

**2017**

**Annual General Meeting**

**The International Practical Shooting Confederation (IPSC) - Ontario**

April 9<sup>th</sup>, 2017

Location: Hampton Inn & Suites, Barrie, Ontario

The IPSC Ontario 2017 Annual General Meeting “called to order” by President Len Walker at 11:15am EST. Quorum established with **20** current members present.

**Approval of the Agenda:**

1. Call to order
2. Approval of the Agenda
3. The welcome and report of the President
4. Motion to approve of AGM minutes of November 26, 2016
5. The report on finances and review of 2016 financial statements
6. Motion to approve and accept the 2016 financial statements
7. Appointment of Accountants for 2017
8. The report of the Black Badge Coordinator
9. The report of the NROI Coordinator
10. Report on the 2017 Ontario Provincial Championship Match
11. Old Business
12. New Business
13. Adjournment

*Motion moved by: John Fitzgerald*

*Seconded by: Blaine Young*

*Vote: Carried Unanimously*

**The welcome and report of the President:**

No formal report presented, welcome to the membership in attendance.

Motion to accept President’s Report: Not required

**Motion to approve Annual General Meeting Minutes of November 26, 2016**

*Motion to introduce AGM minutes of November 26, 2016: Dave Landles*

*Seconded by: Simar Sahni*

*Vote: Carried Unanimously*

*Motion to amend 2016 Draft Meeting Minutes: Len Walker*

*Seconded by: Adam Smith*

**1. The 9<sup>th</sup> item under President's Report in the draft minutes be amended to read:**

“Carmine Perrelli addressed the assembly and apologized to Len Walker, Kent Hill, Brad Sedore, the Board of Directors and the membership for disparaging comments he had recently published on the forum.”

**2. The 8<sup>th</sup> item under New Business in the draft minutes be amended to read:**

“Motion by Mike Galin, seconded by Firgil Fala, to request that the Board of Directors of IPSC Ontario communicate to the NEC that IPSC Ontario will not comply with the NEC's resolution that RM's and CRO's for the National Match must be approved by the head of the NROI Canada. Carried”

*Vote: Carried Unanimously*

*Motion to accept amended 2016 AGM Meeting Minutes: John Evers*

*Seconded by: Blaine Young*

*Vote: Carried Unanimously*

**The report on finances and review of 2016 Financial Statements**

Treasurer's Note to the 2016 Financial Statement Attached (See attachment #1)

International Practical Shooting Confederation of Ontario

Financial Statements Year Ended December 31, 2016 (See Attachment # 2)

Highlights from 2016:

- 2017 Membership fees collected in 2016 were deferred to January 1, 2017
- NROI conference held in 2016 - added expense vs. 2015
- NROI personalized shirts were issued to CRO's in 2016 – added expense vs. 2015

- Physical inventories completed in 2016:
  - historically \$3000 was captured annually as an estimated inventory value,
  - For 2016, physical counts of actual inventory were complete to capture true values of all significant assets eg. Black badge Pins, NROI shirts, Provincial Pins, Level 3 kits etc.

*Motion to approve and accept the 2016 financial statements: Adam Smith*

*Seconded by: Dave Landles*

*Vote: Carried Unanimously*

### **Appointment of Accountants for 2017**

Move that IPSC Ontario continue with “McLelland, Crawford, Topp, LLP, Chartered Professional Accountants” as IPSC Ontario Accounting firm for 2017.

Business for 2017

- 3 Options for Levels of Financial Accounting / Reporting Management:
  1. Preparation engagement - current compilation of IPSC ON financial statements
  2. Review engagement – spot audit of prepared financial transactions
  3. Formal Audit – detailed transaction audit
- Quotes have been received for a review engagement (estimate \$3,000) and formal financial statement audit (estimate \$8,000-\$10,000)
- BOD proposal is for a “Review Engagement” for 2017, conducted by McLelland Crawford Topp.
- BOD assessment regarding “Formal Audit” - not required based on the value and quantity of IPSC Ontario transactions.
- Note: This review is as proposed during the 2016 AGM

*Motion to accept appointment of Accountants: Adam Smith*

*Seconded by: Shane Melless*

*Vote: Carried Unanimously*

### **The Report of the Black Badge Coordinator**

With the agreement of the President, Kent Hill was not able to attend the AGM

### **The Report of the NROI Coordinator**

**Report by: Mike Galin**

Highlights from 2016 – Proposals for 2017

- At the BOD meeting in January, Phil Carreira submitted his resignation with requested appointment of Mike Galin to the position. Phil and Mike are currently working through the transition which will be fully in effect as of April 22<sup>nd</sup>, 2017
- Thank you (standing ovation to Phil) for previous efforts
- Of 1371 Active and eligible members we have 267 current officials (20% incl. 64 provisional)
  - 147 RO, 47 CRO, 9 RM
- RO courses hosted in 2016 – 92 New RO's
  - Barrie 25 attendees
  - Sudbury 20 attendees
  - Crumlin 23 attendees
  - Frontenac 24 attendees
- CRO Courses are being planned for 2017
- Recertification requirements will be established and formally documented
- Future program enhancements for consideration:
  - Comprehensive policy regarding how the program is:
    - administered / credentials / discipline / escalation
    - The board must approve all proposals for the final policy
  - Points reporting and reconciliation
  - Home club recognition of officials for ease of match planning
  - 2 way electronic communication (forum / email / webinars / canned on-line presentations)
  - Voluntary hands-on practical workshops (RO/CRO/RM)
  - Support structure - one on one training support
  - Recognition opportunities for officials
  - Web store for RO gear – shirts / hats etc.
    - Purchase gear directly as/when needed from vendor/provider
  - Minimizes IPSC ON inventory / allows RO to manage their own apparel
  - Establish Coordinator roles – training / Level 3 support / match support (match operations / stage design etc.)

### **The Report on the 2017 Ontario Provincial Championship Match – Len Walker**

- As previously stated at the 2016 AGM, IPSC ON cannot continue to function without responsibility for hosting Provincial Championship being established well in advance of the competition year.
- For 2016 IPSC ON will be using an existing Level 3 match hosted by Silverdale Gun Club through Match Director Alex Szakacs.
- Shane Melless will represent the BOD / IPSC ON working with Alex on this match.
- The awarding of the 2018 match is covered in the terms of the 2017 contract and the awarding of the 2018 Provincial Championship Match to Silverdale is subject to Board Approval at the end of the 2017 Provincials.

Of Note:

- The annual NEC meeting is scheduled for 1 week after the Provincials
  - IPSC ON has paid approximately \$35,000 to IPSC Canada for our 2016 dues.
  - For 2016, IPSC ON was working under the agreement that IPSC ON will pay for full membership only (one due/household). The calculation was disclosed to the membership last year and was agreed upon by Sean Hansen.
  - Further discussion on the calculation of the dues paid by IPSC ON to IPSC Canada is underway. Currently ISPC ON BOD is renegotiating our annual fees calculation to 30\$/member up to a maximum of 800 members or \$24,000. This proposal will represent a significant cost savings to IPSC ON and the resolution is on the agenda of the 2017 NEC meeting.
- Future BOD actions / discussions
  - Investigate NROI Canada refund to assist in officials program
  - NEC constitutional vote issue (1 vote per section.. membership base non-factor)
  - 100\$ affiliation fee
  - How much money goes to IPSC World – what is the output
- Forum operational changes in regards to rules and moderators are in place for 2017 to try to improve content and value of the service.
- Level 3 matches – based on current rules IPSC ON will support all Level 3 matches, providing range kits and support of range management staff. If the recent increase in L3's for 2017 continues as a trend, IPSC ON must consider how to support those matches on an open-ended demand basis. Establishing a planning tool for budgets / manpower etc.
- 2019 Nationals – A joint venture between Crumlin and East Elgin Gun Clubs is being prepared to bid on the 2019 Nationals. Blaine Young and John Evers are currently working on a proposal that will allow between 450~500 competitors over a 4.5 day match with 28 stages and an estimated 450 rounds. This proposal, if accepted, will mark the largest match in Canadian history. The proposal is being prepared for the July 2017 NEC committee to review.

Thank you to Crumlin and East Elgin Gun Clubs for attempting such a challenging initiative.

## **Old Business - NONE**

## **New Business – Len Walker**

In the 2010 Incorporation of IPSC ON the incorrect Provincial statute was referenced. Our constitution referenced the Business Corporations Act and not the Ontario Corporations Act. After a review by specialized legal counsel for Business Incorporations, the conclusion was reached that IPSC Ontario was not acting in accordance with the Ontario Corporations Act.

Within the provisions of this Act, it is mandated that elections shall be held at Annual General Meetings. “Shall” means “must”.

When the IPSC ON bylaws were created they were based around a reasonable format to allow us to proceed with BOD elections as well as timing to host the AGM, however they do not follow the letter of the law. This problem in the election process has existed since the incorporation.

Based on legal advice the provisions within our bylaw regarding elections are not compliant with the statute.

On the advice of legal counsel advice the BOD has authority to:

1. Raise the election issue at the 2017 AGM,
2. Confirm the reports of the last 2 election committees from 2015 and 2016,
3. Adopt those reports at the 2017 AGM,
4. Confirm the election of the present Directors.

Completing these actions will correct the existing concern, and allow IPSC ON to move forward in accordance with the Ontario Corporations Act. These actions will confirm the Directorships of the present board members. There are constitutional amendments required which will be considered at the fall Special General Meeting. (advance proxy / timing to coincide with AGM etc.).

Based on this advice the following Motions were presented:

- 1) It is moved that the report of the 2015 Election Committee be accepted and approved by the members with the effect that Simar Sahni, Brad Sedore, Adam Smith and Len Walker are confirmed and elected as Directors with a term to continue to the first Annual General Meeting after November 1, 2017

*Motion to Accept the 2015 Election Committee report: Dave Landles*

*Seconded by: Shane Melless*

*Vote: Carried Unanimously*

- 2) It is moved that the report of the 2016 Election Committee be accepted and adopted by the members with the effect that John Evers, Kent Hill and Shane Melless are confirmed and elected as Directors with a term to continue to the first Annual General Meeting after November 1, 2018.

*Motion to Accept the 2016 Election Committee report: Fernando Sousa*

*Seconded by: Blaine Young*

*Vote: Carried Unanimously*

### **New Business - Richard Guyatt**

There have been previous discussions on what the IPSC ON BOD can do to support new clubs trying to establish IPSC within their clubs. What is the strategy going forward?

Len Walker Response - Historically we have had informal mentorship for new clubs; Rachel Blum, Virgil Fala and Carl Blum, for example. We have lost the intention of the activity over the years moving from supportive to a more critical / policing environment. It is the intention of the current BOD to return to the supportive structure through the “Match Support Position” which is a formal position in our constitution. John Evers will hold that position for 2017.

Note: Regarding authority for “match desanctioning”

IPSC Canada’s Regional Director Sean Hansen has delegated match sanctioning for Level 1 and Level 2 matches to the Section Coordinators. The IPSC ON Section Coordinator has in turn delegated authority for match sanctioning to the Level 1 and Level 2 match directors. The Section Coordinator is the only person, other than Sean Hansen, with authority to de-sanction a match in Ontario for a breach of the Handgun Rules after the completion of the match.

### **New Business – Len Walker**

The various positions (eg. Match Support, Black Badge Coordinator, President) within the IPSC ON BOD have not been formalized. The roles and authority of the various corporation officers are not clear and there are no guidelines. In 2017, there will be a priority to document these specific positions and provide guidelines for the corporation’s officers. The Board is working on these policies and procedures. There will be a Special General Meeting held later in 2017 to consider constitutional amendments to bring the organization into conformance with the statute.

### **Adjournment**

*Motion to adjourn at 13:22 pm EST: Dugald Souter*

*Seconded by: Mike Galin*

*Vote: Carried Unanimously*