

## OSC Board of Directors Draft Meeting Minutes

Date: Tuesday, February 17<sup>th</sup> 2026

Time: 7:00 – 9:00 PM

Location: Tournament Capital Centre Room D



**Directors Present:** Chloe Hetherington, Amanda Taylor, Gillian Stanley, Alan Richards, Erin Vieira, Dana Manhard, Charlene Eden, Joan Bernard, Luc Guilherme

**Staff Present:** Chelsea Francis

**Regrets:** John Grover

Meeting convened at 7:03 PM.

### 1.1 Adoption of agenda

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**Moved/seconded** by Gillian Stanley/Alan Richards that:

The February 17<sup>th</sup> 2026 OSC board agenda be adopted.

**CARRIED**

### 1.2 Approve January 2026 draft meeting minutes

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**Moved/seconded** by Alan Richards/Amanda Taylor that:

The January 19<sup>th</sup> 2026 draft OSC board meeting summary be approved.

**CARRIED**

### 1.3 President's report

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Charlene Eden provided her President's report for February:

This past month has been a busy one. I have made the minor revisions to the final draft of the OSC Bylaws for the Board's considerations. This is discussed further in the Governance report for this month. I have also created the Notice of Special Resolution and a Synopsis of the Proposed Bylaws, all discussed further in the Governance report.

Chelsea, Amanda and I are still working through things related to OSC's finances. We had a meeting with RBC to discuss RBC Express and OSC's needs. The necessary paperwork is being finalized and we should soon have RBC Express up and running. We will then also organize an

online training session to learn how to use RBC Express and set up users with the appropriate access. We had intended to have a meeting on January 22<sup>nd</sup> to further discuss finance policies and guidelines, but I was under the weather. We are meeting next week to continue that process.

The AGM Notice and Board Nomination forms were sent out and a friendly reminder to all current Board members who are interested in continuing to serve on the Board that they must submit a new nomination form.

I attended the Trails Committee meeting on February 11th. Despite no grooming currently occurring, the guys continue to do an incredible amount of work to maintain our equipment, buildings and trails. We also did speak about Club closures and how we would all like to see more structured guidelines in place. We had a great discussion and would like to see a collaborative approach on these guidelines by having the Board and the Trails Committee members meet to discuss this further and brainstorm some initial ideas on this before the policy and guidelines are written up.

Chelsea and I have stayed in close contact throughout the month around the closure and I am very appreciative of all the work she has done to navigate this challenging period of time.

I look forward to catching up with everyone at the Board meeting on Tuesday.

#### **1.4 Old business**

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None.

#### **2.1 Governance report**

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Charlene Eden provided a Governance report for February:

I have put together a final revised version of the draft bylaws for the Board's consideration. I have also created the special resolution document that outlines all bylaw changes and have created a document that provides a synopsis of the major changes to the bylaws. All these documents as well as the current bylaws will need to be included in the email to notify the members as well as put on our website. We will need to send out all documents a minimum of 14 days prior to the AGM so I am hoping that we can get everything finalized and approved at the Board meeting. If anyone has any feedback prior to the meeting, please get it to me.

To note, I did make a couple small adjustments since the last draft:

- In Part 2, I added our membership year of October 1<sup>st</sup> to September 30<sup>th</sup>
- In Part 6, for greater clarity and wording, I added 6.1 "A Board meeting may be called by the president or any two Directors" and took out 6.5 in the previous version that stated "A director may, at any time, and the Secretary, on the request of a Director, must convene a meeting of the Directors."

- In Part 8, because we actually don't have audited financials, I added a section titled Annual Financial Statements. I added 8.4 and moved 9.8 and 9.9 to become 8.5 and 8.6.
- In Part 10, I altered 10.1 by taking out member notification via mail and adding notification via our website. So, email and website are now the only two options for notification.

There are also a couple items that still need a final decision:

- For members under the age of 12, we still need to decide what date we want to use
- For membership age and voting, we also need to decide what date we want to use.

These should be quick changes that I can do at the meeting, provided we can come to a consensus on it.

Please see the documents included with the distribution of the agenda package:

- [Bylaws of Overlander Ski Club draft February 2026.docx](#)
- [Notice of Special Resolution Vote at Overlander Ski Club Annual General Meeting on Final Proposed Bylaws.docx](#)
- [Synopsis of Final Proposed Overlander Ski Club Bylaws for Special Resolution.docx](#)

### **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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Please see the spreadsheet included with the agenda package:

- Income stmt Jan 2026 OSC.xlsx

### Discussion:

Amanda highlighted that revenue to-date is \$239K, compared to \$481K last year. Overhead expenses have been limited as much as possible this year, given the weather and trail closures and limited revenue. Amanda also provided a summary of the 2025 year-end statements which will be presented at the AGM in March. She summarized that the club is in a good position going into this year, but she urged caution going forward.

### **5.2 Trail Committee's report**

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No report.

### **5.3 General Manager's report**

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Chelsea Francis provided a report for February:

#### Operations

The staff over the last two weeks have waxed the rental fleet, fixed all our broken rental gear, deep-cleaned the buildings, took down all the Christmas lights, did a full inventory of all our equipment and merchandise, and serviced and cleaned all of the outhouses. This week we are working on wood – collecting the piles that are sitting around the trail network, splitting and stacking and refilling both the wood sheds. We are starting to clear the snowshoe trails with handsaws as there is significant willow and small tree growth that are crowding them. We have cleared Marsh, Lake Loop, Stadium and half of Cow Creek so far. There is tons of willow crowding so it's nice to have the chance to cut these back thoroughly, something we've never had the manpower to do.

Three weeks' worth of Ski Skool has been cancelled so far, with two weeks re-scheduled into other slots. Schools are still eager to come up if there is the option to ski.

I am working with Interior Health to bring all our water license documentation and requirements up to date, and have been in a couple of free courses this week to learn about what is required.

Scheduled group lessons, group visits and large groups continue to wish to re-book in hopes of snow, as opposed to cancelling.

## AGM

I need to prepare the presentation – please have all reports to me at least a week in advance so I can post on the website and compile the presentation. Presentations are: Ski League, President's Welcome, Finances, Trail update, Registrars report.

Peter Voss for volunteer award?

## Financials

Online banking has been set up, and Amanda and Charlene and I met with the RBC Express team to get the process rolling for online payroll and payments.

Amanda has been added to our CRA Account. Amanda has signed our year-end and it is complete.

Separate sheet with income statement showing budget vs. actuals and some projections/models.

Total Payroll value for the time off is \$10,720.46 (pay roll for this period being processed today, February 13<sup>th</sup>). I need to add this in once it's processed over the weekend.

## Community correspondence

I am starting to get refund requests – a couple of samples of emails below.

Good morning,

Because this year has been such a horrible year for skiing I was curious if there has been any discussion about offering seasons pass holders a discount on next year's seasons pass. I'm sure many of us pass-holders were unable to pay off our pass due to the extremely short season we had this year. I guess the other option is not to purchase a pass and just purchase a punch card as we never know what next winter will be like.

We appreciate all you've done to keep the trails open as long as you could this year.

Cheers,  
Kim and Kurt

Hi there,

I am wondering if there will be any partial refunds issued given that Overlander has only been open for 26 days (December 20<sup>th</sup> – January 15<sup>th</sup>) so far this season? I understand that Overlander cannot control the weather, but there obviously haven't been any operations to fund (grooming etc.) during the closure.

Thanks,  
Natasha

Hello Overlander Ski Club,

I'm writing regarding the ski lessons we registered our three daughters in this season at Stake Lake. So far, only two lessons have taken place with the rest cancelled due to weather/lack of snow. We completely understand that these circumstances are beyond the club's control and appreciate the continued hope from OSC that more lessons may still be possible.

But, given the realistic chance that there may be no further lessons this season, I wanted to ask whether the club is considering any form of reimbursement or credit. We recognize this is a difficult situation for both families and the club.

Thank you,  
Eric

Please see the spreadsheet included with the agenda package (same item as listed above in 5.1):

- Income stmt Jan 2026 OSC.xlsx

#### Discussion:

Chelsea shared that the Trails Committee recommends Peter Voss for the 2026 Volunteer Award. He has been a groomer for ~ 15 years, fixes machinery, and has not received the award. The board supported this recommendation. Chelsea will look after getting a plaque and award ready for the AGM.

There was a good discussion about this year's projected financials, and the importance of the club waiting until the end of the season to see what happens and what kind of financial position the club is in. It was acknowledged that the club needs to put out clear communications about the club's situation, and respond to inquiries from membership about potential refunds or discounts for next year. That will happen in the spring after the season is over.

#### Action item:

- President, registrar, ski league, and treasurer to send their AGM reports to Chelsea by March 4<sup>th</sup> please.

### **5.4 Ski League report**

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Anita Grover provided a Ski League report for February:

## General Ski League Program Update

The numbers of coaches and participants remain steady despite the closing of Stake Lake and the redirection of the Nordic Program.

Total reg: 95

Total coaches: 17 (plus 4 spares)

As of Wednesday, February 11<sup>th</sup> I have not personally received any requests for a program refund. All levels and coaches have made a significant effort to continue Ski League programming through the offering of off-site sessions at the following locations: Sun Peaks, McArthur Island, the Tournament Capital Centre, Kenna Cartwright Park, and the Skating Rink at Riverside Park. Their creativity, perseverance and positivity in continuing to provide programming to the participants is commendable and should be applauded.

Throughout this time we have continued to receive a number of requests from parents and coaches to switch levels. Approximately ten requests for ski level transfers have been completed since the start of the program. It takes quite a bit of time to confirm the appropriateness of the requests with coaches from both levels, determine whether there is room to accommodate, and time for the Registrar to make the changes in Zone 4. A review of the process will need to be made at the end of the season with all parties to find the best method of dealing with these changes in a timely manner.

Recognizing the need to keep the training needs fresh for the skiers, the vice-commodor of the Kamloops Canoe & Kayak Club was approached about possibly providing a few dry-land sessions for some of the levels. They have recently received a new full-time coach that is eager to show his skills to the community. The possibility was received positively and was to be discussed with another board member. The other board member is the current Nordic Ski Coach at Sun Peaks, and is aware and sympathetic to the plight of the ski league athletes. As of February 11<sup>th</sup> I have not received a response.

**Ski League merchandise** – An order has been submitted to Nordique Canada for ski league participants. The merchandise has been received and will be distributed to the coaches and athletes shortly.

**Events** – Unfortunately, an EcoAim, Hot Dogs on the Hill, and Unplug and Play events have all had to be cancelled due to lack of snow. The need to keep it fun and maintain interest in the sport and program is of utmost importance. **Thus it is recommended that a year-end potluck be booked for skiers at a secondary event.** Possible updates on next year's program can be shared at this event.

**Award** – the need to recognize and maintain enthusiasm in the volunteer coaches is paramount to the program's success. **It is recommended that this year we provide a few coach volunteer**

**awards.** The awards categories would be determined via solicited submissions from parents, asking for nominations and testimonials. The awards would be a certificate only and they would receive recognition on the OSC social media sites.

#### Discussion:

The board supports the recommendation for a year-end potluck for skiers if someone is willing to organize it.

### **5.5 Race Committee report**

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Chloe Hetherington shared this email correspondence with the OSC Race Committee about future races and the possibility of collaborating with Sun Peaks, for the Board's information:

Below is a summary of Ivor's main points. I would guess that the next step would be to discuss with the Board, and then if using Sun Peaks as a back-up venue option is something the club wants to pursue, we will need to convene a committee for next year's race(s) and get started on engaging the resort right away. My 2 cents: having an Overlander race at Sun Peaks is possible, but will not be easy and should probably be left for a narrow set of circumstances.

- Ivor, as the President of the Sun Peaks Nordic Club, has no sway over the resort and resort staff do not engage the club on any decisions. As much as he might like to ask the resort to consider our request, it wouldn't make much of a difference.
- Generally, the resort does not prioritize Nordic skiing. They do a good job maintaining the trails and have more of a presence out on the trails recently with some dedicated staff checking passes, but cross country does not draw in the crowds or revenue like the other activities offered like downhill skiing or golf.
- We would need to expect to have no support from the resort if we were to hold an event there. They will definitely not divert resources away from other areas to assist, i.e. closing downhill trails or event roping off downhill areas (around the Orient or Morrissey lifts).
- Sun Peaks has a very packed schedule and getting an event slot for next year might be tough
- Technical challenges: no stadium, narrow trails, limited space for spectators, no buildings or access to electricity. Previous races have been on some of the trails around the golf holes but this is a fair distance from the P5 parking area. Capacity would be limited, likely 150 participants maximum and would need some creativity if we were hosting a relay or mass start.
- I'm not sure what we would be able to expect for grooming. Very different from the amount of operational support we have at Stake Lake with the Trails Committee.
- Event planning challenges: costly liability insurance (\$10 million minimum), would need to plan a second set of race courses, limited areas for waxing, timing, volunteers, etc. The cost to run the race might be cost prohibitive, especially if we need to charge members high registration fees to cover costs, or it would just cost Overlander more than our usual races.

- The T-REX race they have held in the last few years works well because its designed so there's fewer people on the course at the same time, needs limited volunteers, is relatively small event, no food is provided.

Final note: if you are skiing at Sun Peaks, it's highly encouraged you buy a pass! I'm sure most people do, but Ivor said that word got out in the last few years that no one there checks passes and it's tough to make a case for improving Nordic when the skiers don't buy passes and it appears that it doesn't create revenue! So the more people who ski there, the more those numbers go up and it might slowly convince the resort management that Nordic is growing and worth investing in.

#### Discussion:

There was a brief discussion about refunds for race registration fees if a race gets cancelled. Charlene commented that the club should have a policy about this to establish clear, consistent and precedent-setting expectations. Going forward, the race committee needs to know the scope of the decisions it can make with regard to refunds.

#### Action item:

- Charlene and Chloe to draft a policy for refunds due to event/race cancellation.

### **5.6 Race Team report**

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Chelsea shared a race team report from Rob Kitamura:

#### January 24<sup>th</sup> – 25<sup>th</sup> BC Track Attack Champs, Telemark, Kelowna

Athletes: Deacon Pisiso, Lydia Pisiso, and Amelia Richards

Coaches/Wax: Roy Davidson and Jordana Pisiso

There were many [*concerns?*] that this race event, focused on skiers age 10 – 14, would be cancelled due to deteriorating trail conditions at Telemark. However, temperatures fell, and with some course and technique changes, race organizers were able to proceed. Saturday morning was a cold-12C with low cloud or fog.

#### January 29<sup>th</sup> – February 1<sup>st</sup> World Junior Trails/Westerns, Canmore

Athletes: Joe Kitamura, Xavier Wallace

Coaches/Wax: Rob Kitamura

Another uncharacteristic warm race weekend, this time in Canmore.

#### February 7<sup>th</sup> – 8<sup>th</sup> Teck BC Cup #2, Larch Hills, Salmon Arm

Athletes: Harriet Richards, Amelia Richards, Lydia Pizio, Simon Astbury-Black, Anatoly Kennedy, Deacon Pizio, Max Kennedy, Leslie Astbury-Black, Johan Campsall, Joe Kitamura  
Coaches/Wax: Rob Kitamura, Roy Davidson, Jordana Pizio

February 14<sup>th</sup> – Teck Okanagan Cup #3, Sovereign Lake, Vernon

Athletes: Lucy Richards, Harriet Richards, Amelia Richards, Lydia Pizio, Simon Astbury-Black, Anatoly Kennedy, Deacon Pizio, Max Kennedy, Leslie Astbury-Black, Johan Campsall, Joe Kitamura  
Coaches/Wax: Rob Kitamura, Roy Davidson, Jordana Pizio

Next up: February 20<sup>th</sup> – 22<sup>nd</sup> – Teck BC Cup Championships, Whistler

Athletes: Deacon Pizio, Lydia Pizio, Johan Campsall, Joe Kitamura

## **6.1 Board Business – Board bylaws**

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Charlene highlighted the most recent draft changes to the bylaws:

- Section 8.2
- Section 8.6

Charlene also asked for a board decision on the age-by-date requirement for voting. The board is comfortable with using December 31<sup>st</sup> as the cut-off; i.e., a member must be 18 years old by December 31<sup>st</sup> preceding the AGM.

Charlene also explained that the Society Act sets the default for board bylaws. The club's bylaws are meant to provide special clarification and provisions for specific items related to governance. Charlene will explain this at the AGM, and can add this to

**Moved/seconded** by Dana Manhard/Alan Richards that:

The revised bylaws, synopsis and special resolution be presented to the membership at the 2025 AGM.

**CARRIED**

## **6.2 Board Business – AGM preparation**

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Chelsea will prepare a presentation for the AGM and will ensure that attendance is recorded. Charlene will chair the meeting. Joan offered to bring cake to the AGM. Chelsea will book a projector with TCC staff for the AGM. It was suggested that we do a trial run with all equipment at the March 2<sup>nd</sup> board meeting.

### 6.3 Board Business – Email hosting

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Chelsea reminded the board that the club renewed its email hosting for six months after the shut-down of the old website. Chelsea and Alan are discussing other options after the six months are up.

### 6.4 Board Business – Agenda preparation and approvals

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There was not time to discuss this item, it will be deferred to a future meeting. However, Erin had a few requests for board members regarding their reports for agenda preparation:

- Please submit board reports to Erin by Friday evening before the Monday meeting
- Request for reports to be submitted to me as a Word doc, if possible
- Erin strives to send out agenda package on Saturday so that board members have two days to review it
- Any late reports may not be sent out by Erin; best for that person to send it to the entire board themselves.

### 6.5 Board business – in Camera meeting

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**Moved/seconded** by Charlene Eden/Luc Guilherme that:

The OSC board convene in camera.

**CARRIED**

### 7. Adjourn

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**Moved/seconded** by Dana Manhard/Gillian Stanley that:

The February 17<sup>th</sup> 2026 meeting of the OSC board adjourn.

**CARRIED**

Adjourned at 9:16 pm.

**Next meeting:** March 2<sup>nd</sup> 2026, 7:00 – 9 :00 pm at the Tournament Capital Centre