



# MINUTES

**AUGUST 12 2015**

**6:30 PM – 8:30 PM**

**CONFERENCE CALL**

<b>MEETING</b>	Board of Directors
<b>CHAIR</b>	Lisa Davison, President
<b>SECRETARY</b>	Norm Parry, Secretary
<b>MEETING MINUTES</b>	Alexandra Emlyn, Treasurer
<b>ATTENDEES</b>	Lisa Davison, Raymond Wong, Ayaz Amlani, Alexandra Emlyn, Penny Gardner (Staff Ex-officio)
<b>REGRETS</b>	Dawn McGuire Reeves, Norm Parry
<b>ABSENT</b>	

## Agenda Topics

### 6:30 – 6:35 P.M. 1.0 WELCOME & OPENING COMMENTS

**LISA DAVISON**

<b>DISCUSSION</b>	<b>Item 1.0 - Welcome:</b> President, Lisa Davison welcomed everyone to the meeting and thanked them for their time and on-going commitment to Badminton BC.		
	<ul style="list-style-type: none"> <li>Mr. Essop Mia from Hay &amp; Watson to attend the meeting at 6:45 p.m. to assist with the delivery of the auditor's report.</li> </ul>		
<b>CONCLUSIONS</b>	<ul style="list-style-type: none"> <li>The meeting was called to order at 6:35 p.m. PDT.</li> <li>Attendance was taken and quorum was established and the meeting proceeded.</li> </ul>		
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>	

### 6:35 – 6:40 P.M. 2.0 APPROVAL OF AGENDA

**LISA DAVISON**

<b>DISCUSSION</b>	<ul style="list-style-type: none"> <li>Lisa Davison asked if there were any items from the consent agenda to move forward onto the meeting agenda.</li> <li>Hearing none the President called for a motion to accept the meeting agenda as circulated.</li> </ul>		
	<b>MOTION:</b> "That the August 12 2015 agenda be approved as circulated." MOVED Raymond Wong   SECONDED Ayaz Amlani   <b>CARRIED</b>		
<b>CONCLUSIONS</b>	<ul style="list-style-type: none"> <li>Agenda was accepted and the meeting proceeded.</li> </ul>		
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>	

### 6:40 – 6:45 P.M. 3.0 CONSENT AGENDA

**LISA DAVISON**

<b>DISCUSSION</b>	<ul style="list-style-type: none"> <li>Lisa Davison presented the consent agenda items</li> <li>There was no further discussion</li> <li>Lisa Davison called for a motion to approve the consent items</li> </ul>		
	<b>MOTION:</b> "That the consent agenda items are approved as listed in the agenda of August 12 2015." MOVED Alexandra Emlyn   SECONDED Ayaz Amlani   <b>CARRIED</b>		

<b>CONCLUSIONS</b>	<ul style="list-style-type: none"> <li>Consent agenda items were approved</li> <li>Approval of the minutes of July 15, 2015 was approved.</li> </ul>	
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>
Meeting minutes of July 15 2015 circulated and posted	Penny Gardner	August 31, 2015

6:45 p.m. Mr. Essop Mia of the accounting firm of Hay & Watson joined the meeting.

**6:45 – 8:10 P.M.**

**4.0 INFORMATION, DISCUSSION & DECISION**

**LISA DAVISON**

<b>DISCUSSION</b>	<p><b>Item 4.2 – 2015 Draft Audited Financial Statements</b></p> <p>The 2014 - 2015 Auditors Report was presented by Treasurer, Alexandra Emlyn and assisted by Mr. Essop Mia of the accounting firm Hay &amp; Watson.</p> <p>These are the highlights:</p> <ul style="list-style-type: none"> <li>The audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements.</li> <li>In our roles as Directors, our fiduciary duty is to steward the financial well-being of Badminton BC. The audit report is the key reporting tool to the membership that we have fulfilled our elected duty in this regard.</li> <li>Audit preparations were prepared by Catalino Miniano (BBC contracted bookkeeper) and Executive Director, Penny Gardner.</li> <li>The terms of engagement letter was received by Hay &amp; Watson on July 10 initiating the engagement.</li> <li>The field audit took place between July 13 - 22. Badminton BC received the draft statements on August 6, and the review meeting was held with Mr. Mia on Monday, August 10.</li> <li>Mr. Essop Mia congratulated Badminton BC on a job well done during the process as reported by his staff.</li> <li>At year-end a final deficit of \$113,594 was realized largely attributed to the 2014 Yonex Canada Open. This followed a deficit balance in 2014 (26,900). This trend cannot continue. The final deficit is \$-23,594 over approved budget directly attributed to the short-fall in budgeted revenues (tickets sales, and sponsorship) from the 2014 Yonex Canada Open as a result of unrealistic timelines to deliver the event.</li> <li>In order to cover the deficit, equity funds were liquidated in July 2014 and further at year-end. The term deposit balance is nil.</li> <li>Page 1 Accounts Payable and accrued liabilities would not normally be this high. At y/e \$22,000 accrued to Hay &amp; Watson, \$5000 to VLTBC awaiting a City of Vancouver grant cheque and the disbursement of 2015 BC AAP cheques (\$12,255) to athletes. In future the schedule of expenditure will be managed differently.</li> <li>Page 1 - Reference to the Contingency fund of \$22,000, this amount represents some cash, inventory, equipment, accounts receivable. It is mostly non- liquid and should not be heavily relied upon. It should however be motioned to become unrestricted for access to cash for any future deficits.</li> <li>There was a need to restate FY 2014 and I would refer to Note 2 on page 5. These were corrections based on recording errors found this year from previous years. These were corrected and 2014 balances restated.</li> <li>There were two recommendations made by the auditors regarding internal controls: <ol style="list-style-type: none"> <li>1) Ensure there is a defined separation of duties when it comes to processing of cheques and cash and the actual bank deposit.</li> <li>2) Ensure the Directors approve actions before they are done i.e. transfer of equity funds (actioned July 2014 and motioned August 2014)</li> </ol> </li> <li>Overall the audit went well, staff enjoyed the engagement and working with the team from Hay &amp; Watson who reported an improvement in management and preparations over previously years.</li> <li>This next fiscal year will require stern commitment to fiscal management. Assets that can be sold will be sold, all expenses will be scrutinized including the</li> </ul>
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evaluation of a dedicated provincial office, and all areas of a diversified revenue plan must perform beginning with membership dues and self-generated revenue.

- In summary, the auditor's report reflects an accurate assessment of the 2015 financial year for Badminton BC.
- Questions were entertained but hearing none the Treasurer called for the motion to accept the 2014-2015 Auditors report and the audited financial statements.
- The ED is requested to follow up on all paperwork and tax filings with the Hay & Watson to complete the year end activities.

At 7:00 p.m. Mr. Mia was excused himself from the call and left the conference.

#### **Item 4.1 - Finance Report**

The Finance Report was previously circulated and highlights were presented by Treasurer, Alexandra Emlyn. The following is a summary of key points:

- The 2014-2015 audit is complete, auditors report received and draft financial statements reviewed in a meeting with the Mr. Essop Mia and by the Board. The Treasurer requests an approval by the Board.
- Board recognized the EDs performance in preparing for the audit as well as working through the process.
- Gaming grant application for 2016 was recognized at \$65,000 instead of the budgeted \$85,000. Plan to move forward with budget as approved and then reassess at mid-year. ED will need to establish a play to fill this revenue gap. As well, an appeal will be launched.
- ViaSport approved grant applications in 2 programs: BC Sport Participation Program (BCSPP) for \$10,000 and Hosting BC for \$3,000 (BC Elite Series events)
- Mgr. Sport Development (Alvin Lau) has been focused developing revenue generating programs - coaching, officials, schools. Positive revenue generation should be realized as the year progresses. There is significant rebuilding of delivery systems to be done.
- Discrepancy in the membership numbers vs membership income was identified during the audit. Likely do to the complicated and multi-step process of signing up and getting registered. This will need to be reviewed and improved for the coming year.
- Other areas of clean up included closing of the Van City account used during the 2013 BWF Senior World Championship. The balance in the account transferred to General Operating. The ED is requested to complete this action.
- The Treasurer reviewed 3 motions for approval.

#### **Item 4.3 - Membership Review Task Force update**

Raymond Wong reported the task force met for the final time on July to discuss and implement the board directives of July 15. Here are the highlights:

- All amendments were made and Directors will be provided shortly with a .ppt presentation and promotional tools to conduct informal consultations prior to the AGM.
- There will also be 2 telephone town halls conducted to ensure any member that would like to provide feedback has that opportunity.
- The task force will present only one membership fee option in 2015-2016 and ask for the membership to vote on this.
- Approval by the membership is not required as per the association bylaws however the Task Force recommends to the Board this is positive action.

#### **Item 4.4 - Americas Masters Games 2016**

Raymond Wong reported on testing of the Vancouver Convention Centre (West Halls) as a venue option. The testing for air flow, lighting and ceiling clearance met standard. This is option is very viable and will be pending final approval by the Host Organization and City of Vancouver. Identification of the Technical Delegate is still outstanding. Board was presented a motion to appoint Raymond Wong as the Chair of the Badminton organizing committee.

#### **Item 4.5 - 2015 Congress and Annual General Meeting**

Planning for the Congress and AGM is well underway by staff and Board with a primary objective of bringing value to members through meaningful presentations on relevant topics; recognition of members through annual awards and networking with the provincial badminton community, and the annual business meeting of the association. The confirmed

schedule of events for the day, and for the Board weekend, will be announced shortly. The Board was asked to discuss and approve a number of motions for the presentation at the AGM in addition to Special Resolutions to be voted on. Of specific note, proposed 2015-2016 Provincial and National Championship eligibility criteria will need further consultation with the various stakeholder groups prior to final reading and adoption. A number of the motions to the AGM are tabled at this time for further consultation.

Item 4.5a - Lisa Davison updated the Board on the status of the Nomination Process. The process has been engaged and the closing for nominations is August 20<sup>th</sup> at which time a slate of nominees will be circulated. As part of recruitment activities Badminton BC has been registered with the Board Match and CPA who provide programs and resources for director recruitment.

Item 4.5c - Lisa Davison reviewed the check list for development of the Annual Report. Penny Gardner was asked to operationalize it and circulate.

**MOTION:** "To accept the Finance Report as presented."

MOVED Lisa Davison | SECONDED Ayaz Amlani| **CARRIED**

**MOTION:**

Be it resolved...

"to conduct an inter-fund transfer to the total of \$17,939 to the *National & International Hosting Fund* from the following funds and corresponding amounts to address the program deficit:

- Strategic Planning & Membership Development Fund - \$8,058
- High Performance/Team BC Fund - \$8,574
- Scholarship Fund - \$1,307"

MOVED Raymond Wong |SECONDED Lisa Davison| **CARRIED**

**MOTION:**

Be it resolved...

"to transfer \$17,939 from the National & International Hosting Fund to the general operating account to cover the expenditures associated with hosting the 2014 Yonex Canada Open."

MOVED Ayaz Amlani | SECONDED Raymond Wong| **CARRIED**

**MOTION:**

Be it resolved...

"to internally unrestrict the Contingency Fund and transfer the assets to the Unrestricted Fund. This would ensure unrestricted access in the event of any future loses."

MOVED Ayaz Amlani | SECONDED Raymond Wong| **CARRIED**

**MOTION:**

Be it resolved...

" to close Vancouver City Savings Credit Union (VanCity) Account 716712 CHQ#2 – BWF 2013 World Championships as of August 31, 2015, and transfer the July 31, 2015 balance of \$1,835.21 to the General Operating Account 716712 CHQ #1."

MOVED Ayaz Amlani | SECONDED Raymond Wong| **CARRIED**

**MOTION:**

"To approve the 2015 Audited Financial Statements as presented."

MOVED Lisa Davison | SECONDED Raymond Wong| **CARRIED**

**MOTION:**

"to approve the appointment of Raymond Wong as Chair, AMG 2016 Badminton Organizing Committee to ensure Board oversight, transparency and accountability as the field of play partner in the delivery of the 2016 Americas Masters Games badminton event."

MOVED Alexandra Emlyn | SECONDED Ayaz Amlani| **CARRIED**

**CONCLUSIONS**

- 2014 - 2015 Audited Financial Statements are approved
- Van-City bank account is closed
- Audit activities are progressing to completion
- The process of Nominations of Directors is engaged and on time as per bylaws. Filling of available Director's positions is on schedule.
- AMG 2016 is progressing towards a very successful event an key opportunity for Badminton BC

ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Executive Director to follow up with Hay & Watson regarding paper work and tax filings to complete the year end activities	Penny Gardner	September 9 2015
Executive Director to follow up with VanCity to close the BWF event account	Penny Gardner	September 9 2015

**8:10 P.M. - 8:13 P.M. 5.0 NEW BUSINESS**

**LISA DAVISON**

<b>DISCUSSION</b>	<ul style="list-style-type: none"> <li><b>Item 5.1 Bert Fergus</b> - Raymond Wong will assist on passing on contact information regarding Bert Fergus.</li> </ul>	
<b>CONCLUSIONS</b>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE

**8:13 - 8:15 P.M. 6.0 BOARD DEVELOPMENT**

**LISA DAVISON**

<b>DISCUSSION</b>	Two documents were added to the Board Development Folder for their review: <ol style="list-style-type: none"> <li>Understanding the financial audit</li> <li>20 Questions directors of NFP Should Ask about Board Recruitments, Development and Assessment</li> </ol>	
<b>CONCLUSIONS</b>	<ul style="list-style-type: none"> <li>Information and knowledge is provided to the Board as a priority and on-going initiative</li> </ul>	
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Board to review the information and prepare any questions for next meeting	All Board	September 1, 2015

**8:15 - 8:24 P.M. 7.0 IN CAMERA**

**LISA DAVISON**

<b>DISCUSSION</b>	<ul style="list-style-type: none"> <li>Items were discussed without the Executive Director present</li> </ul>	
<b>CONCLUSIONS</b>		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Lisa to debrief the Executive Director on outcomes of discussion	Lisa Davison	August 13, 2015

**8:24 P.M. ADJOURNMENT**

**LISA DAVISON**

<b>DISCUSSION</b>	Meeting was adjourned at 8:24 p.m.	
SUMMARY OF ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
Lisa to debrief the Executive Director on outcomes of discussion	Lisa Davison	August 13, 2015
July 15 2015 BOD Meeting minutes to be reviewed and updated with any friendly amendments before posting	Penny Gardner	August 31, 2015
Post and circulate as directed	Penny Gardner	August 31, 2015

Review the Board Development information as provided and prepare any questions for next meeting	All Board	September 1, 2015
Executive Director to follow up with Hay & Watson regarding paper work and tax filings to complete the year end activities	Penny Gardner	September 9, 2015
Executive Director to follow up with VanCity to close the BWF event account	Penny Gardner	September 9, 2015

Next meeting is re-scheduled to **Friday, Sept 18, 2015** at **3:00 p.m. PDT** @ Fortius Sport & Health

<b>MINUTES SUBMITTED</b>	Penny Gardner, Executive Director
<b>MINUTES REVIEWED</b>	Lisa Davison, President
<b>APPROVED BY BOARD</b>	September 18, 2015
<b>PRESIDENT</b>	Lisa Davison signature when approved
<b>SECRETARY</b>	Alexandra Emlyn signature when approved

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