

Run Ottawa / National Capital Marathon Inc.
Annual General Meeting, 7 p.m.
Bayview Yards, 7 Bayview Station Rd. & Zoom Virtual Meeting
AGM Minutes - November 22, 2022

Board Members Present:

Fred Pelletier (Chair, Run Ottawa)
John Baizana (Vice Chair)
Suzanne Robertson (Treasurer)
Ian Hunter (Secretary)
Tracy Shouldice
John Halvorsen
Patrick Girard

Staff Members Present:

Ian Fraser (Executive Director)
Lisa Georges
Joe DuVall
Dave Morrow
Danielle Avery
Morgan Hunter
Jenn Tuthill
Al Macartney
Ankur Sehgal

Other Board Members Present (online): none

Board Members Absent:

Amanda Sandhu

List of All Members Present: See Attachment B

Non-member Attendees: none

Note: These minutes are best read in conjunction with Attachment A, the 2022 AGM Report, available for members’ viewing on the Run Ottawa website.

1. **Call to Order, open meeting, establish quorum (Fred Pelletier)**

Fred Pelletier opened the meeting at 7:30 p.m. Quorum was established. Fred mentioned that the meeting is being held on the unceded and unsundered territory of the Algonquin and Anishinaabe People.

Note: all attendees registered in the days before the AGM meeting. The AGM had **58** members attending in person and virtually, including board and staff. (Note: we had 64 attendees in 2021, 108 in 2020, 81 in 2019, 51 in 2018, 56 in 2017, 44 in 2016, 39 in 2015.)

2. **Approval of Agenda**

- 1 Call to Order
- 2 Approval of the Agenda (Fred)
- 3 Approval of the 2021 AGM Minutes (Fred)
- 4 Board of Directors Report (Fred)
- 5 Executive Director’s Report (Ian)
- 6 Board of Directors Elections (Ian/Patrick)
- 7 Financial Report (Suzanne)
 Appointment of the Auditor (Suzanne)
- 8 Membership Report (Lisa)
- 9 Questions & Answers (Ian/ Fred)
- 10 Adjournment (Fred)

Moved by Tracy Shouldice and seconded by Christophe Rene to approve the agenda. All in favour - motion approved.

3. **Approval of 2021 AGM Minutes**

(Attachment A, slides 4-5)

The minutes were on the Run Ottawa website and on the Zoom Chat.

Moved by Suzanne Robertson and seconded by Ingrid Koenig to approve the 2021 Annual General Meeting minutes. All in favour – motion approved

4. **Board of Directors’ Report (Fred Pelletier)**

(Attachment A, slides 6-7)

Fred introduced the Run Ottawa board members in the audience. He described the past two-and-a-half difficult years, but said Run Ottawa is now more hopeful, stable, energized and possibly more optimistic than it has ever been. This is to the credit of the executive director and the talented people in the Run Ottawa office. The organization works well. Fred talked about the preparation of new strategic plan, thanks to the efforts of Tracy and Suzanne and others, the charity fundraising (more on that later), and the work on diversity and inclusion. We’ve also reduced waste and become greener.

Fred described the work of Patrick Girard on the nomination process (attracting new board members) which has strengthened our succession planning.

Regarding the members who are leaving the board, John Halvorsen has been around longer than any of us and we are indebted to him. Tracy Shouldice and Suzanne Robertson have contributed hugely as volunteers, and brought talents to the board that we needed for strategic planning. Lynda was the former board chair, and she was very encouraging. She put a lot support towards women’s events in the community.

Fred thanked everyone in the running community who helped. For example, Ingrid stepped in at the last minute to manage race weekend’s recovery area, a very important part of the event.

Fred and Ian Fraser presented awards to the departing board members. The indigenous prints were specifically chosen for each individual.

5. Executive Director’s Report (Ian Fraser)

(Attachment A, slide 10-16)

Ian Fraser reminded members that it was three years ago when he stood giving his report along with (now) Mayor Sutcliffe. Since then, with the pandemic, it has been an incredibly challenging time.

The last two AGMs were mostly ‘virtual.’ It’s special to have people attending in person. Ian said that the board has been positive and impactful, and he then introduced the team members by name and thanked them.

Ian discussed the first in-person events, held in late 2021, starting with Run to Empower, and the 9 Run Run, both of which we ran with safety measures in place.

Race weekend in May 2022 had 25,665 participants. Registration was opened in blocks, so that we could judge how the pandemic was going before opening the next block. The Omicron variant slowed registrations, but we finished strong. However, attrition (no shows) reduced the numbers, mainly because of pandemic fears.

During the pandemic, the Charity Challenge raised over \$2 million, and in 2022 it raised \$1.1 million for 61 charities. Since the program started, it has help put \$6.5 million into the community.

We now have the ‘green bib’ program for all our running events, which gives people a choice regarding whether to receive medals.

For sponsors, when Scotiabank left, we brought Tamarack along with a longer-term sponsorship. Desjardins was brought in as the title sponsor for our Charity Challenge. Desjardins became an active partner and got involved in many aspects of our events, and their involvement has helped increase the donations received.

Ian discussed some of the other new and returning sponsors: Tartan (sister company to Tamarack), Otto’s Ottawa, Subaru, BMW, ABC – Athletic Brewing Company (largest non-alcoholic brew), Xact Nutrition, Nuun, Runkeeper, and others.

Regarding our partnerships, we put on other races, like the Canada Army Run which was postponed until November 2022 due to the passing of the Queen. We did their 5k and 10k races, and the event will likely bring back the half-marathon, starting in 2023.

We've done two in-person 9 Run Run events (2021 and 2022) and next year we play a larger role. The Wiggle Waggle was lots of fun. For the Canadian Cross Country Championships, we're at the Terry Fox facility this year and we've got a great course.

We adopted the new strategic plan last fall, and it's a living document. It honours our important history since 1975. In 2022, we had 19 key performance indicators (KPI), and we did well on 14 of these, and not well on the other 5. This coming year, we will address diversity, inclusion and the kids' run program.

In 2023, we will look at our KPIs, how we're doing and what we need to do. Our strategic planning committee will add some non-board members to help us with this work.

Race events had experienced a boom until about 2016, and then in recent years some people wanted different race experiences while others wanted to have the same sort of race-type event. We are committed to hosting the best 10k Canadian championships, and bringing in the best world-marathon runners that we can. In 2022, we had the fourth-fastest marathon time (2:06:04) on North American soil.

This year you may have noticed that at race weekend we brightened up our colour palette, and as well used digital boards to highlight our sponsors and provide content.

Also this year, after the elites finished their doping controls, we invited them to receive their awards in front of cheering crowds at the beer garden. That was a success.

The road ahead is not going to be smooth in these inflationary times, but there is a lot of promise. Registrations for 2023 race weekend are tracking ahead of the two pre-pandemic years, so that is giving us optimism.

6. Board of Directors Elections (Patrick Girard/Ian Fraser)

(Attachment A, slides 17-19)

Patrick, chair of the board's Nominations Committee, talked about the approach taken for this year's board elections, to come up with a board-recommended slate of candidates (nominees).

The process was as follows:

- the board discussed the various skill sets needed in the four nominees, e.g., legal, financial
- the committee did its first call-out for potential nominees to the board, and these came in June
- the committee asked for cover letters and CVs, to confirm their interest in serving on the board
- after a review the committee came up with a short-list of candidates
- short-listed candidates were interviewed, and a decision was made whether or not to expand the search
- the committee confirmed their 4 choices for nominees, and presented the names to the board

- in October, the board reviewed the committee-recommended slate of candidates and related information, and gave its approval
- the biographies of the four candidates were circulated to Run Ottawa members along with the other AGM materials

The vote was called, and ballots circulated. The four board-recommended candidates were:

Aaron Bruce
Fiona Harper
Domenic Caminiti
Ian Joiner

Note: The ballots were counted while the meeting continued. The vote confirmed the four names elected to the board.

7. Financial Report and Appointment of Auditor (Suzanne Robertson)

(Attachment A, slides 21-23)

Suzanne said that Run Ottawa came out of the pandemic in a very strong financial position. “Hats off” to Ian for this.

Suzanne mentioned that the board has created a “Finance and Audit Committee” to oversee the financial statements, budgets, the budget forecasts, and to do risk analyses. We are looking at ways of tightening up our financial processes.

Suzanne asked Ian to present the audited financial statements.

Briefly:

- Asset values haven’t changed much from 2021 to 2022. (The fiscal year end is July 31st.)
- Statement of Operations shows much higher revenues in 2022. Our sponsorships at \$473k are higher than projected, and may hit \$600k in 2023. Event operations were higher than in 2021 due to the in person races, and the net revenue line shows a small surplus of \$78k. It’s our first surplus since 2017.
- Responding to several questions:
 - a) Registration revenue is from the in person races.
 - b) Our product-sales income increased in 2022.
 - c) Most of the Covid-support income came during the 2021 fiscal year. Miscellaneous revenue includes a Reconnect Ontario grant of \$185k. There is also a \$40k liability, which involves a loan repayment to Canada at the end of 2023.
 - d) Staffing costs include some legal expenses for drafting contracts and costs for marketing work that we’ve brought in house since 2019.

e) Inflationary pressures will increase staff costs in the future.

Suzanne thanked Ian and introduced the motion to re-appoint auditors for the 2022-23 fiscal year.

Moved by Katrina Byrd and seconded by Jill Page that Ouesley Hanvey Clipsham Deep LLP be reappointed auditor for Run Ottawa. All in favour - motion approved.

8. Membership Report (Lisa Georges)

Lisa Georges took the chair. (Attachment A, slides 24-27)

Fred introduced Lisa Georges to present the Membership Report.

- Membership levels have dropped from about 880 before the pandemic to about 440 now.
- During 2022 we had Omicron, the convoy occupation, the windstorm, and this was followed by many in person race events. We had great participation and volunteers at our events.
- The Membership Committee meets once per month to discuss membership activation and plans for 2023. Lisa thanked the committee members.
- The AGM has iPads set up in the room so that members can renew their memberships.
- We have an ambitious goal to increase donations to the Charity Challenge. Members are encouraged to look through the list of charities and organize to raise funds, i.e., run for a purpose. Ottawa has the capacity to raise more funds than, say, Toronto.
- Race Roster is helping us track members volunteering, including with the Run Ottawa Point Series. Ron McBride and Tina Wibe managed the point series until very recently, and we thank them.
- Lisa thanked everyone for coming this evening.

9. Questions and Answers (Ian Fraser)

Answers:

- Our Health and Fitness Expo will be moving back to Lansdowne Park (after several years downtown). We plan to make accessible for race participants the news conference for the elite runners. We are looking into other ways participants can engage with these runners.
- For the Charity Challenge, we try to make it as simple as possible for charities to sign up and take part. We are at 33 charities so far this year, which is really good.
- In late 2021, we signed on to the United Nations Framework Convention on Climate Change. A summer co-op student worked with us preparing the submission of information for the UN. There are targets around emissions, etc., which we have to meet. For instance, our race-event cups and Xact nutrition wrappings are compostable or recyclable. We are presenting fewer medals. Shirts, all of 100% recycled material, are purchased rather than given away. Our

‘recovery’ food is in compostable bags. In the future we hope to increase participants’ use of public transportation to reduce the carbon footprint.

- For our online store, we will be expanding our apparel and merchandise offerings, including eyewear. We are looking to partner with a premier running brand to present items available solely for our members, to further enhance value for membership.
- Unwanted finishers’ medals can be taken to AIM Medal Recycling.
- We are looking again at trail running for 2023, given that there is a void in that market.
- Inflation has had a massive impact on our operations. Race infrastructure, e.g., fencing, porta-potties, etc., have gone up 19-30 % in price at a minimum. For example, porta-potties have gone up 26% from 2019 to 2022. Our race registration fees have gone up only about 10%, so the increased fees are falling behind our increased costs. Other comparable activities (e.g., skiing, wilderness tours, US races) cost much more. One challenge is to attract young people to our races, and so we’ve extended discounted youth prices to age 25. Other registration fees in effect are supporting the lower youth pricing.
- Coming up, we will be moving our base for race weekend to Lansdowne Park. This will be done in stages as the facilities there change and then become available to us. We are getting pre-approvals for some of our race routes, and may be coordinating with the annual Glebe garage sale which is the same weekend. Meanwhile, our future use of Confederation Park downtown may become more restricted.
- To be financially sustainable, race weekend has to attract at least 30,000 participants.
- Along with the move to Lansdowne Park, we need to work with the City to encourage runners use public transportation. Other cities, like Boston and New York, allow runners to use their bib for transit access.

11. Adjournment

Fred invited members to stay after the meeting to ask questions with Ian, and chat with the departing board members. He thanked everyone for coming to the AGM.

Moved by Gary Ruch, seconded by David Dazé to adjourn the meeting. All in favour – motion approved.

The meeting adjourned at 8:57 p.m.

Attachment A - the 2022 Run Ottawa AGM Report

Attachment B - Attendees:

In person:

Aaron Bruce
Al Macartney
Alana Prudhomme
Ankur Sehgal
Ben-Zion Caspi
Chris Huddleston
Chris Ouimet
Christophe Rene
Cindy Southgate
Cynthia Daley
Danielle Avery
Danny Jeannot
Darene Toal-Sullivan
David Dazé
Dennis Ferris
Fiona Harper
Fred Pelletier
Gary Ruch
Gleb Otochkin
Guy Lavergne
Hieu Nguyen
Ian Fraser
Ian Hunter
Ingrid Koenig
In-Leng Ng
Jenn Tuthill
Jennifer Rae Brown
Jill Page
Jinny Jobin
Joe Du Vall
John Baizana
John Halvorsen
Judy Andrew Piel
Katrina Byrd
Kuniko Soda
Lorna Palmer
Lisa Georges
Mark Wigmore
Martina McGinn
Morgan Hunter
Richard Borsos
Sally Carpenter
Soo Owens
Stefanie Kotschwar

Suzanne Robertson
Tom Lawson
Tracy Shouldice.

Online:

Brian O’Malley
Cassandra Wilson
Derick Yung
Domenic Caminiti
Hannah Manning
Lynn MacDonald
Ron McBride
Ryley Hembruff
Shona Kemp
Tina Wibe
Todd Shannon
Umakanth Thiruganam

Note: during 2022-23, these are the board members and their current term’s end-dates:

Elected 2022

- Aaron Bruce - 2025
- Domenic Caminiti - 2025
- Fiona Harper - 2025
- Ian Joiner - 2025

Elected 2021

- Amanda Sandhu (was Pinch) - 2024
- John Baizana - 2024

Elected 2020

- Fred Pelletier - 2023
- Ian Hunter – 2023
- Patrick Girard – 2023

Starting with the November 2019 AGM, all board elections will be for a three-year term, and board members are then eligible for re-election to one three-year term, i.e., for a maximum of 2 terms. When there is a mid-term vacancy, the board may appoint a board member.

All of the 2022-23 board members are serving their first three-year term.