

Ontario Football Alliance
2018 AGM
June 1, 2019
Holiday Inn, Guelph, ON

Call to order: 10:10am

Establishment of Quorum:

104 eligible 92 present 47 votes to pass or defeat

Delegates:

OFL – Dan Fournier

NCAFA – Brian Copeland proxy

OFC – Jay Stillie

OPFL – Terry Barclay

Burlington Minor Football – Dan Fournier proxy

Phil Zigby – Board of Directors

Lina Sherritt – Board of Directors – Brian Copeland proxy

Guests: Murray Taylor (OFOA); Adam Ziegler (NCCP), Hamilton Hurricanes – Mike Samuel

Approval of the Agenda

1st: Terry Barkley

2nd: Dan Fournier

Vote: Unanimous

Approval of 2017 AGM Minutes

1st: Terry Barkley

2nd: Dan Fournier

Vote: Unanimous

Report of the Auditors

2018 Financials Presented

Appointment of Auditors

RLB Chartered Professional Accountants

Business as specified in the meeting notice:

- a) President Report – Phil Zigby

Phil thanked everyone for their support for the last 7 months since he took on the role of in-term president in place of the late Don Edwards. Progress has been made the last few months in communication with leagues, is encouraged by the growth in women in football and sees it only continuing to grow in Ontario, looks forward to continuing to work with everyone as an OFA Board member.

b) Executive Director – Tina Turner

Office

Ryan Clutterbuck left the OFA to become a professor at Brock University, he is still involved with OFA and helping out where he can. We have brought on Adam Zeigler as our NCCP Coordinator and he has been doing a great job on getting clinics set up across the province. Adam has also been named Team Ontario Women's Head Coach, this team will be participating in the Women's Nationals in 2020.

Ministry

With the change in Government, changes have started coming down to the different ministries, luckily to date no funding changes are set for sport. NSO and PSOs are being mandated to develop some new policies in reference to player safety which is a very big priority - things such as Vulnerable Sector Screening, ethical training, etc. these are to be in place for 2021. OFA will keep everyone informed as these mandates are imposed for "Safe Sport"

Partnerships

We are continuing to grow our partnership with the Ministry, Football Canada, CFL, and the OUA. – they were very supportive of all of our events last year and continue to be moving forward.

Insurance

The program will remain the same as last year, 5million liability and Sport Accident. We are reviewing the policy this year to ensure that we have enough coverage to protect our members.

Team Ontario

OFA had 1 U17 team go to the International Bowl in Texas as always it was a great experience for the players & coaches.

OFA hosting the U16 Eastern Challenge at the University of Guelph, Ontario won the bronze.

OFA U18 went to Calgary for the Football Canada Cup finishing fourth.

OFA had 3 Flag teams participate in Nationals – U18 Male & Female, U16 Male

NSO Registration

We are continuing to make strides in getting everyone registered online with the NSO. OFA appreciates the support and efforts of the leagues.

2019 to date

Texas – U17 team to Texas

Team Ontario tryouts for both FCC and U16 Challenge – just over 300 players in total have tried out for the teams

FCC is July 6-13th – OFA is hosting the event in Kingston at Queen's University
U16 Challenge is July 8-12th – OFA is hosting the event in Kingston at Queen's University
Flag Nationals are in Charlottetown, PEI
NCCP – new policies regarding clinics basically need to meet minimum number of registrants; U14 mandate; FCC mandates re compliance – core LF training etc.;
Sport Canada mandates re coaching mandates especially for national teams; 50 courses since January 2019;

c) NCCP Report – Adam Zeigler – see attached

d) By-law Motions:

Terry Barkley moved to accept motions 1-18. Dan Fournier 2nd

Motion #1

ARTICLE I - 1.2 Definitions -

- **Motion to amend and add Council - will mean Executive council made up of 1 rep from OFA sanctioned leagues NCAFA, OFC, OFL and OPFL**
- **Reason: Clarification of Definition**

VOTE: 0 opposed; carried

Motion #2

ARTICLE II -- 2.4 Players – Players are admitted as registered participants once they have been properly registered with the OFA and have paid their OFA registration fee to their association.

- **Motion to amend and remove "to their association"**
- **Reason: Fees are no longer collected by associations or leagues.**

VOTE: 0 opposed; carried

Motion #3

ARTICLE II 2.6 Dues – Membership dues for all categories of Membership will be determined annually by the Board of Directors.

- **Motion to amend and add "with consultation from Executive Council."**
- **Reason: Include Executive Council in determination of what funds are required and possible impact among membership.**

VOTE: 0 opposed; carried

Motion #4

ARTICLE IV

4.1 Directors – The Board will consist of five (5) to seven (7) Directors elected to the Board by a majority vote of the voting Members.

- **Motion to amend to: “The Board will consist of a minimum of 3 Directors elected to the Board by a majority vote of the voting Members. The number of Directors may be increased or decreased after review by Board and Council by December 1 and ratified at next scheduled AGM.”**

VOTE: 0 opposed; carried

Motion #5

4.2 Composition of the Board - The Board of Directors of the Corporation will consist of the following:

b) Five (5) to Seven (7) Directors at Large – elected in at the AGM for a 3 year term

- **Motion to amend to read “A minimum of 3 Directors at Large – elected in at the AGM for a 2-year term.**
- **Reason: Conflicts with 4.15 which states 2 years**

VOTE: 0 opposed; carried

Motion #6

Executive Board of Directors

4.3 Management of the OFA shall be handled by the Executive Board of Directors. The members of the Executive Board of Directors shall be the President, and the five (5) to seven (7) Directors at Large as noted above. The Executive Board of Directors shall have control of the affairs of the OFA and shall have the power to deal with cases which are not otherwise provided for or covered by the OFA Constitution and Bylaws.

- **Motion to amend and change all references of “Executive Board of Directors” to “Board of Directors”**
- **Motion to remove “five (5) to seven (7)”**

VOTE: A – 0 opposed; carried B - 0 opposed; carried

Motion #7

4.4 President – It shall be the duty of the President to preside at all meetings of the Executive Board of Directors and Meetings of Members and shall be an ex-officio member of all committees. The President shall perform such other duties as are necessary for the proper conduct of the office of the President.

- **Motion to amend and change all references of “Executive Board of Directors” to “Board of Directors”**
- **Reason: Remove confusing between Board of Directors and Executive Council.**

VOTE: A – 0 opposed; carried; B – 0 opposed; carried

Motion #8

4.7 Roles and Positions – Five (5) to Seven (7) Directors at Large are eligible to participate on the Board of Directors within the following, but not limited to, ten (10) positions: Director of Law, Director of Finance, Director of Human Resources, Director of Government Relations, Director of Fundraising & Sales, Director of Medical Sport Science & Safety, Director of Culture & Tourism, Director of Public Relations, Director of High Performance, and Director of Risk Managements. **It shall be the responsibility of the President and Executive Director to determine which Directors are required at the end of each Directors term.**

- **Motion to remove** “It shall be the responsibility of the President and Executive Director to determine which Directors are required at the end of each Directors term.” **and add: “The number of Directors may be increased or decreased after review by Board, Council, and Executive Director by December 1 and ratified at next scheduled AGM.”**
- **Motion to remove** “five (5) to seven (7)”

VOTE: A – 0 opposed; carried B - 0 opposed; carried

Motion #9

4.10 Call for Nominations – At least ninety (90) days prior to the Annual Meeting, the Nominating Committee will issue a ‘Call for Nominations’ using any means of communication (including electronic). The ‘Call of Nominations’ will state the method which the nominations are to be made, any requirements and state the deadline for submission which will be **no later than forty-five (45)** days prior to the Annual Meeting.

- **9a) Motion to amend and change** “no later than forty-five (45)” to **“sixty (60)”**
- **9 b) Motion to amend and add** “The Nominating Committee will review and submit their nominee(s) report no later than thirty (30) days prior to the Annual Meeting.
- **Reason:** A floating date by the committee may give the perception at times of not allowing proper time parameters. Better to have an exact set time period in place. Eliminates and un-towards discussions

VOTE: A – 0 opposed; carried B – opposed; carried

Motion #10

4 4.14 Election – The election of Directors will take place annually at the Annual General Meeting as follows:

- a) The President, two (2) Directors at large will be elected by the membership at the Annual General Meeting held in alternate years to those elected in accordance with subsection b.
- b) The remaining three (3) to five (5) Directors at large will be elected by the membership at the Annual General Meeting held in alternate years to those elected in accordance with subsection a.
- **Motion to remove “three (3) to five (5)”**

VOTE: 0 opposed; carried

Motion #11

4.16 Composition of the Council - The Executive Council of the Corporation will consist of the following:

- b) Each Member League shall nominate one (1) person to represent them on the OFA Executive Council to be voted in at the AGM for a 2 year term
- **11 a) Motion to amend to read “Each Member League will submit one (1) person to represent them on the OFA Executive Council within 14 days of the respective Member League’s Annual General Meeting. The representative must be an Executive member of the respective League he/she represents.”**
- **11 b) Motion to amend and remove “to be voted in at the AGM for a 2 year term”**

VOTE: A – 0 opposed carried B – opposed; carried

Motion #12

4.17 The Executive Council will meet at least six (6) times annually. Meetings of the Executive Council can be called by the President or two (2) members of the Executive Council.

- **Motion to amend to remove “at least six (6) times annually” and replace with “monthly”.**

VOTE; 0 opposed; carried

Motion #13

4.19 Terms - Elected Council will serve terms of two (2) years. A Council member may serve a maximum of three (3) consecutive terms, unless a special request is made to, and approved by the Board of Director to extend the number of years of the term or the number of maximum terms.

- **13 a) Motion to amend and remove “Elected Council will serve terms of two (2) years.”**
- **13 b) Motion to amend “three (3) consecutive terms” to read “six (6) consecutive years.”**

VOTE: A – 0 opposed; carried B – 0 opposed; carried

Motion #14

4.35 Managing the Affairs of the Corporation – The Board may make policies, procedures, and manage the affairs of the Corporation in accordance with the Act and these Bylaws in all things and make or cause to be made for the Corporation and in its name any kind of contract which may lawfully enter into and generally may exercise all such powers and do all such other acts and things as the Corporation is authorized to exercise and do.

- **Motion to amend and add “The Board will review submissions from the Executive Council for approval provided the submissions meet sound operational practices and reflect the objectives of the Corporation.”**

VOTE: 0 opposed; carried

Motion #15

ARTICLE VI

5.1 Appointment of Committees - The Board may appoint such committees as it deems necessary for managing the affairs of the Corporation and may appoint members of committees or provide for the election of members of committees, may prescribe the duties of committees, and may delegate to any committee any of its powers, duties, and functions.

Committees such as included but not limited to financial management, legal management, et

- **Motion to amend to read:**
15 a) “ a) The Board may appoint such committees as it deems necessary for managing the affairs of the Corporation, including but not limited to financial reviews, legal procedural compliance, PSO/NSO compliance, staffing, etc.”
- **15 b) Motion to amend and add:**
“ b) The Council may establish and appoint committees as it deems necessary to review or make proposals in the policies and procedures related to the game of football, directives, and administrative areas including but not limited to Sanctioning, Disciplinary hearings, appeals, nomination committees, game procedures, safety, player and/or coach development, training, etc.”

VOTE: 0 opposed; carried

Motion #16

5.4 Vacancy - When a vacancy occurs on any Committee, **the President and Board** may appoint a qualified individual to fill the vacancy for the remainder of the Committee’s term.

- **Motion to amend and change “the President and Board” to add and read “the President, Board, or Council” and add after “Committee’s term” amend to add “for committees under their responsibility”**

VOTE: 0 opposed; carried (delete Executive)

Motion #17

5.6 Removal - The Board may remove any member of any Committee or any Committee.

- **Motion to amend to read “The Board or Council may remove any member of a committee that operates under their responsibility.”**

VOTE: 0 opposed; carried

Motion #18

4.3 Management of the OFA shall be handled by the Executive Board of Directors. The members of the Executive Board of Directors shall be the President, and the five (5) to seven (7) Directors at Large as noted above. The Executive Board of Directors shall have control of the affairs of the OFA and shall have the power to deal with cases which are not otherwise provided for or covered by the OFA Constitution and Bylaws.

- **Motion to Amend to read**

4.3 Management of the OFA shall be handled by the Executive Board of Directors. The members of the Executive Board of Directors shall be the President, and the five (5) to seven (7) Directors at Large as noted above. The Executive Board of Directors shall have control of the affairs of the OFA and shall have the power to deal with cases which are not otherwise provided for or covered by the OFA Constitution and Bylaws.

In matters that pertain to financial and or policy changes the Executive Board of Directors shall consult with the Executive Council in order to ensure proper preparation and or execution can be made. Proper notice must be given to members to ensure no undue burden is incurred.

VOTE: 0 opposed; carried

Elections:

Board – Lina Sherritt; Gianni Maiorano; Josh Malekzadeh;

Accepted by acclamation.

President – George Thompson; Brian Copeland

Show of hand Votes: Unanimous for Brian Copeland

Move to adjourn

11:12am

1st Dan Fournier

2nd Terry Barkley

Vote: Unanimous Dan/Terry – carried