



Minutes ~ Annual General Meeting ~ Saturday, February 6, 2021

Location: Online – Zoom meeting

Time: 10:00 AM– 12:30 PM

Excellence • Leadership • Transparency • Ethical • Professional • People Focused
 Business Management • Programming Excellence • Professionalism and Customer Service
 • Safety and Risk Management

Attendance:

| Name | Club | Voting Y / N | Attendance |
|----------------------------|---|-----------------|------------|
| Julia Freeman | Balance Gymnastics | Y | Electronic |
| Kyna Fletcher | Chimo Gymnastics | Y | Electronic |
| Mark Schuett | Circus West | Y | Electronic |
| Vivien Symington | Club Aviva | Y | Electronic |
| Sharon Gillespe | Delta Gymnastics Society | Y | Electronic |
| Cristina Gillrie | Elk Valley Gymnastics Club | Y | Electronic |
| Marti Farkas | Flicka Gymnastics Club | Y | Electronic |
| Carla Robin | Flip City Gymnastics Club | Y | In person |
| Heidi Falconer - Mathieson | Funtastic Gymnastics | Y | Electronic |
| Steve Long | Glacier Gymnastics Club | Y | Electronic |
| June Tiefenbach | Inspire Sports Victoria | Y | Electronic |
| Jennifer Lyster | Kamloops Gymnastics & Trampoline | Y | Electronic |
| Bruce Elwood | Kelowna Gymnastix | Y | Electronic |
| Garry Ricks | Key City Gymnastics Club | Y | Electronic |
| Twyla Ryan | Kimberley Gymnastics Club/GBC Interim Chair | Y | Electronic |
| Angela Pitzel | Kitimat Dynamics Gymnastics Club | Y | Electronic |
| Tattina Maxim | Langley Gymnastics Foundation | Y | Electronic |
| Jackie Wiebe | Lion's Pride Gymnastics | Y | Electronic |
| Brittany Cline | MileZero Gymnastics | Y | Electronic |
| Louise Demers | Nanaimo Gymnastics School | Y | Electronic |
| Chantelle Yates | North Peace Gymnastics | Y | Electronic |
| Teresa Cooper | Okanagan Gymnastics Centre | Y | Electronic |
| Michele Dillon | Powell River Gymnastics | Y | Electronic |
| Jodie Hinks | Prince George Gymnastics | Y | Electronic |
| Erin Hipkiss | Prince Rupert Gymnastics | Y | Electronic |
| Jennifer Grant | Quesnel Technics | Y | Electronic |
| Puneet Bains | Richmond Gymnastics | Y | Electronic |

| | | | |
|---------------------|--|---|------------|
| Rhonda Saunders | Selkirk Challengers | Y | Electronic |
| Lara Collingwood | Smithers Saltos Gymnastics | Y | Electronic |
| Desiree Armstrong | Symington Symbiotic Foundation | Y | Electronic |
| Barb Fraser | TAG Gymnastics Centre | Y | Electronic |
| Nicola Marynowski | Trail Gymnastics | Y | Electronic |
| Richard Ikeda | Twisters Gym Club | Y | Electronic |
| Janice Fowler | Vancouver Phoenix Gymnastics | Y | Electronic |
| Catou Tyler | Whistler Gymnastics Club | Y | Electronic |
| Jen Olthoff | White Rock Gymnastics Club | Y | Electronic |
| Jessica Di Tomaso | Wings Gymnastics | Y | Electronic |
| Megan Dykeman | Parliamentarian | N | Electronic |
| Su Bailey | GBC Board Member – Interim Vice Chair | N | Electronic |
| Mike Hood | GBC Board Member – MTE | N | Electronic |
| Kirsty Porter | GBC Board Member - TTC | N | Electronic |
| Missy Preston | GBC Board Member- Director-at-Large | N | Electronic |
| Katherine Reinhardt | GBC Board Member – Director of Finance | N | Electronic |
| Mary Morice | GBC Board Member - GFA | N | Electronic |
| Alana Jensen | GBC Board Member - WTC | N | Electronic |
| Nigel Loring | GBC Staff - CEO | N | Electronic |
| John Carroll | GBC Staff – Technical Director | N | Electronic |
| Nathan Kindrachuk | GBC Staff – Safety Officer | N | Electronic |
| Leanne James | Event Manager & Coaching Coordinator | N | Electronic |
| Catherine Dubinsky | Member Services Manager & Bookkeeper | N | Electronic |
| Debbie McBoyle | Trampoline Gymnastics Coordinator | N | Electronic |
| Crystal Gilhooly | Women’s Gymnastics Coordinator | N | Electronic |

Welcome

1. Call to order @ 10:09am

1.1 Establishment of quorum (35% of GBC member clubs)- 27 clubs)

- GBC currently has 70-member clubs.
- Minimum requirement to hold meeting 25.
- Number of club’s present:
 - 37 – electronically with voting privileges
- Quorum established.

2. Explanation of Remote Technology

- Using Zoom platform for meeting.
- Stay muted for the duration of the session.
- Any questions from participants to be written in the Chatbox.
- All documents required for the meeting have been distributed prior to the meeting and on the GBC Event page for the AGM.

3. Agenda

3.1 Additions to agenda

- Will not be a "Other Business" section of the AGM. Instead there will be a Q+A session immediately following the AGM.

3.2 Approve agenda

Moved by Marti Farkas (Flicka Gymnastics Club)
Seconded by Chantelle Yates (North Peace Gymnastics Club)

Comments/questions/additions

- For this AGM - we are voting in the negatory. If there is not an opposed vote, or abstained vote in the chat, it means that the voting delegates have approved the motion.

None opposed; no abstentions.

MOTION: *To approve the 2019/2020 AGM agenda.*

CARRIED

4. Meeting Minutes

4.1 Approval of the November 16, 2019 AGM minutes

Moved by Kyna Fletcher (Chimo Gymnastics Club)
Seconded by Jennifer Grant (Quesnel Technics Gymnastics Club)

Questions/comments/errors/omissions?

- none

None opposed; no abstentions.

MOTION: *To approve of the November 16, 2019 AGM minutes.*

CARRIED

4.2 Approval of the August 26, 2020 EGM minutes

Moved by Carla Robin (Flip City Gymnastics Club)
Seconded by Steve Long (Glacier Gymnastics Club)

Questions/comments/errors/omissions?

- none

None opposed; no abstentions.

MOTION: *To approve of the August 26, 2020 EGM minutes.*

CARRIED

5. GBC Annual Report

- Update provided by GBC Interim Chair
- Annual report outlines the fiscal year: July 1, 2019 – June 20, 2020. However, membership numbers reflected in report are from the membership year: September 1, 2019 – August 31, 2020.
- Highlights:
 - Year of celebration – GBC 50th anniversary. Many celebrations throughout the year ending with an awards and Gala event.
 - Year of insurance issues, specifically for Trampoline usage.
 - 2020 – year of COVID pandemic.
 - Many moving and changing parts affecting our GBC community which meant quick adaptations from the GBC staff, board and member clubs to deal with these changes.
 - Staff focus on member services and risk management throughout 2019/2020.
 - Thank you to our board Chair's during this turbulent period – Ana Arciniega and Sherri Taylor.
 - Strategic planning began in spring 2019, but was put on hold while dealing with pandemic issues. Staff and the Board continued to work on Strategic Plan throughout 2020.
 - Member clubs in 2019/2020 and approximately 37,000 members.
 - Introduced Uplifter as our membership registration platform.
- Please review report for more details
- Questions/comments:
 - None

5.1 Motion

Moved by Garry Ricks (Key City Gymnastics Club)
Seconded by Catou Tyler (Whistler Gymnastics Club)

Questions/comments?
○ None

None opposed; no abstentions.

MOTION: *To accept the 2019/2020 Gymnastics BC Annual Report.*

CARRIED

6. Financial Report

- Update provided by GBC Director of Finance
- Continued thanks to the GBC staff for assistance with compiling reports.
- 2019/2020 Audited Financial Statements provided to members in communications packages and GBC event page.
- Report ends June 30, 2020. Nearing the end of our fiscal year when COVID hit, so not much impact on this specific reporting period with regards to revenues etc.
- 65% of revenues from member registrations – which allows us to redistribute for insurance and programming.
- Expenses – mostly salaries and membership services. Large variance is due to bad debts, primarily due to COVID club difficulties.
- Additional details provided in Financial Report.

6.1 Motion

Moved by Mary Morice (Duncan Dynamics Gymnastics Club)
Seconded by Jennifer Grant (Quesnel Technics Gymnastics Club)

Questions/comments?

- Explanation of bad debts
 - Accounts receivables that have been deemed as “uncollectable” will be categorized as bad debt.
 - Would have to be categorized as bad debt may not be able to collect that amount. This does not mean we will not pursue ways to collect.
 - When some clubs were forced to close (whether temporarily or permanently), they may not have been able to pay their outstanding debts with GBC.
 - The balances in this report were from before June 30th. Since then there has been a lot of follow up to collect these balances and GBC has managed to collect some outstanding A/R. GBC board is looking at options (ex. collections), but remains a work in progress.

None opposed; no abstentions.

MOTION: *To accept the 2019/2020 Financial Report as presented.*

CARRIED

6.2 Motion – Presenting the 2020 Q1 Financial Statements

- Update provided by Director of Finance
- Presenting 2020/2021 Budget
 - Document distributed to members and posted on GBC Event page for reference
 - Presenting best estimate of the budget of where we are right now.
 - Does not need to be approved by the members. Has been approved by the board and given to staff to assist with operational programming for this year.
 - Membership is way down – reduced by nearly half of regular membership reporting.
 - Government subsidies – GBC has applied for as many government support options as possible to ensure continuation of member services.
 - Most of the government funding is set to end near the end of our fiscal year.
 - Revenues: much coming from grants and less from membership registration fees. Some revenues expected with events if able to host virtual events this season.
 - Expenses: most of the expenses are due to membership services, with additional expenditures for operational costs (ex. salaries, office rent), and programming expenses.
- Q1 – Financial Statements
 - Distributed to membership and also available on GBC Event page for review
 - Not audited or reviewed as they were internally generated for the AGM
 - Report spans July 1 – Sept 30, 2020.
 - Revenues: low with membership as this is not generally a registration period. Therefore, low revenues from registration fees. A lot of government funding received in first quarter.
 - Expenses: insurance (large payment in summer) and continues into fall and spring next year. Member Services expenses includes our annual fees to GymCan and insurance. Program expenses lower in the fall but may increase with events and programming in the spring.
 - Balance sheet: snapshot in time. Increase in A/R is mostly due to government subsidies that we have applied for but have not yet received the funding for. Gaming grant did come through for 2021, however cannot recognize these funds until the programs (to which the money was allocated) are run.

Moved by Marti Farkas (Flicka Gymnastics Club)

Seconded by Angela Pitzel (Kitimat Dynamics Gymnastics Club)

Questions/comments?

- None

None opposed; no abstentions

MOTION: *To accept the 2020/2021 Q1 Financial Report as presented.*

CARRIED

7. Special Resolutions – Bylaw Amendments

- Three options for presented by-laws.
 - Go through to very end and approve with 2/3 for all motions presented
 - If want to make a simple amendment to the motion – moved, seconded and then the motion is carried
 - If would like a separate vote on the motions put forward – could request a division to approve clause by clause.
- Special resolutions require a 2/3 majority vote “in favour” in order to pass
- All bylaw amendments read to members by parliamentarian
- Motion from floor to separate the bylaw amendments as individual motions.

Moved by Steve Long (Glacier Gymnastics)

Seconded by Nicola Marynowski (Trail Gymnastics Club)

Questions/comments:

- Some points “housekeeping” and others require further discussion and/or votes.

None opposed; no abstentions

Motion: *to divide the special resolutions as presented into individual motions.*

CARRIED

Bylaw Amendment 1

1. by inserting the phrase “a Person” immediately after the word “appoint” and immediately before the phrase “as a Non-Voting Member” in Bylaw 2.4 [Admission and Eligibility for Non-Voting Membership];

Moved by Michele Dillon (Powell River Gymnastics)

Seconded by Jennifer Grant (Quesnel Technics Gymnastics Club)

Questions/comments?

- None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 1 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 2

2. by inserting the word “a” immediately after the phrase “Discipline of” and immediately before the word “Member” in the title of Bylaw 3.6 [Discipline of Member];

Moved by Jen Olthoff (White Rock Gymnastics Club)

Seconded by Angela Pitzel (Kitimat Dynamics Gymnastics Club)

Questions/comments?

- o None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 2 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 3

3. by deleting in its entirety, the phrase “thirty-five percent (35%)” in Bylaw 5.6 [Quorum] and substituting in place thereof the phrase “twenty percent (“20%)”;

Moved by Garry Ricks (Key City Gymnastics Club)

Seconded by Kyna Fletcher (Chimo Gymnastics)

- Question/Comments
 - o Why would the quorum be reduced?
 - At previous AGM, had difficulty meeting quorum. Meeting was delayed as GBC Staff called those that had registered to get them to attend simply to hit quorum and continue with meeting as planned.
 - Suggested by Board at that time to reduce the minimum quorum to address this issue.

Questions/comments?

- o If someone becomes a member in Sept, and they close due to COVID, are they still considered a member as part of the 35% for the AGM.
 - Yes, if they are in good standing.
 - Club remains a member for the year as have paid all necessary fees to be a member for the full membership season.
 - This could affect reaching quorum for AGM. *GBC Board will need to follow up with lawyers to determine if this is correct.*
 - A member may rescind their membership if they are permanently/temporarily closed. This would require an action from the club, not from the organization.
- o Individual members or a closed club in good standing, but clubs are not in good standing. Could potentially affect the quorum numbers as well.
- o Is it possible to put a special resolution forward to have only active clubs can be considered for quorum?
 - *Will need to verify with lawyers*
 - Perhaps to create a different membership category to put these clubs into ex. affiliate or associate membership. Cannot make this amendment at this time to vote on at the AGM.
 - Each member must meet certain criteria to ensure membership, and if they have done so, they are permitted to vote at the AGM.

- Motion was determined to be voted on prior to COVID times, but given the current landscape, to reduce the number of clubs making decisions for the long-term by-laws, should not be giving less control to the members with less people participating in the AGM as voting clubs.
- Options moving forward – amendment to the motion or defeat.

Mover for amendments to the bylaw changes presented? None

21 opposed; no abstentions

MOTION: *To approve bylaw amendment 3 as presented in the 2019/2020 Notice of AGM package,*

DID NOT PASS

Bylaw Amendment 4

1. by deleting in its entirety Bylaw 7.4 [Composition of Board] and substituting in place thereof the following:
“7.4 Composition of Board

The Board will be composed of a minimum of eight (8) and a maximum of ten (10) Directors, as follows:

four (4) Persons elected as Directors by the Voting Members in accordance with these Bylaws;

the Persons respectively serving as chairperson of the following committees of the Society: (1) the Men’s Artistic Gymnastics Committee; (2) the Women’s Artistic Gymnastics Committee; (3) the Trampoline Gymnastics Committee; and (4) the Gymnastics for All Committee, each of whom are ex-officio Directors for so long as he or she is chairperson of the respective committee, and

up to two (2) Directors appointed by Board Resolution from time to time in accordance with section 7.6.”

Moved by Marti Farkas (Flicka Gymnastics Club)

Seconded by Jennifer Lyster (Kamloops Gymnastics & Trampoline Centre)

Questions/comments?

- None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 4 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 5

2. by deleting in its entirety, the phrase “section 8.1(f)” in Bylaw 7.7 [Term of Directors] and substituting in place thereof the phrase “section 7.4(a) and Part 8 of these Bylaws”;

Motion moved by Catou Tyler (Whistler Gymnastics Club)

Seconded by Chantelle Yates (North Peace Gymnastics Club)

Questions/comments?

- None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 5 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 6

3. by deleting in its entirety Bylaw 8.1 [Nomination of Directors] and substituting in place thereof the following:

“8.1 Nomination of Directors Nominations for election as a Director elected pursuant to Bylaw 7.4 must be made in accordance with the applicable provisions of these Bylaws, including this section, and such policies and procedures as are established by the Board from time to time, provided that such policies or procedures do not conflict with these Bylaws. All nominations are subject to the following rules:

a nomination must be made in writing, in a form established by the Society;

a Person must be qualified in accordance with section 7.3 in order to be nominated;

a Person need not be a Member to be nominated as a Director for election in accordance with Bylaw 7.4(a), however if a Member is nominated, he or she must be in good standing (or be the designated representative of a Member in good standing) in order to be nominated and must remain in good standing in order to stand for election;

an eligible Person may nominate him or herself, and the nomination must be signed by the Person and by one (1) other Member;

a Member may not nominate more nominees than the number of Director positions available for election; and Page 8 of 20

nominations must be submitted in advance of an election, in accordance with such deadlines as may be established by policy. Nominations will not be permitted from the floor at a General Meeting.”

Moved by Angela Pitzel (Kitimat Dynamics Gymnastics Club)

Seconded by Jennifer Grant (Quesnel Technics Gymnastics Club)

Questions/comments?

- None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 6 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 7

- by deleting in its entirety Bylaw 8.6 [Election Cycle] and substituting in place thereof the following:
“8.6 Election Cycle To the greatest extent possible, the Society will strive to elect two (2) of the four (4) Directors specified in Bylaw 7.4(a), in accordance with this Part in alternating calendar years.”

Moved by Angela Pitzel (Kitimat Dynamics Gymnastics Club)

Seconded by Jennifer Grant (Quesnel Technics Gymnastics Club)

Questions/comments?

- None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 7 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 8

- by deleting in its entirety Bylaw 12.2 [Election and Appointment of Officers] and substituting in place thereof the following:
“12.2 Election and Appointment of Officers At each meeting of the Board immediately following an annual general meeting, the Board will elect the officers of the Society, save and except for the Chief Executive Officer. The Chief Executive Officer will be appointed by the Board from time to time as necessary in accordance with section 9.2.”

Moved by Vivien Symington (Club Aviva Recreational Ltd.)

Seconded by Garry Ricks (Key City Gymnastics Club)

Questions/comments?

- Is the CEO a part of the board with voting privileges or a member of the staff only? Reply: Member of the staff only, no voting rights at board meetings.

None opposed; no abstentions

MOTION: *To approve bylaw amendment 8 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 9

- by deleting in its entirety Bylaw 12.3 [Term of Officers] and substituting in place thereof the following:
“12.3 Term of Officers The term of office for each officer, save and except for the Chief Executive Officer, will be one (1) year, commencing on the date the Director is elected as an officer in accordance with section 12.2 of these Bylaws and continuing until the first meeting of the Board held after the next following annual general meeting. A Director may be elected as an officer for

consecutive terms. Once appointed in accordance with section 9.2 of these Bylaws, the Chief Executive Officer serves at the discretion of the Board.”

Moved by Jen Olthoff (White Rock Gymnastics)
Seconded by Catou Tyler (Whistler Gymnastics Club)

Questions/comments?
○ None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 9 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 10

7. by deleting the word “Treasurer” in sub-section (l) of Bylaw 12.9 [Duties of Chief Executive Officer] and substituting in place thereof the phrase “Director of Finance”;

Moved by Chantelle Yates (North Peace Gymnastics Club)
Seconded by Jen Grant (Quesnel Technics Gymnastics Club)

Questions/comments?

- Explanation on the change? Treasurer is an “old” term. Director of Finance is a newer term/more current with not-for-profit organizations. Carry a lot of responsibility on the board and are one of the three officers on the board (Chair, Vice Chair and Director of Finance). They hold responsibilities of working with the financial staff and reporting to the board and members about the state of financials, including the annual audit. Therefore, the term Director of Finance, is more fitting to the role and responsibilities.
- Is this a staff position? No, it’s a person appointed by the board of directors, who becomes a board member.
- No proposal to change in structure, just the name.

None opposed; no abstentions

MOTION: *To approve bylaw amendment 10 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

Bylaw Amendment 11

8. by deleting in its entirety, the phrase “terms or reference” in Bylaw 14.1 [Standing Committees] and substituting in place thereof the phrase “terms of reference”; and Page 9 of 20

Moved by Angela Pitzel (Kitimat Dynamics Gymnastics Club)
Seconded by Garry Ricks (Key City Gymnastics Club)

Questions/comments?
○ None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 11 as presented in the 2019/202 Notice of AGM package.*

CARRIED

Bylaw Amendment 12

9. by correcting any grammatical or punctuation errors that arise as a result of the foregoing amendments and by renumbering all parts, sections, subsections and paragraphs, including cross-references, affected by the above amendments accordingly.

Moved by Mary Morice (Duncan Dynamics Gymnastics Club)

Seconded by Chantelle Yates (North Peace Gymnastics Club)

Questions/comments?

- o None

None opposed; no abstentions

MOTION: *To approve bylaw amendment 12 as presented in the 2019/2020 Notice of AGM package.*

CARRIED

8. Gymnastics BC Strategic Plan Update

- Update provided by GBC Interim Board Chair
- Strategic Plan info was distributed to member clubs prior to AGM
- Strategic Planning began in spring 2020 through a meeting with Jen Reed-Lewis, GBC Staff, Board members and representatives of GBC member clubs.
- Staff were scheduled to meet with Jen to continue planning in spring, then everything closed due to COVID-19.
- Staff continued with planning process in fall/winter 2020 to create 6-18-month goals/priorities of the organization.
- Due to the pandemic, lofty goals and outcomes from the planning meeting in the spring could not be carried out, so adjustments were made.
- 6-18-month priorities were determined (page 2 of Strategic Plan document)
- Question from member: where member clubs present for these meetings? Was there a good distribution of clubs from around the province?
 - o Yes. Member clubs from around the province were invited to attend – both large and small clubs.

Moved by Catou Tyler (Whistler Gymnastics Club)

Seconded by Angela Pitzel (Kitimat Dynamics Gymnastics Club)

Additional questions/comments?

- o None

None opposed; no abstentions

MOTION: *To approve the GBC 2020-2024 Strategic Plan information was received.*

CARRIED

9. Elections

9.1 Election and Voting Procedures

- General Overview
- The deadline for nominations of both elected positions (Chair, Vice Chair and Director at Large) was Friday, January 29, 2021
- In accordance with the By-Laws of the association, nominations will not be accepted from the floor.

9.2 Chair (by online vote)

- The single nominee is elected by acclamation to Chair.

Name of Nominee: **Jennifer Lyster**
Club Affiliation: Kamloops Trampoline and Gymnastics Centre
Nominated by: Tammy Markortoff

9.3 Vice Chair (by online vote)

- The single nominee is elected by acclamation to Vice Chair.

Name of Nominee: **Mary Morice**
Club affiliation: Duncan Dynamics Gymnastics Club
Nominated by: Chat Rutherford

9.4 Director-at-Large (by online vote)

- Two nominees were submitted for the position of Director-at-large, however one withdrew their nomination prior to the AGM. Peggy is elected by acclamation to Director-at-Large.

Name of Nominee: **Peggy Wilcox**
Club affiliation: Life Member (No current club affiliation)
Nominated by: Kyna Fletcher

- No motions are required for board members selected by acclamation.
- Board will be installed based on acclamation.

10. Adjournment @ 10:19am

MOTION: *To adjourn the 2020/2021 Gymnastics BC Annual General Meeting.*

Moved by Chantelle Yates (North Peace Gymnastics Club)
Seconded by Nicola Marynowski (Trail Gymnastics Club)

CARRIED