



MSC/MNC BOARD OF DIRECTORS MEETING

Dec 6th, 2009

Present:

Board Members:

Nigel Kemp (President), Carolyn Prebble (Treasurer), Sylvie Potvin (Director), Mike Heath-Eves (Director, COP), Robert Diewold (Director), Glen Mehus (Director), Chris Smith (Past President), Jennifer Power-Hawrylak (Secretary)

Also Attending:

Lindsay Patten (Executive Director)

Absent with Regrets:, Nancy Black (Director), Christian Berger (Director) Bette El-Hawary (Executive Assistant), Ed Evely (Director, COP)

1. Call to Order

The Chair called the meeting to order at 7:37pm EST

2. Approval of Agenda

Motion B06:12:01 (Mehus/Prebble) to approve the agenda with the date change Oct 6th to Dec 6th. Carried.

3. Approval of Minutes

Motion B06:12:02 (Mehus/heath-Eves) to approve the minutes with changes. Carried.

4. Executive Directors Report- L. Patten

Program Updates

- ⇒ 1km Challenge- The webpage has been updated with the new information and results are posted as they are received.
- ⇒ Check Off Challenge can now look up results and can also see it in a yearly and seasonally calendar format.
- ⇒ Videos- shot video with Doug Vanderby on incorporating triathletes into masters programs

- ⇒ The website – added items under the MSC. Such as policies, committee terms of reference and who are the members of those committees. Minutes will eventually also be placed there.

- ⇒ Translation is holding up the brochures right now. Once ready they will be sent out.
- ⇒ Michael Heath-Eves suggested that brochures be sent out to both the clubs and to the provinces.

5. Executive Administrator Report- B. El-Hawary

No report as Bette was away with the Paralympics in Rio.

**** Side note ****

- ⇒ Nigel reported that David Davison (now on the SNC board) requested a meeting with MSC. Nigel met with him November 11th. Nigel gave him a copy of the terms of reference, memorandum of understanding as well as mission vision and values of MSC.

6. Treasurer's Report- C. Prebble

- ⇒ Went through the expense reports distributed via email before meetings.
- ⇒ Carolyn will ask Norm (previous ED) or Brent Schurman (previous treasurer) about directors liabilities. This was asked to be a *high priority*
- ⇒ Interim Budget – January was discussed. Carolyn gave a starting budget and Lindsay then tweaked it to fit what is going to happen in January. The other 11 months will be ready for the board to view by end of January.
- ⇒ Nigel indicated he sees a “zero” for committee & translation, also Lindsay indicates there should be money for translation.

Motion B06:12:03 (Mehus/Prebble) to approve the interim budget for January.

Carried.

7. COP update – M. Heath-Eves

- A. Meeting November 26th teleconference Everyone was present. www.MyMSC.ca will have all COP email contact information available. There was an understanding from all COP that this would be available to the membership.
- B. Reporting Minutes from COP will come from Len Martel (COP chair) and go to Lindsay (MSC ED)
- C. Terms of Reference – There will be a statement to change the terms of reference about the reporting aspect between COP and MSC board and vica versa. Lindsay will send out updated terms of reference for the board to approve then send to COP.

Motion B06:12:04 (Prebble/Mehus) to approve Terms of Reference for the COP.

Carried

- D. Brochures are to be sent to the COP members.

New Business- L. Patten

- ⇒ Report from Adhoc Committee The committee had not yet met so Lindsay prepared a process document.
- ⇒ Lindsay has divided it into 3 stages. This has been sent out to the board for review.

Motion B06:12:03 (Heath-Eves/Power-Hawrylak) to approve stage 1 of the document of the bidding process.
Carried.

8. Bylaws Update- Bob Diewold

⇒ Privacy Policy Amendment – Article 3 – Purpose. Item i is to be removed.

Motion B06:12:05 (Diewold/Power-Hawrylak) to approve to remove article 3 section (I)
Carried.

⇒ Board Development Policy – What would be an appropriate budget for this committee - \$10,000 was mentioned. Allocation of funds was discussed

⇒ Require a chair and perhaps 2 other members.

⇒ Bob mentioned the course he and Lindsay are taking and that those materials could be distributed to interested board members.

⇒ Discussion about an orientation manual would be great along with course material for new board members. (Nigel asked Lindsay to prepare a reading list of those courses)

⇒ Bylaw Status – Bob sent draft to Lindsay, and Lindsay has sent them onto Steve. Lindsay and Steve had a conversation about the changes and once the new draft has been completed, Lindsay will send out.

⇒ Absenteeism – Lindsay will send out new version once he receives from Steve. At that point it should be a clean document.

9. General Rules/2009 Rulebook – C Smith

There were very few changes to be made. Chris was looking for approval in principle (update in February) so translation can proceed. Lindsay had some concerns that needed to be addressed. Lindsay is able to approve translation so no motion was required.

10. Identification of Committee Members

⇒ Nomination Committee – COP representative Christian Gauvin, Glenn Mehus

Motion B06:12:06 (Power-Hawrylak/Diewold) to approve Glenn as the board appointee and the Board agrees Juanita would be the 3rd appointee if Juanita agrees to do so.
Carried.

⇒ Governance Committee

Motion B06:12:07 (Prebble/Heath-Eves) to appoint Bob Diewold as the chair of the Governance committee.

Carried.

⇒ Finance Committee

11. Other Business

⇒ No other business

12. Next Meeting

Set for January 3rd, 2010.

13. Adjournment

Meeting adjourned at 9:51pm EST (Heath-Eves)

Jennifer Power-Hawrylak

Secretary