



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
Ottawa
November 28, 2025 12:00 PM ET

Present:

Paul-Claude Bérubé, Vice President and Chair
Brad Baker (left early at 15:30PM)
Kelly Brown
Dominique Grégoire (left early at 2PM)
Tony Delblond
Michael Downey
Stephanie Geosits
Orest Konowalchuk
Tara Larsen
Terri Mattucci
Gayle Statton
Don Story (left early at 15:15PM)
Davide Xausa (left early at 15:30PM)
Kevin Blue, CEO & General Secretary

Absent:

Peter Augruso, President

Also in attendance:

Timothy Hutzul, General Counsel & Corporate Secretary
Erin Crowe, Chief Operating & Chief Financial Officer
David Choinere, Board Secretary (arrived late 12:15 PM)

1. Call to Order

The Chair called the meeting to order at 12 PM ET and stated the vision, mission, and values of the organization.

2. Land Acknowledgement

Director Baker acknowledged the land on which everyone gathered virtually for this Board meeting.

3. Declarations of Conflict of Interest

It was noted that declarations of conflict of interest related to the discussion of the commercial update were received.

4. Approval of Agenda

M-38 MOTION: On motion duly made and seconded, it was unanimously resolved to approve the meeting agenda as presented.

CARRIED.

5. Approval of Consent Agenda

Minutes from the previous Board Meeting

5.1 Minutes from 20.09.2025

5.2 Minutes from 04.11.2025

Minutes from Previous Committee Meetings

5.3 Governance Committee Minutes from 17.10.2025

5.4 Governance Committee Minutes from 31.10.2025

5.5 Soccer Stakeholders Minutes from 23.10.2025

5.6 Soccer Stakeholders Minutes from 13.11.2025

The directors discussed amendments to the minutes of the September 20, 2025 Board meeting.

M-39 MOTION: On motion duly made and seconded, it was unanimously resolved to defer approval of the minutes of the September 20, 2025 Board meeting.

CARRIED.

M-40 MOTION: On motion duly made and seconded, it was resolved to approve the consent agenda (except for the minutes of the September 20, 2025 Board meeting) as presented in the meeting materials.

CARRIED.

It was noted that this motion was opposed by 3 directors.

6. Discussion Arising from Reports

The CEO and GS summarized key points from his written report, including updates on 2026 FIFA World Cup ticketing. The COO and CFO provided an update on the Canadian Soccer Community's 2026 FIFA World Cup legacy initiatives, notably the plan for a national training centre.

The Board asked questions and provided feedback, notably on staff capacity and costs, communications with FIFA/Concacaf, and the One Canada Soccer initiative.

The need for the Compensation Committee to retain an external talent firm was discussed, and it was noted that a Board motion would be required to authorize such an expense.

M-41 MOTION: On motion duly made and seconded, it was unanimously resolved to approve the Compensation Committee's engagement of a talent firm.

CARRIED.

Before the commercial dispute was reviewed, directors Bérubé and Story recused themselves. Director Bérubé proposed that Director Brown serve as Chair in his absence.

M-42 MOTION: On motion duly made and seconded, it was unanimously resolved to appoint Kelly Brown to act as Chair for the duration of the discussions regarding the ongoing legal matters.

CARRIED.

M-43 MOTION: On motion duly made, it was unanimously resolved to go in camera.

CARRIED.

A brief discussion ensued.

M-44 MOTION: On motion duly made, it was unanimously resolved to come out of camera.

CARRIED.

Once the discussions regarding ongoing legal matters were concluded, Directors Bérubé and Story rejoined the meeting.

M-45 MOTION: On motion duly made and seconded, it was unanimously resolved to nominate Paul-Claude Bérubé to act as Chair for the meeting.

CARRIED.

7. Board Calendar & Adjustments

A discussion was held regarding whether to postpone or move up the date of the meeting scheduled for March 28, 2026, in Toronto. The date will be confirmed prior to the next meeting.

8. Motions from Chairs Committee

The motions presented by the Committee Chairs were all approved under different items in the agenda.

9. Governance regulations

Director Story presented and commented on the draft of the Governance regulations prepared by the Governance Committee.

The Board asked questions and provided feedback regarding the new regulations and the process to approve them.

M-46 MOTION: On motion duly made and seconded, it was unanimously resolved to postpone the approval of the new regulations, invite Board members to submit their comments to the Chair of the Governance Committee by December 12, 2025 and request that the Governance Committee submit a revised version of the regulations to the Board for approval.

CARRIED.

The Chair expressed his appreciation for Don Story's many years of dedicated service and significant contributions to Canada Soccer.

10. Financial Update

The COO and CFO presented the key elements of the Q3 2025 forecast and the 2026 budget, including associated opportunities and risks. The CEO and GS provided comments on the budget, and Board members sought clarifications and asked questions.

M-47 MOTION: On motion duly made and seconded, it was unanimously resolved to approve the 2026 Budget.

CARRIED.

11. Safe Sport

The CEO and GS noted that there were currently no pressing issues in this area. The GC and CS then provided an update regarding the President of the Alberta Soccer Association, whose suspension is to be ratified by the members at a special meeting.

The Board affirmed its commitment to being a leader in safe sport.

12. In Camera with GS

The CFO and GC left the meeting before going in camera.

M-48 MOTION: On motion duly made and seconded, it was unanimously resolved to go in camera.

CARRIED.

A brief discussion ensued. The GS then left the meeting.

14. In Camera (Without GS)

A brief discussion ensued.

M-49 MOTION: On motion duly made, it was unanimously resolved to come out of camera.

CARRIED.

15. Other Business

No further business was brought forward.

16. Adjournment

M-50 MOTION: On motion duly made, it was unanimously resolved to adjourn the meeting.

CARRIED.