



Board of Directors Meeting August 6, 2024 Minutes



ATTENDANCE:

- Lisa Parkes, President
- Kevin Langley, Vice President
- Rachel Charles, Vice President, Finance
- Lavaughn Larson, Director, Minor
- Chad Bryden, Director, Coaching
- Al Groff, Director, Men's and Women's Men
- Scott Wheatley, Director at Large
- Diane St-Denis, Executive Director

Regrets

- Jason Ranchoux, Director, Provincial Umpire in Chief

1. Call to Order – Parkes

1.01 Land Acknowledgement

L. Parkes called the meeting to order at 7:03 pm and provided a brief land acknowledgment.

1.02 Opening Remarks

L. Parkes acknowledged the successful delivery of the Provincial Celebrations and Provincial Championships. The BC Summer Games were also recently held. Thank you to the many volunteers involved in the successful delivery of this event as well. BC has won gold at the U19 Canadian Championship and gold and silver at the U17 Championship.

1.03 Motion to approval of the agenda

The following agenda items were moved to the top of the agenda:

- Governance Committee Report
- Strategic Planning Vendor
- Enderby Reclassification
- Production Timeline for Softball BC Handbook

Moved by S. Wheatly, seconded by R. Charles to approve the agenda as amended.

CARRIED UNANIMOUSLY

1.04 Motion to approve the minutes from June 24, 2024

Moved by K. Langley, seconded by C. Bryden to approve the minutes as circulated.

CARRIED UNANIMOUSLY

1.05 Business Arising from those minutes

1.05.1 Governance Committee take on a review of approving member associations to provide recommendations to the Board (Feb Meeting)

- This item was pushed to the next meeting.

1.05.2 U11 Provincial Championship Proposal (Feb Meeting)

- Minor Coordinators are meeting on August 13th to have their first discussion on this topic.

1.05.3 Registration process impact on cash flow (April meeting)

- This item will be addressed under 2.01.1.

1.05.4 Recommended changes

a. Article 6 (April meeting)

D. St-Denis pre-circulated proposed edits to Article 6.

Motion by R. Charles, seconded by S. Wheatly, to edit 6.1 to reflect that the permits are NOT required to travel outside the province but are available on request; delete 6.2 and edit 6.3 to clarify that a travel permit does not include insurance coverage.

CARRIED UNANIMOUSLY

Action:

- D. St-Denis to make the edits to Article 6 and circulate them for a final email vote.
- D. St-Denis to ensure the office articulates the Softball BC insurance coverage policy to all members annually (April).

b. Article 17 (April meeting)

D. St-Denis pre-circulated proposed edits to Article 17. After much discussion, it was agreed that the office should circulate the document to the Board via email and have directors provide written feedback to the office.

There was a discussion about how to address teams on the BC/Alberta border with interlocked league schedules. D. St-Denis noted that it may be best to address this item via a letter of agreement with Softball Alberta.

L. Larson recommended removing in-province exhibition sanctions.

Action:

- D. St-Denis to circulate Article 17 in Word format to Directors for feedback and bring it back at a later meeting.

1.05.5 Discipline Policies Review (May meeting)

- This item was pushed to the next meeting.

1.06 Softball Canada AGM

- The deadline for motions is September 15, 2024.

1.07 Strategic Plan Update

D. St-Denis spoke briefly on the proposals received from TOA Consulting, Now What Facilitation and Emblematica, secured by the office to create a new strategic plan for the Society. The proposals were pre-circulated for directors to review. Funds were budgeted in this fiscal year to start the process. Additional funding will be required to complete the project in the next fiscal year.

Emblematica was eliminated due to its approach to bidding on the project. TOA and Now What were very similar in pricing. D. St-Denis recommended that the Board pursue TOA Consulting, as they were familiar with the provincial sports ecosystem and have experience working with our funding partner and other provincial/national sports-related entities. Less time will be needed to

explain the current challenges in the sports sector. Now What is more knowledgeable in the child protection ecosystem.

S. Wheatly asked if the Society should wait until the Slo Pitch Merger Committee had completed its work before starting the work on the new plan. D. St-Denis recommended the work begin this fall to ensure we can report to viaSport in October that we have engaged a consultant to start the work on a new strategic plan. Having a current strategic plan is a funding requirement.

Move by C. Bryden, seconded by L. Larson, to move forward with TOA Consulting to create the new strategic plan.

CARRIED UNANIMOUSLY

Action:

- D. St-Denis to notify the vendors and begin working on securing a contract with TOA Consulting.

2. Board Business

2.01 Financial Committee Report

2.01.1 June Monthly Financial Report

The office pre-circulated the report for June for directors to review. R. Charles provided a high-level overview of the two (2) new tabs: Cash Flow Projections and Projection to Year-End.

A review of the Cash Flow Projections shows that our lowest cash flow period is May, which supports the push to mandate using RAMP. This would provide us with our membership fees (cash) in May instead of receiving them in late June/July due to the delays with an invoice-based process.

R. Charles cautioned the Board about being overly optimistic about the projected year-end surplus.

Work continues:

- Identifying the steps needed to move Softball BC to a virtual office, including identifying potential annual savings.
- Eliminating the use of Azure by changing accounting software to save \$650/month.
- Documenting our internal controls to ensure appropriate delegation of authority and segregation of duties.

2.01.2 Restricted Funds

2.01.2.1 Approval of TORs for Restricted Internal Funds

- This item was pushed to the next meeting.

2.01.2.2 Contribution to Board Designated Reserve Fund

- This item was pushed to the next meeting.

2.01.3 Auditor attendance at AGM

The consensus was that attendance by the auditors at the AGM is not required.

R. Charles signalled to the Board that work has begun to identify leads for new auditors to ensure we are receiving the best value for our fees. She will recommend to the members at the AGM that the Board be allowed to appoint the auditors for the year ending April 30, 2025, by February 28, 2025.

2.01.4 Microsoft to Google Conversation Costs

D. St-Denis pre-circulated the quote from EC Managed IT to move Softball BC from a Microsoft 360 to Google Workplace. While moving to the new platform is expensive, the costs will be recovered in the first year.

The office is developing a communication plan with EC's guidance. Every @softball.bc.ca user will receive an email informing them of the work that will take place starting September 2024. The switch to the new platform will occur in the first week of December.

2.02 Committee Updates

2.02.1 Updated Terms of Reference for all Committees

D. St-Denis pre-circulated a list of the committees for which we have terms of reference. The office will continue its work on the TORs and bring them back to the Board for review and approval before the AGM.

2.02.2 Standing Committees Reports

2.02.2.1 Governance Committee

As agreed at the last Board meeting, the Governance Committee completed its work on new by-laws to move Softball BC from an operational board to a policy-driven Board. L. Parkes provided a high-level overview of the significant changes to the by-laws, the content of the "by-laws changes intro" document, and the election process for the 2024 AGM. These documents were pre-circulated for directors to review.

L. Larson requested clarification on the plan for staffing levels in the office to take on some of the directors' duties that will be reassigned to the office. As noted in her report, D. St-Denis explained that the office wants to transition the part-time Interim Operations Manager role to a full-time Program & Championship Director position in the fall and continue to supplement the staffing complement with smaller, program-specific contractors.

L. Larson requested clarification as to whether the current positional directors (Minor, Men's & Women's, Coaching and PUIC) were automatically appointed as chairs of their respective committees or councils for 2025 (following the AGM) and the new selection criteria listed in the TORs applied to 2026. D. St-Denis indicated that the language used in the "by-laws changes intro" document may be misleading and will be corrected. The positional directors will not automatically move to those roles following the AGM. Further discussion on this topic led to a recommendation to modify bullet "A" under membership in the Minor Advisory Committee Terms of Reference. It should read – *District Coordinators annually recommend a nominee to the Board for ratification immediately following the AGM. The Chair cannot be an active Coordinator*

while serving as Chair of the Council. Similar language should be applied to the other two advisory councils.

L. Parkes reported that the Governance Committee will host a town hall meeting in the first part of September to secure preliminary feedback on the proposed by-laws. The directors agreed to pursue a town hall meeting on Tuesday, September 10th, with a 7:00 pm start time.

**Move to R. Charles, seconded by K. Langley, to submit the proposed by-laws as a special resolution at the upcoming meeting of the members.
CARRIED UNANIMOUSLY**

Move to K. Langley, seconded by R. Charles, to call an Extraordinary General Meeting of the members for 8:00 pm, Friday, October 18, at the Four Points by Sheraton Kelowna Airport, 5505 Airport Way, Kelowna, BC. The sole agenda item is the special resolution to adopt the proposed by-laws.

CARRIED UNANIMOUSLY

Action:

- D. St-Denis to correct the TORs for all three councils.
- D. St-Denis to work with L. Parkes and K. Langley on the town hall presentation.
- D. St-Denis to ensure we have one nomination document with two nomination forms and clear instructions. S. Wheatly and D. St-Denis to meet and review the election procedures to ensure consistent messaging by the Nomination Committee.
- D. St-Denis to ensure the Governance Committee reviews the position outlines for committee chairs.

2.02.2.2 Nomination Committee

S. Wheatley will meet with D. St-Denis this week to review the work ahead for the nomination committee.

2.02.3 Operational Committee

2.02.3.1 Management Committee

L. Parkes indicated there was no report.

2.02.3.2 Discipline /Appeals Committee

K. Langley reported having received a large number of complaints recently, but there is nothing significant to report at this time.

D. St-Denis reported having discussed with other BC PSOs their approach as it relates to the use of independent third-party (ITP) companies to manage their complaints process. Softball Canada expects all PTSOs to adopt this approach, which is becoming the expectation for all PSOs, DSOs and MSOs in BC. She will present a new policy with a service contract for review to K. Langley in the next few months, and a proposal will be in front of the Board in Q1 of 2025.

2.02.3.3 Awards Committee

S. Wheatley confirmed having received 32 applications. The deadline for applications is August 31.

2.02.4 Advisory Committee Reports

2.02.4.1 Minor Advisory Council

L. Larson circulated a report to the Board earlier in the day. The Board discussed the proposed championship schedule. It was agreed that J. Ranchoux, A. Groff, and L. Larson meet before bringing the proposed date to the next Board meeting.

D. St-Denis questioned if there would be any value in engaging Softball Canada in a discussion about how they set the dates for nationals. Early dates mean earlier provincial dates, which shortens our season and can impact our ability to recruit and retain players when other sports offer longer competitive seasons. L. Parkes volunteered to contact the President to secure documentation on this topic.

Action:

- L. Larson to schedule the meeting with J. Ranchoux and A. Groff.
- L. Parkes to write to Softball Canada regarding the criteria for establishing the national championship schedule.
- D. St-Denis to secure the dates for the Western Canadian Championships for the group meeting on dates.

2.02.4.2 Men's & Women's Advisory Council

A. Groff provided a verbal report. He reported on the successful delivery of the championships. However, they have been unable to land a solution for dates for the men's master provincials. Concern was raised about prizing some events even after extensive pre-season consultation. They will be revisiting this item in preparation for 2025. He acknowledged and thanked the office staff, especially A. Thomas and R. Benson, for their work on the large volume of roster changes leading up to provincials.

2.02.4.3 Umpire Advisory Council

J. Ranchoux did not submit a report.

2.02.5 Working Groups / Task Forces

2.02.5.1 Boys Fastpitch Committee

L. Larson addressed this item in her written report.

2.02.5.2 District Review Committee

The committee met on July 23. We can anticipate a report for the next Board meeting.

2.02.5.3 Hall of Fame Committee

L. Parkes briefly commented on the written report by committee chair J. Dugger.

2.02.5.4 Minor Development Fund Committee

L. Larson confirmed that the committee would meet on August 19 to review the documentation discussed at the July Board meeting.

2.02.5.5 Men's and Women's Slo Pitch Committee

A. Groff confirmed the committee will meet in September. Members are in season and have no interest in engaging until then. The committee is aware of and supports the concept of Softball BC engaging representatives from SPN in merger discussions.

2.02.5.6 Men's Fastpitch Work Group

A. Groff confirmed the group will meet in September. Members are in season and have no interest in engaging at that time. A. Groff mentioned they got feedback on prizing—specifically, the preference for cash prizes vs. medals or other items.

2.02.5.7 Pro-rata Task Group

L. Larson confirmed the committee was meeting on August 13th to evaluate this year's process. Following this meeting, the task group will be abolished as it will have completed its mandate. L. Larson will report on the outcome of this meeting at the next board meeting.

2.02.5.8 Provincial Umpire Development Committee

J. Ranchoux did not submit a report.

2.02.5.9 SNP Merger Committee

S. Wheatley provided a verbal report. The committee is being formed and will meet in mid-August. Several qualified candidates, who are well respected in the slow pitch community, are interested in joining the committee.

2.02.5.10 Coaching Development Committee

C. Bryden confirmed the committee was scheduled to meet on August 7. There will be an update for the next Board meeting.

2.02.6 Minutes on the website

D. St-Denis requested clarification from the Board as to whether it made the strategic decision to stop posting minutes (board, councils and committees) on the website or if it was a decision made by staff, as members have been inquiring.

The Board supported the principles of transparency and directed D. St-Denis to post all Board, Council and Committee minutes on the website.

Action:

- The office staff will review what is currently on the website and contact the relevant Chair to secure copies of any minutes we may need to include.

2.03 Email Votes

Summary of email votes held since the July Board meeting.

July 3, 2024- MOTION – A. Groff/S. Wheatley

10.11.2. Teams attending Provincial Championships may pick up a maximum of 3

players. Exception for 2024 only that teams in the Women's A Division may pick up a maximum of 5 players. **CARRIED**

In Favour

Al Groff
Scott
Wheatley
Rachel
Charles
Jason
Ranchoux

Opposed

Lavaughn
Larson
Abstained
Lisa Parkes
Chad Bryden
Kevin Langley

July 12, 2024 - MOTION to approve Heat Policy

CARRIED

In Favour

Lavaughn Larson
Scott Wheatley
Rachel Charles
Jason Ranchoux
Lisa Parkes

Opposed

none
Abstained
Al Groff
Chad Bryden
Kevin Langley

July 12, 2024 - MOTION to approve New Severe Weather Policy

CARRIED

In Favour

Lavaughn
Larson
Scott
Wheatley
Rachel
Charles
Jason

Ranchoux
Lisa Parkes

Opposed

none
Abstained
Al Groff
Chad Bryden
Kevin Langley

D. Operational Business

3.01 Management Report

D. St-Denis pre-circulated the report for directors to review. There were no questions.

3.02 AGM timelines and updates

The office has created a timeline document to guide its work leading up to the AGM. It will be circulated to the Board this week.

Action:

- D. St-Denis will forward the timelines via email to the Board.

E. New Business

4.01 Pick-up Portal on Facebook

L. Larson wanted to flag her concern with J. Frei utilizing the Softball BC brand on a portal she created under her own identity. D. St-Denis confirmed that Softball BC is now the administrator of that page and will engage the Advisory Councils on (i) whether to maintain the page and (ii) what edits should be made if it remains active.

Action:

- D. St-Denis to forward the information to the Advisory Councils for discussion at their upcoming meetings.

4.02 Production Timeline for Softball BC Handbook

D. St-Denis pre-circulate a timeline to produce the handbook. She stated that more time is needed for the Board and the staff to do their work. She recommended the December 1st intake by the Minor Advisory Council be eliminated since the Council had four (4) other intakes available to them – August 1, September 1, October 1, and November 1.

L. Parkes also noted that the suggested April 15th completion timeline needs to be moved to the end of March at the latest. D. St-Denis indicated that moving up the completion timeline will require eliminating the December intake.

L. Larson expressed concern that the members don't engage in the SOR review process until after the AGM. Discussion led to the Board agreeing to eliminate the December 1 intake to allow sufficient time for members to provide feedback and for the Board to review the entire SORs as one document.

Moved by. A. Groff, seconded by R. Charles, to eliminate the December 1 intake.

CARRIED (L. Larson opposed)

The Board also discussed moving to an online publication only for 2026. The office was tasked with exploring options to present to the Board at a later date.

Action:

- L. Larson will inform their Minor District Coordinators to engage their district membership in submitting recommendations for three (3) intakes: September 1, October 1, and November 1. The office will also promote this change in the AGM notices.
- The office will adjust the production schedule to deliver books by March 30th.
- The office will explore options for moving to an online publication and bring a recommendation to the Board in Q2 of 2025.

4.03 Softball BC Brand Standards and Guidelines

These two items were moved to the next meeting.

4.03.1 Medals using the Indigenous logo

4.03.2 Non-compliance by provincial hosts

4.04 Enderby Reclassification

D. St-Denis had pre-circulated a brief report on the topic. L. Parkes provided a high-level overview of the concerns brought to her attention. L. Larson clarified that the team was reviewed after the appeal committee's decision.

After some discussion, the Board agreed to:

- Direct the Minor Advisory Council to review 8.6.13 and consider the comments the Minor

Director shared in her August 1, 2023 response.

- Have the President of Softball BC send a letter to all teams who attended the 2024 championship clarifying the facts surrounding the appeal and the impact of the decision and learning moving forward, e.g., the ruling should have been communicated to all U15C teams at the time of the decision.
- Given that the team can now move to 17C, L. Parkes will indicate in her email that attention will be given to correctly classifying them for 2025.

Action:

- L. Larson to bring rule 8.6.13 to the Advisory Council for review.
- D. St-Denis to send L. Parkes the appeal committee's decision.
- L. Parkes to send a letter to U15C Provincial participants.

F. Next Meeting & Adjournment

The Board agreed to meet on Tuesday, September 17, at 7:00 pm.

Moved by R. Charles, seconded by K. Langley, to adjourn the meeting at 9:48 pm.

CARRIED UNANIMOUSLY