



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
Microsoft Teams Call
February 11, 2025 7:30 PM ET

Present:

Peter Augruso, President and Chair
Dominique Grégoire
Tony Delblond
Brad Baker
Dale Briggs
Brian Burden
Stephanie Geosits
Orest Konowalchuk
Terri Mattucci
Gayle Statton
Don Story
Davide Xausa
Kevin Blue, CEO & General Secretary

Absent:

Paul-Claude Bérubé, Vice President

Also in attendance:

Tim Hutzul, Corporate Secretary

1. Call to Order

The Chair called the meeting to order at 7:30 PM ET. He acknowledged the land on which the Directors gathered for this Board meeting.

2. Conflict of Interest

The Chair asked if there were any potential conflicts in relation to the proposed agenda. Director Mattucci indicated a potential conflict in relation to the pending CTRC decision involving the Canadian Soccer Business ("CSB").

M-59 MOTION: On motion duly made and seconded, it was unanimously resolved to approve a minor amendment to the meeting agenda.

CARRIED.

3. CEO & General Secretary Update

The CEO & General Secretary provided a brief overview of the current status of: (a) the pending CRTC decision involving CSB; (b) a status update on the ongoing negotiations with CSB; and (c) a brief update on Sport Canada and various governance issues. Discussion followed and Mr. Blue answered a number of questions with respect to his presentation. Mr. Blue asked that the Board provide guidance on a negotiating mandate with respect to ongoing negotiations with CSB.

M-60 MOTION: On motion duly made and seconded, it was unanimously resolved to go in-camera without Mr. Blue to discuss various matters raised in the CEO & General Secretary update.

CARRIED.

The Chair thanked the CEO & General Secretary for his update, and asked him to leave to allow the board to meet in-camera. At the invitation of the Chair, Mr. Hutzul, the Corporate Secretary was asked to stay.

4. In-Camera Discussion

The Board discussed the proposed amendments but was not prepared to approve the proposed amendments at this meeting (although it was agreed that the CEO & General Secretary should be lead negotiator). Given the lawsuit against the 2018 Board, the current Board—citing its fiduciary duties-- authorized the CEO & General Secretary to get third-party assistance on the proposed amendments.

With respect to governance issues, the concerns and preferences of various stakeholders were duly noted, and the Board reiterated the need to try and balance stakeholder concerns that were not always in full alignment. The Chair assured the Board that due consideration would be given to all stakeholders.

5. Adjournment

M-61 MOTION: On motion duly made, it was unanimously resolved to adjourn the meeting.

CARRIED.