



## BC Rugby Board of Directors Meeting Minutes

Saturday, July 18 2020

9:00am

In-person @ WeWork/Conference Call\*

### In Attendance:

Mark Lewis, Chair

Brad Baker\*

Tanya Donaldson

Marvin Foss\*

Matt Gordon\*

Connie McGinley\*

Alan Snowden

Bob Strachan\*

Annabel Kehoe

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**Call to Order:** M. Lewis, 9:08am

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### 1. Opening of Meeting and Chair's Comments

The Chair opened the meeting by reflecting on strength and professionalism of the current BC Rugby Board, that we've assembled a group of people who not only want to do right, but know how to do right at this level and is excited to leverage this strength to move both rugby and the organisation forward.

**ACTION:** To that end, the Chair asked the Directors to attend the September board meeting with ideas for improvement, causes that they would like to champion, areas that the Board should focus on. Each director will be asked to present their ideas.

### 2. Acceptance of Meeting Agenda

**Motion:** To accept the meeting of the agenda. Moved by M. Gordon. Seconded by M. Foss. Carried unanimously.

### 3. Declaration of Conflict of Interest

The Chair asked the Directors to declare any conflicts of interest with any items on the agenda. No Directors declared any conflicts.

### 4. Code of Conduct Annual Declaration

The Vice-President spoke to the role that the Directors take on, and the need to lead by example as we still deal with cultural and sporting issues that go against our values. All but two directors have already submitted signed declarations.

**ACTION:** Outstanding signed declarations to be completed and emailed to CEO.

**ACTION:** Update Governance Manual with correct one-pager.



## **5. Director Roundtable**

Several directors commented on the sense that most rugby leaders understand and accept the Return to Rugby in BC plan. There are various approaches being taken. There are a few anxious, nervous leaders and aware of some flouting public health orders. M. Gordon shared with the Board the thinking and approach that CW is taking to navigate the Return to Rugby pathway. A. Snowden shared with the Board some of the steps that Capilano have been taking to re-open their doors.

## **6. Post-AGM Follow-Up**

The Chair shared with the Board his wish to better reflect the roles of the Vice-President and Treasurer. While the long-term solution is to remedy the bylaws, which will be a task of the Governance Committee, the short-term solution is to add second titles that more aptly represent the growth of these positions.

MOTION: Bob Strachan is to be appointed as Vice-President Finance and Tanya Donaldson to be appointed as Vice-President Internal, in addition to their other titles. Moved by M. Lewis. Seconded by C. McGinley. Carried. T. Donaldson abstained.

The Chair reflected on the presentation made by Erik Denison of Monash University, which presented findings from a study of a selected number of BC Rugby clubs' members' perceptions of homophobic, racist, and sexist attitudes, behaviour, and language within rugby. The second phase is planned to take place this fall with those clubs that have volunteered to be involved. A strong number of Clubs have provided an expression of interest to be involved. M. Gordon asked whether we're doing enough on this subject. In response, the CEO agreed that participating in this research can feel slow but the longer-term benefit is being able to identify which interventions had the best impact and then being able to apply for funding from BC Govt and World Rugby to deliver those empirically impactful interventions across our Membership. The Chair acknowledged that we should review our policies to ensure that we're clear on expectations and process.

The Chair sought feedback from the Directors on the online format of the AGM. Overall, the Directors felt that it provided the best format to have province-wide participation but did miss the opportunity to mingle in-person. With respect to content, the Directors felt that breadth of topics covered was well-received, particularly having the auditor attended. Looking ahead, while the idea of a blended format was mentioned, it was felt that the online format meant that all participants were on equal footing.

As mentioned at the AGM, the board is missing a director residing outside of SW British Columbia. Since the AGM, we have been contacted by a few individuals. We would like to have complete regional diversity and, with one spare seat available, we will continue to explore those expressions of interest.



## **7. President's Report**

The President informed the Board on the frequency of the Executive Committee meetings, which are reducing to every two weeks through the summer months.

The schedule of Board meetings for the next 6 months with outline of agenda items was circulated and the Chair asked Directors to secure those dates or inform Annabel of any absences.

The President briefed the Board on each of the major agenda items of the upcoming Rugby Canada AGM.

**ACTION:** Ahead of the next board meeting, Directors will be asked to complete/update the board competencies skills matrix.

## **8. VP Finance / Finance Committee Report**

The Treasurer briefed the Board on the outcomes of the Finance Committee's most recent meeting held on July 9.

With documents circulated, the Treasurer then presented Q1 financials, as at June 30, as approved by the Finance Committee. Speaking to the Statement of Financial Position, the Treasurer spoke to the key differences from our 2019-20 end of year position. The organization's cash position is decreasing gradually as we maintain overheads and staffing, but also significant payables have been made (down to \$80,000 from over \$300k). Accounts receivable has been reduced but needs to continue being a focus of staff to collect those monies outstanding.

Speaking to the Statement of Operations, which has also been presented alongside the revised 2020-21 budget, the Treasurer noted that we're currently behind our planned net position by \$24,000 which is due to delay in receiving CEWS and additional refunds issued after 2019-20 books were closed. The Finance Committee was unanimous in determining that no adjustments are currently required but plan to review ahead of the September board meeting.

BC Rugby cash flow projections, updated to June 30, was also presented. This document continues to be updated to monitor our cash position and inform decision making. Key consideration is the delay in receiving gaming funds which has been communicated.

The Finance Committee reviewed and approved a COVID Safety Plan to comply with WorkSafe BC. The Plan addresses BC Rugby's office operations only. This plan will be published online to comply with WorkSafe BC.



The Finance Committee will be taking on responsibility for Risk Management. We're asking for the Board's support in reviewing and scoring the current risk register. The outcome of this task will be to identify risks that need to be addressed, perhaps through a sub-committee.

**ACTION:** Prior to the next meeting, the CEO will circulate the risk register and ask all Director's to complete scoring.

**Motion:** To receive the report of the Finance Committee, as presented by the Treasurer. Moved by T. Donaldson. Seconded by C. McGinley. Carried unanimously.

### **9. VP Internal / Governance Committee Report**

The Vice-President provided an update on the process of providing an orientation to the new Directors.

The VP will be taking the lead on addressing some of the weaker areas identified in the board effectiveness survey. The September board meeting will include a detailed discussion on this topic. The Chair emphasised that the survey has been conducted over several years and, while some areas have improved over that time, it's been by accident not design. It is a priority of this Board to do things better and therefore, let's plan how to be better.

### **10. Stakeholders Committee Report**

The Chair shared key points of discussion from a meeting with the co-chairs of the Stakeholders Committee within the last week. There are a number of issues that are upcoming with two major sponsors/suppliers as well as being ready to respond to any possible C7s scenario. The Chairs of the Stakeholders Committee are suggesting that, regardless of C7s, fundraising events could still be planned for early 2021.

The Chair also updated the Board on the status of some outstanding sponsorship payments.

The Chair also shared with the Board details of several entities that have emerged that are independently organising youth rugby programming, two of them unfortunately delivering rugby currently. We would like to have these groups work with us, be under our umbrella, but don't see this is a dealbreaker if they're working to safely introduce more kids to rugby.

### **11. CEO's Report**

The CEO updated the Board on the status of the Annual Report being published and highlighted some of the achievements of the last 12 months. Key growth achievements are the growth in the proportion of members that are female and are of Indigenous Ancestry. With respect to development outcomes, we're very proud in the number of BC Athletes that have been recently selected to Senior and U20 Women's National Teams who are graduates of either Elite Girls 7s program or XVs rep teams.



As an emerging opportunity, we're particularly excited to learn of the possibility of the PAC4 competition coming to Vancouver in August 2021 which will be a huge opportunity to welcome world-class senior women's 15s matches. To capitalise, will consider relocating U18 Western Canada Championships.

Another opportunity on the horizon is accessing some new funding. The CEO shared with the Board her idea on how to utilise this funding to support Clubs breaking from the traditional operus modi. There are two funding sources that funds are being requested from and they each have strings attached that we'll need to ensure are met.

The CEO spoke to the circulated Risk Register and, with the Chair, discussed the next steps to capture and score an updated Risk Register.

### **12. Return to Play Update**

The CEO updated the Board on the support that is being provided to Club leaders, including workshops, 1:1 meetings and resources published online.

The CEO also briefed the Board on viaSport's development of 2.0 guidelines, mainly to address competition and breaches of the 2m physical distancing. These guidelines have already been submitted back to Govt and timelines are only best guesses. However, the anticipated timelines that are published in our plan remain likely.

The Chair briefed the Board on the Exec approving the sanctioning process that the CEO presented, which will all be handled by the staff. The CEO also presented a disciplinary process which follows a yellow (i.e. warning) and red card process. The Chair of the Discipline Committee has been briefed and ready to deal with any 'red' cards as a compliant/breach of the Code of Conduct.

Looking ahead, the feedback that we're hearing from the Clubs is that many are planning to apply for sanctioning for our 3<sup>rd</sup> phase of Return to Rugby, known as 'Rugby Restarted', which allows touch and flag rugby. Anticipating that we're able to move into this phase, under viaSport's Progressively Loosen stage, in late August/early Sept. Staff have had a handful of very positive meetings with Clubs that are seeing this as an opportunity to attract new people to their clubs.

### **13. Approval of New Members**

The Board considered an application for Associate Membership submitted by the Canadian Classics. The CEO confirmed receipt of their certification of incorporation.

Motion: To approve the request of the Canadian Classics to join BC Rugby as Associate Members. Moved by T. Donaldson. Seconded by C. McGinley. Carried unanimously.



The Board considered two applications for Voting Membership from the Central Okanagan Rugby Enthusiasts (known as 'CORE'), and Trinity Western University (TWU) which the Board had previously been notified of. The CEO confirmed receipt of CORE's certification of incorporation and their distinction from the Kelowna Crows, as requested by the Board, written acknowledgement from TWU on their acceptance of BC Rugby's Code of Conduct and Gender Equity, Diversity & Inclusion Policy.

MOTION: To approve the request of CORE to join BC Rugby as Voting Members. Moved by A. Snowden. Seconded by M. Gordon. Carried unanimously.

MOTION: To approve the request of TWU to join BC Rugby as Voting Members. Moved by M. Gordon. Seconded by T. Donaldson. Carried unanimously.

The VP and Chair discussed the need to prioritise a review of the criteria and process for organisations to be members of BC Rugby.

#### **14. Any other business**

Following from earlier discussion, the Board reflected and shared learnings from the Black Lives Matter events and protests both in Canada and the USA. They also discussed the recent announcement from Rugby Canada of the formation of a BIPOC Working Group mostly comprised of National Team Players.

**ACTION:** M. Lewis to initiate next steps on forming a BC Rugby working group that facilitates learning and understanding from rugby members and supporters of minority ethnicities.

The agenda failed to include the approval of the most recent board meeting minutes, as circulated in this meeting's materials package.

MOTION: To approve the minutes of the June 29 meeting. Moved by T. Donaldson. Seconded by M. Gordon. Carried unanimously.

#### **15. In camera session**

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Meeting concluded at 12:55pm.

**Next meeting August 12, 6pm**

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