

Sport BC Board of Directors' Meeting MINUTES

Thursday, March 27, 2025 5:00pm-7:00pm

ATTENDEES

Board of Directors

Sandi Swanigan, Chair
Judy Joseph-Black, Vice-Chair
Jenifer Fenton
Lisa Kwiatkowski
Brian McC Calder

Sport BC

Rob Newman
Allison Mailer

Regrets: Allan Prazsky

1. Call to Order. 5:02pm
2. Adoption of the agenda.

Motion: The March 27, 2025 Sport BC Board of Directors' Meeting Agenda to be approved.

Moved. Seconded. Carried.

3. Approval of minutes.

Note: The November 25, 2024 Sport BC Board of Directors' Meeting Minutes were approved via email December 10, 2024.

4. Opening remarks SANDI SWANIGAN

- Sandi welcomed everyone to the meeting and shared positive comments about the Athlete of the Year Awards, thanking everyone for their efforts.

5. Committee Updates:

- a. Finance/25/26 Budget Approval LISA KWIATKOWSKI/ROB NEWMAN

- FC Chair shared that the draft budget has been reviewed by the Finance Committee twice and the FC recommended presenting the budget for review and approval.
- FC Chair asked CEO to share a few comments outlined in the context document shared with the Board, in order to provide a clearer understanding of the core budget and the additional expenditures to access equity.

Motion: To approve the 2025-2026 budget as circulated.

Moved. Seconded. Carried.

- FC Chair brought forward another item from the FC, looking for confirmation that the motion approved by members at the March 12 Special Member Meeting was effective from the date of meeting. Based on the results of the Special Member Meeting of March 12 it was agreed by the Sport BC Board of Directors to approve with a review engagement for the current fiscal year.

Motion: To use KPMG for review engagement for 2025 Fiscal Year audit.

Moved. Seconded. Carried.

b. Governance

BRIAN MCCALDER

i. Confirming Nomination Committee

- Governance Committee Chair (GC Chair) provided information for the upcoming nomination process.
- Governance Committee (GC) appointed a Nomination Sub-Committee consisting of: Judy Joseph-Black, Allan Prazsky, Lisa Kwiatkowski, Rob Newman plus staff as to be appointed. This sub-committee will be responsible for the management of the nominations. The Board supported these appointments.
- GC Chair appointed Director Lisa Kwiatkowski as Election Officer. The Board supported this appointment.
- GC delegated appointment of witnesses/scrutineers to the CEO. The CEO agreed to appoint qualified staff members into that role. Names will be provided later. The Election Officer plus the to-be appointed individuals will be the Election Committee and will run the Election at the AGM. The Board supported this recommendation.
- It was recognized that the current Governance Committee has 3 Directors at term-end/up for election. The Governance Committee may be called to make executive decisions on election matters in which the 3 Directors, should they decide to run again, may be in conflict or hold self-interest. Therefore, the Board has appointed Directors Judy Joseph-Black and Allan Prazsky to the Governance Committee for specials duties. The temporary directors are to be involved on election matters only and the 3 Directors if up for election will recuse themselves where required. The Governance Committee as currently constituted will retain all other responsibilities.
- It was agreed by the Board that Sport BC will share the director opportunities with the public.

c. Human Resource

JUDY JOSEPH-BLACK

- The HR committee met last week; feedback has been shared on the CEO review document. Feedback will be incorporated and shared with the committee for review and approval.

6. President and CEO Report

ROB NEWMAN

a. Athlete of the Year Awards – March 6, 2025

- CEO shared highlights from the report including the success of AOY and continued high impact number for KidSport.
- Proud of the growth in the BCASF and know the education effort on how to use the fund are working, more sessions are planned.
- The report communicates the increased efforts and work being down with BC Women & Sport, successful recent event and another one is being planned for April 16 – invitation will be sent to Board in coming days.
- Advocacy efforts for members will be a focus over the coming months.

7. New Business

- Reminder that motions that were approved electronically since the last Board meeting are listed below for formal tracking and inclusion in minutes.

8. In Camera - regularly scheduled
 - In Camera session took place
9. Adjournment of Meeting at 7:00PM

Motion: The Board of Directors approves the adjournment of the March 27, 2025 Board meeting.

Moved. Seconded. Carried.

In Addition, for official inclusion in minutes:

The following motions were made electronically since the previous Board Meeting on November 27, 2024 and are tracked here for reference.

FEBRUARY 4, 2025

MOTION: The Board of Directors move to call for a Special General Meeting of membership on March 12, 2025.

CONTEXT:

- The first motion you will receive is a recommendation from the Governance Committee to call a Special General Meeting (SGM) with SBC members. At this meeting Members will be asked to approve amendments to the Bylaws regarding **yearly option** to conduct an annual Review Engagement instead of an annual Financial Audit.
- Please note that requesting bylaw amendments that generically empower the Sport BC Board to annually choose between a Review Engagement *or* Financial Audit **is a distinct process from this Board deciding to do a Review Engagement for fiscal 2025 (FY25)**. Such a decision will come to the current Board **only if**:
 - The members agree to/support the bylaw amendments at the SGM; and
 - Management recommends to the Finance Committee that, for FY25, a Review Engagement be held instead of a full Financial Audit. Finance would then bring that recommendation to the Board for consideration and decision.

FEBRUARY 4, 2025

MOTION: The Board of Directors move Leslie Buchanan (Triathlon) as the Daryl Thompson Award selection to be honoured at the Athlete of the Year Awards.

CONTEXT:

- Board of Directors were asked to review the submissions for the Daryl Thompson Lifetime Achievement Award and share their ranked top three choices.
- One board member recused themselves from selection due to a conflict of interest.
- Board of Directors are asked to approve the following motion

MOTION: Board of Directors move Leslie Buchanan (Triathlon) as the Daryl Thompson Award selection to be honoured at the Athlete of the Year Awards.

Moved. Seconded. Carried.

JANUARY 22, 2025

MOTION: The Sport BC board of Directors recommends the Sport BC CEO salary be increased for the fiscal year 2025-2026.

Moved. Seconded. Carried.