



Rowing Canada Aviron
BOARD OF DIRECTORS MEETING
Nov. 9 - 10, 2019

LOCATION:
Hilton Toronto Airport
5875 Airport Rd, Mississauga, ON L4V 1N1

MINUTES

Attendance

Carol Purcer, President
Tom Hawker, Director
Douglas Vandor, Athlete Director
Carol Hermansen, Provincial Director
Heather Holden, Director
Peter McClelland, Director
Marisha Roman, Safe Sport Director
Jennifer Walinga, Director

Staff

Sid Murdoch, Secretary
Terry Dillon, CEO
Iain Brambell, High Performance Director (Saturday)
Jennifer Fitzpatrick, Director of Partnerships and Sport Development (Sunday)

Saturday Nov. 9th

1. Call to Order

The meeting was called to order by President Purcer at 9:00 a.m. EST.

It was recognized that the meeting was being held in the traditional territory of the Haudenosaunee, the Metis and most recently the Mississaugas of the Credit River. The Territory was the subject of the *Dish with One Spoon* Wampum Belt Covenant, which was an agreement between the Iroquois Confederacy and the Ojibwe Allied Nations to peaceably share and care for the territories around the Great Lakes. This territory is also covered by the Upper Canada Treaties. Today, Toronto is home to many indigenous peoples across Turtle Island.

2. President's Opening Remarks

2.1 New Board Members & Introductions

Doug Vandor was welcomed to his first meeting as the RCA Athlete Director.

3. Appointment to the RCA Board of Directors – Motion to Approve

MOTION #1: Appointment of Safe Sport Director

Moved: Carol Hermansen Seconded,

That Marisha Roman be appointed to the RCA Board of Directors, to the position of Safe Sport Director, to a term that ends at the close of the 2020 RCA Annual Meeting.

CARRIED

4. Review of Agenda and Approval

- Item 14, Treasurer’s Report, will be moved to item 6.
- Item 11 will be in 2 parts, 10.6 and 10.7 will be dealt with separately.
- Iain Brambell will attend item 7.

MOTION #2: Board Meeting Agenda

Moved: Heather Holden Seconded,

That the Board Meeting Agenda November 9-10, 2019, be approved as amended.

CARRIED

5. Review and Approval of Previous Minutes:

5.1 Board Meeting Minutes: July 24, 2019

MOTION #3: Board Meeting Minutes

Moved: Peter McClelland Seconded,

That the Board Meeting Minutes, July 24, 2019, be approved.

CARRIED

6. Finance Update and Budget – *In Camera* (Hawker)

MOTION #4: In Camera

Moved: Heather Holden Seconded,

That the meeting be held In Camera to discuss financial matters.

CARRIED

MOTION #5: Out of In Camera

Moved: Jennifer Walinga Seconded,

That the meeting be held Out of In Camera.

CARRIED

7. National Training Centre Update and Action Plan (McClelland)

MOTION #6: In Camera

Moved: Marisha Roman Seconded,

That the meeting be held In Camera to discuss the National Training Centre.

CARRIED

MOTION #7: Out of In Camera

Moved: Marisha Roman Seconded,

That the meeting be held Out of In Camera.

CARRIED

MOTION #8: Contingency Fund

Moved: Tom Hawker Seconded,

To allocate \$15,000 from the RCA contingency fund in support of the National Training Centre Project.

CARRIED

The PGC Chair and CEO will meet with the Athlete Director to provide more background on the selection of North Cowichan / Shawnigan as locations for the National Training Centre.

8. Board Only Session (In Camera)

9. High Performance Program (Brambell)

9.1. High Performance Update

10. Women in Coaching (Brambell)

11. Governance (Purcer)

11.1 By-Laws - Section 10.5 President's Term of Office

Section 10.5

By removing "on the day" from line two of Paragraph 10.5, the new President has the ability to participate in any decisions that affect RCA immediately after the Annual Meeting is adjourned. Our practice of voting for the role of Treasurer from one of our Directors needs to occur after the Annual Meeting to ensure the business of the organization can continue without interruption. The new President needs to be part of that process.

MOTION # 9: President's Term of Office

Moved: Tom Hawker Seconded: Peter McClelland

That the Board of Directors of Rowing Canada Aviron, in accordance with Section 25 of the CARA Bylaws, approves the following change to *Paragraph 10.5 President's Term of Office*:

FROM:

10.5 The President's Term of Office

The President shall be elected at the Annual Meeting of CARA held in the year following the Olympic Summer Games for a term of four years commencing on the day immediately following the Annual Meeting. At the end of his or her term the President may stand for re-election as President for one more term of four years, after which he or she may stand for election as a director and may stand again for election as President on the expiry of his or her successor's term.

TO:

10.5 The President's Term of Office

The President shall be elected at the Annual Meeting of CARA held in the year following the Olympic Summer Games for a term of four years commencing at the end of the Annual Meeting. At the end of his or her term the President may stand for re-election as President for one more term of four years, after which he or she may stand for election as a Director and may stand again for election as President on the expiry of his or her successor's term.

CARRIED.

Sunday November 10th

11.2 By-Laws - Paragraph 10.6: Director Terms of Office and 10.7 Staggering of Elections

Issues around the appointment of a Director were discussed including the impact the terms have on the Board’s ability to be effective.

A chart was provided reflecting the changed terms for Directors of the Board:

	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029
Pres			x				x				x
Ath D	X1		x				x				x
Prov D		x			x			x			x
D3	X			x			x			x	
D4	x			x			x			x	
D5		x			x			x			x
D6		x			x			x			x
AD2	+	+			+		+	+		+	+

D= Director AD= Appointed Director

Notes:

1. For transitioning purposes, the Athlete Director would be elected to a two year term in 2019. The Athlete Director would stand for election again in 2021 for a four year term. This would align the Athlete Director with the Olympic quadrennial to serve athletes better.
2. The ability to appoint a Director does not exist every year with this model, as such a position can only occur when one third of the Board is elected at the Annual Meeting (Canada Not For Profit Act, 2009, Part 9 128 (8)).

Rationale:

Changing terms for Board Directors will build capacity for effective oversight of the RCA organization. Increasing the term from two years to three years for the Provincial Director and Directors at Large, and to align with the quadrennial, from two years to four years for the Athlete Director with the election held in the year after the Summer Olympics. This will provide the necessary time for Directors to develop an understanding of the practise of the Board and their role at that table as well as allow the time necessary for the Director to make a commitment for organizational improvements such as large projects, etc.

Paragraph 10.7 is also included in the motion, as it would no longer be relevant and should be deleted.

As a result, in accordance with Section 25 of the CARA Bylaws, the RCA Board of Directors has by Special Resolution passed the following motion that changes Paragraph 10.6 and 10.7, and this motion is provided for ratification by the RCA membership at the 2020 Semi-Annual Meeting:

MOTION 10: Paragraph 10.6: Director Terms of Office and 10.7 Staggering of Elections

Moved: Peter McClelland Seconded: Carol Hermansen

That the Board of Directors of Rowing Canada Aviron, in accordance with Section 25 of the CARA Bylaws, approves the following changes to *Paragraph 10.6 Other Directors' Term of Office and 10.7 Staggering of Elections*:

FROM:

10.6 Other Directors' Term of Office

All the other directors shall be elected for a term of two years commencing on the day immediately following the Annual Meeting. They may stand again for election at the end of their term.

TO:

10.6 Other Directors' Term of Office

The Provincial Director and Directors at Large shall be elected for a three year term commencing immediately following the end of the Annual Meeting. The Athlete Director shall be elected for a four year term commencing at the end of the Annual Meeting. All may stand again for election at the end of their term.

By-Law Amendment - PARAGRAPH 10.7 STAGGERING OF ELECTIONS

~~10.7 Staggering of Elections~~

~~Elections for the positions of Athlete Director and two Directors at Large shall be held every two years in the same year as, and two years after, the election of the President. Elections for the positions of Provincial Director and two Directors at Large shall be held every two years in the year before and the year after the election of the President.~~

CARRIED

12. Business Arising from Saturday's Meeting

MOTION #11: In Camera

Moved: Heather Holden Seconded,

That the meeting be held In Camera to discuss Human Resources and High Performance matters.

CARRIED

MOTION #12: Out of In Camera

Moved: Heather Holden Seconded,

That the meeting be held Out of In Camera.

CARRIED

13. By-Laws - Safe Sport (Roman, Fitzpatrick)

- The RCA safe sport policy and procedures initiative has been ongoing for the past few months.
- Goal is to create policies and procedures that align with federal requirements, provincial rowing associations and the RCA By-laws.
- RCA has been working with a legal firm on a safe sport manual. A combination of new policies and other policies created previously by RCA.
- There is a new abuse, harassment and bullying policy and an appeals policy.
- There will be a suite of policies including a Code of Conduct, Abuse and Harassment, Investigations, Discipline and Complaints, Whistleblowers, Social Media and appendices.

Discipline Policy:

- There were gaps related to the alignment of procedures that required additional follow up. RCA does not want to pay for a hearing as a result of an investigation – go straight to the sanction policy instead.
- Jurisdiction – differences between provincial policies and RCA policies were discussed. It was noted that because RCA sanctions events, RCA has jurisdiction over the participants in those events but there are still issues around jurisdiction that need to be resolved.

MOTION #13: Discipline Policy

Moved: Jennifer Walinga Seconded,

That the Board approves the amendments to the Discipline Policy subject to removal of section 21, paragraph d.

CARRIED

Safe Sport Task Force

- In order to build support for the program, a time limited Safe Sport Task Force has been reviewed with PAC. Members of the Task Force have not yet been determined but it will include people with knowledge of Safe Sport as it applies to rowing and others that will advocate for the Safe Sport program.

MOTION #14: Safe Sport Task Force

Moved: Heather Holden Seconded,

That the RCA Board appoint Marisha Roman, as Director of Safe Sport, with input from members of RCA staff, to establish a Safe Sport Task Force. This Task Force will consist of the Director of Safe Sport as Chair and selected representatives of the RCA membership. The mandate of the Task Force will be to identify a strategy for implementing an integrated national Safe Sport Policy Program for the sport of rowing in Canada that will apply to all RCA Rowing Organizations. The Task Force will consist of no more than 8 members and its term will end by no later than September 1, 2020. The process for selecting members will consist of a Request for Expression of Interest from the membership of RCA by individuals who can demonstrate the following knowledge and experience:

- knowledge of Safe Sport as it applies to the sport of rowing in Canada;
- knowledge of safe sport policy development;
- knowledge of respective federal and provincial jurisdiction issues in relation to Safe Sport;

- experience in advocacy, communication and stakeholder engagement with a broad and diverse stakeholder and/or membership base.

CARRIED.

By-Law Amendment – PARAGRAPH 23.2 PENALTIES FOR OFFENSE

Rationale:

The following changes are proposed to update the language in this paragraph by removing a reference to religious language.

As a result, in accordance with Section 25 of the CARA Bylaws, the RCA Board of Directors has by Special Resolution passed the following motion that changes Paragraph 23.2, and this motion is provided for ratification by the RCA membership at the 2020 Semi-Annual Meeting:

MOTION #15: 23.2 Penalties for Offense

Moved: Marisha Roman Seconded: Doug Vandor

That Para 23.2 of the RCA By-laws be amended:

FROM:

In the event that any offense is committed by a member or Registered Participant against CARA under Paragraph 1 of this Section, such a member or Registered Participant shall be liable to:

- a. in the case of a member, removal as a member of CARA;
- b. suspension from participation in or attendance at any CARA activity, any sanctioned rowing event or national rowing team; or
- c. such further and other disciplinary action as to the Board of Directors shall seem meet and just having regard to all of the circumstances of the case.

TO:

23.2 Penalties for Offense

In the event that any offense is committed by a member or Registered Participant against CARA under paragraph 1 of this Section, such a member or Registered Participant shall be liable to:

- a. in the case of a member, removal as a member of CARA;
- b. suspension from participation in or attendance at any CARA activity, any sanctioned rowing event or national rowing team; or
- c. such further and other disciplinary action as the Board of Directors shall deem appropriate having regard to all of the circumstances of the case.

CARRIED.

14. Treasurer’s Report (Hawker)

14.1 Committee on Dues and Fees Report

The report of the Committee on Dues and Fees was reviewed by the Board.

- The Treasurer noted that the Committee was very engaged in the review process.
- A number of reports were considered by the Committee including domestic investment, 5 year summary of operations, funding and revenue chart and a member and participant activity report.
- After considering that member dues and fees only contribute approximately one third of the amount RCA allocates to membership benefits, the Committee approved a \$4 increase to the Base Fee and a .25 increase to the seat fee.
- The Committee also considered including cost of living increases for future years but it was noted that fee increases are required to be approved each year by the membership.
- The Committee's report has been reviewed with PAC.
- A webinar will be held with the membership next week to review the Committee on Dues and Fees report.
- The Plenary session at the Semi-Annual Meeting will also include a review of RCA's financial statements.
- Important that the Committee members report back to their respective provincial rowing associations and support the recommendations in the report.

The Board discussed the importance of balancing the RCA Budget.

15. President's Report

- Attended the RCA Nominating Committee meetings.
- Attended the RCA Hall of Fame ceremony.
- Umpired at the Henley Regatta. It was noted that the regatta had an increase in participants as compared with the prior year.
- Participated as a member of the OC for the Beach Sprints event in St. Catharines. There were 28 participants, busy day of racing and quite a few observers. 2 athletes and a coxed four qualified for the World Beach Sprints in China.
- Attended the World Championships in Linz with 80 countries and 1200 athletes participating.
- Attended the FISA Congress including a seminar on women in rowing and gender equity. St. Catharines won its bid for the FISA World Championships in 2024. Montreal RC also bid on the 2023 World Master but the bid was not successful. Julien Bahain was not successful in his bid to chair the FISA Athletes Council.
- Participated in the Committee on Dues and Fees Meeting.
- Attended the Bring a Friend Day in St. Catharines. 40 new high school athletes were signed.
- Chaired the RCA Annual Meeting in September.
- Attended the NRCs in Burnaby, the last year for Rowing BC as hosts. Also attended the Hall of Fame and Athlete Banquet events.
- Attended the Canadian Paralympics Meeting of the Members conference call.
- Attended the CSSRA meeting in October.
- Went to Toronto to meet with the Mayor from one of the suburbs of Tokyo. RCA National Team will be training there prior to the 2020 Olympics.
- Umpired at the OUA's.
- Attended the ROWONTARIO Trillium Sprints.
- As a member of the COC Hall of Fame Committee attended the recent Hall of Fame ceremonies. This was prior to the Sport Canada Hall of Fame including the induction of Guylaine Bernier.
- Attended the CAWS webinar regarding Ontario soccer and how to use data related to gender equity.

Gender Equity Initiative:

RCA is involved in pilot project working with CAAWS. CAAWS will be researching RCA practices such as:

- Hiring and recruitment opportunities for women.
- Resource allocation.
- Known barriers to programs and services.
- Review RCA policies and procedures and identify gaps.

Following part one of the pilot, a survey will be provided to RCA stakeholders. Recommendations will follow.

CAAWS will attend the RCA National Conference and there will be a session on Gender Equity including some of the work that RCA has done.

Applied for 143,000 in funding with over 100,000 targeted to gender equity including:

- Invest in women in coaching including hosting seminars for female coaches.
- Invest in women as leaders in rowing.

16. CEO

16.1 Applications – National Rowing Championships

- Rowing BC's 4 year agreement to host the NRCs ended in 2019 and with an overall strategic event strategy underway by RCA it made sense to award the next Championship for 2020 only. A broader plan for a suite of events will be proposed under the event strategy with the NRC as part of that plan.
- 4 bids have been received including Kenora, London, Welland and South Niagara.
- A working group of Doug Vandor, Mike Bagshawe, Adam Parfitt and Matt Draper have reviewed the bids with a recommendation to be sent to the Board in the next week.
- Important to reengage our event process with rowing communities such as Montreal.

16.2 Event and Competition Strategy & World Rowing Hosting Update

- The City of St. Catharines won the bid to host the World Rowing Championships in 2024. Based on his international events expertise, Matt Draper has been assisting the local organizing committee and has recently performed an audit of the rowing venue and will also be involved with the submission of hosting grants in support of the Championships.
- The 2024 bid award also includes the U23 and U19 Championships along with the Non-Olympic World Championships, August 18 to 25th.
- Volunteer growth will be an important aspect of hosting the Championships.
- London, Ontario has put in a bid to host the 2023 FISU Championships.

Event Strategy:

- RCA's overall event strategy review includes national events with consideration to regional events. A piloted national master's event may be considered in 2020.
- Important that our events strategy includes revenue generation.

16.3 Strategic Plan Refresh

Over the past 2 years RCA has:

- restructured its staffing including membership and national operations;
- added more robust coaching and communication services;

- added an event management system under the new membership model;
- updated the web registration and sanction event systems;
- restructured the alumni strategy including the Canadian Rowing Hall of Fame and alumni database;
- introduced a 3rd party complaint abuse, bullying and harassment process;
- added a safe sport director
- introduced an *every coach certified* process;
- captured 1,000 unique donors;
- added an online shopping system;
- won medals at world championships;
- engaged the rowing community in the NTC Project;
- added a NextGen program system that engages universities and communities;
- introduced transparency around how RCA operates;
- hosted a World Coastal Championships and will host in 2024 the U19, U23 and Non-Olympic World Championships.

There is interest in creating a Rowing Canada Alumni Rowing Club along with non-rower supporter membership in RCA.

The promotion of staff and their duties on the website was discussed.

The next iteration of the Strategic Plan will be focused on growing rowing, and what we want to be as a sport. Lean into a process in 2020 to develop RCA's strategy for the next 4 years. Include items that will resonate with the membership:

- Develop an inclusive culture that enhances our sport.
- Develop safe sport practices among all stakeholders.
- Stimulate our sport with an updated events strategy.
- Improve revenue diversification.
- Develop a strong High Performance program including more high level Canadian coaches.

A staff planning meeting will be held in December to start the Strategic Planning process.

16.4 RCA National Conference Schedule & Board Attendance

- Conference begins on Friday January 24th instead of Thursday as in the past. Content for the 2 day conference will be more focused.
- There will be a coaching stream and an administrative stream.
- Coach education will be separated into streams including beginner, intermediate and advanced.
- Each day starts with a keynote speaker.
- Theme of well-being for many of the sessions.
- Sessions will focus on a number of topics including masters, lightweight rowing and gender equity.
- High Performance will be represented but not all HP coaches will be in attendance at the Conference based on training for the 2020 Olympic year. NT Athletes will not leave the NTC to attend the conference.
- Website developers will be in attendance to present clubs with information on marketing their online brand.
- Board members should arrive in time for the Friday sessions.
- Strategic planning session will have the same audience as the Semi-Annual Meeting.

16.5 Umpire Committee Terms of Reference

Changes include the addition of an Education Sub-Committee, FISA Jury Sub-Committee and the role of the CEO.

MOTION #16: Umpire Committee Terms of Reference

Moved: Carol Hermansen Seconded,

That the Board approves the amendments to the Umpire Committee Terms of Reference.

CARRIED

RCA Clothing:

- A clothing kit for the Board members will be available soon.
- Icebreaker is a new clothing provider including sweaters and shirts.
- Important that RCA representatives have one brand with the current logo.

17. Athlete Director (Vandor)

- Having only been in the position for a few weeks, the Athlete Director noted that he looks forward to working together to promote our sport.

18. Provincial Director (Hermansen)

18.1 Provincial Advisory Council (PAC) Report

- New Brunswick had an issue with one of their clubs but that is being resolved.
- Quebec only has 3 board members and does not have a current President. Other volunteers have stepped up to assist. There are 11 clubs – 7 clubs are doing well.
- Saskatchewan has a new President - Bryan Hillis.
- There have been positive developments in Newfoundland with more support from coaches and volunteers. The coaches in particular should be congratulated in writing.
- Important that RCA is aware of issues within smaller provincial rowing associations.
- PAC continues to work on the final details for its indoor coast to coast event in February 2020. Goal is to get 2020 seats filled for the event.
- PAC members will consider providing a 2 page report for the joint meeting with the Board at the conference.

19. Director (Roman)

- Looking forward to continuing the work associated with Safe Sport.

20. Director (Walinga)

- Working with RCA on gender equity issues.
- Developing a communications strategy around the NTC.
- Assisting RCA with the strategic planning process.

21. Director (Holden)

21.1 Nomination Committee - By-Law - Section 11 – Nomination of the President

By-Law Amendment –PARAGRAPH 11.5 NUMBER OF NOMINATIONS FOR POSITIONS OF DIRECTOR

Rationale:

The changes to Paragraph 11.5 are required In order to provide additional direction to the Nominating Committee and to recognize the importance of having an election if more than one qualified candidate submits a nomination form for the position of President

As a result, in accordance with Section 25 of the CARA Bylaws, the RCA Board of Directors has by Special Resolution passed the following motion that changes Paragraph 11.5, and this motion is provided for ratification by the RCA membership at the 2020 Semi-Annual Meeting:

MOTION #17: Para 11.5 Number of Nominations for Positions of Director

Moved: Peter McClelland Seconded: Doug Vandor

That Para 11.5 of the RCA By-laws be amended

FROM:

11.5 Number of Nominations for Positions of Director

In the case of nominations for the position of Director at Large the Nominating Committee shall use its best efforts to provide at least one more candidate than the number of positions open for election.

TO:

11.5 Number of Nominations for the Positions of President and Director

In the case of nominations for the position of President, the Nominating Committee shall use its best efforts to provide more than one qualified candidate for election.

In the case of nominations for the position of Director at Large the Nominating Committee shall use its best efforts to provide at least one more candidate than the number of positions open for election.

22. Director (McClelland)

- Represented RCA at the Pan Am Games.
- Attended the COPARE meeting and noted USA's and Canada's non support of the By-law related to the election of the President. There were also different versions of the By-laws depending on the language, Spanish or English. Voting also depends on region and is not always consistent. There were issues with the financial statements and payment of annual dues - countries that had not paid annual dues were voting.

23. Secretary

23.1 Governance Calendar – Board Meeting Dates

- Important dates for meetings as related to the Nominating Committee and Annual Meeting governance were reviewed.
- President Purcer will send a message to the Board with proposed meeting dates for 2020.
- Meeting dates at the National Conference to be confirmed soon.

- It was noted that the dates for the 2020 Royal Canadian Henley Regatta need to be reviewed by the Board soon.

24. Adjournment

- The Board were thanked by the President for their engagement in the meeting this weekend.

MOTION #18: Adjournment

Moved: Heather Holden

That the meeting be adjourned at 2:20 p.m. EST.

CARRIED
