Ph: 780 474 2200 Fax: 780 474 6300



### **ASA Board Minutes**

November 4, 2017 9:00 AM – 2:00 PM

Location: Sheraton Hotel Red Deer, AB

November 4, 2017 (Approved)

#### In attendance:

Shaun Hammond, President Wayne Dosman, Director of Finance Adam Berti, Director-at-large Richard Adams, Executive Director<sup>1</sup> Sherri Thorsen, Vice President
Danny Bowie, Rural Director
David Onderwater, Director-at-large
Shaun Lowther, Interim Executive Director / TD <sup>1</sup>

Note 1 R. Adams and S. Lowther left the room during the Executive Director transition, and review section of the meeting.

## With Regrets:

Jeannie Hawksworth, Rural Director Noreen Onofryszyn, Public Director Kathryn McNeil, Director-at-large

#### 1. Call to Order

M494 Motion: Call meeting to order M/S/C

Meeting was called to order at 4:30pm

## 2. Approval of Agenda

- A. Committee Updates
  - a. Nominations Committee
  - b. Finance Committee
    - i. Audit
    - ii. Fee Structure
      - 1. New Player Fee vs. New Fee Structure
      - 2. Coaches Fees
    - iii. Banking Review
    - iv. District Financial Standards
  - c. Governance & By-laws

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- i. Rules & Regulations
- ii. Code of Conduct
- d. Risk Management
  - i. Whistle Blower Policy
- e. Technical Committee
  - i. Standards Based League Update
- f. Competitions Committee
  - i. AMSL Expansion
  - ii. Tier 1 to Nationals
- B. Other Business
  - a. CUSA CWSA Discussions
  - b. Executive Director Transition
    - i. Update

M495 Motion: To approve the agenda as presented. M/S/C

## 3. Approval of Previous Minutes

A. September 9, 2017

M496 Motion: To approve the September 9, 2017 ASA BOD Minutes as presented. M/S/C

#### 4. Review of Action Items

- A. A398 Central Registration Update
  - a. The membership has asked that Alberta Soccer re-present the Communications platform from the November 2016 for review. Concerns remain regarding privacy and consent to communicate from small factions of the membership. Alberta Soccer will present the communication platform and provide a response to the concerns surrounding privacy and consent during the February AGM.
- A422 Action: The ED and ASA staff to prepare a response to membership on Central Registration for the February AGM.

# 5. Agenda

- A. Committee Updates
  - a. Nominations Committee

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- i. Documentation for the Board of Directors nominations will be distributed to the membership a second time when the AGM is announced in December. The documentation will also be put on the website and put out through other communication channels via the office.
- A423 Action: The ED and ASA staff to distribute the ASA Nominations package via traditional communication and social media platforms.
  - b. Finance Committee
    - i. Audit
    - ii. Fee Structure
      - New Player Fee
        - a. The Board of Directors reviewed a request by EMSA regarding the new player fee that is charged to U4 – U6 players annually. With the introduction of the Central Registration system the new players will be more easily tracked and members have not budgeted or charged players for this fee. EMSA has asked for a 1 time dispensation from this fee for the 2017 – 2018 indoor season. The Board of Directors respects the point and agreed that all members should be given the dispensation.
- M497 Motion: To approve a 1 time waiver of new player fees for U4 and U6 players for the 2017 2018 Indoor Season for all Members.

  M/S/C
- A424 Action: The ED to inform the members of the 1 time waiver for U4 and U6 players for the 2017 2018 indoor season.
  - 2. New Fee Structure
    - a. The Board of Directors discussed the merits of further reviews of the fee structure given concerns being expressed around the impact of Central Registration on final player numbers and fees. The Board of Directors agreed that a review of the fee structure should be undertaken ahead of the 2018 AGM with the membership.
- A425 Action: The Director of Finance to review the fee structure and inquire with membership about the willingness to review ahead of the 2018 AGM.
  - 3. Coaches Fees

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a. The Board was updated on the coaching registration for the membership. It was explained that those members who declared coaching numbers significantly below the membership average would be invoiced for coaching numbers and asked to re-submit coaching registration.

# iii. Banking Review

- The Board of Directors reviewed banking proposals with details on general accounts, merchant services, investments and incentives. The review was based on a comparison of current TD rates and a Servus CU proposal.
- M498 Motion: To move the Alberta Soccer banking relationship to Servus Credit Union M/S/C
- A426 Action: The ASA Accounting staff to transition the banking relationship by April 1, 2018.
  - iv. District Financial Standards
    - The Board of Directors reviewed the financial management recommendations for members and clubs. The Board of Directors agreed that this could be distributed to the members and available to clubs via the website.
- A427 Action: The ASA Accounting staff distribute and make available the District Financial Management Guidelines.
  - c. Governance & By-laws
    - i. Rules & Regulations
      - The committee chair explained that the Members and Referee rules will come forward for a vote in February 2018 and the Competitions Rules will go to a sub-committee for review beginning in February 2018 with a November 2018 target vote.
    - ii. Code of Conduct
      - The membership is not ready to approve the current draft of the Code
        of Conduct and has asked for a structural revision before proceeding
        with a vote. The Code of Conduct advisory committee will prepare a first
        draft of the document before the comprehensive review takes place in
        early 2018.
- A428 Action: S. Thorsen to prepare a first draft of the revised Code of Conduct document for membership review

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- d. Risk Management
  - i. Whistle Blower Policy
    - 1. The Board of Directors reviewed the internal Whistle Blower Policy. There is still a requirement for a reporting mechanism for complaints against the President of the ASA and the Board approved the use of a Canada Soccer designate for this role.
    - 2. The Board of Directors also agreed that this type of policy should be reviewed with the membership to determine the desire for a province wide whistle blower policy.
- M499 Motion: To approve the Internal Control Whistle Blower Policy as amended with the Canada Soccer complaint mechanism for complaints against the ASA President added.

  M/S/C
- A429 Action: The ED to reach out to Canada Soccer about a designate for whistle blower complaints against the ASA President.
  - e. Technical Committee
    - i. Standards Based League Update
      - The Board of Directors is remaining on their current timeline of implementation but has agreed to hear the proposal from CMSA and EIYSA at the December 2017 Board meeting. The deadline for EIYSA and CMSA to provide the details of their proposal is November 15, 2017.
      - The Board of Directors is concerned that EMSA is not currently included in the formal development of the document and will be ensuring they are aware of the principles of the EIYSA – CMSA proposal before the December 2 Board meeting.
- A430 Action: S. Lowther & W. Dosman to inform EMSA of the EIYSA CMSA proposal and deadline.
  - f. Competitions Committee
    - i. AMSL Expansion
      - 1. The Board of Directors reviewed the CWSA proposal for expansion of the AMSL and the response from the current Clubs and Districts.
        - a. 6 of the 8 clubs were against expansion with concerns ranging from increased travel costs, unbalanced schedule and player pool.
          - The remaining 2 clubs did not respond to the request for information but 1 had been open to expansion prior to the CWSA request

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- b. The EDSA district was against expansion at this time and would only consider expansion if it came with an additional north team (5 north, 5 south).
- 2. Based on the information reviewed the Board of Directors will not be considering expansion at this time.
- A431 Action: The ED to inform CWSA of their denied request for expansion.
  - ii. Tier 1 to Nationals
    - Alberta Soccer is proposing an 8 team structure for the Tier 1 to Nationals with the caveat that we have single leagues in the North and South that accommodate all Tier 1 teams within a 200 km range on a fair home and home schedule.
      - a. 3 teams from the North League
      - b. 3 teams from the South League
      - c. 1 host
      - d. 1 Rural team if applicable
        - i. Beyond 200 KM
        - ii. If not Rural Geographical balance will determine the 8<sup>th</sup> team.
    - 2. EMSA and EIYSA are in the final stages of an agreement to play in a joint league and CMSA will be informed of the need for 1 league with a fair home and home series in order to have the 3 south spots.
- A432 Action: S. Lowther to confirm with CMSA about a south league structure that will accommodate home games for all teams within the 200 km range for the 2018 outdoor season.
  - B. Other Business
    - a. CUSA CWSA Discussions
      - i. CUSA & CWSA met in September 2017 but could not agree on a next meeting and no plans are in place to discuss a merger or agreement on interaction.
- Note 1 R. Adams and S. Lowther left the room during the Executive Director transition, and review section of the meeting.
  - b. Executive Director Transition
    - i. Review
      - The ED review was presented by the Review Committee and discussions were held by the Board of Directors. A review of the Bonus recommendation by the Review Committee for 2016 – 2017 was also approved.

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M500 Motion: To approve the Executive Director Bonus for 2016 – 2017 as presented. M/S/C

#### ii. Transition

- 1. The Hiring Committee interviewed 4 candidates at the final stage and is making an offer to 1 of the 4 candidates in the week of November 5. An announcement to the membership is desired by November 15, 2017.
- 2. The current ED will remain under employment pending acceptance of an offer and a review of the best transition plan for the new ED and the Association.

# 6. Next Meeting

a. December 2, 2017

i. Edmonton

## 7. Adjournment

M501 Motion: To adjourn the BOD Meeting M/S/C

Adjournment 6:00 PM

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# **Catalogue of Motions**

M494	Motion: Call meeting to order
	M/C/C

- M495 Motion: To approve the agenda as presented. M/S/C
- M496 Motion: To approve the September 9, 2017 ASA BOD Minutes as presented. M/S/C
- M497 Motion: To approve a 1 time waiver of new player fees for U4 and U6 players for the 2017 2018 Indoor Season for all Members.

  M/S/C
- M498 Motion: To move the Alberta Soccer banking relationship to Servus Credit Union. M/S/C
- M499 Motion: To approve the Internal Control Whistle Blower Policy as amended with the Canada Soccer complaint mechanism for complaints against the ASA President added.

  M/S/C
- M500 Motion: To approve the Executive Director Bonus for 2016 2017 as presented. M/S/C
- M501 Motion: To adjourn the BOD Meeting M/S/C

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### **Catalogue of Actions**

- A422 Action: The ED and ASA staff to prepare a response to membership on Central Registration for the February AGM.
- A423 Action: The ED and ASA staff to distribute the ASA Nominations package via traditional communication and social media platforms.
- A424 Action: The ED to inform the members of the 1 time waiver for U4 and U6 players for the 2017 2018 indoor season.
- A425 Action: The Director of Finance to review the fee structure and inquire with membership about the willingness to review ahead of the 2018 AGM.
- A426 Action: The ASA Accounting staff to transition the banking relationship by April 1, 2018
- A427 Action: The ASA Accounting staff distribute and make available the District Financial Management Guidelines.
- A428 Action: S. Thorsen to prepare a first draft of the revised Code of Conduct document for membership review
- A429 Action: The ED to reach out to Canada Soccer about a designate for whistle blower complaints against the ASA President.
- A430 Action: S. Lowther & W. Dosman to inform EMSA of the EIYSA CMSA proposal and deadline
- A431 Action: The ED to inform CWSA of their denied request for expansion
- A432 Action: S. Lowther to confirm with CMSA about a south league structure that will accommodate home games for all teams within the 200 km range for the 2018 outdoor season.

## **Catalogue of Notes**

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