

**Board of Directors Meeting
MINUTES**

HELD: Wednesday, January 25, 2017

LOCATION: PavCo Boardroom

PRESENT: Carey Dillen, Chair Heather Holden, Vice-Chair
 Greg White Debbie Pyne
 Blair Lowther Michael Berkeley

ALSO PRESENT: Rob Newman, President & CEO
 Christine Wong (Minutes)

Call to Order

Chair called the meeting to order at 6:37 pm

Adoption of Agenda of January 25, 2017 meeting

It was moved by White, seconded by Holden

Carried

Approval of Minutes of November 30, 2016 meeting

It was moved by Holden, seconded by White

Carried

1. CEO Report

CEO summarized documents in report and gave an overview of the National Sport Trust Fund (NSTF) Expansion Plan and projects. A Provincial Adjudication Committee was formed in order to approve projects greater than \$50,000 and is made up of two members of the Sport BC Board of Directors.

Motion: To appoint Greg White and Michael Berkeley as the Provincial Adjudication Committee.

Moved by Lowther, seconded by Pyne

Carried

2. Athlete of the Year Awards

CEO gave update of the planning stages. Request of funding was made to the Federal and Provincial Government. Province of BC committed to providing \$20,000 to the event. Ticket sales update. Sponsorship update. Daryl Thompson Award discussion of candidates and board voted on recipient.

Motion: To add a lifetime achievement award to the Athlete of the Year awards and to form an ad-hoc committee to draft the terms of reference.

Moved by Pyne, seconded by Holden

Carried

Motion: To approve of Loreen Barnett as the Daryl Thompson Award Recipient.

Moved by White, seconded by Holden.

3. Standing Committees

a. Governance Committee Report

White, Governance Chair – updated the board of the nominating committee. In the last two years, the nominations committee put forward recommendations to the board and membership. The governance committee created the draft terms of reference for the nominations committee.

Motion: To accept the Terms of Reference for Nominating Committee as presented.
Moved by White, seconded by Berkeley *Carried*

Holden lead the terms of reference and Lowther lead the process of ensuring compliance with the new societies act. Board acknowledged the steps to register Sport BC under the New Society Act. Holden suggested providing two documents that must be completed to be compliant with the New Societies Act at the AGM as reference for members. Management will be tasked to complete the transition application and modify the constitution and by-laws. Provide check-list to the PSO members for transition and host an information session.

Motion: To start the process of amending the by-laws to comply with the new BC Not-For-Profit Act.
Moved by White, seconded by Lowther *Carried*

b. Finance & Audit Committee Update

Berkeley presented the payment policy to the board and it was acknowledged that there will be a potential need to form a purchasing policy. Payment authorization overview which requires two authorized signatories for cheque signing, EFT and Direct-Deposit transactions.

Motion: To approve the cheque signing policy as presented.
Moved by Berkeley, seconded by White *Carried*

4. New membership

Three membership applications were put forward (BC Cheerleading Association, BC Soaring Society, Jump Rope BC) and meet all the criteria of becoming a member. Each are either a PSO or NSO.

Motion: To approve of the voting membership applications received from the BC Cheerleading Association, BC Soaring Society and Jump Rope BC.
Moved by White, seconded by Lowther *Carried*

5. All Sport Insurance Discussion

Motion: That Sport BC sell 50% share of All Sport to Markel at the stated price and terms as detailed in the January 12, 2017 email from Karen Barkley.
Moved by White, seconded by Holden *Carried*

CEO provided an update that he contacted Karen Barkley of Markel regarding the contingent profit commission from 2016 due in 2017. He also discussed the non-compete for the next two (2) years and the return of individual accounts that were withheld from SBC Insurance. Karen

Barkley responded with a written letter regarding the CPC that it has been reduced based on a loss ratio. The board considered payment schedule options for the funds to be made to Sport BC.

6. Special General Meeting Discussion

Discussion of Town hall meeting on February 7, 2017 and SGM to be set on February 28, 2017. 30-day notice of meeting information package will distributed to the membership. The Board considered possible intentions to share the draft investment policy to the members prior to the townhall meeting. Board to create a Q&A document to refer to and not distributed at the town hall.

Adjournment

Motion: The Board of Directors approves the adjournment of the January 25, 2017 Board meeting at 8:54 pm.

It was moved by Berkeley, seconded by Holden.

Carried