



Memo to: Swim Saskatchewan Membership
From: Lee Dean - President and Marj Walton - Executive Director
Date: May 7, 2021
Re: 2021 Annual General Meeting

On behalf of the Board of Directors, I wish to inform you of the upcoming **Annual General Meeting** for Swim Saskatchewan Inc.

**Saturday, June 12, 2021 – 10:30 am.
Zoom Meeting**

Each Club President will be required to declare the voting members for their club no later than: **12 Noon Wednesday June 2, 2021.** This will be done via a JotForm link which will be sent to President's at a later date. Declared voting members will then be sent the annual report and audited financial statements and the meeting link.

Voting privileges for the annual meeting are outlined in Article 4 of the Bylaws. See next page for Article 4 and pages 3 and 4 for the registration numbers and actual votes per club.

The purpose of the Annual Meeting is to:

- i. To approve the minutes from the 2020 Annual Meeting
- ii. To receive the annual report
- iii. To receive the 2020-2021 Board Approved Audited Financial Statements
- iv. To appoint an auditor for the 2021/2022 Fiscal year
- v. To elect new Directors
- vi. To consider any proposed Bylaw Changes, if any
- vii. To consider any Resolutions brought forward, if any

The following position of office will conclude August 31, 2021 and therefore an election will be held at the AGM for the following position: (A copy of the job description is attached)

- President – a 2-year term ending August 31, 2023 (please note that the current incumbent has advised that he will be letting his name stand for re-election.)

**Clubs are to submit nominations, along with a bio and the consent/agreement of the nominee to:
Executive Director Marj Walton via email to: marjwalton@swimsask.ca
no later than **12 Noon on Wednesday June 2, 2021****

As per Article 8 of the Bylaws, all affiliated clubs must receive notice of motions for any proposed Amendments of the Bylaws. Therefore, Bylaw amendments must be received in writing to the Swim Saskatchewan office to the attention of Marj Walton no later than **12 Noon Wed, May 26, 2021**
A Notice of Motion form is attached.

A Resolution Form is also attached for your convenience. Resolutions may be presented from the floor at the AGM, however any resolutions received in the Swim Saskatchewan office by: **12 Noon Wed, May 26, 2021** will be circulated to the membership.



ARTICLE 4 – VOTING

Section 1 Annual or special meetings

- 1.1 Voting delegates of member clubs make up the total votes at an Annual or special meeting.
- 1.2 A voting delegate must be an authorized representative of a member club and shall represent only one club.
- 1.3 Each member club shall receive votes based on the following formula:
 - Fewer than 25 swimmers, one voting delegate.
 - 25-49 swimmers, two voting delegates
 - 50 or more swimmers, three voting delegates.

The number of votes shall be computed for Winter and Masters Clubs based on registrations as at March 31 preceding any meeting of the association and for Summer clubs based on registrations as at August 31 preceding any meeting of the association.

- 1.4 Voting delegates shall be present at the meeting to vote.
- 1.5 Voting shall be a show of hands. Election votes shall be by ballot if requested by one or more delegates.
- 1.6 All motions, with the exception of amendments to the Bylaws (see Article 8) shall be determined by a simple majority of the votes cast. In the event of a tie, the motion shall be defeated.

Each Club President will be required to declare the voting members for their club no later than: **12 Noon Wednesday, June 2, 2021.** This will be done via a JotForm link which will only be sent to President's at a later date.

Annual reports, including audited financial statements, will be circulated electronically.



AFFILIATED MASTERS CLUBS

Club	# of Registered Swimmers	# of Eligible Voting Delegates
Prince Albert Master Sharks	6	1
Regina Masters	71	3
Saskatoon Goldfin Masters	39	2
TOTAL MASTERS SWIMMERS	116	6

AFFILIATED SUMMER CLUBS

Club	# of Registered Swimmers	# of Eligible Voting Delegates
Assiniboia Aquarians	0	1
Biggar Barracudas	0	1
Elrose Prairie Speed Swim Club	0	1
Estevan Golden Eels	0	1
Gravelbourg & District	0	1
Humboldt Hammerheads	0	1
Kindersley Surge	0	1
Melfort Marlins	0	1
Nipawin Lions	0	1
Oxbow Sea Wolves Aquatic Club	26	2
Regina Piranhas	0	1
Rocanville Tiger Sharks	0	1
Rosetown Royals	0	1
Saskatoon Sharks	0	1
Shellbrook Silverfins	0	1
Swift Current Stingray ACT/UCT	31	2
Weyburn Silver Seals	20	1
TOTAL SUMMER SWIMMERS	77	19



AFFILIATED YEAR-ROUND AGE GROUP CLUBS:

Club	# of Registered Swimmers Competitive & Non-Comp	# of Eligible Voting Delegates
Battleford Kinsmen Orcas	17	1
Flatland Sport Centre Inc.	89	3
Moose Jaw Kinsmen Flying Fins	51	3
Prince Albert Sharks	37	2
Regina Marlins	58	3
Regina Optimist Dolphins	94	3
Saskatoon Goldfins	282	3
Saskatoon Lasers	129	3
Swift Current Barracudas	48	2
Yorkton Storm	34	2
TOTAL AGE GROUP SWIMMERS	839	25

GRAND TOTAL: Swimmers 1,032 Votes 50



NOTICE OF MOTION FORM TO AMEND BYLAWS

Date: _____

Moved by: _____
(Name of Swim Club. Please Print)

Name of President/Delegate. Please print

President/Delegate Signature

Seconded by: _____
(Name of Swim Club. Please Print)

Name of President/Delegate. Please print

President/Delegate Signature

This form must be returned to Marj Walton at marjwalton@swimsask.ca by:

12 Noon Wednesday, May 26, 2021



RESOLUTION FORM

Resolved that the Board of Director be requested to; or investigate; or consider;

Date: _____

Submitted by: _____
(Name of Swim Club. Please print)

(Name of President/Delegate. Please Print)

(Signature of President/Delegate)

If you wish for the resolution to be circulated to the membership prior to the AGM, then this form must be returned to Marj Walton at marjwalton@swimsask.ca by:

12 Noon Wednesday, May 26, 2021



Swim Saskatchewan Bylaws

ARTICLE 5 – BOARD OF DIRECTORS

Section 1 Membership

- 1.1 The Board of Directors shall consist of:
 - 1.1.1 President
 - 1.1.2 Vice President, Administration
 - 1.1.3 Director, Winter Swimming
 - 1.1.4 Director, Summer Swimming
 - 1.1.5 Director, Masters Swimming
 - 1.1.6 Director, High Performance
 - 1.1.7 Director, Officials
 - 1.1.8 Director, Community Programming
 - 1.1.9 Saskatchewan Swim Coaches and Teachers Association Representative
 - 1.1.10 Past President (Ex Officio)
- 1.2 Members of the Board of Directors shall be at least 18 years of age, having an interest in the objectives of Swim Saskatchewan Inc., and residing within the province of Saskatchewan.
- 1.3 Directors of Winter, Summer and Masters swimming, Officials and the Saskatchewan Swim Coaches and Teachers Association representative shall be elected by their respective members at an appropriate meeting for each program area.
- 1.4 The President, Vice President-Administration, Directors of High Performance and Community Programming, and the Swimmer Representative shall be elected by the delegates at an Annual Meeting of Swim Saskatchewan Inc. They shall have a term of two years and may be re-elected with no limitation on the number of terms, with two of these directors elected in one year and the other three in alternate years.
- 1.5 For the purposes of instituting major bylaw changes in 2002, to maintain continuity through the transition, two of the directors shall be elected for two years and three shall be elected for three years. The configuration of positions and terms shall be decided at the Annual Meeting upon approval of these Bylaws.



Swim Saskatchewan Bylaws ARTICLE 5 – BOARD OF DIRECTORS

Section 2 Qualifications

- 2.1 Persons desiring to serve on the Board of Directors should have the following qualifications:
 - 2.1.1 The President -- served previously at least one term as a Vice President or Director and shall Chair Board meetings, Annual Meetings and special meetings of Swim Saskatchewan Inc. The President shall be an Ex Officio member of all Swim Saskatchewan Program and Ad Hoc committees;
 - 2.1.2 The Vice President, Administration -- knowledge and experience in financial management and appropriate non-profit administrative procedures, and shall act on behalf of the President when the President is unable to carry out responsibilities;
 - 2.1.3 The Director, Winter Swimming -- elected at an appropriate meeting for Winter Swimming by representatives from winter clubs, shall serve as Chair at Winter Swimming program meetings, and shall be able to represent the whole of winter swimming;
 - 2.1.4 The Director, Summer Swimming -- elected at an appropriate meeting for Summer Swimming by representatives from summer clubs, shall serve as Chair at Summer Swimming Program meetings, and shall be able to represent the whole of summer swimming;
 - 2.1.5 The Director, Masters Swimming -- elected at an appropriate meeting for Masters Swimming by representatives from masters clubs, shall serve as Chair at Master Swimming program meetings, and shall be able to represent the whole of Masters swimming;
 - 2.1.6 The Director, Officials -- elected at an appropriate meeting of the Senior/Master Officials, shall represent Saskatchewan at the National Officials Committee, shall serve as Chair at Senior/Master Officials program meetings, and shall be able to represent the officials of the province;
 - 2.1.7 The Director, High Performance -- experience either as an official, swimmer or team manager at a Canada Games, senior national or international competition, and shall serve as Chair at High Performance program meetings;



Section 2 Qualifications Continued:

- 2.1.8 The Director, Community Programming -- knowledge of such programs as “I Can Swim,” “Summer Swim Fun,” and shall be able to appropriately liaison with such organizations as Special Olympics, Kids Sport and others as required, and shall serve as Chair at Community Programming program meetings;
- 2.1.9 The Saskatchewan Swim Coaches and Teachers Association Representative -- elected at an appropriate meeting of the Saskatchewan Swim Coaches and Teachers Association, shall serve as Chair at SSCTA meetings, and shall be able to represent the swim coaches of the province;
- 2.1.10 The Past President shall be an Ex Officio advisor to the Board and shall sit for a maximum of two years immediately following his or her term as President.

Section 3 Duties of the Board of Directors

- 3.1 The Board of Directors shall meet a minimum of three times per year. Board meetings shall be called by the President or shall be called upon the request of four Directors. Quorum at meetings of the Board of Directors shall be five voting members;
- 3.2 The Board of Directors shall establish and annually review all policies and procedures to govern the operation of Swim Saskatchewan Inc.;
- 3.3 The Board of Directors shall have the authority to conduct such business as: the signing of contracts, making of financial transactions, borrowing money, and so on in accordance with *The Non-Profit Corporations Act*;
- 3.4 Signing officers of Swim Saskatchewan Inc. shall be any three members of the Board who are willing and accessible, in addition to the Executive Director, as authorized by the Board;
- 3.5 Employ, annually evaluate, terminate and fix the compensation and prescribe the duties of the Executive Director;
- 3.6 Serve as an avenue of appeal by members of discipline cases heard by the Discipline Committee;
- 3.7 Approve, suspend or expelled with cause affiliated clubs or swimmers from Swim Saskatchewan Inc.;
- 3.8 Conduct such other duties consistent with the intent of these Bylaws or *The Non-Profit Corporations Act* as may be necessary for the proper administration of the business of Swim Saskatchewan Inc.



Section 4 Conflict of Interest

- 4.1 A Director who is a party to, or who has a material interest in any person who is a party to a material contract or proposed material contract with Swim Saskatchewan shall disclose the nature and extent of his or her interest at the time and in the manner provided by *The Non-Profit Corporations Act*. Any such contract or proposed contract shall be referred to the Board for approval even if such contract is one that in the ordinary course of Swim Saskatchewan's business would not require approval by the Board, and a director interested in a contract so referred to the Board shall not vote on any resolution to approve the same except as provided by *The Non-Profit Corporations Act*.
- 4.2 Any Director who has a real or perceived conflict of interest with any item of business at a meeting of the Board of Directors shall excuse himself or herself and leave the room at such time as that item is discussed and/or voted upon during the meeting.

Section 5 Vacancies and removal from office

- 5.1 Subject to *The Non-Profit Corporations Act*, the Board may fill a vacancy on the Board for the unexpired term, provided however that such vacancy shall be filled by another member, qualified to fill that position;
- 5.2 Subject to the provisions of *The Non-Profit Corporations Act*, the Board may, by resolution passed at a special meeting, remove any director from office and the vacancy created by such removal may be filled at the same meeting, failing which it may be filled by the Board;
- 5.3 A director ceases to hold office when he or she: dies, is removed from office by the Board, ceases to be qualified for election, becomes of unsound mind, is convicted of an indictable offence, ceases to hold the qualifications as a representative, fails to attend 3 consecutive Board of Directors meetings without reasonable cause, or his/her written resignation is sent or delivered to the Executive Director, or if a time is specified in such resignation, at the time so specified, whichever is later.



Swim Saskatchewan Inc.

BOARD OF DIRECTORS POLICIES

Type: Governance

Name: Board Job Description

Authority: Board of Directors

Policy Number: G-5

Date Approved: September 2003

Date Revised: Oct 2005, Jan 2009

Reference: *Non-Profit Corporations Act* Div. IX, Sect. 109; SSI Bylaws Art. 5, Sect. 3

The job results of Board activity, as distinguished from the activity of its staff, will be:

1. A link between the organization and its membership. Each Director will prepare a written report for presentation to the membership at the Swim Saskatchewan Annual General Meeting.
2. Written governing policies which, at the broadest levels, address:
 - *Strategic Goals:* Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good, for which people, at what cost).
 - *Governance Process:* Specification of how the Board conceives, carries out and monitors its own tasks.
 - *Board-Executive Director Relationship:* How power is delegated, and its proper use monitored; the role, authority, and accountability of the Executive Director.
 - *Competition:* Authoritative policies detailing membership, fees, sanctions, competitions, and appropriate behaviour and consequences of those involved in the sport of swimming.
 - *Administration:* Policies detailing the authority of program policies and technical packages, per diem and travel expense rates, determining policy review schedule, and Critical Incidents reporting.
3. Assurance of Executive Director's performance in achieving the results set out by the Board, through monitoring and evaluation of the Executive Director as outlined in policies on Board-Executive Director Relationship.
4. Fulfilling of legislated responsibilities as a Board of Directors as set out in *The Non-Profit Corporations Act* of Saskatchewan.
5. Fulfilling of individual responsibilities by members of the Board of Directors as set out in Board of Director Policies G-5.1 to G-5.10.
6. Training of volunteers is a priority, budgeted item.



Swim Saskatchewan Inc.

BOARD OF DIRECTORS POLICIES

Type: Governance
Name: Job Description--President
Authority: Board of Directors

Policy Number: G-5.1
Date Approved: June 2003
Date Revised: Sept '03, June '04, Oct '05,
Jan '11

Reference: Swim Sask Bylaw Art. 5, Sect. 3

The President of Swim Sask will be elected in accordance with the Bylaws of Swim Sask at an Annual General Meeting of Swim Sask. The President will serve a term of two years and may be re-elected for additional terms without limitation.

The duties of the President will be:

1. To set the Agenda and chair all Annual General Meetings of Swim Sask, all meetings of the Board of Directors of SSI, and any special meetings of Swim Sask.
2. To ensure that the minutes from all Board meetings and the Annual General Meeting are distributed in a timely fashion.
3. To sit, *ex officio*, on all Swim Sask Program Committees and Ad Hoc Committees, and to serve as resource person to the Directors of Program Committees and other members of the Board of Directors.
4. To vote, in accordance with the Rules of Order adopted by Swim Sask, at any General, Board or Committee meetings at which the President has been granted voting privileges.
5. To represent Swim Sask at the Swimming Canada Presidents' Council in accordance with Swimming Canada Policy.
6. To appoint and oversee a person to administer the process of approving meet packages and providing a sanction number.
7. On behalf of the Board of Directors, to advise the Executive Director, to ensure that all Swim Sask efforts are focused on the organization's vision, mission and strategic goals.
8. Together with the Master & Senior Officials Committee, to ensure that all swim competitions in Saskatchewan are sanctioned by Swim Sask and are conducted in compliance with the Swimming Rules of Swimming/Natation Canada.
9. To coordinate a verbal or written appraisal of the volunteer Directors if deemed necessary.

G-5.1 continued...



[Board Policy G-5.1 Page 2]

10. Together with the Vice-President, Administration and with the Executive Director, to ensure that monies are allocated appropriately to all programs of Swim Sask, and to ensure fiscal responsibility and prudence in the operations and administration of Swim Sask.
11. To conduct the annual performance appraisal of the Executive Director of Swim Sask, and to report the results of that appraisal to the Board of Directors in camera.
12. To recommend the compensation package for the Executive Director, for approval by the Board of Directors.
13. To ensure that all Policies and Procedures of Swim Sask are reviewed annually, that all Committees of Swim Sask conduct annual reviews of their Policies, and to present suggested amendments as required.
14. To chair, or appoint an appropriate chairperson for, any appeal to the Board by a member from any decision of the Discipline Committee.
15. To appoint Ad Hoc Committees established under the authority of the Board, as shall be required from time to time, including Harassment and Discipline Committees.
16. Together with the Executive Director, to ensure compliance of SSI with all requirements of an organization governed by *The Non-Profit Corporations Act*.
17. Together with the Executive Director, to ensure compliance with all required reporting to Sask Sport, Swimming Canada, and to any other organization with whom Swim Sask may from time to time have a reporting relationship.
18. Together with the Director, High Performance, to announce the names of swimmers selected to the High-Performance Teams of Swim Sask.
19. As directed by the Board, to suspend or expel with cause affiliated clubs or swimmers from Swim Sask.
20. To carry out any other duties as will from time to time be required, in order to fulfill the intent of the Bylaws of Swimming Canada or Swim Sask for the proper governance of Swim Sask.
21. To represent SSI on the Man/Sask committee as a voting member.