



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
Sheraton Gateway Hotel in Toronto International Airport, Toronto, ON
October 13, 2023 8:30 AM ET

Present:

Charmaine Crooks, President and Chair
Paul-Claude Bérubé, Vice President
Dale Briggs
Kelly Brown
Brian Burden
Charlie Cuzzetto
Stephanie Geosits
Orest Konowalchuk
Don Story
Jason deVos, Interim General Secretary

Via Microsoft Teams:

Charisse Bacchus
Dominique Grégoire
Brittany Timko Baxter

Absent:

Dino Rossi

Also in attendance:

Lisa Spina, Executive Assistant
Sean Heffernan, Chief Financial Officer

1. Call to Order

The Chair called the meeting to order at 8:33 AM ET and stated the vision, mission, and values of the organization. She also acknowledged the land on which the Board members have gathered for this meeting.

2. Declarations of Conflict of Interest

Lisa Spina confirmed that the required declaration forms from all Board members had been received prior to the meeting.

3. Approval of Consent Agenda

3.1 Minutes from Previous Board Meeting

1.1.1 Minutes from 16.09.23

M-42 MOTION: On motion duly made and seconded, it was unanimously resolved to defer approval of item 2.1 Minutes from Previous Board Meeting until the September minutes are revised by the Governance Committee.

3.2 Minutes from previous Committee Meetings

3.2.1 Audit & Finance Committee Minutes from 11.09.23

3.2.2 Audit & Finance Committee Minutes from 02.10.23

3.3 GS Executive Limitations

3.4 Outstanding Actions

M-43 MOTION: On motion duly made and seconded, it was unanimously resolved to approve items 2.2, 2.3, and 2.4 of the consent agenda as presented.

4. Approval of Agenda

M-44 MOTION: On motion duly made and seconded, it was unanimously resolved to approve the agenda as presented.

5. Board Calendar

The Board calendar was received for information.

It was agreed that the December meeting will be held on the original date of Saturday, December 9 as a joint meeting with the Canada Soccer Member Council.

6. President's Report

The Chair provided a brief update on the meetings with CSA partners, members and matches she attended since the last Board meeting, including the Women's National Team Olympic qualifying matches vs Jamaica in both Jamaica and at home in Toronto.

She also provided a general overview of the 2026 FIFA World Cup steering committee meeting which she attended in Miami. The Chair informed the group that the Chief Tournament Officer FIFA World Cup 2026 Canada, Peter Montopoli, will speak to the Board and Member Council in December to provide a wholesome update on the progress being made by FIFA and to update on the role of Canada Soccer and its Member Associations leading up to the tournament.

Ontario Soccer President Peter Augruso joined the meeting virtually and provided a brief overview and key highlights of soccer over the past year in Ontario, as well as upcoming initiatives planned for the year ahead.

7. Interim General Secretary Report

The Interim General Secretary provided an update on the following items including operational and technical reports.

7.1 WNT & MNT Negotiations

Discussions have continued between Canada Soccer and the Men's National Soccer Team Players' Association (CMNSTPA) regarding player compensation.

7.2 WNT & MNT Update

The WNT was successful in its quest to qualify for the 2024 Paris Olympic Games defeating Jamaica 4-1 on aggregate, winning 2-0 in Jamaica and 2-1 at home in Toronto. Two home matches against Brazil in the October window have been confirmed; Stade Saputo in Montreal on October 28 and the Wanderers Ground in Halifax on October 31. Two additional home matches are also being planned for the November/December FIFA window against Australia.

The MNT will play an important Concacaf Nations League quarterfinal two-game series against Jamaica in November, with the first match being played in Jamaica and the second match being played at home in Toronto. The winner of the series will qualify for the 2024 Copa America.

7.3 Canadian Soccer Business (CSB) Discussions

Canada Soccer continued to have discussions with the leadership of CSB regarding matters of common interest.

7.4 Project 8

The Interim General Secretary welcomed Diana Matheson, the CEO and founder of Project 8, and reiterated to her that Canada Soccer is pleased to support Project 8. Ms. Matheson provided an update on the status of the Women's professional league, outlining what has been accomplished in the past year and what is being planned for the coming years.

8. Audit & Finance Committee

8.1 2023-24 Workplan and Calendar

The workplan was received for information only.

9. Governance Committee

9.1 GC Report

The Chair of the Governance Committee, Director Geosits, informed the Board that an orientation session for new Directors was delivered on October 5. She noted that a similar orientation session will be conducted

with the membership before the December Board meeting.

The Governance Committee is awaiting further communication from FIFA regarding the issue of updating Canada Soccer's voting structure. Once further information is received, the committee can continue its work on the matter in conjunction with the Member Council.

The Board discussed the importance of revising the current Diversity, Equity and Inclusion policy and the urgency surrounding the matter. It was noted that an updated draft of the policy will not replace the past directive of setting up a DEI Task Force but will complement that work.

M-45 MOTION: On motion duly made and seconded, it was unanimously resolved that the Interim General Secretary prepare an updated draft of the DEI policy, to be presented through the Risk Oversight Committee by the next Board meeting.

10. HR & Compensation Committee

10.1 Update

10.2 Selection Committee

These two items will be discussed in camera.

11. Ad Hoc Committee

11.1 Final Report

The Chair of the Ad Hoc Committee, Director Brown, informed the Board that the term of the committee was completed as was agreed upon at the last meeting. The committee's final report was included in the Board materials, which were distributed prior to the meeting.

Vice President thanked Director Brown for the exemplary work chairing the committee.

12. Future of Soccer Update

The Interim General Secretary briefly presented a revenue generation plan for the Board's consideration to be presented to the membership.

A discussion regarding the philanthropy strategy and the Canada Soccer Legacy Fund ensued and it was noted that it has the potential of becoming a significant revenue generator for Canada Soccer in the coming years.

The Interim General Secretary spoke briefly on the outcomes of the Future of Soccer discussion at the AMM. A Task Force will be created to analyze the Future of Soccer report, engaging with the Board of Directors and the Member Council.

13. Safe Sport

The Interim General Secretary informed the Board that Safe Sport continues to be an ongoing process.

The Board requested an update on the status of the recommendations from the McLaren report and an itemized list showing which items have been completed so far and which items are still in progress. The Board noted that they are committed to ensuring those recommendations coming out of the report have been acted upon. The Interim General Secretary will work with Chief Communications and Content Officer, Paulo Senra to create an update on the outcomes.

14. Other Information from Stakeholders/Members

The Interim General Secretary and Director Story will attend the Manitoba Soccer Association (MSA) AGM and the President and Director Cuzzetto will attend the BC Soccer (BCSA) AGM, both taking place on November 4. A list of all Member Association AGMs will be shared with the Board following the meeting.

It was also noted that the Ontario Soccer Summit will take place from February 23-25 at York University.

15. In Camera

M-46 MOTION: On motion duly made and seconded, it was unanimously resolved to go in camera.

M-47 MOTION: On motion duly made and seconded, it was unanimously resolved to come out of camera.

M-48 MOTION: On motion duly made and seconded, it was unanimously resolved to create a Selection Committee with the mandate of conducting a search with a professional search company and recommending for Board approval the appointment of a General Secretary.

The Committee will be chaired by Director Brown and include President and Vice President, and Directors Konowalchuk, Timko and Briggs.

16. Next Meeting

The next meeting will be held in person on Saturday, December 9 in Vancouver including a joint meeting with the Member Council.

17. Adjournment

M-49 MOTION: On motion duly made, it was unanimously resolved to adjourn the meeting.