

## OSC Board of Directors Meeting Minutes

Date: Monday December 2<sup>nd</sup> 2024

Time: 7:00 – 9:00 PM

Location: Tournament Capital Centre Room C/D



**Directors Present:** Jen Stuart, Charlene Eden, Dana Manhard, Erin Vieira, Joan Bernard, Gillian Stanley, Klaus Mey, Jeff Young, Luc Guilherme, John Grover

**Staff Present:** Chelsea Francis

**Regrets:** Garth Rustand

Meeting convened at 7:00 PM.

### 1. Introduction of new board member

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Jen introduced John Grover, a former board member who is interested in serving on the board again. John introduced himself, he has been a club member for about 25 years and has been involved in ski coaching. He has also served on other boards in Kamloops. He has experience in governance.

John left the room briefly after his introduction.

**Moved/seconded** by Jen/Joan that:

John be invited to join the board.

**CARRIED**

#### 1.1 Adoption of agenda

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Charlene requested that the budget be added to the Board Business section of the agenda.

**Moved/seconded** by Jen Stuart/Joan Bernard that:

The December 2<sup>nd</sup> 2024 meeting agenda be approved as requested.

**CARRIED**

#### 1.2 Approve November 4<sup>th</sup> 2024 draft meeting minutes

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**Moved/seconded** by Jen Stuart/Charlene Eden that

The November 4<sup>th</sup> 2024 OSC board minutes be approved.

**CARRIED**

### **1.3 President's report**

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No report.

### **1.4 Old business**

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None

### **2.1 Governance report**

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Charlene Eden reported:

Chelsea and I have been working on edits to our existing bylaws and I am hoping we can use part of the Board meeting in January to discuss some of the proposed changes, with the goal of having a final draft ready to go by February's board meeting. We do need to provide all members with a month's notice to review any changes to the bylaws prior to a vote so our AGM would have to be scheduled accordingly. I am also currently reading through the manuals that Chelsea has sent me just as a second set of eyes for all the amazing work Chelsea and other former staff members have done to create our policies.

I would also like us to review our Strategic Plan (see attachment in email from Charlene on November 30<sup>th</sup>) as a board and start moving forward with some of these key items. I am hoping that a couple board members will also consider becoming part of a Governance Committee with me.

Further, we had spoken before about hiring someone to do a short presentation on Governance and I think it would still be useful to have some Board sessions on this. I am proposing that until we find someone to do a more in-depth session for us (as the person I was hoping could help us with this is currently not doing sessions), I create two short 30-45 minute presentations that could be part of our Board meetings in January and February.

I also presented Chelsea with our employment offer and there are still a couple of pieces to her contract that need to be discussed further.

### **3.1 Publicity report**

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No report.

### 3.2 Registrar's report

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No report.

### 3.3 Social Coordinator's report

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No report.

### 3.4 Volunteer Coordinator's report

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No report.

### 4.1 Strategic Plan report

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No report.

### 5.1 Treasurer's report

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No report.

### 5.2 Trail Committee's report

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Trail Committee meeting minutes from November 25<sup>th</sup> 2024 were forwarded by Klaus Mey:

Present: Thomas Bennett, Tim Cole, Chelsea Francis, Chris Jones, Klaus Mey, Luc Guilherme, Stew Stankiewicz, Jen Stuart, Alan Vyse

Regrets: Charlene Eden

1.	Minutes of Oct 30th accepted as revised.	
2.	<u>Operations report from Chelsea</u> Planning soft opening early December. Operating report has been submitted and the Annual report is almost complete. It will be sent for comment this week Xmas Parade was a success! Lots of work but good fun Waxing clinic this weekend is sold out Snowmobile course on Sunday First aid training on Monday	

	<p>Staff training throughout next week</p> <p>Expect to open fully by the first weekend in December. Staff have their contracts and schedules through the holidays.</p> <p>First aid supply audit, worksafe audit and staff manual audit planned for this week</p> <p>1002 seasons pass holders signed up</p> <p>Masters ski meeting was held on November 14 with a great attendance, we will use the information from this event to have a master program this season</p> <p>The board voted to insure with <i>Cansure</i> this year which saved us \$5000. The property appraiser came to Stake Lake last week and he will be in touch next week. I will keep looking for a better deal for next year.</p> <p>Dirty feet will run their event on February 9</p>	
<p>3.</p> <p>3 continued</p>	<p><u>Trail maintenance report from Tim and Klaus</u></p> <p>Snow packing has gone well. Good enough for skiing. Slash piles at machine shop burnt. Visibility from Road now a problem. Do we need screening?</p> <p>Volunteers continuing shrub clipping.</p> <p>Tracksetters meeting held on Nov 16th. Well attended.</p> <p>Licence of Occupation in preparation. Talked to Noelle about summer us and cost to Overlander Purchased mower but problems with delivery.</p> <p>Snakebite has not been brushed.</p>	<p>Tim</p>
<p>4.</p>	<p><u>Equipment report from Chris</u></p> <p>Radio repeater battery replaced.</p> <p>Blue bearcat problem fixed</p> <p>Gantry hoist assembled.</p> <p>Snow machine Licences arranged with ICBC</p>	
<p>5.</p>	<p><u>Building maintenance report from Stew and Luc</u></p> <p>Mezzanine changes in progress.</p>	<p>Luc</p>

	<p>Instructions for solar lights with Chelsea?</p> <p>Interpretation signs installed</p>	Luc
6.	<p><u>Board meeting update from Klaus and Luc</u></p> <p>1000 members</p> <p>Loppet planning underway</p>	
7.	<p><u>Items arising:</u></p>	
8.	<p><u>New items</u></p> <p>Will rent ATV with snow track package for 4 days \$300.</p> <p>Need action on security cameras and better view of trails for web page</p> <p>Discussion on accounts; Alan to summarize</p>	<p>Tim</p> <p>Thomas?</p> <p>Alan</p>
	<p><i>Next meeting: Wed. Jan 2nd, 2025 TCC ?</i></p>	

### 5.3 General Manager's report

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Chelsea Francis reported:

- Our Operating report has been submitted to Rec & Trails, and our Annual Report is almost complete with the updated financials for submission
- Santa Claus Parade was a great success, lots of work but lots of fun and hopefully good visibility in the community
- Waxing clinic this weekend was sold out
- Snowmobile course on Sunday for the staff and volunteers
- First Aid training and scenarios running for staff on Monday
- Other staff training running throughout next week
- Christmas lights up next week
- Master's courses ready for registration in the next two weeks. Masters meeting on November 14<sup>th</sup> had great attendance.
- Expecting to be fully open asap depending on conditions, staff have schedules and contracts and are ready to open nights asap
- First Aid audit and supply run complete, staff manuals audited and updated
- An appraiser came to Stake Lake and will have a proper appraisal completed for us in the next few weeks, I am continuing to work on finding us a better insurance deal next year
- Dirty Feet running their event February 9<sup>th</sup>

Also attached is Chelsea's working copy of the budget. She has sent this to Jeff and his comments are also included, there are a few things we are waiting for clarification from Dave as well.

#### **5.4 Ski League report**

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No report.

#### **5.5 Junior Development report**

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No report.

#### **5.6 Loppet report**

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Klaus Mey reported:

We had our first race committee meeting this week. We are currently looking for a Chief of Stadium and Starter (suggestion welcome). I have reached out to potential technical advisors. Mark Richards might be able to do this for us. I have also asked Dan Miller but haven't heard back yet. We reviewed the race distances and have been in contact with Lisa and Zoe from Ski League. Sponsors are in place (mostly carry over from last year) with new accommodation sponsor: Lac le Jeune Resort. Next steps are to complete Nordic Canada race sanction application, confirm TA, confirm announcers, update race notification, change race info on our website once race notification is current.

#### **6.1 and 6.2 Board Business – Strategic Plan, Governance Committee, and Governance learning**

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Charlene introduced that the strategic plan is now about a year and half old. She would like the strategic plan to be a standing item on the board agenda so that the board can make progress on some of the items. A strong strategic plan is needed to be successful in grant-writing. She also remarked that the bylaws need to be reviewed and updated. Governance training for the board would be beneficial to ensure that board members understand their responsibilities. Charlene said she has copies of bylaws from Cross Country BC and other clubs such as Sovereign.

John suggested that the Sports Council can offer a '101' on governance; if they're not available, there are other organizations that could do this.

Charlene suggested that a governance committee could meet once a month for a couple hours. The committee needs new members, ideally at least a few, to work with her and Chelsea.

John recalled that when the Society Act came in, OSC adopted the 'model bylaws' that were available. He volunteered to be part of the governance committee. He also offered to reach out

to Carolyn Boomer and Duncan about a presentation at the January OSC board meeting. He also suggested asking CCBC if they could provide some free training and services for the board.

Jen suggested that John and Charlene start with a brief '101 governance' for the board. John countered the idea with bringing in an external person to provide that. He also suggested that we canvas the membership to see if there is someone with a background in governance would who like to join the committee.

### **6.3 Board Business- Budget**

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Jen explained that some aspects of the budget are an artifact of how the budgeting process was done years ago. For example, staff are included in the 'Trails' portion of the budget. This means that the Trails Committee are ultimately responsible for that portion of the budget. She suggested that it's now time that staffing be moved to the 'Ski Club' portion of the budget.

A discussion took place. Jeff commented that he has reviewed the budget and is satisfied with it; he has yet to dive into the details once he receives more files and the finance computer from the past Treasurer.

Luc asked if the Trails Committee should be responsible for any aspect of the budget and operations, and if so, the club needs to determine that. Joan commented that before the club had a general manager, it made sense for the Trails Committee to be an 'Operations Committee'. Jen explained that the General Manager reports to the President, therefore staffing should now be within the purview of the club, not the Trails Committee.

Dana clarified that ideally, each group or committee creates their budget, contributes it to the overall budget, and the board approves the entire budget.

Chelsea commented that she needs to understand what part of the budget she is responsible for. She clarified that she created the draft budget that is part of the meeting agenda. She used last year's budget as a starting point. Charlene suggested that she meet separately with Chelsea, Jeff, and John to determine how to manage and report regularly on the budget.

John requested that the budget be shown on-screen at the next meeting for all directors to see and understand it.

**Moved/seconded** by John/Jen that:

The budget be approved as presented, with the understanding that it will be reviewed again at the next board meeting it will be reviewed and with the understanding that it does not currently include the General Manager's salary.

**CARRIED**

Jen briefly reviewed the Refund Policy, which states that ski league fees are non-refundable. There was a brief discussion and it was decided to leave it as-is.

#### **6.4 Board Business – in camera**

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**Moved/seconded** by Jen Stuart/Charlene that:

The OSC board convene in camera.

**CARRIED**

Chelsea Francis left the meeting.

#### **7. Adjourn**

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**Moved/seconded** by Jen Stuart/Luc Guilherme that:

The December 2<sup>nd</sup> 2024 meeting of the OSC board adjourn.

**CARRIED**

Adjourned at 9:14 pm.

**Next meeting: January 6<sup>th</sup> 2025**