



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
virtual
April 20, 2026, 8:00 PM ET

Present:

Peter Augruso, President and Chair
Brad Baker
Tony Delblond
Michael Downey
Stephanie Geosits
Orest Konowalchuk
Tara Larsen
Terri Mattucci
Gayle Statton
Tony Delblond
Kelly Brown
Don Story
Davide Xausa

Absent:

Kevin Blue, CEO & General Secretary
Paul-Claude Bérubé, Vice President
Dominique Grégoire

Also in attendance:

Timothy Hutzul, General Counsel & Corporate Secretary
Erin Crowe, Chief Operating & Chief Financial Officer
David Choinière, Board Secretary

1. Call to Order

The Chair called the meeting to order at 8:02 PM ET.

2. Land Acknowledgement

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

3. Authority to apply for lottery and raffle licences

The COO/CFO explained that Canada Soccer undertakes fundraising and promotional activities in furtherance of its charitable and organizational purposes, and that certain provincial and territorial laws in Canada require licences or other authorizations to conduct 50/50 draws, raffles, and similar lottery schemes.

The COO/CFO also provided background on the process for filing applications to obtain authorization to conduct 50/50 draws in certain provinces.

M-79 MOTION: On motion duly made and seconded, it was unanimously resolved to adopt the following resolution as presented to the Directors in advance of the meeting:

“AUTHORITY TO APPLY FOR LOTTERY AND RAFFLE LICENCES

WHEREAS the Corporation conducts fundraising and promotional activities in support of its charitable and organizational purposes;

WHEREAS certain provincial and territorial laws in Canada require licences or authorizations to conduct 50/50 draws, raffles, and similar lottery schemes;

WHEREAS the Board of Directors considers it advisable to authorize senior officers of the Corporation to apply for such licences on behalf of the Corporation, as appropriate;

NOW THEREFORE BE IT RESOLVED THAT:

1. Authorization to Apply in Specified Provinces

Erin Crowe, Chief Operating Officer and Chief Financial Officer of the Corporation, and/or Kevin Blue, Chief Executive Officer of the Corporation, are hereby authorized, at their reasonable discretion, to prepare, submit, sign, and deliver, on behalf of the Corporation, any and all applications, forms, undertakings, reports, and supporting documentation required to obtain licences or authorizations to conduct 50/50 draws, raffles, or similar lottery schemes in the Provinces of Alberta, Ontario, British Columbia, and Quebec.

2. Authorization in Other Jurisdictions

Erin Crowe and/or Kevin Blue are further authorized to apply for such licences or authorizations in any other province or territory of Canada, provided that the prior consent of the Chair of the Board is obtained.

3. Authority to Act

The officers named above are authorized to take any and all further steps, execute any additional documents, and provide any information necessary or desirable to obtain, maintain, renew, or amend such licences or authorizations and to comply with all applicable legal and regulatory requirements in connection therewith.

4. Ratification

All acts and things previously done by such officers in connection with the foregoing are hereby ratified, confirmed, and approved.

5. Effective Date *This resolution shall be effective as of the date of its adoption and shall remain*

in full force and effect until amended or revoked by resolution of the Board. “

MOTION BY: Terri Mattucci

SECONDED BY: Don Story

CARRIED.

4. Appoint Erin Crowe as signing officer

The Chair noted that it was advisable to appoint Erin Crowe as a signing officer for the purpose of executing documents on behalf of Canada Soccer, within the authority limits established by the Board from time to time.

The directors asked questions regarding the scope and limits of the proposed authorization.

M-80 MOTION: On motion duly made and seconded, it was unanimously resolved to adopt the following resolution as presented to the Directors in advance of the meeting:

TO APPOINT A SIGNING OFFICER

WHEREAS the Board of Directors considers it advisable to appoint certain officers of the Corporation as signing officers for the purpose of executing documents on behalf of the Corporation in accordance with the authority limits established by the Board from time to time;

NOW THEREFORE BE IT RESOLVED THAT:

1. Appointment

Erin Crowe, the Chief Operating Officer and Chief Financial Officer of the Corporation, is hereby appointed as a signing officer of the Corporation.

2. Authority to Execute Documents

As a signing officer, Erin Crowe is authorized to sign, execute, and deliver, on behalf of the Corporation, any agreements, contracts, instruments, certificates, notices, filings, and other documents, subject always to any limits of authority, policies, or signing authorities established by the Board of Directors from time to time.

3. Form of Execution

The signature of Erin Crowe, when affixed to any such document within the scope of the authority granted herein, shall be sufficient to bind the Corporation in accordance with the applicable limits of authority.

4. Ratification of Prior Acts and Documents

All agreements, contracts, instruments, certificates, notices, filings, and other documents previously signed, executed, or delivered on behalf of the Corporation by Erin Crowe, and all acts and things done in connection therewith, are hereby ratified, confirmed, and approved as valid and binding acts of the Corporation, to the same extent as if such authority had been in place at the time of execution.

5. Effective Date

This resolution shall be effective as of the date of its adoption and shall remain in full force and effect until amended or revoked by resolution of the Board.

MOTION BY: Michael Downey

SECONDED BY: Stephanie Geosits

CARRIED.

5. Other business

The Chair reported that he attended the Annual General Meeting of the members of the Alberta Soccer Association as an observer and provided the Board with an update on the proceedings.

The Chair advised that a memorandum setting out his observations and proposed next steps for Canada Soccer would be circulated to the Directors shortly after the meeting.

The Directors discussed the matter and noted distinctions between this situation and other situations that have occurred in other provinces.

6. Adjournment

M-81 MOTION: On motion duly made, it was unanimously resolved to adjourn the meeting.
CARRIED.