



FOOTHILLS WANDERERS ORIENTEERING CLUB

Minutes of Annual General Meeting

March 16, 2021 7:00 pm – 8:30 pm
On-Line Meeting (Zoom)

Attendees: Charlotte MacNaughton, Tim McLaren, Marsha Fehr, Adam Stoker, Andree Powers*, Andrew McLaren, Mardy Roberts*, Christin Lundgren, David Campden, David Roberts*, Don Bayly, Don Merriam, Doreen Katchmar, Emma Sherwood, Byogi Gyorfi**, Gabrielle Savard, Clarence Kort, Jane Rowlands, Jean MacNaughton, Kate Bourne, Kitty Jones, Leonora Carbonetto, Lourdes Gutierrez-Kellam, Marion Owen, Mauricio Estevez, Mike Henders, Nancy Craig, Oleg Tabelev, Jason Rault, Robert Svoboda*, Vital Mialeshka

* quorum is 15 members; non-members are identified with a single asterisk

** member and proxy voting for Gabor Csonka

Chair: Tim McLaren; **Minutes recorded by:** Lourdes Gutierrez-Kellam

1. Call to Order: Tim M declared the meeting called to order at 7:09pm
2. **MOTION:** Marsha moved to approve the agenda; Vital seconded. Carried.
3. **MOTION:** Marion moved to approve the Minutes of the previous AGM subject to correcting the spelling of Magali's name; Charlotte seconded. Carried.
4. Executive Reports (see Annual Report)

a. Introduction of 2020 Board of Directors

President - Tim McLaren
Vice-President - Bob MacDonald
Past President - David Roberts
Treasurer: Andree Powers
Secretary: Mardy Roberts
VP Mapping: Don Bayly
VP Junior Development: Eduard Spelier / Charlotte MacNaughton
VP Membership: Mauricio Estevez
Member at large: Kimberly landolo
Member at large: Jean MacNaughton
Member at large: Carmie Callanan

b. 2020 Committees (Chairs)

Adult Training (Marsha Fehr)
Communications & Promotions (Marsha Fehr)
Events (Marsha Fehr)
Finance (Andree Powers)
Junior Development (Eduard Spelier / Charlotte MacNaughton)
Mapping (Don Bayly)
Nominations (David Roberts)
Participation & Competitive Development (Carmie Callanan)

- c. Year in Review: Successes and challenges
 - Successes
 - GPS / MapRun (self-guided) courses
 - Fall in-person events
 - Try-It programs (thanks Bogi!)
 - TNT training event series
 - SOGO Summer Camp, Fall, and School programs
 - Continued employment of key SOGO staff
 - Many new faces!
 - Challenges:
 - COVID 19
 - Reduced membership numbers
 - Reduced events
 - Nav 101 / 201 cancelled
 - Forest Training cancelled
 - WCOC 2020 postponed to 2022
 - Highly reliant on a few key people (SOGO & FWOC)
- d. Membership
 - i. non-SOGO members Adults 109, Youth 39 (total 148)
 - ii. SOGO Summer Camp 26; SOGO Fall 315 (total 341)
 - iii. all FWOC members 489
 - iv. AOA membership fees waived during Covid
 - v. New fees: adults and youth - \$10/yr; event fees - waived during Covid
- e. Promotions & Communication: monthly email Newsletter and Facebook posts; IMPACT magazine advertisement (fee reduced)
- f. Events 2020
 - i. Pre-lockdown early season “distanced” event on Nose Hill
 - ii. 7 GPS-style independent “events” during lockdown
 - iii. 7 in-person events in fall
 - iv. 7 Try-It events
 - v. SOGO programs & Spook-O
 - vi. 19 different people organized an event
- g. Upcoming Events
 - i. Adult Training planning underway
 - ii. Anticipating Wednesday nights, weekend forest events, Fall urban sprint series, winter TNT training series
 - iii. Hosting WCOC 2022
- h. Mapping
 - i. Need to develop local mappers due to difficulty bringing in people
 - ii. Paid FWOC projects: Michael S mapped Lakeview (we held very fun TNT there this year)
 - iii. Volunteer projects:
 - iv. Teresa W. revised western parts of the Nose Hill map and did updates in Bowmont Park, Prince's Island, Eau Claire and Crescent Heights.
 - v. Don B. produced the Leighton Art Centre and Laycock Park SOGO maps, and the Capri Avenue TNT map
 - vi. Andrew M produced the Garrison Woods TNT map.
 - vii. Teresa and Don also did mapping for AOA
 - viii. Nose Hill Park updates are ongoing priority
 - ix. Fish Creek Park needs updates but involves more travel; they have requested an update to Shannon Terrace
- i. Adult Training
 - i. Nav 101 / 201 cancelled
 - ii. Forest Training cancelled
 - iii. TNT Series successful

- iv. 54 Registrants for series
 - v. 17-26 members per session
 - vi. Adult Training planning for coming year underway
 - j. Junior Development
 - i. 2020 review:
 - 1. employee structure,
 - 2. expanded locations:
 - a. West Bragg Creek,
 - b. Cochrane,
 - 3. SOGO Summer camp - 26 kids
 - ii. 2021 outlook
5. Financial Statements and Auditor's Report (presented by Andree):
 - a. Overall \$21,700 loss compared to \$9800 profit in previous year.
 - b. SOGO programs: \$52,800 loss on \$57,600 income vs \$4900 profit on \$158,000 income in previous year. Salaries were the largest expense at \$83,900 vs \$129,000 in the previous year.
 - c. Revenues (especially SOGO) were greatly reduced due to Covid-19 pandemic but were partially offset with government programs, AOA suspending their fees, and expense reductions.
 - d. **MOTION:** David C moved to accept the 2020 [financial statements and auditor's report](#); Clarence seconded. Carried
6. New Business:
 - a. **MOTION** (Moved by Tim, seconded by Charlotte, carried with over 75% of the vote) that the following **Special Resolution** be adopted: Recognizing that the current Bylaws limit the ability to vote on matters of the Club particularly in online meetings, RESOLVED THAT Bylaws 5.7 and 6.5 be amended to remove the requirement to vote by show of hands such that Article 5 (Meetings of the Members of the Club) Bylaw 5.7, which currently reads.

"5.7 Voting

Every question submitted to a Meeting shall be decided by a majority of votes cast by the Voting Members present with the exception of those matters requiring a Special Resolution.

Abstentions do not count as votes cast.

All votes shall be determined by a show of hands, unless the chairperson of the Meeting elects to call for a ballot, or five (5) Voting Members request a ballot.

In the case of equality of votes, the chairperson shall not be entitled to cast an additional vote.

Special Resolutions are required for changes to the Objectives and Purposes of the Club, amendments to its Bylaws, and for other matters as specified in the Act.

Special Resolutions require a majority of at least 75% of votes cast by the Voting Members present at a Meeting. Thereafter any such Special Resolution shall be submitted to the Registrar of Corporations of Alberta for approval and shall not be acted upon until such approval is obtained."

be replaced with

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and Article 6 (Board of Directors) Bylaw 6.5 - Voting, which currently reads

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Each Director, including the President and the Past President, has one vote.

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- b. **MOTION** (Moved by Marsha, Seconded Kitty Jones): that the following Resolution be adopted:
RESOLVED THAT the Foothills Wanderers Orienteering Club confirms the following members have been made Honorary Lifetime Members of the Club in recognition of their exceptional contributions to the Club: Jim Webster, Nancy Craig, Charlotte MacNaughton, and Adrian Zissos.
Carried
- c. **MOTION** (Moved by Marsha, Seconded by Gabrielle): that the following Resolution be adopted:
RESOLVED THAT in recognition of their many contributions to Foothills Orienteering Club and the greater community as evidenced by their induction into Orienteering Canada's Hall of Fame, that

Kitty Jones and Don Bayly be made Honorary Lifetime Members of the Foothills Wanderers Orienteering Club. Carried

- d. **MOTION** (Moved by Marsha, Seconded by Marion Owen): that the following Resolution be adopted: RESOLVED THAT Members who donate considerable use of storage space and time maintaining equipment should be given a complimentary Season's Pass to all events in the current year in partial recognition of their generosity. Carried
- e. **MOTION:** Moved by Andree (Seconded by Charlotte) that the authorized borrowing limit for FWOC's Canada Emergency Bank Account (CEBA) line of credit be increased from \$40,000 to \$60,000 in accordance with the expanded CEBA grant program and subject to the borrowing limits in Bylaw 7.5. Carried

7. Volunteer Appreciation (Marsha) -

"Thank you to all the volunteers for all you do & please keep doing it". Marsha presented a lovely slide show and drew draw prizes.

8. Election of 2021 FWOC Board Members

President - Tim McLaren
Past President - vacant
Treasurer: Marion Owen
Secretary - Lourdes Gutierrez-Kellam
VP, Junior Development - Charlotte MacNaughton
VP, Mapping - Don Bayly
VP, Events (Technical) - Marsha Fehr
VP, Technology - Vital Mialeshka

Nominations from the floor? Asked 3 times. No other nominations. **MOTION:** Emma moved to approve the slate of Directors. David C seconded. Carried

9. Election of 2021 Auditors: David Roberts and Clarence Court are willing to stand for auditors.

MOTION: Marion moved to approve **David Roberts and Clarence Court as auditors**. Marsha seconded. Carried.

10. Questions

- Clarence noted Club Printer - is 4 yrs old and may need maintenance or replacement. Tim noted that Vital as new VP, Technology can likely look into that once someone shows him around the printer.
- Marsha polled attendees about interest in putting in a new club clothing order from the "O Store". It seemed like there was large interest in technical clothing and also some interest in non-technical clothing (e.g. hoodies and casual t-shirts, etc). Marsha may send out surveys to members to see what people may want.
- Jean noted with the casinos being cancelled due to Covid, that source of funds will be getting low. It was suggested to try to put off spending and ensure the Treasurer and Finance Committee closely look at the financial situation given how important Casino funding is.

11. Adjournment: Noting that there were no other items on the agenda, Tim M declared the meeting adjourned at 8:53PM.