



**National Capital Industrial Soccer League  
Minutes of Annual General Meeting  
February 22, 2015  
Held at The Minto Room, Richcraft Recreation Complex.**

**1.0 Presentation of Credentials**

The meeting was called to order at 7:00 pm with Tim Baigent, Chair, welcoming the delegates to the Annual General Meeting and introduced representatives from the Ottawa Fury who presented Ottawa's new professional team prior to the AGM. At 7:18 pm Tim Baigent, once the Ottawa fury left, introduced the NCISL board of directors and reminded the members this is a closed meeting. Tim Baigent introduced guest Stephen Kovacic as legal counsel to the NCISL.

**2.0 Roll Call**

The Secretary, Jonathan Showell, performed the Roll Call, identifying the total number of votes per club. Votes are based on the number of teams registered by a club in the previous outdoor season (2014). Jonathan Showell confirmed quorum was reached for corporate voting and all Rules of Competition.

**3.0 Approval of minutes from previous Annual General Meeting dated February 24th 2014**

A written copy of the Annual General Meeting minutes was included in the member's package that was available for down load prior to the meeting:

**Resolution:** Accept the minutes from the Annual General Meeting held on February 22th, 2014 with no alterations.

**Motion:** by CGI S.C., seconded by Mitel S.C

**Resolved**

**4.0 President's Report**

Tim Baigent presented the President's Report. A written copy of the President's Report was included in the member's package that was available for down load prior to the meeting.

**Resolution:** Accept the President's Report with no alterations.

**Motion:** by Flextronics S.C., seconded by MapleSoft S.C.

**Resolved**

**5.0 Director and Program Reports**

Director and Program Reports were included in the member's package that was available for download prior to the meeting. The Directors responsible for the reports were available questions and clarifications.



Indoor Report	Tim Baigent
Summer Operations	Dawn Dinsdale
Referee's Report	Dawn Dinsdale
Discipline Report	Dawn Dinsdale

**Resolution:** Accept the Director and Program Reports with no alternations

**Motion:** by CGI S.C., seconded by Nav Canada S.C.

**Resolved**

## 5.1 Question and Clarifications

None

## 6.0 Financial Auditor's Report

Kevin Crothers presented the Financial Auditor's Report.

**Resolution:** Accept the Auditor's Report.

**Motion:** by Ateus F.C., seconded by Real Decoy S.C.

**Resolved**

## 6.1 Questions or Clarifications:

Question: What is the Government refund?

A: HST is claimed back.

Question: How is the loan captured in the report?

A: The loan is captured in liabilities as long term debt.

Question: What was our financial situation?

A: Contained in the income statement. Revenue was lower due to the field coming on line late. This year the field will be available earlier and will have advertising.

Question: Did facilities fees go down because of the new field?

A: There was a change in accounting of the registration fees which resulted in a drop in income from fees. Should be more income from facilities next year.

Question: How is our cash flow?

A: We are in a good position. Our current debt service ratio is 0.925:1 which is lower than 1:1 but the bank has accepted that.

## 7.0 Appointment of Auditors

**Resolution:** Accept The NCISL Board of Directors recommendation and appoint Chris Finley, Chartered Accountant, as the auditor for the NCISL.



**Motion:** by DND S.C., seconded by Mafco Technology S.C.  
**Resolved**

## **8.0 Amendments to the Constitution and Rules of Competition**

### **8.1 Constitution**

Steve Kovacic presented the recommendations from the BOD for changes in the constitution to align with the legal requirements for non-for-profit organizations. A copy of the proposal and the rationale was included in the member's package that was available for download prior to the meeting.

Question: Why is the change necessary?

A: The laws for non-profit organizations like the NCISL has changed. These changes are to align the NCISL constitution to the new legal requirements.

Question: Will these changes affect the operation of the NCISL.

A: These changes will not affect the operation of the NCISL.

**Resolution:** Accept The NCISL Board of Directors recommendation to change the NCISL constitution to align with the new legal requirements for non-for-profit organizations.

**Motion:** by CGI S.C., seconded by Ernst & Young S.C.  
**Resolved**

### **8.2 Rules of Competition**

#### **8.2.1 Women's Rules of Competition**

No changes proposed.

#### **8.2.2 Open Rules of Competition**

No changes proposed

#### **8.2.3 Corporate Rules of Competition**

No changes proposed

#### **8.2.4 Cup Rules of Competition.**

No changes proposed

#### **8.2.5 Co-ed Rules of Competition**

No changes proposed.



## 9.0 Roll Call

Jonathan Showell repeated the roll call and announced the quorum for NCISL corporate was maintained.

## 10.0 Elections of the Board of Directors

The following positions are up for election: Vice-President, Secretary, Director of Discipline, Treasurer, and Director of Marketing.

Stephen Kovacic, legal counsel to the NCIS, administered the elections.

### 10.1 Election of Vice-President

Nominations: Kevin Crothers.

**Nominations closed by General Consent.**

**Kevin Crothers re-elected by acclamation.**

### 10.2 Election of Director of Secretary

Nominations: Jonathan Showell

**Nominations closed by General Consent**

**Andy Weston re-elected by acclamation.**

### 10.3 Election of Director of Discipline

Nominations: Tim Wong

**Nominations closed by General Consent**

**Andy Weston re-elected by acclamation.**

### 10.4 Election of Treasurer

Nominations: no nominations

**Position of Treasurer will remain open with Kevin Crothers remaining as acting Treasurer.**

### 10.5 Election of Director of Marketing

Nominations: no nominations

**Position of Director of Marketing will remain open.**

Tim Baigent thanked Stephen Kovacic for holding the elections and asked the members to ask the people in their clubs if they are interested in any of the open positions.

## 10.6 Ratification of Director of Membership

The BOD recommends the ratification of the appointment of Peter Judd to the position of Director of Membership for a 1 year term.

**Resolution:** To accept the NCISL Board of Directors to ratify Peter Judd as the Director of Membership for a 1 year term.

**Motion:** by MapleSoft S.C., seconded by Nav Canada S.C.



**Resolved.**

## **11.0 Unfinished Business.**

### **11.1 Richcraft Recreation Centre Turf Field Business Case**

Tim Baigent presented the business case for the turf field installed at The Richcraft Recreation Centre.

#### **Questions and Clarifications:**

Question: Is the field owned by the City of Ottawa?

A: Yes, the city owns the field as the city was intending to install a grass field. The city has a policy of only installing grass fields. The NCISL paid for the upgrades.

Question: Who do we contact to rent the field?

A: Contact Dawn Dinsdale.

Question: What is the youth program?

A: Youth component sold to the Kanata Dragons Athletic Club.

## **12.0 New Business**

No New Business.

## **13.0 Adjournment**

**Resolution:** To adjourn the meeting.

**Motion:** by CGI S.C., seconded by Mitel S.C.

**Resolved**

The meeting ended at 8:38pm