



Notice and Information Circular for the Third Annual General Meeting of Members

Thursday, 6 June 2013

6:30pm

The 519 Church Street Community Centre

Your participation is important!



Dear Members:

We invite you to attend the third Annual General Meeting of Members of **OUTSPORT TORONTO**, which will be held at The 519 Church Street Community Centre in Toronto at 6:30pm on Thursday, 6 June 2013. We and our colleagues on the board of directors look forward to meeting you, presenting our view of **OUTSPORT TORONTO**'s activities for 2012, and outlining our plans for the future. We hope you can join us!

Please take the time to read this document and the Annual Report for 2012. 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 represented at the Annual General Meeting. It is important that your organisation's membership be represented in the voting.

Sincerely,

Shawn D. Sheridan
Chair of the Board

Darlene Homonko
Vice Chair of the Board

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AGENDA

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

When: Thursday, 6 June 2013, 6:30pm local time.

Where: The 519 Church Street Community Centre, 519 Church Street, Toronto, Ontario.

Our meeting will cover:

Year in Review: We will cover **OUTSPORT TORONTO**'s performance for the 2012 year, including reviewing the financial statements for the year ended 31 December 2012.

Looking forward: We will present our plans for 2013 and beyond.

Mission Statement Amendment: There will be a motion to amend the mission statement of **OUTSPORT TORONTO**. Please see **Mission Statement Amendment** on page 3.

Bylaws Amendments: There will be four motions to amend **OUTSPORT TORONTO**'s bylaws: i) to provide for more inclusive gender pronouns throughout the bylaws; ii) to explicitly define what we mean by the letters 'LGBT' used in the bylaws; iii) to broaden the definition of "Sports Organisation" to clearly include recreational activities; and iv) to permit voting by proxy at general meetings. **As these are changes to the bylaws, at least two-thirds of member organisations must be represented at the meeting by their registered nominee in order for us to make these changes. Please make sure your nominee is present at the meeting.**

Directors: Nominees will elect directors to our board. In the **Nominees for Election as Directors** section on page 5, you will find information about each nominated director, including their background and experience, and committee work. All directors are elected for a term of one year.

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 the Annual General Meeting.

On Behalf of the Board



Beth Beattie
Secretary

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 2013 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 Process

Voting is done in person at the Annual General Meeting. Voting by proxy at this general meeting is not permitted per the bylaws of **OUTSPORT TORONTO**.

Voting will be done by a show of hands. 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.

BUSINESS OF THE MEETING

Year in Review and Financial Statements

2012 was **OUTSPORT TORONTO**'s third year of operation. An annual report for 2012 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 2012. Highlights from the annual report will be covered, and questions from the floor will be entertained. The 2012 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.**

Looking Forward

Objectives and plans for 2013 and beyond will be presented. Again, questions from the floor will also be entertained following this portion of the meeting.

Mission Statement Amendment

Earlier in 2012, the directors of **OUTSPORT TORONTO** approved an amendment to **OUTSPORT TORONTO**'s mission statement as follows:

Original Mission Statement	Revised Mission Statement, changes highlighted in red
<p>OUTSPORT TORONTO serves and supports LGBT sport and recreation organisations in the GTA through</p> <ul style="list-style-type: none">▪ encouraging participation in sport within the LGBT community;▪ facilitating interaction and communication amongst member LGBT sport organisations;▪ providing opportunities for learning and mentoring;▪ effectively advocating to external parties to gain financial, policy, and other support to enable the organisation to achieve its goals.	<p>OUTSPORT TORONTO serves and supports LGBT sport and recreation organisations in the GTA through</p> <ul style="list-style-type: none">▪ encouraging health, healthy living, wellness, and well-being through participation in sport and recreation within the LGBT community;▪ facilitating interaction and communication amongst member LGBT sport organisations;▪ providing opportunities for learning and mentoring;▪ effectively advocating to external parties to gain financial, policy, and other support to enable the organisation to achieve its goals.

The change was made to better align **OUTSPORT TORONTO**'s mission statement with its values – particularly its value of healthy living – and to ensure that funders, partners, allies, and others with whom **OUTSPORT TORONTO** works better understand the motivations behind this particular aspect of **OUTSPORT TORONTO**'s mission. This wording has been used in various materials since June 2012. We are asking the membership to ratify this change to our mission statement.

Motion: To ratify the change in wording of **OUTSPORT TORONTO**'s mission statement so that the first detailed bullet reads, “encouraging health, healthy living, wellness, and well-being through participation in sport and recreation within the LGBT community”.

Bylaw Amendments

OUTSPORT TORONTO's directors feel there are four bylaw changes that are appropriate for the organisation at this time. Those four amendments are explained here along with their accompanying motions. **Note that if we do not have the necessary two-thirds or better representation from member organisations per the bylaws paragraph 76 to sustain an affirmative vote of at least two-thirds of current member organisations, we will not be able to pass these motions, and thus they will not be put forward as part of the meeting. Please make sure your registered nominee is present at the meeting.**

Inclusive Genders

While paragraph 2 of the bylaws deals with inclusive language after a fashion, indicating in particular that “words importing a male person include a female person”, the directors of **OUTSPORT TORONTO** feel that, given our value of inclusivity, it would be better to make this paragraph and the rest of the bylaws more inclusive with respect to gender. In particular, the directors believe that the wording around male and female persons and corporations should be removed from this paragraph, and throughout the bylaws, appropriate use of “he / her / it”, “her / his / its”, and “him / her / it” should be used (with appropriate modification to drop the various ‘it’ forms when not referring to a corporation).

Motion: To change the wording of **OUTSPORT TORONTO's** bylaws paragraph number 2 so that it reads, “Words importing the singular include the plural and vice versa [full stop]”, and, to modify the use of words importing a male person throughout the bylaws to explicitly include a female person, and where applicable, a corporation.

Clear Definition of the Acronym ‘LGBT’

Paragraph 6 of the bylaws refers to ‘LGBT’ without the term being defined. The board of directors felt that an inclusive definition of the acronym was warranted to again ensure our value of inclusivity. As a result, we propose adding an additional definition as per the following motion.

Motion: To add a new sub-paragraph 1(a)(viii) to **OUTSPORT TORONTO's** bylaws that reads, “‘LGBT’ means lesbian, gay, bisexual, transgender, transsexual, intersex, queer, questioning, two-spirited, and other members of sexual- and gender-divers communities, and allies to those individuals who identify as one or more of the aforementioned classes of individuals.”

Expansion of the Definition of ‘Sports Organisation’ to Explicitly Include Recreation

Per bylaws sub-paragraph 1(a)(vi), a “Sports Organisation” is defined as, “an organisation, league, team or group that is involved in a recreational or competitive *sport*,” (emphasis added). While most of **OUTSPORT TORONTO's** member organisations are indeed involved in what many would generally consider a ‘sport’, others may conform less to the popular notion of ‘sport’. That these organisations are arguably in a ‘grey area’ does not diminish their value in “encouraging health, healthy living, wellness, and well-being

through participation in sport and recreation”. Indeed, there are current member organisations that have been members since **OUTSPORT TORONTO**’s inception that fall into this ‘grey area’, and the original intent was never to exclude them. As a result, **OUTSPORT TORONTO**’s directors feel that the definition of ‘Sports Organisation’ should be expanded as per the following motion.

Motion: To change the wording of **OUTSPORT TORONTO**’s bylaws sub-paragraph number 1(a)(vi) so that it reads, “‘Sports Organisation’ means an organisation, league, team or group that is involved in a recreational or competitive sport, or recreation activity that encourages health, healthy-living, wellness, and well-being;”.

Ability to Vote by Proxy at General Meetings

Per sub-paragraph 28(c) of the bylaws, voting by proxy is not permitted. **OUTSPORT TORONTO**’s directors nonetheless recognise that **OUTSPORT TORONTO**’s member organisations are led by volunteers, who may have competing obligations when general meetings are called. The directors do not wish to exclude the participation of member organisations in general meetings, and so propose a change to sub-paragraph 28(c) as per the following motion.

Motion: To change **OUTSPORT TORONTO**’s bylaws sub-paragraph 28(c) so that it reads, “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.”

Nominees for Election as Directors

Following is information about the nominated directors, including their background, experience, and committee work to date.



Beth Beattie | Secretary

Nominee for and Executive member of Triggerfish Water Polo

History

- 2012 – Secretary

Born in Toronto, Beth grew up playing many sports. She played college basketball and soccer while in university at King’s College, Halifax. Upon returning to Toronto to start her career, Beth played soccer with Pink Turf and basketball with Rainbow Hoops.

An experienced scuba diver, Beth has a love of water. She has been swimming with the Downtown Swim Club for many years. Her passion over the past four years has been playing water polo with the Toronto Triggerfish. She has attended the International Gay and Lesbian Aquatics Association tournaments in Washington, DC and Reykjavik, Iceland.

A keen runner, Beth has participated in many road races including

Committees

- Executive
- Fundraising and Development
- Membership and Member Services
- Pride / SportZone

the Boston Marathon. In recent years, she has focussed on trail racing, earning top honours in her age category in 2011 at the Southern Ontario 5 Peaks Trail Racing Series. Beth has taken part in many dualthons and triathlons.

Professionally, Beth was called to the bar in Ontario in 1994. As a litigator at Fasken Martineau, she gained experience in the areas of class actions, libel and slander, professional negligence and insurance defence. Seeing the drawbacks of traditional civil litigation, Beth returned to school to obtain a Master of Laws in alternative dispute resolution from Osgoode Hall in 2002.

Beth is currently counsel at the Ministry of Health and Long-Term Care where she practices in the areas of mental health, human rights and Ontario health insurance.

Being a team player is an integral part of Beth's life. She brings a collaborative approach to her work and to boards on which she sits as a director.



Stephanie Bell | Director, Fundraising and Development

Member, Pink Turf Soccer League

History

- 2012 – Director, Fundraising and Development

Committees

- Fundraising and Development (Chair)
- Pride / SportZone

Sport has played an integral role in Stephanie's life for as long as she can remember. Growing up outside of Ottawa, she got her start in sports playing competitive soccer. In high school, she discovered Taekwon-do, the 'art of hand and foot'. She has spent more than a decade practicing and studying Taekwon-do and holds a second degree black belt. She feels passionate about the inclusion of women in martial arts and encourages everyone to look to these arts in their pursuit of a holistic approach to health and wellbeing, fitness, and personal development. Stephanie has been an enthusiastic member of Toronto's Pink Turf Soccer League since 2010.

Stephanie is currently pursuing a Master of Public Health degree with a specialization in Health Promotion. Her research focuses on the use of sport as a health promotion tool for sexual minority populations. She works at the Ontario HIV Treatment Network's Knowledge Translation and Exchange Unit, where she helps move research evidence into action in the health policy sphere.

Stephanie believes that sport can play an instrumental role in the development, healthy socialization, and cohesiveness of Toronto's queer community. As **OUTSPORT TORONTO's** Director of Fundraising and Development, she strives to ensure that the importance of the organisation's objectives is recognised by funders

and that it has the means and sustainability to meet the needs of its members.



David Carter | Treasurer
Independent

History

- 2012 – Secretary Treasurer, Treasurer

Committees

- Executive
- Finance Committee (Chair)
- Fundraising and Development

David Carter was attracted to **OUTSPORT TORONTO**'s mission, vision, and values, and decided he wanted to get involved. Active in swimming, cycling, running, and rollerblading, David has also been a contributor to the LGBT community volunteering for Fife House, and has many fond memories of being a 'Friendly Visitor' for Cabbagetown's Central Neighbourhood House, as well as fulfilling duties with its board.

OUTSPORT TORONTO is delighted to have David as Treasurer, as he is licensed in Canada as a Chartered Accountant (CA) and a Certified Management Accountant (CMA), and in the US as a Certified Public Accountant (CPA). David also holds a Bachelor of Science degree from the University of Waterloo.

As a seasoned executive, David is President of Canada Film Capital ('CFC') which is Canada's leading film and television tax incentive financing and administration company serving productions from coast to coast. CFC's client base includes the major American film and television studios as well as many of the US and foreign independent studios which come to Canada to produce film and TV projects. He is also Executive Vice President of CFC's sister company, Entertainment Partners (EP) Canada.



Darlene Homonko | Vice Chair
Independent

History

- 2012 – Vice Chair

Committees

- Executive
- Partnerships and Advocacy (Chair)
- Finance

An athlete, lifelong competitor and fitness geek, Darlene Homonko started her athletic career playing basketball with the Quebec Basketball Federation in their junior and senior programs, rising to Captain of the Quebec team in the summer of 1980 and Vanier College in 1980-81. Having acquired a scholarship to play Division 1 in the USA, she left Canada in 1981 to play the next four years at the University of Rhode Island. Lettering in three out of her four years where she was a swing guard and shooting forward, she helped a talented and determined WRAMS team upset Rutgers in the Atlantic 10 Conference Championship semi-final in 1984. Following her time in Rhode Island, Darlene assisted Dalhousie University as an Assistant Coach for the varsity basketball team in 1986-87.

A passionate Montreal Canadiens fan, Darlene has a love of hockey that goes back to when she was a very little girl. She finally had her opportunity to play the game when she moved back to Toron-

■ Fundraising and Development

to in 1989. Over the next 23 years she played competitive hockey in Toronto, making it up to the A level and double BB where she played center and wing for a variety of teams in the GTA. A gifted goal scorer and unselfish play maker, she continues to play at the recreational level. While not playing hockey in the summer she developed a love for golf and as a competitive golfer regularly competed in the Toronto Star Amateur, Ontario Amateur and other GAO Team events during the period of 1998-2012. She currently is a member of the Trafalgar Golf and Country Club in Milton, Ontario.

In 2012, Darlene placed her fitness commitment and training ethic to the challenge of completing her first marathon which she did in Toronto last October. She is now planning to run her second one in Chicago in October 2013 and knows this may be a permanent thing.

"Sport has always been and continues to be such an important part of my life. Sport has helped me become the person that I am and the people I have met have helped shape my life and helped me realise my gifts. I believe we are meant to share those gifts and give back to the community that helped us get where we are and who still inspire us to go further and accomplish what we dare to dream."

Professionally, Darlene has over fifteen years' experience in life sciences commercialisation. She is a Senior Business Development Officer for the Samuel Lunenfeld Research Institute at Mount Sinai Hospital in Toronto, Ontario where she is actively engaged in commercialising new medical technologies. She began her career as a key member of Milestone Medica Corporation, an early stage Canadian Biomedical Venture Fund and has held senior management posts at the University of Toronto and at the Golden Horseshoe Bioscience Network where she was Executive Director and spearheaded the formation of a vibrant bioscience cluster. A natural at engaging people and developing partnerships, she has a strong background in intellectual property management, technology evaluation and business development for start-up companies and small businesses. Darlene holds a Ph.D., Neuroscience from the University of Toronto, Institute of Medical Sciences; a M.Sc., Kinesiology from Dalhousie University; and a B.Sc., Physical Education, Health, General Science from the University of Rhode Island.



Catherine Meade | Director, Games Committee

Member, Toronto Gay Football League

History

- 2012 – Director, Games Committee

Committees

- Games (Chair)

Catherine Meade is the Director, Multi-Sport Games for the City of Toronto. In this role, she leads the Parks, Forestry and Recreation Division’s 2015 Pan/Parapan American Games Branch and has ultimate oversight over the 2012 Ontario Summer Games. 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.

Catherine has a long history of involvement in the LGBT movement. She was the President of Womospace, a lesbian social and recreational organisation in Edmonton in the early 1990’s. 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, Catherine 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.

Before commencing her law degree, Catherine worked as a human rights/equity professional for eight years with organisations such as: the Canadian Human Rights Commission, Acadia University and the Nova Scotia Barristers’ Society.



James Scott | Director,
Membership and Member
Services

Nominee for Toronto Gay
Hockey Association, Com-
missioner of Toronto Gay
Football League

History

- 2012 – Director, Mem-
bership and Member
Services
- 2011 – Director, Mem-
bership and Member
Services

Committees

- Membership and Mem-
ber Services (Chair)
- Games
- Pride / SportZone
- Scrum (Chair)

Joining the Cabbagetown Group Softball League introduced James to Toronto’s best kept secret — a thriving, inclusive, and healthy community of LGBT-friendly athletes. Through friends he made on his softball team, he was introduced to the gay curling league, and has since joined the Toronto Gay Hockey Association. He became involved in an informal football “pick-up” game in 2009, and then with a team of committed volunteers, took up the task of establishing the Toronto Gay Football League. First as assistant commissioner, and now as commissioner, he saw the league launch in 2010 with over 75 players, and is looking forward to year four, with the league at capacity (eight teams, 120 players).

James has a great appreciation for the power of sport to create a community of inclusiveness and healthy living. He is thrilled to be a part of the **OUTSPORT TORONTO** board, as Director of Member-ship and Member Services.



Shawn Sheridan | Chair
Member, Central Canada
Gay Rodeo Association

History

- 2012 – Chair
- 2011 – Chair

Shawn has been involved in sport in various capacities for more than 25 years. He spent over 15 years actively involved in aquatics including as a National Lifeguard Service examiner, 11 years as an avid rock climber, seven years as a horseman, is a sailor, cross-county skis, 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.

Outside of sport, Shawn has held a number of executive-level positions with national and international financial services firms, has worked in a variety of other industries including consumer pack-

- 2010 – Chair

aged goods, retail, insurance, and financial audit during his 25-year career, and runs his own web delivery and information technology company.

Committees

- Executive (Chair)
- Finance
- Fundraising and Development
- Partnerships and Advocacy
- Board Development (Chair)
- Pride/ SportZone
- Scrum

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

1. Shawn Sheridan as Chair
2. Darlene Homonko as Vice Chair
3. Beth Beattie as Secretary
4. David Carter as Treasurer
5. Stephanie Bell as Director
6. Catherine Meade as Director
7. James Scott as Director

SCHEDULE A: DETAILED AGENDA

1. Call to order
2. **Motion:** To accept of the minutes of the second Annual General Meeting of **OUTSPORT TORONTO** of 29 April 2012.
3. Presentations by the directors:
 - a. Year in Review – Chair, Shawn D. Sheridan
 - b. Financial Statements – Chair, Shawn D. Sheridan
 - c. Looking forward – Vice Chair, Darlene Homonko, and Director, Membership and Member Services, James Scott
4. **Motion:** To ratify the change in wording of **OUTSPORT TORONTO**'s mission statement so that the first detailed bullet reads, “encouraging health, healthy living, wellness, and well-being through participation in sport and recreation within the LGBT community”.
5. Bylaw Amendments
 - a. Inclusive Genders – **Motion:** To change the wording of **OUTSPORT TORONTO**'s bylaws paragraph 2 so that it reads, “Words importing the singular include the plural and vice versa [full stop]”, and, to modify the use of words importing a male person throughout the bylaws to explicitly include a female person, and where applicable, a corporation.
 - b. Clear Definition of the Acronym ‘LGBT’ – **Motion:** To add a new sub-paragraph 1(a)(viii) to **OUTSPORT TORONTO**'s bylaws that reads, “‘LGBT’ means lesbian, gay, bisexual, transgender, transsexual, intersex, queer, questioning, two-spirited, and other members of sexual- and gender-divers communities, and allies to those individuals who identify as one or more of the aforementioned classes of individuals.”
 - c. Expansion of the Definition of ‘Sports Organisation’ to Explicitly Include Recreation – **Motion:** To change the wording of **OUTSPORT TORONTO**'s bylaws sub-paragraph number 1(a)(vi) so that it reads, “‘Sports Organisation’ means an organisation, league, team or group that is involved in a recreational or competitive sport, or recreation activity that encourages health, healthy-living, wellness, and well-being;”.
 - d. Ability to Vote by Proxy at General Meetings – **Motion:** To change **OUTSPORT TORONTO**'s bylaws sub- paragraph 28(c) so that it reads, “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 arte-

facts required to effect the proxy-voting process. Furthermore, that process must reasonably ensure the integrity of any votes cast by proxy.”

6. Election of Directors – Chair, Shawn D. Sheridan

- a. **Motion:** To acclaim the following individuals to the cited board positions:
 - i. Shawn Sheridan as Chair
 - ii. Darlene Homonko as Vice Chair
 - iii. Beth Beattie as Secretary
 - iv. David Carter as Treasurer
 - v. Stephanie Bell as Director
 - vi. Catherine Meade as Director
 - vii. James Scott as Director

7. Other business

8. Adjournment

- a. **Motion:** To adjourn this Third Annual General Meeting of Members.

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



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