



MSC/MNC BOARD OF DIRECTORS MEETING

December 4, 2011

Present:

Board Members: Nigel Kemp (Director), Chris Smith (Director), Robert (Bob) Diewold (Director), Sylvie Potvin (Director), Jennifer Power-Hawrylak (Secretary), Nancy Black (Director), Keith Kendal (Director), Mike Heath-Eves (Director, COP), Ed Evelly (Director, COP)

Also Attending: Lindsay Patten (Executive Director), Bette El-Hawary (Executive Assistant)

Absent with Regrets: Laura Garrett (Director), Glen Mehus (President)

1. Call to Order

The Chair (Bob Diewold) called the meeting to order at 7:35pm ET. Acknowledgement of Lindsay Patten's email to the Board of Director's on Sunday afternoon resigning from the position of Executive Director from MSC. Bob, Nigel and Jennifer extended thanks to Lindsay for his hard work with Masters Swimming Canada over the past years.

2. Approval of Agenda

Motion B11:12:01 (Smith/Evelly)

We will replace the Executive Director's report with the Strategic Plan discussion. Addition of the Structure Committee Terms of Reference under 8.2 Governance. Carried.

3. Approval of Minutes – October 20-23rd, 2011

Motion B11:12:02 (Heath-Eves/Potvin) to approve the minutes of the October 20-23rd, 2011 meeting as circulated. Carried.

4. Financial Report – K.Kendal

Keith sent out his report; review and discussion. Financial statements are very positive with a significant surplus compared to the budget. All Provinces have submitted their payments for 2010-11 registration fees. Projection of a deficit in the 2012 fiscal year; the current surplus will offset the projected deficit. Registration was down by approximately 200 swimmers.

Motion B11:12:03 (Evelly/Black) to approve the financial report as circulated. Carried.

5. Council of Provinces Report- M. Heath-Eves

Nancy Black drafted a sample report form, once it is completed it will be circulated to the Council of Provinces to use as a mechanism of feedback from the Council of Provinces to the MSC Board.

6. Committee Reports-

- I. **Nationals**- The Nationals Committee has received the bid documents for 2013 Nationals. 2012 Nationals organizing is underway; their web page is up and running; the MSC AGM information is not included on their web page. The MSC Board needs to finalize this information; discussion on the timing of the meet and an ideal time. Lindsay noted that the information is included in the meet package that is posted online; it states the AGM would be held on Friday morning at 9:00am. Everyone agreed to try an alternate day/time to host the AGM to try to increase attendance; suggestion to hold the AGM before the

social on Saturday night. **Action:** Bette to follow up with Laura Garret on the time/location of the AGM before the social on Saturday night.

- II. HR Committee- Bob circulated four documents to the Board Members from the HR Committee. A job description and evaluation of the Executive Director were included; Bob gave an overview of these documents. The ED Evaluation is a tool to enable the organization to move forward and to build a successful organization. Discussion that the performance of the ED be linked to the performance of the organization. The Organization needs to recognize that not all of the Committees are currently in place to support the Strategic Plan; the document and process are a great starting point. Sylvie thanked the HR Committee for their hard work and putting the documents together, she noted that the evaluation process is an added responsibility for the Board or for the HR Committee. The other two documents that were presented were the ED Discretionary Spending document and the Employment Agreement. Steve Indig of the Canadian Center for Sport and Law drafted the Employment Agreement; the Employment Agreement would need to be changed based on the Province that the Executive Director resides in. Discussion on the Employee/Employer relationships; in the end Revenue Canada standards need to be met. Keith pointed out the compensation in the Employment Agreement on page 2, items 3G and 3I and that the ED is requested to submit a report to the President every two weeks.

Motion B11:12:04 (Smith/Kendall) to approve the four documents as presented. Carried.

Action: Bette to review the four documents and identify them as policies that follow the current MSC policies.

7. Old Business-

- I. Strategic Plan- Lindsay Patten circulated the Strategic Plan document earlier this week. The plan was outlined in Montreal at the face-to-face meetings; the swimmers are the primary clients; PMO's and other organizations are secondary clients. Bob thanked Lindsay for his work on the document that was circulated, everyone agreed that this was a great first draft. Recommendation that everyone take the time to review the document and reply electronically via email with your feedback. Discussion on the next step and moving forward with the document. **Action:** Everyone to review the entire document and reply to Lindsay Patten via email with feedback by Sunday December 11th, 2011.
- II. Governance- Chris Smith circulated the draft Terms of Reference of the Structure Committee. Suggestion that this item should be discussed once the new Executive Director and the Strategic Plan is in place.

8. New Business-

No new business

9. **Next Meeting**- Sunday January 15th, 2012 at 7:30pm ET.

10. **Adjournment**- Meeting adjourned at 9:10pm ET by Power-Hawrylak/Black

Jennifer Power-Hawrylak
Secretary.