2023 2024 Caledonia Nordic Ski Club Board of Directors
October 7, 2024
Approved Meeting Minutes

Attendees:

Executive:

- President - Lanita Horning
- Vice President - Tim Roots
- Treasurer - Shane Sienaert
- Secretary – Gretchen Prystawik

Directors:

- Andrew Watkinson - regrets
- Paul Schuetz
- Jim Burbee
- Peder Nesset
- Simon Lamarche – regrets
- Mike Duck – regrets

Staff:

- CNSC General Manager - John Bowes

Quorum: **Met** (*"The quorum necessary for the transaction of business by the Board of Directors shall be six of the elected positions, of whom two must be members of the Executive Committee. "CNSC By-Laws s.4 (f))*

Location/Venue: Tech Building

Call to Order: 7:04 pm

Territorial Acknowledgement

Discussion Items:

1. ***Brief walking tour of paved trail project***

2. ***Review & approval of agenda***

MOTION: *That the Agenda for the October 7, 2024 meeting of the CNSC Board be approved as presented.* Moved - Jim; Seconded – Shane; Approved.

3. Review and approval of minutes

MOTION:

That the minutes of the September 9, 2024 meeting of the CNSC Board be approved. Moved - Shane; Seconded - Lanita; Approved.

4. Switch payroll to QBO from SociaConnect

i. Switch helps with efficiency and saves fees, ensuring timely payment of staff
ii. Auditing is easier and payroll can be streamlined
iii. Action: John to draft payroll procedure

MOTION:
The board directs Matt Hutcheon (bookkeeper) and John Bowes (GM) to move CNSC payroll to QBO as soon as is necessary to ensure timely payroll payment. Moved – Gretchen; Seconded – Lanita; Approved.

5. Paved trails

i. Project update provided by Chris Simons: project ~75% complete; expect project to be complete before cold weather
ii. Action: John to request financial summary from Matt Hutcheon
iii. Action: John to request daily update of running account of project

MOTION:
-Direct allocation of up to $15,000 of ParaNordic surplus (legacy funds) to allow for completion of the picnic shelter. Moved Lanita; Seconded Tim & Andrew; Approved.
-Remaining ParaNordic legacy funds/surplus will be held until such time as Board makes decisions on projects. Moved - Gretchen; Seconded - Tim; Jim Abstains; Approved.

6. ParaNordics

i. Lanita working with Kevin on past decisions and agreements that may guide future work
ii. Kevin provided past agreements with FIS and IBU as well as a business plan (see folder)
iii. Board of Directors must be involved in decisions around allocation of any legacy funds, as per Section 52 of the Societies Act (Subject to this Act, the regulations and the bylaws, the directors of a society must manage, or supervise the management of, the activities and internal affairs of the society).
iv. ParaNordics will be funding picnic shelter (trusses arriving on site in November)
v. Action: John to extend Kevin P's project management contract until the end of October

7. Preparation for October 23 Annual General Meeting

i. Matt does financial summary, working with Shane
ii. John working with KPMG on preparation of summary document
iii. Please keep reports short and succinct

8. Preparation for new Board

i. Plan to have joint meeting with 2023/24 and new 2024/25 Board for November
ii. Suggest each current Board member supply following to John for transfer to new Board if we are not re-elected to our positions
    1. CNSC email and password
    2. Brain dump of important info/current priorities

3. Summary of what we did/did not do in relation to our described duties in the handbook
4. Try to meet with new elected member.

9. Nomination committee

i. Loraine, Tim, and Kerrie Roberts have been speaking with members who are interested in standing for Board election

ii. Current Board members who are willing to stand must resubmit nomination forms.

10. Bylaws

iii. Next steps: reconvene bylaw committee to explore major undertaking or alternative; explore seeking professional legal review; Board approves draft; draft shared with members with engagement opportunities; Board considers member feedback; ratification vote through special meeting.

Reports from Staff & Board

General Manager's Report John Bowes		-Online registration open, currently at ~964. -Staffing update -General clean up and preparation for season of both facilities and equipment -Trail mowing and winter prep in progress -Machine fleet @ 9 vehicles plus 2 rollers -Programs have started (55 total athletes) -SDP has 88 registrations to date with good uptake of coaches -Ski Jumping Canada looking at partnering: ramp in gravel pit, can provide skis and summer training panels (John to investigate insurance requirements) -Disc golf tournament registration sold out -QBO used for payroll; transitioning to Pluto to eliminate cheques
Competitions update: Mike Duck		No report
President's Report: Lanita Horning		No report
Vice President's Report Tim Roots		No report

Treasurer's Report: Shane Sienaert		No report
Secretary's Report: Gretchen Prystawik		-Membership survey: ~130 responses so far -Working on trails survey with Paul, but not my current focus. Revisit after AGM. -Supported nomination form update
Director of Facilities: Andrew Watkinson		No report
Director of Trails: Paul Schuetz		-Trails Committee meeting held Sept; proposed area at east extent of tenure to replace dog trails that will eventually be lost to gravel development; outstanding discussions required on trails survey, single track re-routing from Paved Trails project, protocols around multi use for Paved Trails, and fat bike pilot project
Directors of Programs: Peder Nesset & Simon Lamarche		No report
Director at Large: Jim Burbee		-Renegotiated 3 year land agreement with Terus. Note 30 day cancellation clause -CNSC has committed to informing Terus where trails are located & Terus has committed to notifying CNSC when gravel pits expand on existing trails **Motion**: *Approve the land agreement between CNSC and Terus with General Manager as signing authority for CNSC.* Moved - Jim; Seconded – Shane; Approved. -City of Prince George has funds to complete wildfire risk reduction prescription for CNSC tenure area. No treatments at this time, which will be done in phases if funds available (likely through grants). **Motion**: *Board supports work with City of Prince George to complete prescription for FireSmart to identify risks to infrastructure and potential future mitigations.* Moved – Gretchen; Seconded – Paul; Approved.

Meeting adjourned at 10:04

Next Board Meeting: November 4

AGM: October 23

Action & Motion Tracker

The following tracks actions and motions that are outside of routine Board business (i.e., not including motions to accept minutes).

Action Identifier	Action	Owner	Comments	Date Completed
1-09-09-2024	Update nomination forms and send to John for posting on CNSC website	Tim / John	Helps remove barriers to standing for election	Completed
2-09-09-2024	Provide urgent communication items via newsletter (see notes above)	John		Completed
3-09-09-2024	Provide paved trail status update and budget to Board monthly	John to ask project team / Kevin P		Completed Sept 10
4-09-09-2024	Provide close out report and financials on ParaNordics to Board	John to ask Kevin P and Matt		In progress
5-09-09-2024	Share membership survey via newsletter and post notices on website, Facebook, and Instagram	John		Completed
6-09-09-2024	Explore legal review of draft bylaws	Tim	Tim to contact lawyer for more details	
1-10-07-2024	Develop payroll procedure	John		
2-10-07-2024	Request financial summary from Matt Hutcheon for paved trails project	John		
3-10-07-2024	Request daily update of running account of paved trails project	John		
4-10-07-2024	Extend Kevin's project management contract to end of October, 2024 to account for delays in construction of paved trials (no increase in fees)	John		
5-10-07-2024	Send outgoing Board members information to John for smooth transition after election	All Board members, in case we are not re-elected	Email password Brain dump of important information for your portfolio What done and not done, compared to role description in our handbooks	

6-10-07-2024	Investigate insurance requirements for ski jumping with Ski Jumping Canada			
7-10-07-2024	Mix up order of director reports to allow sufficient time to discuss items	Secretary/ Gretchen		
8-10-07-2024	Review motions and recommendations with Trails Committee (new area for dog trails; trails survey; single track re-routing from paved trails; multi-use protocol for paved trails; fat bike pilot project	Paul		

Motion Identifier	Motion as passed	Comments
1-11-06-23	That the MOA between CNSC and UNBC be accepted, with discussed amendments. (Moved - Peder; Seconded – Jim. Accepted.)	Amendments suggested to clarify grad student eligibility requirements, CNSC athlete code of conduct, and minor punctuation. Monica to support. Monica to work with Kevin, Simon, and UNBC communications and athletics departments on announcements. Simon to proceed to with UNBC.
2-11-06-23	That membership be called to participate in a bylaw committee with a mandate to bring recommendations on bylaw additions and changes to Board. (Moved Tim; Seconded – Peder. Accepted.)	Motion by previous Board in June 2023 moved to create a bylaw committee. This motion advances the work.
3-12-08-24	Add Kevin Petterson as signatory on paranordic account, with limits identified in paranordic budget presented by Matt H on November 30, 2023, until July 31, 2024. (Moved Tim; Seconded Jim; Accepted)	
4-12-08-24	Approve up to $3,000 for engineering plans for new shelter at gravel pit. (Moved Tim; Seconded Peder; Accepted)	
1-02-05-24	Share Linework, LiDAR, contours, tenure boundaries, inaccessible areas, digital file, report by IFS on forest cover with Miworth Community Association. Request not to share widely further. Paul can be contact for questions. (Moved - Jim; Seconded - Peder; Approved.)	In response to request from MCA, under principle of transparency. Information is mostly available in public domains.

Motion Identifier	Motion as passed	Comments
2-02-05-24	Approve revision G of Bylaw Review Committee Terms of Reference with changes as marked. (Moved - Tim; Seconded - Shane; Approved.)	
3-02-05-24	That the paved roller ski trail be approved as presented at the special paved trail meeting on January 14th, 2024 (see attached email Jan 11 to Board from Kevin P). Project scope will be as identified on Jan 14, within 1M$ budget of Destination Development Fund grant. The Board supports efforts to secure additional funds for additional related works. (Moved - Paul; Seconded - Mike; Approved.)	
1-03-04-2024	Approve Dave Snadden, Barry Booth, and Dave Nelson to act as members of the Bylaw Committee. (Moved - Tim; Seconded - Jim; Approved.)	
2-03-04-2024	Appoint Paul Schuetz to Board of Nordic Forest after resignation of Jim Burbee. (Moved - Jim; Seconded - Simone; Approved.)	
1-08-04-2024	Assign governance committee to develop conflict of interest policies and present draft for adoption next meeting. (Moved - Gretchen; Seconded - Peder; Approved.)	
2-08-04-2024	Increase CNSC's office/GM credit card limit to total $7500. Moved – Mike; Seconded – Tim; Approved.	
3-08-04-2024	Motion to support race team family friendly fundraising pub night event by supporting gaming license application for 50/50 draw, April 26. Peder Nesset Programs Director will be named. Moved – Tim; Seconded – Mike; Approved.	
1-06-05-2024	Motion to approve John GM to proceed with changes to insurance provider to Brownridge Insurance for coverages discussed (including liability, replacement, and directors'), based on his judgement, for approximately $90,000. Moved – Tim; Seconded – Andrew; Approved.	
2-06-05-2024	Proceed with reconstruction of biathlon wall, generally as per drawings developed by Scouten Engineering.	

Motion Identifier	Motion as passed	Comments
	Proceed with award of construction contract to PRD, after having considered cost, scope of work, and contractor availability. Moved – Paul; Seconded – Andrew; Approved.	
1-03-06-2024	Approve Governance Committee TOR as updated. Moved – Tim; Seconded – Lance; Approved	
2-03-06-2024	Approve Nordiq Canada Safe Sport Policy for CNSC as saved in folder. Moved – Gretchen; Seconded – Jim; Approved.	
3-03-06-2024	Approve volunteers to pursue sponsorship opportunities, ensuring no conflict with existing sponsors and takes a club-wide/program wide approach. Moved - Simon; Second – Shane; Approved	
1-12-08-2024	That the application to the Province be withdrawn for the License of Occupation 705707. Moved -Lanita; Seconded – Mike; Approved.	
2-12-08-2024	Trails Committee develop proposal for how to approach dog trail realignment reflecting planned Terus gravel expansion in next 10 years. Provide plan to Board. Aim to share plan at AGM. Moved – Tim; Seconded – Shane; Approved.	
3-12-08-2024	Approve strategy for SDP coach development to reimburse volunteer coaches' registration fee for their child if full season is volunteered. Moved – Shane; Seconded – Paul; Approved.	
4-12-08-2024	Provide support for pilot project to explore fat biking on single track in winter24/25 season. Moved – Tim; Seconded – Lanita. Approved.	
1-09-09-2024	Retroactively approve Kevin Petterson as project manager for the paved trail project with corresponding contract for $15,000 from PacifiCan grant portion of paved trails budget. Moved - Jim; Seconded - Tim; Approved. Retroactively approve Chris Simons as site manager for the paved trail project with corresponding contract for $20,000 from total paved trails budget. Moved - Jim; Seconded - Andrew; Approved. Approve the use of the PacifiCan funds to complete the paved trails project described in the Terus construction contract to a total budget of $1,234,650 (original DDF $1 million + PacifiCan grant of $234,650). Moved - Tim; Seconded - Paul; Approved.	
2-09-09-2024	Direct allocation of up to $15,000 of ParaNordic surplus (legacy funds) to allow for completion of the picnic shelter. Moved Lanita; Seconded Tim & Andrew; Approved. Remaining ParaNordic legacy funds/surplus will be held until such time as Board makes decisions on projects.	

Motion Identifier	Motion as passed	Comments
	Moved - Gretchen; Seconded - Tim; Jim Abstains; Approved.	
3-09-09-2024	That the final draft of 2023/24 CNSC Membership Survey (including tonight's revisions) be shared with CNSC membership via newsletter, with notices of survey posted on website, Facebook, and Instagram. That the survey be open for such a period as to achieve at least a 25% membership response rate or until October 31, 2024. That the Board commits to sharing a "what we heard" document summarizing member survey feedback as soon as practical, ideally before December 31, 2024. Moved – Gretchen; Seconded – Lanita; Approved.	
4-09-09-2024	That the Trails Committee be tasked with the following: - Advise on the multi-use plan and guidelines for paved trails (John has draft) including signage, maintenance, and other items as recommended, including single track rerouting planned to avoid intersections with paved trail network. Report back to Board by February 2025. - That the Trails Committee make recommendations on trails and usage related to fat bike pilot project and report back to Board for November meeting. - That the Trails Committee advise on draft trails survey. - Moved – Paul; Second – Tim; Approved.	
1-07-10-2024	The Board directs Matt Hutcheon (bookkeeper) and John Bowes (GM) to move CNSC payroll to QBO as soon as is necessary to ensure timely payroll payments. Moved – Gretchen; Seconded – Lanita; Approved.	
2-10-07-2024	Approve the land agreement between CNSC and Terus with General Manager as signing authority for CNSC. Moved - Jim; Seconded – Shane; Approved.	
3-10-07-2024	Board supports work with City of Prince George to complete prescription for FireSmart to identify risks to infrastructure and potential future mitigations. Moved – Gretchen; Seconded – Paul; Approved.	