



Notice and Information Circular for the Sixth
**Annual General Meeting of
Members**

Wednesday, 3 August 2016

7:00pm

77 Carlton Street, Toronto, Ontario

Your participation is important!



Dear Members:

We invite you to attend **OUTSPORT TORONTO**'s sixth Annual General Meeting of Members, which will be held at 77 Carlton Street in Toronto at 7:00pm on Wednesday, 3 August 2016. We and our colleagues on the board of directors look forward to meeting you, presenting our view of **OUTSPORT TORONTO**'s activities for 2015, and outlining our plans for the future. We hope you can join us, and linger after the adjournment of the meeting for conversation over complimentary refreshments!

Please take the time to read this document and the Annual Report for 2015. This circular contains important information about the Annual General Meeting and the business to be conducted, voting, and the nominated directors.

OUTSPORT TORONTO's Annual General Meeting is open to all, although only registered nominees of member organisations may vote. We ask all member organisations to ensure their appointed nominee is at the Annual General Meeting. If your nominee cannot be present, then we ask that they either vote electronically or appoint a proxy to attend the meeting, as outlined in this circular. It is important that your organisation be represented in the voting.

Sincerely,

Shawn D. Sheridan
Chair of the Board

Lyle R. Brockman, CPA, CA
Secretary Treasurer

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AGENDA

You are invited to the sixth Annual General Meeting of Members of **OUTSPORT TORONTO**.

When: Wednesday, 3 August 2016
Proxy registration – 6:00pm – 6:30pm.
Nominee registration – 6:30pm – 7:00pm.
Meeting Commences – 7:00pm.

Where: Party Room, 77 Carlton Street, Toronto, Ontario.

Our meeting will cover:

Acceptance of the prior AGM minutes.

Year in Review: We will cover **OUTSPORT TORONTO**'s performance for the 2015 year, including reviewing the financial statements for the year ended 31 December 2015.

Looking forward: We will present our plans for 2016 and beyond.

Other business: If other items of business are properly brought before the meeting, or after any adjournment, you can vote as you see fit. We are not aware of any other items of business to be considered at this Annual General Meeting.

On Behalf of the Board



Lyle R. Brockman, CPA, CA
Secretary Treasurer

VOTING

Who Can Vote?

One Vote per Member

Each member organisation has a single vote. A member organisation is one that has submitted an application or reapplication form for membership for the 2016 year to the directors of **OUTSPORT TORONTO**, and that application for membership has been accepted by a majority vote of the directors at a directors' meeting.

Voting by Nominees

As part of the application or reapplication process, organisations are to appoint a nominee who is named on the application form. The nominee votes on behalf of the member organisation. Only nominees on record at the time of the Annual General Meeting of organisations whose membership has been accepted by the board in advance of the Annual General Meeting may vote. To check who is registered as your nominee, log into www.OutSportToronto.org, and from the organisations listing, click on your organisation. Your registered nominee will be displayed on your organisation's information page. If you need to change your nominee, please complete the form found at the bottom of the page at www.OutSportToronto.org/notify-us-changes, and ensure **OUTSPORT TORONTO** receives the signed form at least five business days prior to the AGM.

Voting by Proxy

A nominee can appoint a proxy to vote on behalf of the member organisation, with the endorsement of a signing officer of the member organisation. The proxy must be a member in good standing of the member organisation. Proxy forms can be found on **OUTSPORT TORONTO**'s website at www.OutSportToronto.org/annual-reports-and-information-circulars. The proxy must bring the completed and signed proxy form to the Annual General Meeting no later than 30 minutes before the meeting, and register with **OUTSPORT TORONTO**'s Secretary, providing photo-ID proof of identity. Registration within 30 minutes of the start of the meeting is at the discretion of the Secretary. Proxy registration will commence at 6:00pm on Wednesday, 3 August 2016, at the location of the AGM.

Voting Process

Voting Electronically by the Nominee

A nominee may vote electronically up to midnight on 2 August 2016. Electronic voting may be done by the nominee logging into **OUTSPORT TORONTO**'s website and navigating to www.OutSportToronto.org/forms/2016-agm-electronic-proxy-vote. Only nominees will have permission to access this form. A nominee may change her / his vote and / or delete that vote up until midnight, 2 August 2016, at which time electronic voting will close. Once the electronic voting period has closed, any electronic votes cast will stand as cast, and neither the nominee nor a proxy will have the right to cast a separate vote at the AGM, regardless of whether or not the nominee or a proxy is in at-

tendance. If the nominee or a proxy is in attendance at the AGM and other business arises (motions that were not part of the electronic voting form), the nominee or proxy will have the right to vote on such business. Electronic votes will be tallied and added to the votes cast at the AGM.

Voting in Person by Nominee or Proxy

Voting done in person at the Annual General Meeting – either by the nominee or by a proxy appointed by the nominee and authorised by a signing officer of the Member – will be done by a show of hands, to which will be added electronically cast votes. Should there be a tie vote, the chair has a casting (second) vote, in addition to the vote to which he may be entitled as a nominee, per **OUTSPORT TORONTO**'s bylaws.

BUSINESS OF THE MEETING

Call to Order and Acceptance of Prior AGM Minutes

OUTSPORT TORONTO's Chair (or Vice Chair in the event the Chair is unable to attend the meeting) will call the Annual General Meeting to order, and then will move to accept the minutes of the 6 May 2015 Annual General Meeting. Those minutes can be found on **OUTSPORT TORONTO's** website at <http://OutSportToronto.org/meeting-minutes/minutes-annual-general-meeting-%E2%80%94-wednesday-6-may-2015>. Please log in to the website to access those minutes.

Motion: To accept of the minutes of the fourth Annual General Meeting of **OUTSPORT TORONTO** of 6 May 2015.

Year in Review and Financial Statements

2015 was **OUTSPORT TORONTO's** sixth year of operation. An annual report for 2015 has been published in advance of the Annual General Meeting, and contains a review of the year as well as the financial statements for the year ended 31 December 2015. Highlights from the annual report will be covered, and questions from the floor will be entertained. The 2015 Annual Report can be found at www.OutSportToronto.org/annual-reports-and-information-circulars. **If you wish to refer to the annual report during the meeting, please ensure you bring your own copy, as copies will not be provided at the AGM.**

Motion: To accept the Annual Report of **OUTSPORT TORONTO** for the year ended 31 December 2015.

Looking Forward

Objectives and plans for 2016 and beyond will be presented. Again, questions from the floor will also be entertained following this portion of the meeting.

Election of Directors

Following is information about the candidates nominated to be directors, including their background, experience, and committees on which they serve in addition to being on the board.



Carole Brault | Director,
Member Services

Member, Notso Amazon
Softball League

History

- 2016 – Director, Member Services

Committees

- Member Services (Chair)
- Membership

Carole Brault has an educational background in Business Administration and Social Service Work, is certified in Life Skills Coaching, and is completing a Non-Profit Management Certification. Carole played recreational softball in grade school, returning to it eight years ago, when she joined the Notso Amazon Softball League. During that time, she volunteered as Social Representative and Team Representative for her respective teams during four seasons. Most recently Carole served as President of the league for over two years. Aside from softball, Carole plays flag football in Flags of Glory. It is a sport she first learned to play in high school. She understands how sport and recreation can contribute to an individual's health: physically, mentally and socially, and believes it is important to foster environments in which all individuals feel included. Carole is eager to start her work with OutSport Toronto in which she will assess members' needs and ultimately, help members deliver their services successfully.



Lyle Brockman | Secretary
Treasurer

Independent

History

- 2015 - 2016 – Secretary-Treasurer
- 2014 – Treasurer

Committees

Lyle Brockman has been a member of the Toronto Triggerfish Water Polo team since 2012. He holds a Bachelor of Business Administration from Wilfrid Laurier University, and is a member of the Institute of Chartered Professional Accountants of Ontario. His career has placed him in senior financial roles at entrepreneurial and multi-national corporations.

Lyle's first foray into Toronto's LGBT sports environment was through the Toronto Gay Football League. He has played three seasons in the league, and was proud to join its rep team, the Canadian Mounties, at the Chicago Pride Bowl of 2013. In addition to playing, Lyle has also volunteered his time as a sideline referee to support the league.

Lyle has been an enthusiastic participant with the Toronto Triggerfish Water Polo team. With a background in competitive swimming, he continues to adapt to a very demanding and strategic game. He has played in a number of tournaments on its Recreational team, including a Silver standing at Out Games 2013 in Antwerp and a fun time at Gay Games 2014 in Cleveland. Lyle also volunteered as Tournament Director for Toronto's

- Executive
- Finance (Chair)

annual international LGBT water polo tournament, Polopalooza 2014. Lyle intends to return to water polo once he has completed therapy for a shoulder injury.

Of all aspects of these activities, Lyle has enjoyed the camaraderie the most. He's had the opportunity to meet so many great people while playing in gay-friendly environments.



Bryan Fautley | Director, Marketing

Independent

Committees

- Marketing (Chair)
- Communications and Public Relations
- Member Services

Bryan has a deep understanding of the Canadian and international sport landscape, with a particular focus on how sport articulates as a sociocultural system. Educationally, Bryan finished his undergraduate degree at Queen's University in Physical and Health Education, specialising in sport sociology, where he focused the majority of his research on the intersections of sport, masculinity, and homosexuality. Upon completing his degree, Bryan returned to school to complete a Masters in the Organisation and Management of Olympic Events at the International Olympic Academy.

Professionally, Bryan currently works at the Canadian office of the Movember Foundation, where he is responsible for managing corporate partnerships. Prior to Movember, Bryan was the indoor program coordinator for the Ontario Volleyball Association (OVA). In this role, he managed the competition schedule for over 400 teams in Ontario, and was on the organising team responsible for the planning, organisation, and implementation of Ontario Championships – an annual marquee event consisting of over 6500 athletes from across the province. Outside of his direct responsibilities in organising and managing the youth competition schedule, Bryan was also the inclusion officer for the OVA, and was responsible for developing the transgender inclusion policy for the organisation.

Outside of work, Bryan has a passion for all sports – in particular volleyball, which he plays and coaches regularly.



Christine Hsu | Director, At Large

Christine Hsu is a fitness professional (personal trainer, group fitness/bootcamp class instructor) and currently an events coordinator in physical activity promotions to the student population at University of Toronto, particularly the LGBT community on campus. She is also a sports inclusion advocate in the LGBTQ community, where she is constantly looking for ways to make our recreational leagues as inclusive, welcoming and engaging as possible. Her passions lie in sports, physical activity, and inclusion and equity in sports. Growing up as an athlete with an absolute love for teaching and helping people, these passions continue

Member, Toronto Football Flag League (Women's Division)

History

- 2015 – Director, At Large

Committees

- Pride / SportZone
- Scrum

to shape the work she does in the community as a professional and dedicated volunteer.

As an alumna of the University of Toronto, she holds a Bachelor of Physical & Health Education and Bachelor of Education - she is also a certified member of Ontario Teachers College. Her extensive volunteer experience started during her academic career in her co-curricular involvement at U of T. Her co-curricular involvement and accomplishments were as follows:

- a goal tender of the Women's Varsity Lacrosse team;
- Vice President of Equity of the undergraduate association of her faculty;
- an executive member in coordination for Lead with Pride - LGBT Student Leadership Conference;
- Chair of University of Toronto Pride Planning Committee;
- Athletics Director of LGBTQOUT; and
- assistant coach of Junior Blues Girls' Lacrosse Programme.

She has been a frequent workshop facilitator in addressing homophobia and transphobia in sports and physical activity and continues to do so at University of Toronto in her current role. This line of work also continued upon graduation with PrideHouse TO as an education Specialist and volunteer lead. Her volunteer work extends to Toronto Distress Centres as a HELP line/Crisis Link volunteer, and recently, as a fitness influencer with IN Magazine. She is currently the chair for the Women's Division of Toronto Gay Flag Football League, where she seeks to engage as many women and trans folks to be physically active through learning and playing the sport. Moreover, she hopes to re/create spaces and new spaces to facilitate sports and physical activity, for those who may face more barriers to participate. More specifically, her goal is to help create and build better, inclusive, and healthier environments to engage people from the various LGBTQ communities in physical activities (with the intersectionality of different identities and anti-oppression framework in mind). She aims to help improve people's wellness as a whole, particularly in building communities with LGBTQ-identified people of all abilities.

Christine currently stays active playing flag football in her league in the summer, basketball in Rainbow Hoops and leagues alike, and running and training at the gym. She is always looking for ways to stay active and have fun - this includes learning and playing new games and sports as well as dancing.



Yanick Landry | Director, Membership

President, Toronto Gay Ski and Snowboarding Club

President, Toronto Gay Sailing Club

Member, Toronto Lesbian and Gay Tennis Association

History

- 2016 – Director, Membership
- 2015 – Vice Chair
- 2014 – Director, Membership and Member Services

Committees

- Membership (Chair)
- Member Services
- Games
- Pride / SportZone
- Scrum

Yanick Landry is the current president of both the Toronto Gay Ski and Snowboarding Club, and of the Toronto Gay Sailing Club. Under his direction, both organisations joined OUTSPORT TORONTO, which afforded him greater insights into the needs of the LGBTQ Sport’s Community.

While “coming out” late to the sport world, Yanick has been a long-time activist of LGBTQ rights, a founder and first director of the McGill Gay and Lesbian Legal Information Clinic, a first in North America, while a second year law student, convincing the faculty to grant graduating students credits for volunteer hours. He acquired his LL.B and BCL from McGill University where he joined the diving team, before studying for a Masters in Copyrights and Intellectual Property at Université Paris XI.

While his childhood memories of organised sports remain of the bullying type, he took to individual sports: swimming, windsurfing, biking, rollerblading and x-country running in the summer; downhill and x-country skiing in the winter. He also added snowboarding to his winter activities and has recently become an avid fly-fisher in the summer to spend more time with his Dad.

Balancing his career as a talent agent and partner at Newton Landry Management - one of Canada’s foremost talent agencies - with his family life with husband of twenty-one years Tommy and their adopted greyhound daughters Geisha and Stella, Yanick has previously dedicated his volunteer hours as president of the Talent Agents and Managers Association of Canada (TAMAC) and Greyhounds in Need of Adoption (GiNA).



Catherine Meade | Vice Chair

Member, Toronto Gay Football League (Wom-

Catherine Meade is the Director, Governance and Relationship Management with the Ontario Lottery & Gaming Corporation (OLG). She earned a B.P.E. degree from McMaster University; an M.A. degree focused on sport administration and management from the University of Alberta; and an LL.B. degree, *cum laude*, from the University of Ottawa and an M.B.A. from St. Mary's University in Halifax.

Prior to her current role with OLG, Catherine worked as the Director of Pan/Parapan Am Games Capital Projects for the City of Toronto. She worked as a lawyer, both private practice and in-house, for seven years before joining the City. She worked as a human rights/equity professional

en's Division)

History

- 2016 – Vice Chair
- 2012 - 2015 – Director, Games Committee

Committees

- Executive
- Finance
- Board Development

for eight years before entering the legal field.

Catherine has a long history of involvement in the LGBT movement. She attended the 1990, 1994, 1998 and 2002 Gay Games. As well, she led city teams preparing for each of those Gay Games and was a member of Toronto's Bid Team to host the 2002 Gay Games. In 2004, Catherine became a founding board member and Co-President of the Gay & Lesbian International Sport Organization (GLISA). As such, she oversaw the delivery of the 2006 World Outgames in Montreal, the 2005 North American Outgames in Calgary and the 2008 Asia-Pacific Outgames in Melbourne. In addition, she served on the Site Selection Committee for the 2009 World Outgames in Copenhagen.

Catherine also has an extensive volunteer background in mainstream sport, the highlights of which include working with the 1993 World University Games, the 1994 Commonwealth Games, the 1996 Olympic Games and the 1999 and 2011 Canada Winter Games.

Through the years, Catherine has served on the boards of the National Association of Women & Law, the Metropolitan Community Church Toronto, the Nova Scotia Rainbow Action Project, and numerous other community organisations such as women's shelters and the Black Educators' Association. Recently, Catherine served as a Co-Chair of PrideHouseTO for the 2015 Pan/Parapan American Games.



Shawn Sheridan | Chair
Member, Toronto Gay
Sailing Club

History

- 2010 –2016 - Chair

Committees

- Executive (Chair)
- Finance
- Partnerships and Development
- Board Development

Shawn has been involved in sport in various capacities for more than 30 years. He spent over 15 years actively involved in aquatics including as a National Lifeguard Service examiner, 14 years as an avid rock climber, nine years as a horseman, is a sailor, cross-county skier, and has dabbled in running, squash, and other sports activities.

The representative of Crag Crux Climbers, he was involved in the formation of **OUTSPORT TORONTO** as a member of the governance committee starting in 2009, and became **OUTSPORT TORONTO**'s first Chair in June of 2010. In addition to his long service to LGBT sport and recreation, Shawn sat on the board of Fife House for four years, serving on its finance and development committees.

Outside of sport, Shawn earned an Honours Co-op Bachelor of Mathematics degree from the University of Waterloo in Computer Science. He has held a number of executive-level information technology positions with national and international financial services firms, has worked in a variety of other industries including consumer packaged goods, retail, insurance, information technology consulting, and financial audit during his 28-year

- (Chair)
- Pride / SportZone
- Scrum
- Information Technology
- Marketing
- Communications and Public Relations

career, and runs his own information technology consulting company.



David White | Director, Community Outreach

President, Downtown Swim Club

Committees

- Community Outreach (Chair)
- Membership
- Member Services

David White is a member and current president of Downtown Swim Club. While primarily a recreational swimmer, he has participated in several competitions, including meets in Boston, Montreal and around the GTA. He is a long-time swimmer and worked as a lifeguard for six years.

Aside from swimming, David has been an active participant in many other sports, including softball, tennis, squash, rowing, dodgeball, running and biking and has competed in multiple triathlons.

David has a Bachelors degree in Business Administration and has held several positions in financial services and customer service. He has also volunteered as a financial literacy educator with grade 7 and 8 students. When not playing sports, he likes spending time outdoors and enjoys camping, hiking and fishing.

Motion: To acclaim the following individuals to the cited board positions:

1. Shawn Sheridan as Chair
2. Catherine Meade as Vice Chair
3. Lyle Brockman as Secretary Treasurer
4. Carole Brault as Director
5. Bryan Fautley as Director
6. Christine Hsu as Director
7. Yanick Landry as Director
8. David White as Director

SCHEDULE A: DETAILED AGENDA

1. Call to order and welcome.
2. **Motion:** To accept of the minutes of the third Annual General Meeting of **OUTSPORT TORONTO** of 6 May 2015.
3. Presentations by the directors:
 - a. Year in Review – Shawn Sheridan.
 - b. Financial Statements – Secretary Treasurer, Lyle Brockman.
 - i. **Motion:** To accept the Annual Report of **OUTSPORT TORONTO** for the year ended 31 December 2015.
 - c. Question period for 2015 results.
 - d. Looking forward – Catherine Meade.
 - e. Question period for 2016 and beyond.
4. Election of Directors – Chair, Shawn Sheridan.
 - a. **Motion:** To acclaim the following individuals to the cited board positions:
 - i. Shawn Sheridan as Chair,
 - ii. Catherine Meade as Vice Chair,
 - iii. Lyle Brockman as Secretary Treasurer,
 - iv. Carole Brault as Director,
 - v. Bryan Fautley as Director,
 - vi. Christine Hsu as Director,
 - vii. Yanick Landry as Director,
 - viii. David White as Director.
5. Other business.
6. Adjournment.

SCHEDULE B: PROXY VOTING POLICY

Section 28 of the by-laws of **OUTSPORT TORONTO** states as follows:

- (a) A Sports Organisation member in good standing with that member's nominee present at a meeting of members is entitled to one vote, cast by that member's nominee, who is entitled to speak and vote, and in all other respects exercise the rights of a member.
- (b) Voting is by show of hands.
- (c) Voting by proxy is permitted provided that there is a well-documented process in place as approved by the directors, and published at least with the same notice period as that for general meetings per 73(c), the publication of which must include all forms, materials, and other artefacts required to effect the proxy-voting process. Furthermore, that process must reasonably ensure the integrity of any votes cast by proxy.
- (d) In the case of a tie vote, the chair has a casting, or second, vote, in addition to the vote to which he or she may be entitled as a nominee.

A nominee of a sports organisation may appoint as a proxy any other member in good standing of that sports organisation to vote on behalf of the sports organisation at a general meeting of **OUTSPORT TORONTO** including an annual general meeting. The proxy may vote on any business as may be properly placed before the meeting.

The board of directors of **OUTSPORT TORONTO** ("Board") shall circulate to all member organisations a written voting proxy form prepared by the Board or its delegate at least three weeks prior to an annual general meeting. In the case of a general meeting that is not an annual general meeting, the Board shall circulate to all member organisations a written voting proxy form with as much advance notice as is reasonable.

The nominee must sign the voting proxy in the prescribed form. The voting proxy form must also be signed by a signing officer of the sports organisation unless the signing officer is the nominee.

A nominee of a sports organisation may vote electronically on any matter properly placed before a general meeting providing the vote is submitted at least 24 hours before the meeting is held. The Board shall set out in the notice of the meeting any motions upon which there is expected to be a vote. In the case of an annual general meeting the Board shall give at least three weeks' notice of any motions upon which there is expected to be a vote. In the case of any other meeting, the Board shall give as much advance notice as is reasonable.

It is understood that a nominee who votes electronically will not be in a position to vote on any motions arising during the course of a meeting unless the nominee or his or her proxy attends the meeting.

Electronic voting shall take place as follows:

1. Voting will take place through **OUTSPORT TORONTO**'s website.
2. Nominees who wish to vote electronically must log in to the website using their login ID and password.

3. All nominees will be informed of the URL at which can be found the electronic voting form.
4. Electronic voting will take place during the period indicated on the voting form, which will commence no later than two weeks and one day before the general meeting, be at least two weeks in length, and cease no later than 24 hours before the general meeting.
5. A nominee can change his / her vote as many times as he / she wishes by editing his / her submission up until the electronic voting close date. She / he can also delete her / his electronic vote up until that date. After that time, a nominee will not be able to vote electronically, nor will he / she be able to change or withdraw his / her electronic vote, which will stand as he / she cast it for the AGM.

Where a nominee has appointed a person to act as their proxy, the proxy must register with the Secretary of **OUTSPORT TORONTO** no later than 30 minutes prior to the start of the general meeting at which that proxy is acting in order for the proxy to be valid. Where a proxy registers within 30 minutes of the start of the general meeting at which that proxy is to act, acceptance of the proxy is at the sole discretion of the Secretary of **OUTSPORT TORONTO**. Proxies must bring photo-ID to validate their identity.

All proxies – including electronic proxies – shall count toward the quorum requirements set out in the bylaws of **OUTSPORT TORONTO**.

OUTSPORT TORONTO is generously funded in part by the Ontario Trillium Foundation.



The Ontario Trillium Foundation is an agency of the Government of Ontario.