from, those performed in an audit conducted in accordance with Canadian generally accepted auditing standards. Accordingly, we do not express an audit opinion on these financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that these financial statements do not present fairly, in all material respects, the financial position of Ontario Artistic Swimming as at March 31, 2019, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

applebaum Commisso LLP

Markham, Ontario June 11, 2019 Applebaum, Commisso LLP Chartered Professional Accountants Licensed Public Accountants
ONTARIO ARTISTIC SWIMMING STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2019

	2019	2018
ASSETS		
Current Assets		
Cash and short-term investments (Note 7)	\$ 551,388	\$ 684,060
Accounts receivable	24,284	32,345
Inventory	16,837	19,198
Prepaid expenses	12,501	20,257
	605,010	755,860
Long Term Assets Property and equipment (Note 5)	9,010	10,600
	9,010	10,000
	\$ 614,020	\$ 766,460
LIABILITIES AND NET ASSETS Current Liabilities Accounts payable and accrued liabilities Deferred membership and grants Sales and payroll taxes payable	\$ 23,427 165,566 18,978	\$ 55,385 342,981 14,669
	207,971	413,035
Net Assets		
Unrestricted net assets	136,049	83,425
Restricted net assets (Note 7)	270,000	270,000
	406,049	353,425
	\$ 614,020	\$ 766,460

Lease commitments (Note 9)

ON BEHALF OF THE BOARD

Director Catricklin

Director

ONTARIO ARTISTIC SWIMMING STATEMENT OF CHANGES IN NET ASSETS FOR THE YEAR ENDED MARCH 31, 2019

	 nrestricted et assets	Restricted Net assets	2019		2018
NET ASSETS - BEGINNING OF YEAR Excess of revenues over expenses Internally restricted transfers	\$ 83,425 52,624 -	\$ 270,000 - -	\$ 353,425 \$ 52,624 -	6	315,282 28,143 10,000
NET ASSETS - END OF YEAR	\$ 136,049	\$ 270,000	\$ 406,049 \$	5	353,425

ONTARIO ARTISTIC SWIMMING STATEMENT OF OPERATIONS FOR THE YEAR ENDED MARCH 31, 2019

	2019	2018
REVENUES		
Grants		
-Ministry of Health Promotion - base	\$ 178,701	\$ 178,701
-Coaches Association of Ontario	-	5,000
-Other Grants (Note 6)	30,000	2,979
Regional training centre - Ontario (Note 8)	290,518	270,274
Meet award fees	299,923	209,152
Entry and course fees	4,548	17,799
Membership fees (Note 4)	164,523	171,156
High performance programs	204,970	141,375
Marketing and promotion	60,095	34,993
Other revenue	21,358	20,593
	1,254,636	1,052,022
EXPENSES		
Regional training centre - Ontario (Note 8)	290,460	266,314
Salaries, wages and benefits	286,403	271,950
Travel and hospitality	199,002	156,865
Facility rental	148,363	91,947
Honoraria and leadership services	89,510	73,695
Occupancy costs	56,328	35,317
Office and general	37,529	67,063
Canada games	35,851	-
Professional fees	19,919	24,649
Insurance	19,868	13,849
Supplies	9,339	13,226
Telephone	6,729	7,250
Meet awards	1,121	576
Amortization	1,590	1,178
	1,202,012	1,023,879
EXCESS OF REVENUES OVER EXPENSES	\$ 52,624	\$ 28,143

ONTARIO ARTISTIC SWIMMING STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2019

		2019		2018
Cash flows from operating activities				
Excess of revenues over expenses	\$	52,624	\$	28,143
Items not affecting cash:				
Amortization of property and equipment		1,590		1,178
Restricted fund transfers		-		10,000
		54,214		39,321
Changes in non-cash working capital:				
Accounts receivable		8,062		(23,599)
Inventory		2,361		2,703
Accounts payable and accrued liabilities		(31,959)		41,811
Prepaid expenses		7,756		(20,257)
Sales and payroll taxes payable		4,309		14,651
Deferred membership and other fees		(177,415)		170,732
		(186,886)		186,041
Cash flows from operating activities		(132,672)		225,362
Cash flows from investing activity				
Purchase of property and equipment		-		(11,778)
NET CHANGE IN CASH AND CASH EQUIVALENTS DURING THE				
YEAR		(132,672)		213,584
CASH - BEGINNING OF YEAR		684,060		470,476
CASH AND CASH EQUIVALENTS - END OF YEAR	\$	551,388	\$	684,060
CASH CONSISTS OF:				
Cash	\$	208,043	\$	198,386
Guaranteed investment certificates	+	343,345	т 	485,674
	\$	551,388	\$	684,060

1. PURPOSE OF THE ORGANIZATION AND NAME CHANGE

During the year the corporation changed its name from Synchrol Swim Ontario to Ontario Artistic Swimming (the "organization") and is a not-for-profit organization incorporated provincially under the Not-for-profit Corporations Act of Ontario without share capital. As a not-for-profit organization they are exempt from the payment of income tax under Section 149(1) of the Income Tax Act.

The organization operates to organize swimming competitions, coordinate the provincial synchronized programs and to promote synchronized swimming.

2. BASIS OF PRESENTATION

The financial statements were prepared in accordance with Canadian accounting standards for notfor-profit organizations (ASNFPO). Canadian accounting standards for not-for-profit organizations are part of Canadian generally accepted accounting principles ("GAAP").

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Fund accounting

Ontario Artistic Swimming follows the restricted fund method of accounting for contributions.

The General Fund accounts for the organization's program delivery and administrative activities. This fund reports unrestricted resources and restricted operating grants.

The Restricted Fund reports the assets, liabilities, revenues and expenses related to Ontario Artistic Swimming's specific programs and for working capital purposes.

Sales and grant revenue recognition

- (a) Government grants are recorded when there is a reasonable assurance that the organization had complied with and will continue to comply with, all the necessary conditions to obtain the grants. Government grants for acquiring fixed assets and related to expenses are recorded as deferred government assistance and is amortized on the same basis and according to the same rates as the related fixed assets or to income as eligible expenditures are incurred
- (b) Membership and other fees are recorded as earned
- (c) Revenue and expenses for special events are recognized in the year in which the special event occurs;

Cash and cash equivalents

Cash includes cash and cash equivalents. Cash equivalents are investments in treasury bills and are valued at cost plus accrued interest. The carrying amounts approximate fair value because they have maturities at the date of purchase of less than ninety days.

(continues)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Property and equipment

Property and equipment is stated at cost or deemed cost less accumulated amortization. Property and equipment is amortized over its estimated useful life at the following rate and method:

Leasehold improvements 5 years straight-line method

Contributed services

The operations of the organization depend on both the contribution of time by volunteers and donated materials from various sources. The fair value of donated materials and services cannot be reasonably determined and are therefore not reflected in these financial statements.

Measurement uncertainty

The preparation of financial statements in conformity with Canadian accounting standards for not-forprofit organizations requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Such estimates are periodically reviewed and any adjustments necessary are reported in earnings in the period in which they become known. Actual results could differ from these estimates.

Inventory

Inventory is valued at the lower of cost and net realizable value with the cost being determined on an average cost basis.

Presentation of controlled entities

Regional training centre - Ontario which is controlled by Ontario Artistic Swimming, is consolidated in the organization's financial statements.

4. MEMBERSHIP FEES

Membership fees covering the period from September 1, 2018 to August 31, 2019 were as follows:

	:	2019	2018
Athletes	\$	254,765	\$ 202,801
Coaches, officials and volunteers		24,914	24,635
Clubs		5,920	6,975
Allocation to Synchro Canada		(70,201)	(66,591)
		215,398	167,820
Change in deferred portion		(50,875)	3,336
	\$	164,523	\$ 171,156

5. PROPERTY AND EQUIPMENT

	Cost	mulated tization	N	2019 let book value	Ν	2018 let book value
Leasehold improvements	\$ 11,778	\$ 2,768	\$	9,010	\$	10,600

6. DEFERRED GRANTS

The deferred operating grants reported in the General Fund represents restricted operating funding related to the subsequent year.

	2019	2018
<u>Deferred operating grants</u> Balance, beginning of year Less: Amount recognized as revenue in the year Plus: Amounts received for the subsequent year	\$ 30,000 (30,000) -	\$ 48,000 (48,000) 30,000
	\$ -	\$ 30,000

7. INTERNAL RESTRICTIONS

The board of directors of the organization resolved to restrict \$270,000 for specific programs and for working capital purposes. Included in Cash and short-terms investments are funds held for theses purposes. The organization may not use these internally restricted amounts for any other purpose without the approval of the board of directors.

8. REGIONAL TRAINING CENTRE - ONTARIO

During the prior year the organization signed an Ontario High Performance Sport Initiative Agreement with Ontario Artistic Swimming and Canadian Sport Institute of Ontario. Under the agreement the organization was put in charge of managing the Regional Training Centre - Ontario. A summary of the revenue and expenses related to the Regional Training centre - Ontario is shown as follows.

	2019	2018
Revenue		
Grants	\$ 127,682	\$ 67,569
Grants - In kind	9,256	52,436
Entry and course fees	152,680	146,284
Other	900	3,985
	290,518	270,274
Expenses		
Salaries and employee benefits	122,085	118,428
Facility rental	44,375	33,796
Sports science support - In kind	93,952	45,182
Competition fees	2,766	14,479
Travel and hospitality	27,282	54,429
	290,460	266,314
	\$ 58	\$ 3,960

9. LEASE COMMITMENTS

The organization has a long term lease with respect to its premises. Future minimum lease payments as at March 31, 2019, are as follows:

2020 2021 2022 2023	\$ 53,819 54,853 55,886 18,743	
	\$ 183,301	

10. FINANCIAL INSTRUMENTS

The organization is exposed to various risks through its financial instruments and has a comprehensive risk management framework to monitor, evaluate and manage these risks. The following analysis provides information about the organization's risk exposure and concentration as of March 31, 2019.

(continues)

10. FINANCIAL INSTRUMENTS (continued)

(a) Credit risk

Credit risk arises from the potential that a counter party will fail to perform its obligations. The organization is exposed to credit risk with respect to term deposits, trade and other receivables and grants receivables. The organization assesses, on a continuous basis, trade and other receivables on the basis of amounts it is virtually certain to receive. The credit risk with respect to term deposits is insignificant since they are held in large financial institutions. The organization has a significant number of customers which minimizes concentration of credit risk.

Unless otherwise noted, it is management's opinion that the organization is not exposed to significant other price risks arising from these financial instruments.

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