



MEETING MINUTES

BC SOCCER BOARD OF DIRECTORS MEETING

Tuesday December 13, 2022 5:00 pm

VIDEO/CONFERENCE CALL

1. Call to Order/Roll Call 5:05 pm

Present: Gayle Statton (Chair), Carlos Grosso, Chris Appleby, Don Dancey, Don Moslin, Ralph Luongo, Deb Pudek, John Charlton, Fraser Sim, Francisco Rubio, Andrea Benton, John O’Flynn, and Jason Elligott (Executive Director).

Regrets: Tamara Van den Brink and Peter Lonergan

Note: these minutes reflect the order of the agenda, however, not necessarily the order that each topic was discussed at the meeting.

2. Consent Agenda

Approved including previous Board meeting minutes and committee meeting minutes.

MOTION: To approve the minutes of the November 4, 2022, Board meeting and committee meeting minutes (by consent) 61/2022*

CARRIED

*These numbers document the motion number during the calendar year for ease of referencing.

3. Business Arising from Minutes

None

4. Email votes conducted in-between meetings

None

5. President's Report/Update and Executive Director Report/Update

The President provided a verbal update which included:

- Summary comments about the World Cup and how great it was to have Canada back on that stage.
- Speaking of the positive and successful AGM hosted during the first week of November and the great award banquet.
- Commenting on the positive Phase 1 ViaSport Evaluation which is credit to everyone involved in the association.
- Advising of the draft Board of Director Composition plan which is being worked on between the Executive Director, First Vice President and the President with the target to bring to the February Board Meeting for review and approval consideration.
- Noting the new website and how great it looks.
- Advising that Futsal Nationals will now include a female team and take place in April 2023 – Men's and Women's.
- The topics of the Vancouver Whitecaps and the new Female Professional League were raised.

MOTION: To go into camera. 62/2022

CARRIED

MOTION: To come out of camera. 63/2022

CARRIED

- A question was raised regarding documentation around in-camera discussions. It was stated that in-camera discussions are held in confidence and not documented, however, the topics are referenced in the minutes leading into the in-camera discussion. If any motion comes out of the discussion, the motion is not held in camera and the motion and outcome is documented in the meeting minutes.

The Executive Director presented a summary of the April 2022 Executive Director Report (circulated prior to meeting) comprised of a high-level overview across association activities, including:

- High Level Strategic Plan Update:
 - a) Operational Efficiency Review Project Status Update (Strategic Plan link – 3.1, 3.2, & 3.3)
 - Report finalized and recommendations have been reviewed and incorporated into responsible operational planning to have a stepwise appropriate applied.
 - Bylaw amendments regarding committees approved at the 2022 AGM, providing more clarity between roles and responsibilities.
 - Combine Risk Management Committee with Finance & Audit or Governance (Ops Review Recommendation #15, Strategic Plan link 3.2)
 - Clarity between Standing and Operational Committees (Ops Review Recommendation #5, Strategic Plan link 3.2)

- Updated committee terms of reference drafted with extended three-year terms for members. Being reviewed at the December Board meeting (Ops Review Recommendation #16, #18 and #20, Strategic Plan link 3.2)
 - Open call for committee member interest planned for standing (excluding finance & risk per bylaws) and operational committees. Opening from December 15 (approximately) until January 15. The next board meeting is currently scheduled for February 11, 2023, as part of this meeting, the board will review and approve the standing committee members. (Ops Review Recommendation #19, Strategic Plan link 3.2)
 - BC Soccer Board Director Composition Review Plan drafted and provided to President Statton and 1st VP Grosso for initial review. Items included from the Operational Efficiency Review Recommendations include (but may not be in the final plan):
 - Decrease the number of Board members by three to five (Ops Review Recommendation #6, Strategic Plan link 3.3).
 - Cap Board term limits at 3 x three-year terms (Ops Review Recommendation #12, Strategic Plan link 3.3).
 - Create a Board Succession Plan that acknowledges a phase of the 3 x three-year terms to minimize multiple Directors offboarding and onboarding all in the same year (Ops Review Recommendation #13, Strategic Plan link 3.3).
 - Change Board titles to President, Vice President, Secretary, and Treasurer. All others would be Directors-at-large. Partial included. (Ops Review Recommendation #7, Strategic Plan link 3.3).
 - Change the process for appointment of the President from an elected process to a process where they are nominated by their Board peers. (Ops Review Recommendation #9, Strategic Plan link 3.3).
- b) Equity Voting Structure Expectations Update (Strategic Plan link – 2.1 & 2.4)
- September 12 SGM proposed bylaw amendments approved.
- c) Facility Development (Strategic Plan link – 3.4)
- Met with City of Port Coquitlam staff, Mayor, and council on November 28.
 - Provided suggested amendments and comments to the current draft of the Contribution and License Agreement. Once finalized, these will be brought to the board for review and acceptance.
- d) Board & Staff ongoing education and training (Strategic Plan link – 1.1 & 3.1)
- Topics covered: safe sport, diversity, and inclusion, etc.
 - Specific communication initially circulated on Dec 1, 2021 related to online training/education. Provided to new board member.
 - In accordance with the DEI Plan, the second part of the Intro to Inclusion training from Inclusion Incorporated occurred on June 24.
- e) League 1 BC (Strategic Plan link 4.4)
- Confirmed Rovers as BC representative for the Canada Soccer Canadian Championships.
 - Harbourside FC announced as expansion club for 2023 season.
- f) Judicial (Strategic Plan link – 3.8)
- Formally transitioned to <https://itpsport.ca/> to receive, review and triaging complaints, taking the independence even one step further.
- g) Information Technology (Strategic Plan link – 4.2)

- Website Development
 - New corporate website launched publicly on December 5, 2022
- CRM
 - Have agreed terms with <https://interpodia.com/> to bring a robust data management platform to replace the current malfunctioning in-house CRM. This system over time will also support member form management (i.e., travel sanctioning, transfers, tournament applications, etc.) along with improving communications to members, clubs, and (down the line if wanted) participants.
- h) Technical Development Related (Strategic Plan link – 5.6)
 - Technical Service Plan will be introduced to the members and affiliated club soon. This program provides tangible curriculum and technical resources supported by delivery of workshops and educational sessions.
- i) Policy Review.....and Rules & Regulations (Strategic Plan link – 3.2)
 - Much activity has occurred in this area with the approval of the Policy Framework.
 - First updated policies provided to the board at the June 2022 meeting and were approved.
 - Commencing in the new year, based on the policy framework, we will look at the policy requiring annual reviews.
- Legal & Compliance Update:
 - a) There is currently no legal action directly against BC Soccer.
 - b) Canada Soccer, Players Registration Reporting & Payment: In process
 - c) Canada Soccer, Post AGM Update: Completed
 - d) BC Societies Act, Annual Reporting Requirements: Completed
 - e) Via Sport, 2022 Funded Organization Evaluation – October 15 through to Jan 15. Initial Evaluation occurred in 2015. Evaluated again in 2018. 2021 evaluation delay due to restrictions.
 - 2022/23 Phase 1, Completed. Report card circulated prior to meeting. All scores 4 out of 4.
 - 2022/23 Phase 2 – due December 14 and has already be completed.
 - 2023/23 Phase 3 – due in January 2023.
 - f) Via Sport, Post AGM Update: Completed
 - g) Gaming Branch, Application submitted: Confirmed full amount available for applied category: \$250,000
- Human Resources:
 - Confirmed new employees:
 - PJ Aucoin, Manager of Competitions – started November 16, 2022
 - Employees departing:
 - Nicole Larid, Manager of Member Services. Did not return from maternity leave.
 - Kyla Di Perna, Referee Programs Manager. Last day, December 31, 2022.
 - Secured the following new contractors:
 - Dan Turvill, Appeals Chair
 - Contractor term ending and renewed:

- Sian Bagshaw, League 1 BC General Manager
 - Current positions reviewing candidates:
 - Member Services Senior Coordinator
 - Manager of Referee Programs
- 2022 Annual General Meeting – survey feedback conducted. Overall feedback was positive 80%+. Full report circulated prior to the meeting.
- 2022-23
 - High Level Board Schedule for 2022-23 was circulated prior to the meeting.
 - 2022-23 Board Orientation Manual.
 - Sharing board and meeting documentation was discussed and it was stated this would be via One Drive.

6. BC Soccer Rules and Regulations Dispensation Requests

None

7. 2022-25 Committees

The President spoke to the following documents that were circulate prior to the meeting:

- The board approved “Standing Committees and Working Groups Policy” and supporting operation procedures document, including the pending amendments to each. Both following BC Soccer’s Policy framework.
- Draft Terms of Reference for the following Standing Committees:
 - Finance, Audit, & Risk
 - Governance & Membership
 - Nominations
- Draft Terms of Reference for the following Operational Committees:
 - Competitions
 - Soccer Development

The directors discussed the structure and the changes in format/number of committees, specifically the shift to three-year committee member terms in line with the operational effectiveness review and the recent bylaw amendments from the 2022 AGM making it clear between standing and operational committees and oversight. The President advised that the changes help to better align with the direction from Canada Soccer on good governance, with the larger aim to continue to shift BC Soccer’s board to a more strategic board with operations being solely under the responsibility of staff.

It was stated that the VP Finance is the chair of the Finance, Audit and Risk Committee, with the Risk Management Officer being the vice chair and the 1st VP is the chair of the Governance and Membership Committee. It was noted that the Nomination Committee chair is not determined yet.

With the Risk Management Committee merging to become part of the Finance and Audit Committee, it was raised if the Risk Management Officer title was better positioned as the Safe Sport Officer as this would align to all the good work being done by BC Soccer in this space and meet the recommendation from the Rubin Thomlison Safe Sport Report.

The role of the Board Liaison for Operational Committees was also discussed in relation to the Operational Effectiveness Review recommendations and Canada Soccer's Good Governance guidance. The Board was in agreement to keep the nonvoting board liaison role for the operational committees for this cycle and would review over the next couple years.

MOTION: To approve the 2022-25 BC Soccer Committee structure and the Standing Committee terms of reference as presented and circulated prior to the meeting. 64/2022

CARRIED

MOTION: To approve the updated "Standing Committees and Working Groups Policy" as presented, discussed, and circulated prior to the meeting. 65/2022

CARRIED

The Executive Director advised that the Director of Soccer Operations is the Competitions Committee Chair, and the Director of Soccer Development is the Soccer Development Committee Chair.

Per the updated terms of reference for all committees, process for populating the committees was discussed and it was stated that the open public call for committee members' interest in the appropriate standing and operational committees will be done on December 15 (appropriately) until January 15. The next board meeting is currently scheduled for February 11, 2023, as part of this meeting, the board will review and approve the standing committee members. Operational Committee members' interest will be reviewed in alignment with the committee terms and the board will be advised of the committee compositions.

In populating the committees, it was noted to ensure a focus on diversity, equity, and inclusion, along with the geographical representation and roles in the community, while taking into account the policy statement of no more than 60% composition of the same gender.

ACTION #1: Executive Director to work with staff to facilitate the open call for committee member interest. Bring back standing committee member interest to the board for the February meeting and formalize the operational committees with the open call.

ACTION #2: Executive Director (or designate) to inform the staff of the updated committee structure and specific assignment for staff members.

ACTION #3: Board Members to contact Standing Committee Chairs to express interest in being part of the respective committee and to contact the President if interested in being the Board Liaison for either of the Operational Committees.

Standing Committee Updates and Discussion Items

8. Governance & Membership Committee

The Committee/Staff Liaison Report was circulated prior to the meeting, which included:

- Advising that the following associate membership renewal applications have been received and approved by the committee chair:
 - o Brazilian Football Association – Adult Leagues Competitive
 - o Kamloops United Soccer Club – Adult Leagues Competitive
 - o Shuswap Women’s Recreational Soccer Association – Access to Soccer
 - o BC Soccer Referees Association – Access to Soccer

A reminder was provided that the board previously delegated the authority to approve Associate Membership renewals to the Membership Committee Chair, therefore a motion is not required for the renewals. However, the board will be updated on all renewals at each board meeting.

- Advising that the following Associate Membership Applications had been reviewed and approved by the committee for the board’s consideration:
 - o None

ACTION #4: Executive Director (or designate) to ensure appropriate correspondence is sent to these organizations confirming associate membership renewal with BC Soccer.

Other

9. New Business / Any Other Business

The Board Regional Liaison Program was touched on and it was agreed that all Board Members would keep their same regions with new Board Member, Andrea Benton being assigned to South Fraser with Chris Appleby.

It was noted that at the most recent Canada Soccer Competitions Committee Meeting, it was agreed that at each National Competition there would only be one provincial representative designated as such.

A summary of the recent High School Soccer Championships was provided noting the winners of each and when and where the female event is taking place in June 2023.

10. Next Meetings (subject to change)

- February 11, 2023 (in-person, BC Soccer Offices)
- April 15, 2023 (virtual)
- June TBA (in-person, Kamloops)
- September TBA (in-person, BC Soccer Offices, WFC match)
- October 5, 2023 (virtual)

- November 3, 2023 (in-person, location TBA, AGM weekend)
- November 4, 2023 (AGM)

11. Adjournment

- 6:30 pm

ACTION SUMMARY:

#	Who?	What?
1	Executive Director (or delegate)	Executive Director to work with staff to facilitate the open call for committee member interest. Bring back standing committee member interest to the board for the February meeting and formalize the operational committees with the open call.
2	Executive Director (or delegate)	Executive Director (or designate) to inform the staff of the updated committee structure and specific assignment for staff members.
3	Board Members	Board Members to contact Standing Committee Chairs to express interest in being part of the respective committee and to contact the President if interested in being the Board Liaison for either of the Operational Committees.
4	Executive Director (or delegate)	Executive Director (or designate) to ensure appropriate correspondence is sent to these organizations confirming associate membership renewal with BC Soccer.

Approved by:

Name (please print)	Signature	Date
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Name (please print)	Signature	Date
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*Approved at the following BC Soccer Board Meeting, signed copy in BC Soccer office.