



BC Rugby Board of Directors Meeting Minutes

Wednesday, January 27, 2021

6pm – 8:15pm

Virtual Meeting

In Attendance:

Mark Lewis, Chair

Tanya Donaldson (arrived 6:15pm)

Marvin Foss

Brad Baker

Connie McGinley

Bob Strachan

Matt Gordon

Alan Snowden

Annabel Kehoe

Call to Order: M. Lewis, 6:05pm

1. Opening of Meeting and Chair's Comments

Being the first meeting of the calendar year, the Chair reflected on the efforts of Board and Staff throughout the past year, placing BC Rugby in a strong position to look forward. While we hope to see Rugby back on the pitch soon, a key focus for the Board this year will be leading a strategic planning process that will need to build off the after-effects of this pandemic.

2. Acceptance of Meeting Agenda

Motion: To accept the meeting of the agenda. Moved by C. McGinley. Seconded by B. Baker. Motion is carried.

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. Director Roundtable

ACTION: President to revisit the Directors' areas of interest discussed at the September board meeting.

The President invited Directors to share a 'Rugby Resolution' with a short-term of the first quarter/first half of this calendar year. What are the items that you would like to see achieved in the next few months?

The Directors listed the following items:

- Audit
- Strategic plan, including data analysis in support of that process
- Safe Sport Committee, with direction from the BIPOC Working Group



- Board-approval of Awards policy
- Rugby Restart, including coach education, school outreach.

The President reflected on these issues raised and agreed that all of these are priorities for the organization in this quarter.

5. President's Report

The President shared that the Executive Committee is meeting every other week. In reviewing action points from previous board minutes, the Board discussed the unlikelihood of seeing inter-school sport take place in this academic year.

6. VP Finance/Finance Committee Report

The Finance Committee has met twice since the last Board meeting, most recently last week and received a statutory declaration from the CEO stating BC Rugby is currently meeting all its obligations as of December 31, 2020.

The Finance Committee reviewed accounts receivable and identified several accounts that will be written-off to the value of ~\$20k. Additionally, there were a handful of AR accounts belonging to Clubs that also had a credit amount from refundable deposits which will be applied against the oldest amount owing.

BC Rugby is perusing the CEBA extension and CEWS applications are up to date. We are also eligible for CERS and will be making applications for all eligible periods.

The Treasurer presented Statement of Financial Position and Statement of Operations for the current fiscal year to December 31, 2020. In comparison to the September adjusted budget, all revenues and expenditures are on track. In projecting to year end, the CEO presented several revenue deferrals in preparation for an upcoming fiscal year with diminished government support.

MOTION: To approve the deferral of the remaining \$64,000 Community Gaming Grant awarded in 2020, Rugby Canada grant of \$25,000 and a sponsorship of \$47,500. Moved by C. McGinley. Seconded by T. Donaldson. Motion is carried.

The Treasurer presented a 2021/22 Budget which takes a conservation approach to what Rugby might be possible in the next year. Outside of this budget, there remains several programs/projects that are unfunded which will be presented to the Stakeholders Committee.

The CEO shared with the Board the budgeting process undertaken, which included identifying secured revenue for 2021/22 which has informed the cash flow projection for the next fiscal year. Budgets were built for several 'Return to Rugby' scenarios but following



the most recent extension of the current Public Health Order, the budget being presented has assumed that the spring will be limited in activity, a summer of non-contact rugby within health regions and a gradual 'return to normal' for the 2021/22 season with 60% of uptake.

Also, within this budget, the membership due changes being proposed have been used in calculating membership revenue and normal league fees have been used in calculating competition revenues. This budget maintains our investment into Education for coaches and officials and provides funding to get the rugby department back to full-time. While the overall budget presents a deficit, this will mostly be eradicated should current government core funding be renewed for 2021/22 which will be known in April.

MOTION: To approve the 2021/22 Budget as presented. Moved by M. Foss. Seconded by C. McGinley. Motion carried.

The Treasurer updated the Board on the member feedback on the Membership proposal. The Finance Committee felt that the proposal as it currently stands is largely supported and has not made any changes to the proposals. However, it was noted that as a spring season has become unlikely, it allows this proposal to move forward without the complication of league fees.

ACTION: Finance Committee members to complete phone tree to confirm support.

MOTION: To approve the 2020/21 Mini and Junior Contact Player Membership Dues as presented, for presentation and Member ratification at the Special General Meeting. Moved by C. McGinley. Seconded by T. Donaldson. Motion carried.

MOTION: To approve the 2021/22 Membership Structure and Dues as presented, for presentation and Member approval at the Special General Meeting. Moved by M. Gordon. Seconded by B. Baker. Motion carried.

The Board discussed several considerations, including presenting youth and adult fees separately, but the financial modelling only works if presented as a package. The CEO shared that we remain without pricing from Rugby Canada for the upcoming season but have been told that it should be presented through an SGM "shortly".

7. Board Effectiveness WG Update

B. Strachan apologised that this working group hasn't progressed since their last update.

8. VP Internal / Governance Committee Report

The Vice-President provided the Board with an overview of the feedback from the townhalls which was discussed at a January Governance Committee meeting. We received a written request from several Clubs affiliated with the VRU to consider changes to the Duties of



Members (Section 2.3) which was considered by the Governance Committee and amendments made.

The Governance Committee found no reason not to approve the request to remove the right of BC Rugby to request a Voting Member's financial statements (as we have no collective memory of ever utilising this bylaw) but felt the second request to only require Society Annual Filing as requested, rather than the proposed annual submission, to not be in the best interests of the Membership – or more directly, those volunteers that take on leadership responsibilities. Without the Member Organisations being legal entities in good standing with the BC Societies Act, volunteers would unknowingly be putting their hands up to take on personal liability for their rugby 'group'. It was agreed that BC Rugby should take on that responsibility to ensure Member Organisations maintain their legal status.

The President proposed some language and structural amendments for Section 2.3 (b) and the VP Internal will work with members of the Governance Committee to arrive at satisfactory final wording.

The Board discussed the objective of seeking Members' acknowledgement of the application of policies being to address the national and provincial 'Safe Sport' agendas. The Governance Committee will be looking to review our Code of Conduct to ensure that it adheres to the Universal Code of Conduct to Prevent and Address Maltreatment in Sport (UCCMS).

A suggestion was made and accepted to include the maximum number term of directors may be extended by special resolution (needing the higher threshold) to add flexibility should the need/desire arise. It was discussed and agreed to editing the extension of the President's term to also be through special resolution. A structural issue was identified that will need immediate attention from the Governance Committee. The Board discussed not needing to deal with this issue, should it need to be addressed, at the Special General Meeting.

ACTION: Governance Committee to review Bylaws.

MOTION: To approve the proposed Bylaw changes, with the amendments as discussed, for presentation and Member approval at the Special General Meeting. Moved by T. Donaldson. Seconded by C. McGinley. Motion carried.

In closing, the Vice-President provided an update on the Safe Sport Committee Charter and intends to have this ready for approval at the next Board meeting.



9. Risk Management WG Update

The Working Group met in December and set out a plan of action, reviewing the risk register. Will be working on this in February to report to the Finance Committee.

10. Return to Play Update

The CEO provided the Board the verbal information that has been shared with Provincial Sport bodies by viaSport, outlining an expectation that restrictions will be extended beyond the current PHO and that a Return to Sport will be slow and youth will be prioritised.

The current restrictions make delivering rugby programming difficult. Currently, no Clubs have reached out to the office to discuss how they might resume activities. Staff have been reaching out to some Clubs to understand where they're at in considering resuming activities, with the majority wanting to hold off until we're able to return to similar parameters that we were operating under in the Fall.

We continue to wait to see anything in writing from viaSport on their updated Guidelines. Verbally, we have been told to anticipate limited or no contact being permitted, no inter-club travel being permitted, and cohort numbers being reduced. We remain well-positioned to respond to this 'new' guidelines, though are disappointed to learn that adult sport is likely to be delayed due to previous rule-breaking and community spread attributed to adult sport activities.

11. CEO Report

The CEO shared with the Board a draft operational plan for 2021-22, which included several planned international matches/events that have been shared with BC Rugby in confidence. There are several considerations in finalising the plan, which does look further ahead into 2022 as we need to plan for the 2022 Club Finals (location TBD), 2022 BC Summer Games in Prince George and the 2022 Canada Summer Games. The operational plan will be completed and presented at the March board meeting.

The CEO also provided a staffing update. Currently, BC Rugby is maintaining just three full-time staff and the entire rugby department is part-time however, the budgeted plan is to get all back up to full-time for the summer. In response to a question from the Board, the CEO pointed to the approved budget that includes a travel budget provision for the rugby staff to ensure that they're able to service the entire Province.

12. Rugby Canada Update

As provided in the meeting materials, the President provided some comments on the board-approved Strategic Plan that Rugby Canada has provided to the Provinces. While significant time was put into several meetings and workshops to discuss this, going as far back as October 2019, there doesn't appear to be much work done on it in between the meetings as the final copy appears unchanged from the draft that was shared with Provinces for



feedback in October 2020. In summary, it's going to be a rough three years for the organization.

The President also provided an update on the Rugby Canada Nominations Committee, which he is a member. Very positive slate of applications, including one that BC Rugby may reach out should the individual not be nominate to Rugby Canada board.

ACTION: Directors are invited to provide the President with any final candidates that fill the identified gaps in the Board's skills matrix.

Presently, Rugby Canada has just provided a 'save the date' notice to Provinces for a Special General Meeting to vote on dues. Materials have not been provided by the date indicated so uncertain if the SGM will go ahead as planned next week.

13. Board 2021 Calendar

The CEO presented an outline of the Board's schedule for 2021. This has been built around a proposed Annual General Meeting date of June 19, 2021 – this date has been agreed to by the Auditors. Based on this date, 21-day notice will be due on May 28.

ACTION: Board to confirm dates for March and May board meetings. CEO to circulate options.

14. Any other business

None raised.

15. In camera session

The Board went in camera.

Meeting concluded at 8:20 pm.

Next meeting – March, TBC
