

## **MEETING MINUTES**

### **1. Call to Order**

The meeting convened at 9:10 am. The board was all in attendance, with the exception of Peter Spencer. The minimum 1/3 of members were in attendance and quorum was declared. Chair called the meeting to order. Chair thanked everyone for attending. She also appointed Christine Wong as secretary. Chair went over the voting rules: Full members are represented by a voting delegate; no member may have more than one vote; each director received one vote except for election of directors; and should there be a tie, the chair will also receive one vote. Quorum was declared.

### **2. Adoption of Agenda**

**MOTION:** To adopt the agenda as presented.

**MOVED:** Scott Braley, Curl BC

**SECONDED:** Mark Saunders, Field Hockey BC

**CARRIED**

### **3. Approval of Minutes of 2015 AGM**

**MOTION:** To approve the minutes of the 2015 Annual General Meeting as circulated.

**MOVED:** Brian Forrester, Gymnastics BC

**SECONDED:** Rob Brown, BC Soccer

**CARRIED**

### **4. Business arising from 2015 AGM**

Chair noted items of membership review, board minutes to be posted on website once approved also, the nominations committee had recommendations that were not carried through but will be addressed in the 2016 year.

### **5. Chair's Remarks**

Chair provided comments on the repayment of the debt that also includes the end of the BCIT lease. Chair acknowledged the CEO and staff for their work. Chair also provided positive comments of the success of the recent FIFA Fan Zone, 50<sup>th</sup> Athlete of the Year Awards and upcoming Americas Masters Games.

### **6. CEO's Remarks**

CEO, Rob Newman, introduced Sport BC, KidSport and SBC Insurance staff. He also introduced the Board of Directors and thanked them for their support. He gave positive comments of Sport BC retiring the 7-figure debt load and will now be in a position to re-establish position within the sport sector. CEO thanked the membership and MSO's for their ongoing support, including CEO of ViaSport, Sheila Bouman who was in attendance and Bryna Kopelow of JW Sporta, Kathy Shabaz representing SportMed BC and Kelly Mann of BC Games Society. CEO emphasized the possibilities of new relations in the coming year. The 50<sup>th</sup> Athlete of the Year introduction video was presented to the membership.

### **7. Standing Committee Reports**

#### **Governance Committee Report**

Chair (Dillen) introduced the Governance Committee lead by Chair, Greg White. Greg provided background on the work of the committee. He reported that the board of directors met seven times

**2016 Sport BC Annual General Meeting**  
**BCIT Downtown, 555 Seymour St, Vancouver, BC**  
**Saturday, May 28th, 2016**  
**9:00 am to 12:30 pm**



formally over the 2015-2016 year and the minutes have been posted to the website. White reviewed the membership categories and received direction from the membership to include MSOs. White gave an overview of the special resolutions (2) to the by-laws which was to be voted on. Voting for each special resolution require >75% of membership votes.

Kelly Mann of the BC Games Society presented the positive benefits on behalf of BC Games Society and BC School Sports of potentially becoming a member of Sport BC to the membership and board. Mann (BC Games Society), recommended to the current membership of the opportunities that the BC Games Society will be able to have access to, such as the National Sport Trust Fund. Mann discussed initiatives that BC Games Society is associated with including numerous sporting clubs across the province. Most MSOs are ineligible to form independent foundation as they were formally provincially appointed.

To replace 2.2.1 as follows:

2.2.1 The Provincial Sport Organization in British Columbia recognized under the authority of the Canadian National Sport Organization for that sport is eligible to be a voting member, if approved by the Directors.

And to add 2.2.2 as follows:

2.2.2 A BC registered society, organization or corporation operating as a Multi-Sport Organization in which coordinates a specific aspect of sport throughout British Columbia is eligible to be a member, if approved by the Directors.

\*Amendment to 2.2.1 as follows:

2.2.1 The Provincial Sport Organization in British Columbia recognized under the authority of the Canadian National Sport Organization for that sport **or BC Provincial Government** is eligible to be a voting member, if approved by the Directors.

\*Amendment to 2.2.2 as follows:

2.2.2 A BC registered society, ~~organization~~ or corporation operating as a Multi-Sport Organization in which coordinates a specific aspect of sport throughout British Columbia is eligible to be a member, if approved by the Directors.

**MOTION:** To accept amendment 2.2.1 of additional wording of “or BC Provincial Government”.

**MOVED:** John Berry (Baseball BC)

**SECONDED:** Mark Saunders (Field Hockey BC)

**CARRIED**

### **Finance & Audit Committee Report**

Chair of Finance & Audit Committee, Michael Berkeley introduced the committee, Mario Ramos and Brock Turner. Chair presented the committee’s report to the membership. Chair advised that KPMG was engaged to perform the field work and provided a clean audit. He gave an overview of the consolidated financial statements ending March 31, 2016. There should be an expected decrease in revenue coming from All Sport.

Chair advised that CEO presented the budget to the finance & audit committee in late February. The final budget was approved by the board on April 5. It was reported that the organization is to receive

decreased revenue from insurance operations as All Sport Insurance looks to reduce its dividend and management payments to Sport BC and invest funds in technology upgrades.

**8. Ad-Hoc Nominations Committee Report**

The nominations committee report was presented by Chair, Diana Chan. She gave an overview of the nominations committee report and put forward recommendations to the board. She provided recommendation of clarity of role of the nominations committee. Be it to solicit, recruit and recommend or to solicit, recruit and put forward all eligible candidates to sit as directors, clarity is needed for the committee. Diana provided recommendation for the need of the board to provide a succession plan to ensure a smooth transition of responsibilities and duties. The current structure of the by-laws does not allow for a smooth transition. She provided direction to the board to review the current by-laws and bring forth to the membership some amendments to correct it. Chair gave recommendation based on the strategic plan of Sport BC that the size of the board be increased to assist with succession. Overall, nominations went well in terms of candidates and skill sets.

Scott Braley, Curling BC, recommends that the nomination process should also be reviewed during the full review of by the bylaws. Specifically, he considers reviewing the deadline for submitting nominations.

**MOTION:** To accept the Nominations Committee Report be accepted as presented.

**MOVED:** Diana Chan, Basketball BC

**SECONDED:** John Berry, Baseball BC

**CARRIED**

**9. Resolutions from the board – (Motions to approve)**

**MOTION:** Be it resolved that the audited consolidated financial statements for the year ended March 31<sup>st</sup>, 2016 be accepted.

**MOVED:** Penny Gardner, Badminton BC

**SECONDED:** Brian Forrester, Gymnastics BC

**CARRIED**

**MOTION:** To appoint KPMG LLP, or other auditors as approved by the Board of Directors, to perform an audit of Sport BC for 2016/2017 and to empower the Board of Directors to set the remuneration.

**MOVED:** Diana Chan, Basketball BC

**SECONDED:** John Berry, Baseball BC

**CARRIED**

Carey Dillen advised that there were no changes or increases to membership dues for the coming year.

Gross Revenues	\$750,000 +	\$1,500.00 (Plus Tax)
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**2016 Sport BC Annual General Meeting**  
**BCIT Downtown, 555 Seymour St, Vancouver, BC**  
**Saturday, May 28th, 2016**  
**9:00 am to 12:30 pm**



Gross Revenues	\$500,000 - \$749,999	\$1,300.00 (Plus Tax)
Gross Revenues	\$200,000 - \$499,999	\$ 950.00 (Plus Tax)
Gross Revenues	\$100,000 - \$199,999	\$ 650.00 (Plus Tax)
Gross Revenues	\$0 - \$99,999	\$ 500.00 (Plus Tax)

**MOTION:** To approve the base membership fees for Full Members for the year 2016-2017 as outlined.

**MOVED:** Brian McCalder, BC Athletics

**SECONDED:** Penny Gardner, Badminton BC

**CARRIED**

**MOTION:** To accept Special Resolution #1 and amend the constitution and by-laws.

**MOVED:** Brian Forrester, Gymnastics BC

**SECONDED:** Shelly Smee, BC Diving

**CARRIED**

**MOTION:** To

Brian Forrester (Gymnastics), raised question of the impact of the affiliation that the NSO has on the existing PSOs. Greg White responds that there is no impact on any current members. Brian McCalder (Athletics), asked the question if there are any PSOs that are not affiliated with a NSO. Rob responded that there are none within the current membership.

Olav Naas (Deaf Sports), described his organization as having various different members and sports within their organization as an MSO. Raised question that if members wanted to join in with a PSO with a specialized sport, how would it overlap having one category over another and how would it impact their organization as they are only allotted into one membership category instead of having the opportunity. Olav wanted to represent their members to ensure the deaf issues of the community are represented.

Jane Blaine (Blind Sports), requested clarification on the consultation process with the members and what took place. Greg White responded that there was no formal consultation, the direction was to do a review and go back to the membership. This discussion takes between the board and governance committee.

Annabel Kehoe (BC Rugby Union), inquired if the governance and nominations committee did a compare and contrast process within the process. Greg White responded that the nominations committee researched the process and various models across Canada and all the provincial sport federations.

Mark Saunders (Field Hockey BC), followed up with Brian Forrester (Gymnastics BC) there are about eleven (11) that are not provincial sport organization members. Mark suggested that year one of the strategic plan is to accept four of the eleven organizations to be members but is interested in guidance to be provided by Sport BC. CEO responds that the board and committee felt it was opportune to bring the resolution forward regarding membership.

**2016 Sport BC Annual General Meeting**  
**BCIT Downtown, 555 Seymour St, Vancouver, BC**  
**Saturday, May 28th, 2016**  
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John Berry (Baseball) discussion in minutes in previous year, recognized by the NSO or add possibility of being recognized by provincial government to alleviate some issues with members. Greg White clarifies to suggest “all recognized by provincial government”

“To add the wording in 2.1

#### **10. Strategic Planning Report**

Rob Newman provided the Strategic Planning report on behalf of Joanne Spalton. The strategic planning started in November and a planning session was held in January. There will be one last meeting in June and during this meeting, PSOs will be able to give feedback. There will also be a meeting with the stakeholders after the last strategic planning meeting. Sport BC is hoping to have a final document by the fall. Brian Forrester, Gymnastics BC, requested a clarification of the definition of Stakeholders.

#### **11. Affiliate Members Discussion**

Christine Bradstock, Executive Director of BC School Sports gave reasons why they would benefit from being an affiliate. Marilyn Payne of SportMed BC (MSO) also gave reasons why SportMed BC wants to be a part of the membership.

Sport BC Membership: Greg White of Athletics suggests that the board and membership go through a membership review process. Brian McC Calder also of Athletics acknowledged that the membership would be stronger as a collective. Shannon Higgins, President of Synchro BC felt it was mutually beneficial and was very interested in the addition. It would be best to put controls and guidelines for affiliate members. Scott Braley says to look back at what we had for affiliate membership.

**MOTION:** That the Board of Sport BC undertake a review to determine how to best involve those provincial organizations that are not currently eligible for SBC membership and that have goals and mandates aligned with Sport BC.

**MOVED:** John Berry, Baseball  
**SECONDED:** Scott Braley, Curl BC

**CARRIED**

#### **12. Business arising from 2015**

Greg White, BC Athletics, requested that that the board meeting minutes be circulated.

#### **13. 2017 AGM Date**

The date for next AGM is Monday, May 29, 2017.

#### **14. Election of Directors**

Greg White, Chair of the Governance Committee, referred to the nomination report in the handout materials.

As per Section 4.2.2 of Sport BC’s By-Laws, only individuals nominated and seconded by Voting (Full) Members, or a Director, shall be eligible to hold office. Nominations must be received no later than 30 days prior to the AGM. Nominations from the floor are not permitted. The position up for election this year is the Director-at-Large (2-year term) position.

**2016 Sport BC Annual General Meeting**  
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The following positions and individuals were elected by acclamation to the Board:

By acclamation:

- a. Chair, 3-year term – Carey Dillen
- b. Vice Chair, 3-year term – Heather Holden
- c. Director-at-Large Finance and Audit, 2-year term – Michael Berkeley
- d. Director-at-Large, 1-year term – Debbie Pyne

The following individuals are up for election for the Director-at-Large, 2-year term position

- Blair Lowther
- Mario Ramos

Based on the election voting ballots, the individual voted for the Director-at-Large, 2-year position was Blair Lowther.

**MOTION:** To destroy ballots

**MOVED:** Brian McCalder, BC Athletics

**SECONDED:** Penny Gardner, Badminton BC

**CARRIED**

**15. Motion to Adjourn**

The Chair expressed her thanks to the staff and Board of Directors for Sport BC for their efforts during the year and thanked everyone for attending the meeting.

**MOTION:** To adjourn the 2016 Annual General Meeting.

**MOVED:** Peter Jackson, Rowing BC

**SECONDED:** Olav Naas, BC Deaf Sports

**CARRIED**

The meeting concluded at 11:00 am.

**2016 Sport BC Annual General Meeting**  
**BCIT Downtown, 555 Seymour St, Vancouver, BC**  
**Saturday, May 28th, 2016**  
**9:00 am to 12:30 pm**



**APPENDIX 1**

2016 Sport BC Annual General Meeting – VOTING Attendees List

Total Number of Attendees to Date: 24

**VOTING MEMBERS**

	<b>Last Name</b>	<b>First Name</b>	<b>Title</b>	<b>Organization</b>
1	Abney	Jordan	Executive Director	Squash BC
2	Barnes	Roger	President	BC Soccer
3	Benson	Rick	CEO	BC Softball
4	Berry	John	President	Baseball BC
5	Braley	Scott	CEO	Curl BC
6	Chan	Diana	President	Basketball BC
7	Naas	Olav	President	BC Deaf Sports
8	Fitzpatrick	Jennifer	Executive Director	Rowing BC
9	Forrester	Brian	CEO	Gymnastics BC
10	Grenon	Tami	Vice-President	BC Blind Sports
11	Higgins	Shannon	President	Synchro BC
12	Jones	Thomas	President	Volleyball BC
13	Leslie	Wayne	Executive Director	BC Adaptive Snowsports
14	Lukas	Steven	President	BC Water Polo
15	Pyne	Debbie	Managing Director	BC Golf
16	Saunders	Liz	President	Horse Council BC
17	Saunders	Mark	Executive Director	Field Hockey BC
18	Soares	Carla	Associate Director	BC Hockey
19	Thomson	Katie	Executive Director	Judo BC
20	Toll	Greg	VP- Operation	BC Lacrosse
21	Wallis	Dan	Executive Director	Karate BC
22	White	Greg	Chair	BC Athletics
23	Gardner	Penny	Executive Director	Badminton BC
24	McCalder	Brian	President & CEO	BC Athletics

**2016 Sport BC Annual General Meeting**  
**BCIT Downtown, 555 Seymour St, Vancouver, BC**  
**Saturday, May 28th, 2016**  
**9:00 am to 12:30 pm**



**APPENDIX 2**

2016 Sport BC Annual General Meeting –Non-Voting Attendees List

Total Number of Attendees to Date: 8

**NON- VOTING LIST**

	<b>Last Name</b>	<b>First Name</b>	<b>Title</b>	<b>Organization</b>
1	Densmore	Chris	Executive Director	Volleyball BC
2	Hugill	Douglas	Treasurer	BC Deaf Sports
3	Soul	David	Executive Director	BC Water Polo
4	Johns	Lawrie	Executive Director	Basketball
5	Kopelow	Bryna	Executive Director	Action Schools! BC
6	Payne	Marilyn	Consultant	SportMed BC
7	Bradstock	Christine	Executive Director	BC School Sports
8	Blaine	Jane	Executive Director	BC Blind Sports