



**ASA Board Minutes**  
September 6, 2014  
8:30 AM

Location: ASA Office (Edmonton)

**Approved (October 24, 2014)**

**In attendance:**

Ole Jacobsen, President	Sherri Thorsen, Director of Finance
Sharon Evens, Director-at-large <sup>1</sup>	Rob Ziccarelli, Director-at-large <sup>2</sup>
Billy Dunlop, Director-at-large <sup>3</sup>	Chris Buchanan, Public Director
Shaun Hammond, Director-at-large	Malcolm Pritchard, Rural Director
Richard Adams, Executive Director	Shaun Lowther, Technical Director <sup>4</sup>

**Absent with Regrets:**

Ted Yoo, Vice President	Danny Bowie, 2 <sup>nd</sup> Vice President
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*Note 1 Sharon Evens entered the meeting at 8:40 AM*  
*Note 2 Rob Ziccarelli entered the meeting at 8:50 AM*  
*Note 3 Billy Dunlop exits the meeting at 11:07 AM*  
*Note 4 Shaun Lowther exits the meeting at 10:00 AM*

**1. Call To Order**

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*M301 Motion: Call meeting order*  
*M/S/C*

Meeting was called to order at 8:33 AM

**2. Approval of Agenda**

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- A. Committee Updates
  - a. Technical Committee
    - i. Technical Director Report
    - ii. HPL
      - 1. President's Meeting
      - 2. Next steps
    - iii. EIYSA U6 – U8
  - b. Other Committees
    - i. Nominations Committee
      - 1. Chair – Committee Members
  - c. Finance Committee

- i. 3<sup>rd</sup> Quarter Financial Report
    - ii. Membership Numbers Report
    - iii. Signing Authority
  - d. Risk Management Committee
    - i. Screening Policy
    - ii. New RCMP PICS Policy
  - e. Governance & By-laws
    - i. Modernization of By-Laws
  - f. Referee Development Committee Update
    - i. Referee Development Officer Report
    - ii. Team Marshall Program (A275)
    - iii. Refereeing of Unsanctioned Games (A282)
    - iv. RAC (CSF) Communication
  - g. Competitions Committee
    - i. Competitions Coordinator Report
    - ii. AMSL - PDL
- B. New Business
  - a. Planning Meeting
    - i. Schedule
    - ii. CSA WNT Exhibition Game
  - b. ASA Staffing Update

*M302 Motion: To approve the agenda as amended  
M/S/C*

### **3. Approval of Previous Minutes**

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- A. June 6, 2014 ASA BOD Minutes

*M303 Motion: To approve the June 6, 2014 ASA BOD Minutes as presented.  
M/S/C*

### **4. Review of Action Items**

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- A. Business Development Quick Wins (A271)
  - a. C. Buchanan presented an update on the current status of partnerships with the ASA, there were 10 active partnerships in 2014 with a minimum of 6 continuing into 2015. The Communications & Business Development staff have prepared documentation summarizing properties available for sponsorship / support but the key becomes the Board of Directors providing contacts for the ASA staff to sell. The leg work and follow-up are the responsibility of the staff but the approach by the Board of Directors, 2 to 3 contacts each, will be the key to long term success.
  - b. The idea of a silent auction or online auction culminating at Senior Provincials was brought up as a onetime idea. Further research into member districts who run similar programs needs to be completed before continuing with this idea.
- B. EMSA Meeting Report (A279)
  - a. The Board of Directors was updated on the meetings held between ASA Representatives (O. Jacobsen, D. Bowie and R. Adams) on June 28 and August 28<sup>th</sup>. The EMSA Board of Directors expressed concerns with recent decisions by the ASA in regards to grassroots programming in the City of Edmonton and other key areas such as discipline and indoor

provincials. The decision by the EMSA Board of Directors not to pay U6 and U8 fees because of their concerns with the direction of the ASA has resulted in significant concerns for the Board of Directors. Specifically the long term impact of a decision to not pay fees for services rendered by the ASA and the CSA. The ASA Board of Directors is recommending that the issues be put in front of the ASA Membership during the October planning meeting for review with a target of voting on the fee structure at the January 2015 AGM.

A283 *Action: R. Adams & O. Jacobsen to prepare a report for the membership on the grassroots payment issues for the October 25 planning session.*

A284 *Action: R. Adams & O. Jacobsen to write a response to the EMSA Board of Directors on the ASA concerns and potential future action.*

## **5. Agenda**

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*Note 1 Sharon Evens entered the meeting at 8:40 AM*

### **A. Committee Updates**

**\*\* Please note that the Technical Committee Report was moved to immediately after the past minutes approval and prior to the review of action items.\*\***

#### **a. Technical Committee**

##### **i. Technical Director Report**

1. The technical director report was reviewed. The Board of Directors requested that future exit surveys for programs include a valuation / satisfaction question so that the benefits of the program can be known to the membership.

A285 *Action: S. Lowther, D. O'Neill and D. Bunt to include a valuation question in future exit surveys to members.*

*Note 2 Rob Zicarelli entered the meeting at 8:50 AM*

##### **ii. HPL**

##### **1. President's Meeting**

- a. The President reviewed a meeting he held with representatives from EMSA, CMSA and EIYSA in regards to the HPL. There are still significant concerns with the HPL concept within those districts. The representatives collectively presented a model where districts would make up all-star teams to compete on 4 long designated weekends during the summer as an introduction to all-star programming.

##### **2. Next steps**

- a. The Board of Directors expressed concerns with this model as it would not align with LTPD principles and add another layer to the player pathway. The goal of the HPL is try and have a single level of high performance in this process before the RPC / REX platform that will have a direct link to the CSA.

- b. The Board of Directors agreed that the implementation of the HPL in the spring of 2015 is not possible without the support of the major districts. There will be no vote on the HPL at the October planning meeting. The President will follow-up with the district Presidents and the ASA will announce to the ASA Membership that the HPL will not be implemented in the spring of 2015.
- c. The ASA is prepared to defend the HPL concept with all membership and will continue to work with the districts on the best model for as many members as possible.

A286 *Action: O. Jacobsen to follow-up with the EMSA, CMSA and EIYSA Presidents on the ASA response to their proposal.*

A287 *Action: S. Lowther and R. Adams to prepare a statement for the ASA Membership on the current state of the HPL.*

iii. EIYSA U6 – U8

- 1. Technical staff met with EIYSA club representatives to discuss the first year of their grassroots programming. There was support for the LTPD principles but still work to do for full compliance. This falls in line with what the technical staff are seeing throughout the province.
- 2. The Board of Directors asked that the technical staff work with some districts to conduct a more detailed review of LTPD compliance at the grassroots level.

A288 *Action: S. Lowther to conduct a review of the compliance with LTPD at the U6 – U8 age groups throughout Alberta.*

Note 4 *Shaun Lowther exits the meeting at 10:00 AM*

**\*\* Please note that the Technical Committee Report was moved to immediately after the past minutes approval and prior to the review of action items.\*\***

b. Other Committees

i. Nominations Committee

- 1. In order to provide the committee with an idea of the skills currently possessed by the Board of Directors a competency matrix will be completed by the ASA Board of Directors for use by the Nominations Committee.

A289 *Action: O. Jacobsen to collect Director Competency documents from all current ASA Directors.*

- 2. The Board of Directors agreed that a board review should be completed by each Director so that incoming Board members can see the challenges faced by the recent Board of Directors.

A290 *Action: The current Board of Directors members to complete a board review document for review by the Board of Directors at a future meeting.*

3. Chair – Committee Members
  - a. Michelle Williamson (EIYSA) and Robert Hayne (CMSA) were put forward by the respective members (in brackets). The board agreed that both are good candidates but the recent experience of Michelle Williamson with this committee would warrant consideration as chair.

*M304 Motion: To appoint Michelle Williamson as chair of the ASA Nominations Committee and appoint Robert Hayne as a member of the ASA Nominations Committee.  
M/S/C*

- c. Finance Committee
  - i. 3<sup>rd</sup> Quarter Financial Report
    1. The ASA is projecting a year end loss of \$66,000 which is close to our projected targets when accounting for the EMSA player declaration discrepancy.
    2. Operational programs are close to projected targets after 3 quarters, with a +/- 7% for all programs.
  - ii. Membership Numbers Report
    1. Youth
      - b. Numbers are up as a whole after accounting for the EMSA discrepancy. About half of the districts are up and half are down but the districts up outweigh the overall districts that are down.
    2. Senior
      - c. Overall registration is down slightly in most districts. We typically get a run on registration at the end of the year for our small districts but there is also accounting for the duel registrations now caught by the CUSA – CWSA – COED system in Calgary.
  - iii. Signing Authority

*M305 Motion: Be it resolved the Alberta Soccer Association, through TD Bank, is authorized that:*

1. *The Corporation is authorized to:*
  - a. *open, maintain and operate one or more accounts with the Bank and to do all things in relation thereto;*
  - b. *enter into credit agreements from time to time with the Bank using the Bank's standard forms and to borrow money from the Bank pursuant to the credit facilities described in such agreements; and*
  - c. *enter into further arrangements for the provision of financial services with the Bank.*
2. *The Corporation is authorized and directed to create, execute and deliver in favour of the Bank;*
  - a. *the Bank's standard documentation for the opening and operation of accounts for each account opened;*
  - b. *the credit agreements referred to above and any additional agreements described in such credit agreements; and*
  - c. *such further instruments and agreements as may be reasonably required to carry out the agreements described herein; and by doing so, to bind the Corporation and create the security set out in such agreements.*

3. *In accordance with any restrictions set out below, the officers, directors and employees of the Corporation listed hereafter as signing officers are hereby authorized for and on behalf of the Corporation to execute and deliver all of the documents and instruments described in paragraph 2, and any others that may be reasonably required from time to time to carry out the transactions contemplated, subject to such amendments as the authorized representatives may approve, such approval to be conclusively evidenced by the execution of the said documents or instruments. In accordance with any restrictions set out below, such persons are also authorized to conduct all aspects of the Corporation's banking relationship with the Bank and, notwithstanding the generality of the foregoing,:*
  - a. *to give the Bank instructions and perform transactions on behalf of the Corporation in connection with the ongoing operation of the accounts, credit facilities and other financial services contemplated by this resolution; and*
  - b. *to authorize any person or persons to do any one or more of the following:*
    - i. *to receive from the Bank any (a) cash or securities, (b) bills of exchange (including cheques), promissory notes, orders for payment of money, securities, coupons, clearing items or other value items, and other instruments (each of which individually called an "Instrument") or (c) other property, or to give instructions to the Bank for the delivery or other transfer of any such cash, securities, Instruments or other property to any party named in those instructions;*
    - ii. *to deposit with, negotiate or transfer to the Bank, for the credit of the Corporation, cash or any security, Instrument or other property, endorsed (by rubber stamp or otherwise) with the Corporation's Business name; and*
    - iii. *to settle the Corporation's accounts with the Bank and to receive from the Bank, and provide receipt of, statements, passbooks, debit vouchers and any other items (including paid and unpaid cheques). The Bank is entitled to rely on such documents, Instruments, instructions and transactions as duly and validly authorized and binding on the Corporation. The Bank does not need to make any further inquiry into the authority of the authorized representatives to bind the Corporation.*
4. *All updates to the account and cheques processed will require two approved (2) signatures.*
5. *The current signing authority for the Alberta Soccer Association will be the following Directors; Ole Jacobsen, Ted Yoo, Danny Bowie and Sherri Thorsen and the following staff; Richard Adams, Lindsay-Anne Freire and Carmen Charron.*

*M/S/C*

d. Risk Management Committee

i. Screening Policy

1. The internal and external screening policies are ready for review by the membership. The internal policy can be implemented for 2015 but the external policy / recommendations will need membership review in January or April 2015.

ii. New RCMP PICS Policy

1. Sport organizations have expressed serious concerns across the country with the decision to implement mandatory fingerprinting for volunteers. The result is a delay in this implementation by the RCMP but there will

be continued conversations about the implementation in 2016 - 2017. At this stage updates will be provided by the Alberta Non-profit/voluntary sector initiative who liaises with the Government of Alberta.

- e. Governance & By-laws
  - i. Modernization of By-Laws
    - 1. The By-Laws committee met on September 2 to discuss the first draft of the By-laws by the Sport Law group. There were concerns raised by the committee about the language chosen for the modernization and the changes to the intent of the By-Laws. The committee has agreed to go back to Sport Law with their concerns but also do a straight comparison review between the SSA By-laws and the ASA By-laws.
- f. Referee Development Committee Update
  - i. Referee Development Officer Report
    - 1. The Referee Development Committee report was reviewed. The Board of Directors requested that the RDC work with the ASA Women's Committee on ways to recruit women into the assessor program.

*A291 Action: The RDC and Women's Committee to work on recruiting females into the assessor program for the 2015 – 2016 season.*

- ii. Team Marshall Program (A275)
  - 1. The RDC expressed concerns over a province wide team marshal program with no consistent history of a team marshal system working. The ASA Board of Directors understands that no system will be 100% effective but a base team marshal program that can be implemented with Provincials should be developed for presentation to the membership in April 2015.
  - 2. The Board of Directors also would like the RDC to consider a "Laws of the Game for Parents" concept as part of the team marshal program.

*A292 Action: The RDC to develop a base team marshal program with a "Laws of the Games for parents" summary document to be included in the program.*

- iii. Refereeing of Unsanctioned Games (A282)
  - 1. The Board of Directors agrees with the RDC assessment that policing unsanctioned refereeing would be difficult and likely inconsistent. The key is the messaging to new and returning referees about the risk with refereeing unsanctioned games.

*A293 Action: The RDC to develop a referee education piece for new and returning referees in regards to unsanctioned games.*

- iv. RAC (CSF) Communication
  - 1. The Board of Directors is comfortable with the progress that has been made in Calgary to clarify the role of their referee committee. The expectation is that the transition to the operational committee is complete by the end of November 2014 with clear roles provided to the RDC on how to work with the new operational committee in Calgary.
- g. Competitions Committee
  - i. Competitions Coordinator Report

1. The competitions report was reviewed with the Board of Directors requesting that the ASA purchase more signage and consider options to increase the presence when doing medal presentations at Provincials. It is difficult in open spaces to make the right impact but increased signage and PA systems where possible would be helpful.

*A294 Action: R. Adams to purchase additional signage for medal presentations at Competitions.*

ii. AMSL – PDL

1. The Board of Directors discussed the concerns raised by AMSL teams in the south about the approval of the USL – PDL team for the Foothills club. The opportunity to question the program was provided during the January AMSL team meeting and with no resistance approval was provided by the ASA to the CSA for consideration. The USL – PDL team will operate as approved for the 2015 season with a review with the Foothills club following the completion of their first season.

B. New Business

a. Planning Meeting

i. Schedule

1. The schedule will not include a Special Meeting and the planning sessions will focus on operational groups (referee, technical and competitions). The large membership session will focus on fees and fee structure.

ii. CSA WNT Exhibition Game

1. The ASA will be provided a bus to the game from the planning meeting and tickets to those members that attend and participate in the meetings.

b. ASA Staffing Update

- i. In camera sessions to protect the confidentiality of the staff.

**5. Next Meeting**

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A. ASA BOD

- a. October 24, 2014 – Edmonton
  - i. Planning Meeting
- b. November 29, 2014 – Edmonton
  - i. Christmas Party
- c. December 20, 2014 – CC
  - i. Audit approval

**6. Adjournment**

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*M306 Motion: To adjourn the BOD Meeting  
M/S/C*

**Adjournment 2:10 PM**



## CATALOGUE OF MOTIONS

M301 *Motion: Call meeting order*

*M/S/C*

M302 *Motion: To approve the agenda as amended*

*M/S/C*

M303 *Motion: To approve the June 6, 2014 ASA BOD Minutes as presented*

*M/S/C*

M304 *Motion: To appoint Michelle Williamson as chair of the ASA Nominations Committee and appoint Robert Hayne as a member of the ASA Nominations Committee.*

*M/S/C*

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2. *The Corporation is authorized and directed to create, execute and deliver in favour of the Bank;*
  - d. *the Bank's standard documentation for the opening and operation of accounts for each account opened;*
  - e. *the credit agreements referred to above and any additional agreements described in such credit agreements; and*
  - f. *such further instruments and agreements as may be reasonably required to carry out the agreements described herein; and by doing so, to bind the Corporation and create the security set out in such agreements.*
3. *In accordance with any restrictions set out below, the officers, directors and employees of the Corporation listed hereafter as signing officers are hereby authorized for and on behalf of the Corporation to execute and deliver all of the documents and instruments described in paragraph 2, and any others that may be reasonably required from time to time to carry out the transactions contemplated, subject to such amendments as the authorized representatives may approve, such approval to be conclusively evidenced by the execution of the said documents or instruments. In accordance with any restrictions set out below, such persons are also authorized to conduct all aspects of the Corporation's banking relationship with the Bank and, notwithstanding the generality of the foregoing,:*
  - g. *to give the Bank instructions and perform transactions on behalf of the Corporation in connection with the ongoing operation of the accounts, credit facilities and other financial services contemplated by this resolution; and*
  - h. *to authorize any person or persons to do any one or more of the following:*
    - i. *to receive from the Bank any (a) cash or securities, (b) bills of exchange (including cheques), promissory notes, orders for payment of money, securities, coupons, clearing items or other value items, and other instruments (each of which individually called an "Instrument") or (c) other property, or to give instructions to the Bank for the delivery or other transfer of any such cash, securities,*

*Instruments or other property to any party named in those instructions;*

- ii. to deposit with, negotiate or transfer to the Bank, for the credit of the Corporation, cash or any security, Instrument or other property, endorsed (by rubber stamp or otherwise) with the Corporation's Business name; and*
  - iii. to settle the Corporation's accounts with the Bank and to receive from the Bank, and provide receipt of, statements, passbooks, debit vouchers and any other items (including paid and unpaid cheques). The Bank is entitled to rely on such documents, Instruments, instructions and transactions as duly and validly authorized and binding on the Corporation. The Bank does not need to make any further inquiry into the authority of the authorized representatives to bind the Corporation.*
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*M/S/C*

*M306 Motion: To adjourn the BOD Meeting*

*M/S/C*

## CATALOGUE OF ACTION ITEMS

- A283 *Action: R. Adams & O. Jacobsen to prepare a report for the membership on the grassroots payment issues for the October 25 planning session.*
- A284 *Action: R. Adams & O. Jacobsen to write a response to the EMSA Board of Directors on the ASA concerns and potential future action.*
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- A290 *Action: The current Board of Directors members to complete a board review document for review by the Board of Directors at a future meeting.*
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- A292 *Action: The RDC to develop a base team marshal program with a “Laws of the Games for parents” summary document to be included in the program.*
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## **CATALOGUE OF NOTES**

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*Note 3 Billy Dunlop exits the meeting at 11:07 AM*  
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