



FALL AGM MINUTES October 27, 2020

Agenda

1. Call to Order and Determination of Quorum
2. Approval of Agenda
3. Approval of Minutes – May 6, 2020 Spring AGM
4. By-Laws amendments
5. Code of Conduct amendments
6. Treasurer's Update
7. Marketing Report
8. Election of the 2021 Executive Board
9. Set date for Spring AGM - March 30, 2021
10. Other Business
11. Adjournment

1. Call to Order and Determination of Quorum

President Sonja Zibin called the meeting to order at 7:16 p.m. and apologized for the delay, having regard to the logistics of verifying the identity of people admitted to the meeting through the Zoom platform. She invited non-club representatives to watch the YouTube stream. Quorum (10 or more clubs) was achieved, with 5 proxies. She identified them for the record, being Julie Yang from Seneca Hill TC, Anoja Dias from Angus Glen TC, Sandra Cimetta from Valley TC, Domenic Somma of York Weston and Stuart Teather from Davisville TC. In addition, there were two directed proxies, being Dunlace TC and Bramalea TC. Sonja encouraged attendees to identify themselves on Zoom by their name and the club they are representing and gave instructions on how to do so. She also asked attendees to communicate by way of chat box, with the option to communicate to one person or all.

2. Approval of Agenda

Motion to approve the agenda.

MOVED: Giorgio from Veneto TC

SECOND: Nigel from Don Mills TC

Motion carries

3. Approval of Minutes – May 6, 2020 Spring AGM

Motion to approve the minutes of the Spring AGM.

MOVED: Laura from Newmarket TC

SECOND: Gary from Pinepoint TC

Motion carries

Sonja pointed out that we are recording this meeting and that we are running it based on Roberts Rules of Order. She thanked her fellow Board members as well as club representatives. She noted that this is an unusual year for all of us, that our priorities, as of March, became our health and safety and that we were fortunate to play tennis and continue to volunteer. We were prepared to start our leagues but in the end we could not do so. The new Board will plan for 2021 in the hope that things return to normal.

4. By-Laws amendments

Stuart noted that the process to revise the by-laws took over a year and was done in consultation with lawyers and a review of the *Canada Not-for-profit Corporations Act* (the “CNCA”), being the statute under which we are incorporated. Stuart thanked Board members Sonja Zibin, Anoja Dias and Anton Katz, being the committee members who worked on the by-laws.

Stuart then shared his computer screen and displayed the proposed revised by-laws. He then reviewed each of the amendments, with the following being highlights of his comments:

- There used to be 2 AGMs. Now we have a Spring Members’ Meeting and a Fall AGM
- Change in financial year from December 31 to October 31 in order to be within 6 months of the Fall AGM, as required under the CNCA
- Financial statements: we are allowed to produce a “financial compilation” but we decided to still use the term “financial statements”
- An important change is every year at the AGM we are going to bring a motion to waive the appointment of public accountants. We do not need to incur the expense. In order to save that money, we need to pass a resolution each year after this one to waive the said appointment, which motion must pass unanimously, failing which we need a review from public accountants.
- In the last by-laws, a member could be expelled by the board members but the only people who can expel board members is the membership
- We would elect officers and then they would become directors but the CNCA requires us to do the reverse
- Allowing for electronic meetings

- Only club reps and proxies may vote previously just said club reps
- Proxy voting: change so that it need not be a club representative who is the proxyholder
- Location of Board meetings: we added electronic means
- In case of equality of votes at Board meeting. Formerly the Chair could cast a second vote; now the motion fails
- Quorum used to say 50% of the Board; now says majority of the Board
- Description of offices:
 - the CNCA does not allow for *ex officio* members to be part of the Board and in our case that is the Past President and so to comply with the Act we have removed that position from the Board and their duties have been assigned to other Board members
 - Vice President receives the additional task of reviewing candidates for Tennis Canada's Distinguished Service Award
 - Arranging for directors' and officers' insurance is moved from the Treasurer to the Secretary as a check and balance
 - Reviewing roles of the Board is now Secretary's responsibility
 - New duties added to Marketing Director's role

Question from Bruce at O'Connor Hills TC – don't most clubs obtain audited financial statements – if clubs get audited, shouldn't the ICTA?

Stuart noted that larger ones might get audited but pointed out that we have never done so in an effort to reduce expenses.

- Committees of the board – old by-laws just referred to task forces and now includes committees and other advisory bodies
- not later than August 1, nominating committee of 3 members and appoint a chair and at its discretion may appoint 2 additional club members - used to be June 1, which was only a few weeks into the season.
- Confidentiality and board policies – these are CNCA-guided and are new – every director, officer, committee member or task force member shall be bound and the Board may adopt board policies consistent with by-laws as deemed appropriate from time to time. Any such policy shall have force and effect until amended or repealed.
- Nominating form changed from 2 club reps to 1 club rep

Motion to approve the by-laws

MOVED: Gary from Pinepoint TC

SECOND: Nigel from Don Mills TC

Motion carries.

5. Code of Conduct amendments

Stuart next reviewed the Code of Conduct, which governs the Board of Directors and has been amended to reflect changes to the by-laws. The following is a summary:

- part g) complaints and disputes involving directors are to be reviewed by an independent arbitrator
- part h) used to allow Board members to remove other board members if they were refusing to perform their duties. That is not permitted under the CNCA. A members' meeting needs to be called for that purpose.

Michael Parsonage from Mimico TC asked if there is a process to remove a board member for absenteeism. Stuart replied that the CNCA does not set that out *per se* but that the members have a right to vote to remove a director.

Motion to accept the Code of Conduct changes

MOVED: Cathy from Leaside TC

SECOND: Giorgio from Veneto TC

Motion carries

6. Treasurer's Update

The fiscal year end is being changed from December 31 to October 31 next year. For this year, we forecasted a \$4,200 loss, having regard to the lost season. In fact, we had a \$4,500 loss. We collected a \$60 per club fee. We were not successful in collecting from every member club and those who were delinquent will be penalized next year and are not allowed to vote at the meeting this evening. We held our expenses down but had no revenues. For clubs who paid team fees, they received refunds or credits. We had a \$5,000 HRT0 payment to make which came from reserves, not cash flow. We had more executive meetings than in pre-Covid times and there was a lot of committee work in reviewing the by-laws. She offered congratulations to her colleagues for their hard work.

Wearing another hat, she made a call-out to three tennis clubs for showing great teamwork and leadership in the battle for obtaining affordable indemnity insurance against Covid claims: Fiona Miller of Moore Park TC, David Douglas of Lawrence Park TC, and an individual at Don Mills TC [herself]. Their hard work and persistence provided a big win for all the tennis clubs in Ontario who had bought their insurance prior to Covid and was an important deciding point for many clubs whether they would operate or not.

7. Marketing Report

We did not do a lot of marketing this year. Key objectives for 2021 are to recruit clubs and teams, expand awareness of ICTA social media and attract new sponsors. In 2020, we lost our sponsors and so it will be the job of marketing and possibly other board members to approach companies such as Wilson, Merchant of Tennis, Nike and Babolat to sponsor us including our tournament.

David invited people to check out our website and click on links for Facebook, Twitter, and Instagram, to friend us and follow us.

8. Election of the 2021 Executive Board

Past President Rick Bertozzi indicated that the nominating committee comprised 3 members, being Stuart Teather, David Maples, and himself.

At this point, Rick's computer screen froze, and Stuart addressed the meeting in his place. Stuart pointed out that David had to recuse himself from the committee when he ran for Mixed League Director. The committee reached out to board members to see who wanted to return. Three board members stepped down from their current positions to run for other board positions - Mixed League Director, Tournament Director and Marketing Director. Two separate broadcast emails were sent out, soliciting interest. Three people are running for Mixed League Director, 3 for Tournament Director and 2 for Marketing Director. There is one person who applied for 2 positions. Tonight, each candidate will be given 3 to 5 minutes to speak. Thereafter, questions will come from the floor and following that an online vote will be taken to elect a winner.

The first position contested was for Mixed League Director.

At this point, Rick was again able to speak and he began by asking if anyone from the floor is interested in this position and, if so, to indicate their interest via chat box. There were no nominations from the floor.

The first candidate to present was David Maples of Toronto Cricket Club. The following is a summary of his presentation:

- Involved in Mixed League and intercounty for a long time as team captain at Valley TC, as Division Chair for 3 years in Mixed League and Marketing Director for almost 3 years
- has played 20 years in the league
- has a lot of background and understanding of how things run in league
- his vision: simply put, the league has been very well run thanks to current Mixed League Director Gary Hophan, but there are a couple of things to focus on – make an effort to include as many teams as possible and reduce travel times
- he is open to receiving input from captains and teams from all divisions as to what they would like to see
- Very focused on working with Marketing Director to find new clubs and teams in Mixed League.
- David has experience and a desire to remain involved at the board level.

Question from Carolyn of Marilyn Redvers TC – what is your vision re the number of juniors per fixture? David stated that the question is more related to Majors and A levels. He does not have a definite perspective and will want feedback from Division Chairs and teams.

Rick introduced the next candidate, being Nigel McLean of Don Mills TC. The following is a summary of Nigel's remarks:

- turning 58 soon

- lot of gas in tank
- ready to work hard for whatever board he is on
- recently retired so lots of time to dedicate to tennis.
- This is something that has been his passion close to 20 years
- On NYTA board for 10 + years and Don Mills TC for last 15 years as tournament director
- Has a passion for tennis and volunteerism
- loves the ICTA and participated at C, B, A and Majors levels.
- Through all these levels he has discussed his thoughts with captains, presidents and so on and the one factor that came up through all discussions was that some things were a great idea, but that change was unlikely to happen.
- Feels he needs to be on the board to make change.
- loves the idea of communicating with captains and he would love to have debates with people across the GTA.
- In 2000, there were 4 A level divisions. In 2020 there are still only 4 A Divisions.
- Wants to grow the league and have less voids in the Scarborough and Lakeshore areas.

There were no questions for Nigel.

Rick introduced the third and final candidate, Karthik Srinivasan of Thornhill Park TC. The following is a summary of Karthik's remarks:

- The pandemic has put a pause on our playing ambitions.
- wants to congratulate past directors for getting us to the level we are now at
- Pandemic also brings opportunities for the future.
- What is the ICTA for tomorrow and how will mixed league director help?
- Will look to trim manual efforts.
- Will look at free resources like meetup.com and LinkedIn
- Will work closely with the CIO
- Would look to create a platform for next generation leaders.
- Data is the new currency and there is an enormous amount of data from the tournaments we play.
- Wants to help organizations to be prepared for tomorrow.
- Has worked for tennis organizations and knows how sponsor's mindset works and has been working in different positions as executive for different clubs in U.S. and Canada.
- Working with Scarborough Bluffs and other clubs here.
- In short, we are here for the love for tennis and this translates into a passion to create something better for tomorrow

There were no questions for Karthik.

Rick next announced that there would be a vote, with only club representatives and proxyholders permitted to vote. Each person would be entitled to cast one vote only. There were 2 directed votes.

Polling was done and the winner was **David Maples**.

Rick stated that the next position was Tournament Director.

Rick asked for nominations from the floor, but there were none.

Rick introduced Gary Hophan and the following is a summary of Gary's remarks:

- Offers 2 qualities: (i) experience and expertise that goes with that, and (ii) a collaborative leadership style
- Served as Mixed League Director for past 4 years
- 2 years prior to that he was a Division Chair
- Has played in the Mixed League for 25 years
- captained the team at York Weston
- enjoyed 35-year high school teaching career and outside of tennis does work for other volunteer organizations
- in 4 years as Mixed League Director, he has enhanced the roles and responsibilities of Division Chairs and initiated several rules changes including changes that reduced travel times at the year-end tournament

There were no questions for Gary.

Rick again introduced Karthik Srinivasan and the following is a summary of Karthik's remarks:

- past tournament directors have brought the tournament to a great level and good platform for him to take to the next level
- passionate about this role
- wants to approach partners who will invest money, intelligence, and intellectual capital.
- Analytics and insights – wants to engage external firms.
- The second thing is communication which is smart, reliable, and fast and can also be done through automation
- can be open source code like running a report in the night – can cut 15% to 20% of volunteer time.
- The third thing is to bring mobile enablement such as Linked in, meetup.com or even Facebook to send something to your mobile and give you alerts
- Lastly, wants to explore the idea of wheelchair tennis.

There were no questions for Karthik.

The third and final candidate was Yenny Musalem of Bayview Village TC. the following is a summary of her remarks:

- team player
- director at Bayview Village TC 20 years in different roles
- has been team captain and very organized

[a significant portion of her remarks was inaudible]

- also worked on ICTA tournament
- retired and would love to be part of executive

- will not disappoint us.

There were no questions for Yenny.

CIO Mark Foon then posed a question for all 3 nominees: what is the defining factor that will help us as players and an association to move forward in a more digital age and help us improve in the future?

- Gary responded by stating that when he initiated changes for 2019 it was with full consultation with Division Chairs, captains, and club reps and the same is true for rules changes initiated as Mixed League Director. Any changes to the tournament will not be made unilaterally but through consultation with various interested parties.
- Karthik responded that whenever you play you want to have the power and insights to be successful and have an experience that delights you. He would want to make it seamless and easy to interact with ICTA with mobile and data and constant engagement and experience. For him, he would want to promote the new capabilities that would make the ICTA a greater place and bring in automation and enablement through technologies and data to give us robust capabilities to plan and schedule.
- Yenny stated that she would have to see what has been done in the past and then integrate some of her own experiences. She has run championships for tennis and included so much technology. She will be more inclusive and obtain sponsorships and talk to the media. She acknowledged that technology and sponsorship are 2 key areas.

Question from Marina of Wishing Well TC for all 3 candidates – apart from technology, what is your vision for the position?

- Gary stated that anyone who wants a tournament director with serious expertise in technology should vote for someone else. He agreed with Marina that it should be about fun but also competition and fairness and that he would promote all three principles.
- Karthik stated that technology will simplify our lives and allow us to focus on playing
- Yenny stated that she believes in competition, fairness and enjoyment and she ran a high school tournament.

A vote was taken and, counting the two directed proxy votes, Rick announced **Yenny Musalem** as the winner.

The last position was Marketing Director.

Rick called for nominations from the floor, but there were none.

First to present was Rob Radinov of Markham TC and the following is a summary of his remarks:

- Currently on the board as Tournament Director
- Been on the Board for past 2 years

- enjoyed his tenure so far
- he is easy to get along with
- he learned issues relative to the Tournament Director position and was good at handling sticky situations
- former member of the board of North York TC and then part of Toronto men's league many years and currently in mixed league with Markham TC
- has 20 years professional experience with various roles at large corporations in marketing and business development
- currently director at smaller fintech – start-up, had to do a lot of business development and cold calling and rapport building.
- Would want to meet with various club reps.
- 3 pillars:
 - (1) digital strategy – need to evolve it. We do not have a place on our webpage which speaks to prospective clubs. Need to expand our engagement on social media and do audit on paid media. Need to communicate with existing and prospective clubs and adopt judicious use of email blasts – do not want to overcommunicate.
 - (2) sponsorship strategies – once get enhanced communication we will get opportunities which we can monetize.
 - (3) role is about business development - getting more clubs and getting clubs to put forward more teams. There are some opportunities in terms of using automation.

There were no questions for Rob.

Rick then introduced Alison Bittle-Fair from Whiteoaks TC and the following is a summary of her remarks:

- Has 20 plus years in online advertising and digital communications with major advertising firms in Toronto.
- Worked with large and small companies. Extensive experience in client services and business development.
- Once we have clients (members) we want to retain and grow that.
- Managed multiple teams in her professional career.
- one of her strongest assets is she loves to collaborate.
- Deep knowledge of negotiating contracts.
- Important to understand that their needs and wants are definitively met and have sports sponsorship background.
- Worked with Blue Jays, Argos and Raptors when first came to Skydome.
- She is an ICTA player for 8 years and lives in Mississauga and notes there are challenges there.
- Prides herself in getting to know team members and understanding what part we all play.
- Number of areas to this position and she spoke with David – not just social media but also lot of recruitment for marketing and sponsorship plan.
- There are challenges in the west with other leagues that are in competition.
- Need to work in collaboration with other directors and understand what has happened in the past.
- Need to look at brand messaging.

- Some easy fixes there and want to get messaging across to members.
- have current sponsors been successful for us? Do we want to continue with them or open it up to some new sponsors?
- need to identify strengths, weaknesses, opportunities, and threats.
- loves tennis, is a passionate people person and hard worker and would be honoured if selected today.

There were no questions for Alison.

A vote was taken, and Rick announced **Alison Bittle-Fair** as the winner.

Rick then introduced the last part of the nomination process, being the slate of remaining eight board positions.

Motion to approve slate

Moved: Anne Madden from Parkway Valley TC

SECOND: Dorin Tatulea from German Mills TC

Rick then called for nominations from the floor, but there were none.

Motion carries

9. Set date for Spring Members' Meeting – March 30, 2021

March 30, 2021 was proposed as the date for the Spring Members' Meeting.

10. Other Business

None.

11. Adjournment

Sonja thanked Past President Rick Bertozzi for his lengthy service on the Board and his huge contributions to the ICTA. She noted that there would be a void on the Board next year. She also thanked Mixed League Director Gary Hophan and Tournament Director Rob Radinov for the work they have done in the past.

Stuart thanked Gary and Rob for their service.

Moved: Gary from Pinepoint TC

SECOND: Carolyn from Marilyn Redvers TC

Motion carries

Meeting concluded at 9:27 pm