

**Minutes of Annual General Meeting of Kingston Women's Soccer Club (KWSC)  
Dated November 26, 2012**

**DRAFT**

**Present:**

*Members of the Board of Directors*

Sandi Wright  
Bob Machin  
Terri Buller  
Marguerite Heer

Sherry Gibson  
Ginette Blais  
Rachel Brace  
Louise Winn

**Also Present:**

*Indoor Winter Teams (based on teams registered during 2012 Napanee season)*

Blizzards  
Luscious  
PT United  
Stand Your Ground

*Outdoor Teams (based on teams registered during 2012 Summer and Fall seasons)*

Ale House 2  
Amazons  
FECU  
Hurricanes (1 and 2)  
Kingston F.C.  
L & M Building  
Luscious  
Mario Nets  
MVC Forensics  
PT United

Rigney  
Stand Your Ground  
Turf Queens  
Wentworth (1 and 2)  
White Lightning  
Wilman's Painting  
  
Hotspur United (O35W)  
Luscious 2 (O35W)

**Teams Absent (no representation)**

*Indoor Teams (based on teams registered during Napanee 2012 season)*

Misfits  
Napanee Thunder

*Outdoor Teams (based on teams registered during 2012 Summer and Fall 2011 seasons)*

Boston Pizza  
C.F.B. Knights  
Cataraqui Clippers  
Charette Homes  
Hyundai  
Kickers  
Lanherne Lightening  
Napanee Thunder  
On La Rocks  
Rose and Crown  
Sands Auto (1 and 2)  
Sizzle-Remax

Sandi Wright, President, assumed the Chair of the meeting at 6:40 p.m.

**1. Introduction of Executive**

The Board of Directors introduced themselves to the members.

**2. Declaration of Conflict of Interest**

There was no declaration of conflict declared by any members present at the meeting.

**3. Approval of Agenda**

The agenda was pre-circulated to members prior to the meeting. Copies were available at the meeting. On a motion *moved* by Chantal St-Amour and *seconded* by Irene Stead it was:

*Resolved that, the Agenda of the Meeting of November 26, 2012 be approved. Carried.*

**4. Approval of Minutes of the KWSC Annual General Meeting of November 22, 2011.**

The minutes were pre-circulated to members prior to the meeting. Copies were available at the meeting. There were no requested changes to the minutes. On a motion *moved* by Terri Buller and *seconded* by Julie Lalonde-Savard it was:

*Resolved that, the Minutes of the Annual General Meeting of November 22, 2011 be approved. Carried.*

**5. Report of the President**

Sandi Wright prepared a slide presentation for the members highlighting the operational activities of the Board over the last fiscal year. A copy of the Directors' Report was pre-circulated to members prior to the meeting. Copies were available at the meeting. Sandi indicated that the 2012 soccer season was a challenging season for the Board with the ongoing delays with the proposed new indoor facility and with board members assuming the designated duties and responsibilities of vacated positions of the Tier Director /Registrar and Treasurer until new appointments were made. The Board met once to twice a month to discuss operational and procedural matters of the club and to continue to improve processes based on the feedback received from members throughout the year. The Board also spent additional hours serving on committees such as Field Fund Investment and Review, meetings with; City of Kingston staff, owners of the Westbrook Golf course, Post Secondary Educational representatives and independent facility operators.

When it was confirmed that the Westbrook Dome would not be operational for the winter of 2012, Board members investigated alternative accommodations to run an indoor league. Field time was secured at a former Napanee rink and a league of six teams was organized in the Winter of 2012.

Throughout the past year the Board continued to investigate partnerships and potential investments options for the field fund. A separate report will be presented to provide members with more detail. The Board met with representatives of the over 35 league to discuss the possibility of KWSC coordinating an over 35 league. Further information is contained in a separate report for member's information.

Three members of the KWSC Board attended the Disciplinary training program offered by OSA and are now certified. As result of the training, a Disciplinary Process schedule has been developed and is posted on our website. The certified members are qualified and knowledgeable in the disciplinary process and are able to assist the Disciplinary Chair in the performance of their duties. These members can also now be called upon to assist other clubs with their 'Discipline by Hearing' proceedings.

A review of the outdoor rules was performed and revised to mirror the indoor format that was presented at the Annual General meeting of 2011. These rules were approved and endorsed by the Board of Directors of KWSC and posted on the website.

Sandi also reviewed highlights from each Director's report:

*Vice President*

Bob Machin, with the assistance of the Communication Officer, managed the soccer field contracts for the outdoor season. Negotiations with other clubs were made to secure optimal field rental to meet the needs of the members. The Vice President was successful in securing the required fields on the preferred night for the club and was able to eliminate Friday nights from the schedule.

The Vice President continues to be an active member of the Southeastern Ontario Soccer Association, attending all of their meetings and sharing information with the KWSC, and ensuring that the interests of KWSC are well represented.

A review of confidentiality and proper use of website is currently being undertaken.

### *Disciplinary Chair*

The Disciplinary Chair and President met with a player at the beginning of the season who had received a 6 game suspension at the end of last season (summer 2011) to discuss the club's expectations of all of their players and the seriousness of the offences. The meeting was positive, there were no incidents reported for this player this outdoor season.

The three 2012 soccer sessions ran quite smoothly with cards, suspensions, and fines being administered in the 2012 summer outdoor season only. A summary of the summer outdoor season related to discipline is provided below. All discipline for the summer outdoor season was administered through discipline by review; no hearings were required.

- 2012 indoor season (Napanee): no cards, suspensions, or fines to report
- 2012 fall season: no cards, suspensions, or fines to report
- 2012 summer outdoor season: cards, suspensions, fines as follows:
  - Yellow cards: 9 (Tier 2), 3 (Tier 3) and 1 (Tier 4)
  - Red cards: 0 (Tier 2), 1 (Tier 3) and 1 (Tier 4)
  - Suspensions: a 1 game suspension which was a carry over from a 6 game suspension given in the 2011 season (Tier 1), a 3-game suspension and a one game suspension.
  - Fines: A \$100 team fine was given to a team for playing an ineligible player

One important issue brought to the KWSC's attention that resulted in a \$100 team fine in the summer outdoor session was with regard to player eligibility. For insurance reasons it is absolutely necessary that all players playing in KWSC sanctioned games be OSA registered through KWSC. The KWSC takes player eligibility very seriously since playing an ineligible player can result in serious consequences for a team, a team official, and for the KWSC club in terms of discipline and fine and also in terms of putting oneself and the KWSC at risk of being sued in the case of injury. Team representatives have a responsibility to ensure only eligible players participate. It is also important that if a KWSC member becomes aware of another KWSC team playing an ineligible player that the member notify the KWSC of the issue immediately so that we may investigate in a timely manner.

### *Registrar/Tier Director*

As communicated to members at last year's AGM, 'Competition Rules' have been revised as follows;

- 6.1 It is at the discretion of the Board of Directors to place, promote and / or demote teams within Tiers prior to the start of the season, as well as during the season should a change be required and can be

accommodated.

- 6.2 If a team finishes in first place at the end of the regular season in their Tier, they must advance to the next highest Tier, if applicable, at the start of the next season.
- 6.3 If a team finishes in last place at the end of the regular season in their Tier, they must move down to the next lowest Tier, if applicable, at the start of the next season.

Those teams who will be affected by the promotion and demotion rules will be advised during the registration process, prior to the summer season of 2013. The decision will be based on a review of the number of teams registering in order to continue promoting parity within the tiers.

- KWSC Indoor at Napanee Facility – (6 teams)
- Ontario Women's Soccer League (OWSL) -15 players (1 teams)
- KWSC Recreational Summer League – 517 players (24 teams)
- KWSC Recreational Fall League – 126 players (6 open tier teams) (2 Over 35 teams)

As a result of difficulty tracking registration for players after the registration deadline online, on-line registration will be disabled 48 hours prior to the first regular game of the season. After this time, all requests to register additional players must be made directly to the Registrar.

The Board will be scheduling a meeting with all team representatives prior to the start of the season to review the player registration process, collection of fees, review of rules and fine and fee schedules, game report submissions on-line.

#### *Scheduler/Statistician*

The KWSC 2012 scheduling of games for the 24 teams registered went extremely well this summer.

Games were scheduled on Thursday nights and only two of the regular games were scheduled on a Sunday to make up the number of games for the season. The weather cooperated this past summer resulting in minimal rescheduled games. The field conditions in the City of Kingston continue to improve. KWSC continues to be proactive and considerate in the scheduling of games on area fields to eliminate overuse. One of the initiatives we have taken is to schedule a portion of our games on the Queen's University artificial turf fields.

KWSC was able to extend the outdoor season into the fall by scheduling games on the artificial turf fields at Queens University.

The 2012 outdoor summer regular season first place winners and playoff champions are as follows:

Tier	Regular Season 1 <sup>st</sup> Place	Playoff Champion
Tier 2	Cataraqui	Wentworth
Tier 3	PT United	White Lightning
Tier 4	CFB Kingston	Tuft Queens

KWSC did not schedule playoff games for the 2012 indoor at Napanee and 2012 Fall outdoor league.

#### *Communications Officer*

The KWSC Board of Directors is a successful team because its members play well together. This past year the KWSC Board has worked tirelessly to overcome many hurdles and ensure that women's soccer continues to thrive in the Kingston Area.

The Communication Officer has been instrumental in fostering good sportsmanship and building a network of resources and partnerships by corresponding with our members and the wider community, attending meetings with the owners of the proposed new Dome at Westbrook Golf Course, communicating with officials at RMC in the hopes of securing a rental contract at that new indoor facility, attending meetings with the City, and several other organizations for the purpose of investing the Club's Field Fund and attending Board meetings.

The Communication Officer negotiated with representatives from CFB Kingston and Queen's University to obtain outdoor field rental rates and agreements in the best interest of our club, which resulted in significant cost saving measures. This also included seeking the best outdoor fields available from the City of Kingston, Queens and CFB for Tier Play throughout the 2012 Spring / Summer Session and the new, shorter Fall Session for the Open Tier and Over-35 divisions. The Communication Officer also assisted the Vice President in assuring that the lining of the fields was maintained and that the costs were accurately divided amongst the shared user groups.

#### *Treasurer*

Terri Buller joined the Board in May and reported that KWSC had a successful season financially. We had a few minor issues with teams not paying on time, which was partly due to the OSA system having our final numbers in. All teams have paid in full now and there are no outstanding fees.

The Board made the decision not to hire a bookkeeper but instead purchased accounting software and is currently looking into purchasing a computer. This will be less expensive and will allow future Treasurers to work off the same system. Additionally, the audits will be easier for the accountants with this software and the auditors will be able to close off the books at year-end following standard Canadian Accounting Practices. Teams will also have statements readily sent to them, which will result in more accurate budgets moving forward.

An error made this past year concerned the HST on the Field Fund, which was not charged for additional players. This resulted in the need to cover this cost by KWSC. This error has been corrected and will not occur in the future.

SOSA's/OSA fees have increased approximately 65 cents to \$27.30. SOSA fees cover player insurance and the cost to run SOSA and OSA district administrations. Referee fees are expected to increase next year as well. The increase has not been finalized yet, so we are unable to provide exact rates.

The Board is looking to reduce the Field Fund fees for the upcoming season and will have the new amount ready for the summer budget at the General Meeting. This will depend on the outcome of our future talks with the community representatives that we have approached to work with.

Sandi opened the floor for questions from the members. There were no questions asked.

## **6. Receipt and Approval of Audited Financial Statements**

The Audited Financial Statements were presented by Jennifer Fisher of Wilkinson Chartered Accountants. At year end the total revenue collected between September 1, 2011 and August 31, 2012 was \$81,664.00. The total expenditures at year end was \$73,249.00. The excess of revenue over expenditures was: \$1,403.00 (unrestricted; KWSC operating account; note difference is due to payment of a 2011 expenditure). The amount of field funds collected during the 2012 outdoor season was \$13,025.00. This revenue was transferred into the field account making the balance \$120,894.80.

There were a few questions from the members addressed to Jennifer for further explanation of the financial statements and purpose of the Field Fund. Jennifer stated that use of the Field Fund is at the discretion of the Board as long it is used towards the mandate of the Club. Sandi wanted it to go on record that the use of the Field Fund by past Board members to cover down payments was completely appropriate. Jennifer addressed other questions with satisfaction. Sandi thanked the Auditors for their hard work.

On a motion *moved* by Sandi Wright and *seconded* by Scott Wentworth it was:

Resolved that, the Audited Financial Statements ending August 31, 2012 be approved as presented. *Carried.*

Jennifer left the meeting.

## **7. Appointment of Auditor for F2012**

Sandi Wright indicated that KWSC was extremely pleased with Wilkinson Chartered Accountants and thus recommended that we appointment them again for 2012.

On a motion *moved* by Ginette Blais and *seconded* by Chantal St-Amour it was:

Resolved that, the Wilkinson Chartered Accountants be appointed as the Auditor for 2012. *Carried.*

## **8. Roll Call**

The Secretary confirmed that a quorum existed to conduct the elections.

## **9. Elections**

Sandi explained the role of each of the Executive positions.

### *I. Nominations for the Position of President;*

Nomination(s) received prior to meeting—None.

No nominations received at meeting.

Sandi explained that she would be willing to serve as President for an additional term.

No vote required, sole nomination.

*Sandi Wright was Acclaimed President of KWSC for an additional term. Carried.*

### *II. Nominations for the Position of Secretary;*

No nominations were received prior to meeting.

No further nominations received at meeting.

Louise Winn agreed to remain on as Secretary but only for one additional year.

*Ginette Blais moved that the position of Secretary be for one year only. Seconded by Chantal St-Amour. Carried.*



*Louise Winn was Acclaimed Secretary of KWSC for an additional year. Carried.*

III. *Nominations for the Position of Communications Officer;*

No nominations were received prior to meeting.

No nomination received at meeting.

Ginette Blais agreed to stay on as Communications Officer

No vote required, sole nomination.

*Ginette Blais was Acclaimed Communications Officer of KWSC. Carried.*

IV. *Nominations for the Position of Registrar/Tier Director;*

No nominations were received prior to meeting.

No further nominations received at meeting.

Rachel Brace agreed to serve another term as Registrar/Tier Director.

No vote required, sole nomination.

*Rachel Brace was Acclaimed Registrar/Tier Director of KWSC. Carried.*

## **10. New Business**

### **A) Presentation by Wayne Buller Regarding Player Insurance**

Wayne Buller explained to the members the purpose of OSA (player insurance) and SOSA fees (running district office). A discussion surrounding the purpose and importance of insurance was held. Wayne also discussed that KWSC could be heavily fined if a team plays an unregistered player.

### **B) Summer Schedule**

A Memo was made available to the members in advance concerning the summer schedule. The background is as follow:

At the General Meeting of March 2012, members expressed an interest in extending the summer season. Options were discussed regarding the scheduling of exhibition games. It was shared that in the past, these games did not generate enough interest from the majority of teams and often lead to games being forfeited for lack of interest. Therefore the decision was made to discontinue scheduling these games.

Another option presented was to eliminate play-offs to allow for a longer season. This option would also have a positive impact on the reduction of registration fees as it would eliminate some of the prize money that is paid out to winners and finalist. The summer season play-offs are scheduled for the first week-end in August to permit enough time for the quarter finals, semi

finals, and play-offs and to permit for rescheduling of games in the event of inclement weather and poor field conditions.

The Board is seeking feedback from the members to work towards a preferred solution for the 2013 summer soccer season.

A discussion surrounding this memo was held. Some teams enjoyed playoffs (Wentworth), while others thought a longer season (playing until the end of August with an end of the season tournament) would be preferred. The Board will be considering these options in the near future.

### ***C) Fall Outdoor League-Proposal of Spring Outdoor League***

A memo was provided to the members in advance regarding a Spring Outdoor League. Sandi reported that in lieu of not having an operational indoor soccer facility to accommodate our regular indoor season, the Board investigated options for an outdoor Fall season. The Board learned that a majority of the natural turf fields in the City of Kingston were closed mid September due to preservation to prevent overuse, and potential injury due to typical weather conditions. The Board then inquired about the availability of the artificial turf fields at Queens and the City and solicited interest from their members to participate in a fall season. While the interest was relatively low, the Board made the decision to move forward with this new league.

The fall season ran from mid September to the first week in November. Games were scheduled on Friday night for the Over 35 league and an Open tier was scheduled for Saturday morning and afternoon. Feedback from players was exceptionally positive. A recommendation to run a spring outdoor league on turf fields is currently being considered. The Board is seeking feedback from the members to work towards a preferred solution for the 2013 summer soccer season.

A discussion surrounding this was held and it was felt that the Napanee facility worked out well last winter and that members felt it was a good option again. Some members indicated that the Saturday time-slot for the turf fields did not work well for their team.

### ***D) Over 35 League***

Sandi Wright reported on the memo that was circulated in advance concerning an Over 35 league. At the General meeting in March 2012, a request was presented to the Board to consider setting up an over 35 league. At the time of the request there was a Women's over 35 league operating with another club in our community. The Board met with representatives of the Over 35 women's league and discussed the possibility of moving this group under the KWSC umbrella. The move would assist with streamlining administration, shared costs, and aligns with KWSC's mandate of promoting

and developing women's soccer within our community. There has been discussion at previous General Meetings regarding the age category of the women's league and varying issues with young teams. While the members decided that they welcome the competition and do not want to restrict 'younger' teams from registering with our league, there is also a need for an alternative for older players who would like to continue to play within a tier environment, which continues to provide a structure for players with varying skill level. This option would permit players to register in both the Over 35 league and the existing tier structure. The Board welcomed the opportunity to merge with the Over 35 league and grow this league within KWSC. While the club is currently experiencing limitations with scheduling our indoor season, it is anticipated that interest in the Over 35 league will grow to allow for beginner, intermediate and advanced levels of play.

#### ***E) Field Fund***

Sandi Wright reported on the memo that was circulated in advance concerning options for the Field Fund. Sandi explained that research of records and previous minutes have been reviewed to confirm whether or not there was an existing Business Plan and or to determine if the funds were earmarked for a specific project. The review confirmed that there is no record of a formal Business Plan. Previous minutes indicate that the Field Fund was established to address the shortage of fields. The fund was originally set up as an additional \$5.00 per player as part of their registration fees for the summer season. This fee was not applied to players for the indoor registration process. The fund continued to grow at a relatively slow rate and the fee over time was increased to \$10.00 per player. At the meeting of March 2007 the members passed a resolution to increase the field fund to \$25.00 per player.

In 2008 the Board investigated a partnership/investment with Limestone Soccer Club and the Men's Club to purchase land in Loyalist Township. A decision was made to not proceed with the partnership due to time constraints with the deadline and not having adequate time to work on the administration and management agreement. A decision was made that in the best interest of the membership, this venture presented a certain level of uncertainty and time did not permit for further investigation and therefore the club did not move forward with the partnership.

Historically, the field fund had been used to cover some costs associated with field maintenance, budget shortfalls, and deposits to secure indoor facility. In 2010 the practice of drawing upon these funds for operational costs ceased.

The Board this year consulted with our auditor about the use of the fund and our auditor advised that this fund can be used at the Board's discretion in the same manner as it had been in the past. If the fund is invested in a project, then it will not be available to cover items such as indoor facility deposits.

The Board has been investigating potential partnerships with various groups in our Soccer Community. The following is a summary of the discussions with each of the groups.

### **Westbrook Golf Club/Soccer**

The Board has been in discussions with the owners of Westbrook Golf Course for the past year and a half with regards to the potential development of an outdoor field. Initially Westbrook was interested in the possibility of an outdoor soccer hub. Most recently they have proposed an investment with the indoor facility that could be transferred to the outdoor project when they were ready to move forward with this. KWSC members would realize cost savings in their registration fees with a reduction of 5% over the next five years.

### **City of Kingston**

Board members met with the City of Kingston staff to discuss and consider possible investment opportunities within our community. Options explored included; donating lights to a field that could sustain additional use, i.e., new field Machin field in the east. With the donation, there is a possibility of entering into a 'Preferred User Agreement' with the City. Typically these types of agreements do not offer a reduction in rates but would consider designating specific scheduling for the club. Other options with the City that were discussed was the possibility of contributing to the overall maintenance and upkeep of city fields however it was suggested that this was not the best scenario for our club as this was a significant contribution and members would benefit from recognizing the value of the contribution on a larger scale. The city representatives did caution the Board that this type of venture could take two years or more before the project could be implemented. It was recommended that the Board devise a Strategic Plan, present it to members and continue to build the fund during this time.

### **St. Lawrence College**

Board members met with a representative of St. Lawrence College to discuss partnership alternatives. Erecting lighting over the South field was discussed as the best possible option for both the College and our members as KWSC currently leases this field as part of their summer field portfolio and adding lights would provide for an additional field within our community. This option could have a quicker implementation timeframe as opposed to the other two options. Similar to the option with the City of Kingston, KWSC would sign a 'preferred user agreement', which would provide for preferred scheduling options, i.e., every Thursday, Sunday, etc., and the possibility of a rate reduction for a specified period of time. Details are on-going.

### **Recommendation**

In considering the options investigated, the Board discussed the structure of

the KWSC Board. The Board consists of volunteers who are elected every two years to various positions on the Board. Many of which have careers, family obligations, various other memberships and commitments within the community. From year to year you have varying levels of expertise sitting on the Board. To manage a project such as field acquisition and maintenance requires a heightened level of expertise and commitment to see the project through. Once the project is in place and functional, it will require continuous maintenance and administration. The Board recognizes that at present, we do not have the required resources to manage such an undertaking. It is therefore the Board's recommendation that the members endorse the Board's decision to continue to work with St. Lawrence College on a partnership with the current field and erected lights on this field.

The operating costs of summer soccer have increased driving the overall registration fees per player up. Therefore it is further recommended that consideration be given to reducing the field fund fee moving forward. The option with St. Lawrence College is aligned with our mandate to foster the growth of soccer within our community and presents a sound partnership alternative that would have the required expertise to oversee such a project and would have not only the KWSC members benefiting from this investment, but the rest of the soccer community.

Questions: Mario asked about Catons. Sandi responded that there are issues with the fill at that location. There was general support for the St. Lawrence Project. The discussion concluded with Sandi indicating that the Board would come up with a final recommendation following further discussion with St. Lawrence and hold a meeting to involve all KWSC in the final decision.

#### ***F) Indoor Soccer Update***

Sandi Wright reported that the Board has secured the Napanee facility for Tuesday and Wednesday nights. An email will be sent out shortly to determine the level of interest. Overall there was a general consensus to run a Winter season in Napanee again in 2013.

### **11. Adjournment**

On a motion *Moved* by Vikki Wilman and *Seconded* by Marguerite Heer, it was:

*Resolved that the meeting be adjourned at 8:30 pm. Carried.*