



BOWLS CANADA BOULINGRIN

ANNUAL GENERAL MEETING

September 19, 2021
Virtual Meeting via MS Teams
5:00 pm EDT – 6:15 pm EDT

Bowls Canada Boulingrin is the governing body responsible for lawn bowls in Canada and our mission is to advance the sport of bowls in Canada.

DRAFT MINUTES

Bowls Canada Members' Representatives:

Harry Carruthers	Bowls British Columbia, President (Logged in at 5.03 pm EDT)
Trevor Pohle	Bowls Alberta, President
Rachel Larson	Bowls Saskatchewan, President
Brian Kullman	Bowls Manitoba, President
Phillip Francis	Ontario Lawn Bowls Association, President (Logged in at 5:10 pm EDT)
Bruce St. Louis	Quebec Lawn Bowling Federation, President (Logged in at 5.15pm EDT)
Kathy Myketyn	Lawn Bowls Nova Scotia, President
Jenny Myers	Bowls New Brunswick Boulingrin, Appointed Delegate
Bonnie Fitzgerald	Prince Edward Island Lawn Bowls Association, President

Bowls Canada Board:

Kathryn MacGregor , President	Don Caswell , Vice-President
Anne Mathewson , Secretary (<i>Regrets</i>)	Dennis Verge , Treasurer
Cathy Selzler , Director	Jeff Harding , Director
Laura Seed , Director	Chris Stadnyk , Director
Trevor Pohle , Director – attending in capacity of Bowls Alberta Delegate	

Guest Observers:

Ian Howard, World Bowls
Ruchelle Himmelspeck, Bowls Saskatchewan Office Manager
Bob Arthur, Bowls Manitoba Incoming President
Heather Mackie, Bowls Alberta Director
Lynn Chwartacki, Bowls BC Director of Administration
Gary Oswald, OLBA Executive Director
Ralph Ellis, OLBA Vice-President
John Fantin, OLBA Director
Cameron Lefresne, LBNS Director
John Siteman, LBNS Director

Bowls Canada Staff:

Anna Mees, CEO | Jake Schuknecht, Bowls Development Manger | Casey Donnelly,
Communications and Safe Sport Coordinator

Introduction

The meeting was opened with the following acknowledgement:

We begin today by acknowledging the Indigenous Peoples of all the lands that we are on today. While we meet today on a virtual platform, I would like to take a moment to acknowledge the importance of the lands, which we each call home. We do this to reaffirm our commitment and responsibility in improving relationships between nations and to improving our own understanding of local Indigenous peoples and their cultures. From coast to coast to coast, we acknowledge the ancestral and unceded territory of all the Inuit, Métis, and First Nations people that call this land home. We also acknowledge that the land on which our national office resides is the traditional unceded territory of the Algonquin Anishnaabe People.

1. Roll Call of Members and Credentials Committee

- President Kathryn MacGregor called the meeting to order at 5:00 pm EDT on Sept 19, 2021. A roll-call of delegates was completed. Kathryn MacGregor introduced the board members present.

2. Period of Remembrance

- A minute of silence was held to remember all those from our Lawn Bowls community who had passed away since the last AGM.

Prior to the first motion, Kathryn called upon Anna Mees to go over the online voting logistics with the voting delegates.

3. Establishment of Quorum and Appointment of Scrutineers

- Quorum was established with sufficient representatives from all provinces. Scrutineers were appointed.

MOTION 1

Mover/Seconder: Trevor Pohle AB/Kathy Myketin, NS

That Jake Schuknecht and Casey Donnelly be appointed to serve as scrutineers.

Result: Carried unanimously

4. Introduction of Guests

- Kathryn MacGregor introduced and welcomed the following guests:

Ian Howard, World Bowls
Ruchelle Himmelspeck, Bowls Saskatchewan Office Manager
Bob Arthur, Bowls Manitoba Incoming President
Heather Mackie, Bowls Alberta Director
Lynn Chwartacki, Bowls BC Director of Administration
Gary Oswald, OLBA Executive Director
Ralph Ellis, OLBA Vice-President
John Fantin, OLBA Director
Cameron Lefresne, LBNS Director
John Siteman, LBNS Director

5. Approval of Agenda

MOTION 2	Mover/Seconder: Jenny Myers NB/ Trevor Pohle AB
That the agenda be accepted as presented/modified.	
Result: Carried unanimously	

6. Declaration of any Conflicts of Interest for Voting Delegates

- It was recognized that each delegate holds a leadership position within their respective Provincial Associations Further, Trevor Pohle, AB identified a conflict in his roles as both president of AB and a Director of Bowls Canada.

7. Approval of Minutes from 2020 Annual General Meeting

There were no corrections or questions about the 2020 AGM minutes

MOTION 3	Mover/Seconder: Bonnie Fitzgerald, PEI / Rachel Larson, SK
That the minutes of the 2020 Annual General Meeting be accepted as circulated.	
Results: Carried unanimously	

8. President's Address and Report

- Kathryn MacGregor shared the President's Message 2021:
 - This past year has been a challenging one for sport in Canada. The Covid pandemic and the delta variant has impacted our sport at all levels – national, provincial and local. In the past two summers we have experienced a bowls season like no other. Changes in the environment around us have made us all aware that as an organization we must be nimble to react, responsible in our delivery while being transparent to our stakeholders.
 - Over the past year the Bowls Canada Directors and staff and the Provincial Organizations have been working collaboratively together in a true sense of national unity discussing the challenges and their potential solutions so that the organization will remerge in 2022 better prepared.
 - Using best practice principles to govern the organization, strategic task force working committees were formed and chaired by the Bowls Canada Directors – Covid Response Risk Management, Governance and Ethics, Finance and Audit, Fundraising, Membership Engagement, Strategic Planning and Para Bowls Diversification.
 - One of the most exciting developments was the launch of the new *Belonging in Bowls* initiative. It ties together promotion, accessibility, governance and the creation of a safe and welcoming environment and provides a foundation to help clubs relaunch out of the pandemic.
 - Since 2018 Bowls Canada has been updating Safe Sport policies to align with the new Universal Code of Conduct for Maltreatment in Sport. To communicate Safe Sport

practices and implementation at all levels with the same approach, club representatives from coast to coast have provided assistance and guidance.

- Personally, as a Visual Impaired Director, I am pleased that work also continued on the *Just Roll With It* pilot program to ensure that it would be ready to launch in the spring of 2021. Being inclusive, broadens and engages our bowls community.
- As always, we are extremely grateful to the many people who contribute to bowls in Canada. I would like to recognize the dedication of our staff, volunteer Directors and Committee members and the Presidents and their Provincial Associations without whom our success would not be possible.

Delegates were given an opportunity to discuss and ask questions. No comments were made and no questions were raised.

MOTION 4	Mover/Second: Phillip Francis, ON/Kathy Myketin NS
That the President's Report be accepted as presented.	
Result: Carried unanimously	

9. CEO's Address and Report

- Anna Mees identified that the year was very challenging, but also presented an opportunity for the bowls community to work together to overcome the challenges we all faced with the global pandemic.
- Anna clarified that her report was outlined as the Annual Report which is available on the BCB website.
- She specifically mentioned the following operational highlights:
 - The success of the two intensive research studies on the impacts of the pandemic on bowls clubs was due to the significant efforts of the volunteers across the country who took the time to share their situations.
 - After more than eighteen months of research, engagement and consultation, a new national membership was implemented with the hope that this will provide a base for the sport to grow in the coming years.
 - The launch of the Belonging in Bowls program which could not have happened without the work from the volunteers on the Safe Sport Advisory Group as well as the many local club members from across the country that participated in the Safe Sport Workshops in February.
 - It was a year of learning to navigate a virtual world and she acknowledged her BCB team members Jake Schuknecht, Casey Donnelly, Terry Scott, Darryl Fitzgerald and Joan Desautels who spent countless hours pivoting programs and resources to an online environment.
 - She concluded by thanking the Directors of Bowls Canada who rose to the leadership challenge of the pandemic. From the daily meetings of the Covid-19 Response Team to the weekly meetings of the Board for months on end, these Directors worked tirelessly to ensure the organization and its members would survive.

Delegates were given an opportunity to discuss and ask questions. No comments were made and no questions were raised.

MOTION 5	Mover/Seconded: Brian Kullman, MB/ Harry Carruthers, BC
That the CEO's Report be accepted as presented.	
Results: Carried unanimously	

10. Treasurers Report and Financial Statements

- The following financial documents were circulated prior to the meeting:
 - BCB Final Statements 2021
 - Notes for Audited Statements 2021
 - BCB Investment Funds Report 2021
 - 2021-22 Budget Approved
 - 2021-22 Approved Plan
 - Bows Canada Treasurer Dennis Verge shared that he had reviewed the financial statements in collaboration with the Audit and Finance Committee in his role as chair of the committee. The Committee agreed the statements are an accurate financial representation of Bows Canada Bowling for the fiscal year ending March 31, 2021.
 - Dennis confirmed that all matters arising from the Auditors Report had been attended to as recommended.
 - Dennis also noted in the Annual Investment Report the following:
 - A significant increase in equity investments due to the strong recovery of global markets since last year end.
 - Declining rates in fixed investments such as GIC's due to low interest rates.
- Delegates were given an opportunity to discuss and ask questions regarding the financial statements and the investment report. No comments were made and no questions were raised.
- The 2021-2022 operational budget and plan were circulated to the Members prior to the meeting. Anna Mees raised the following highlights for the current fiscal year:
 - Preparations for the 2022 Commonwealth Games
 - Implementing new governance processes and empowering stakeholders
 - Launching Safe Sport Strategy Framework priority pieces
 - Developing remaining Belonging in Bows Pillars
 - Growing the game at a local level through development of accessible resources (includes Just Roll with It)
 - Managing risk and liability in all areas of operations; and
 - Communication and engagement through virtual mediums

MOTION 6	Moved/Seconded: Trevor Pohle, AB/Kathy Myketin, NS
That the financial reports, including the Auditors' Report be accepted as circulated.	
Results: Carried unanimously	

11. Auditors Report and Appointment of Auditors

- Dennis Verge confirmed that our Auditors, Ouseley Hanvey Clipsham Deep, have expressed their opinion that our financial statements present fairly, in all material respects, the financial position of the Bowls Canada Boulingrin as at March 31, 2021, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations. He recommended that we continue to use the same auditors for the next fiscal year.

MOTION 7

Moved/Seconded: Phillip Francis, ON/Rachel Larson, SK

That the auditing firm of Ouseley, Hanvey, Clipsham Deep LLP be retained as Bowls Canada auditors to complete the audit for the 2021-2022 fiscal year.

Carried, all in favour with one abstention (Trevor Pohle, AB)

12. Other Reports

- Bowls Canada Operational Committee Reports were presented as circulated in the online AGM Meeting package.
- Provincial Reports were circulated in the online AGM Meeting Package.
- The provincial reports highlighted that all are working on recovery from pandemic and a number of different creative strategies were implemented over the year. It was acknowledged that the extenuating circumstances of the pandemic impacts meant that not all provinces were in a position to supply participation statistics in time for this meeting, but will be forthcoming before the end of October.
- Delegates were given an opportunity to discuss and ask questions regarding the financial statements and the investment report. No comments were made and no questions were raised.

MOTION 8

Moved/Seconded: Bruce St. Louis QC/Jenny Myers NB

To accept all provincial reports as submitted.

Results: Carried unanimously

MOTION 9

Moved/Seconded: Brian Kullman, MB/Trevor Pohle, AB

To accept all BCB operational committee reports as submitted.

Results: Carried unanimously

13. Amendments to the By-laws

In the fall of 2020, all federally funded national sport organizations participated in a governance review by Sport Canada. This review prompted the Bowls Canada Governance Committee and Board of Directors to conduct an extensive review of the existing Bowls Canada bylaws and make numerous recommendations to bring the BCB bylaws in alignment with recommended best practices and to reflect the evolution of our organization over the last ten years.

The proposed amendments were distributed in advance of the meeting and discussed in detail at the August 2021 meeting of the Presidents' Council.

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The proposed amendments were detailed in the document “BCB By-laws 2021 Draft for Distribution Tracked”. The summary of proposed changes is as follows:

ARTICLE I: GENERAL

Number	Proposed Amendment
n/a	Add definition of Chief Executive Officer (CEO)
1.2 f)	Replace “irrespective of” with “including”
1.2 h)	Delete definition of Executive Director
1.2 i)	Update definition of Individual Club Member
n/a	Add definition of Individual Club
1.2 k)	Replace “who have” with “that has”
1.2 q)	Simplify the definition of a Voting Member
1.4	Update wording referring to the Corporate Seal
1.8	Remove the phrase “words importing the masculine will include the feminine and vice versa,”

ARTICLE II: MEMBERSHIP

Number	Proposed Amendment
2.2	Update Conditions of Membership to reflect the new membership model and to acknowledge that not all Members are necessarily funded nor recognized by a P/T government
2.4	a ii) Remove reference to a constitution a iii) and iv) Reflect updated definitions from Section 1 a v) Expand “address” to contact information and add additional points of contact c) Replace “dues” with “membership fees” e) Update “majority vote” to “Ordinary Resolution”
2.5	Remove “applying for”
2.13	Remove “Rights of Members” bylaw
2.17 & 2.18	Correct the numbering error and replace “dues” with “fees”

ARTICLE III: MEETINGS OF MEMBERS

Number	Proposed Amendment
3.1	Remove the word “general”
3.2	Remove the word “general” Remove “the President” from the ability to call special meetings
3.3	Remove the word “general”
3.8	Alter persons entitled to attend to include the Delegates representing Members, Directors and Officers, staff of the Association and the public accountant
3.10	Remove the mandatory AGM Agenda requirements
3.12	Remove the words “of the”

Number	Proposed Amendment
3.14	Add the clarification of a Delegate's votes being cast as a block Adjust the qualification for the number of votes to reflect number of Registered Individual Clubs instead of number of Individual Club Members.
n/a	Add a clause regarding Record Date for establishing number of votes for each Member.
3.15	Simplify how Delegates will be appointed and registered
3.16	Remove "Notice" bylaw
3.21	Correct numbering error Replace "majority of votes" with "Ordinary Resolution" and simplify the wording to reflect the original intent.

ARTICLE IV: GOVERNANCE

Number	Proposed Amendment
4.1	Reduce maximum number of Directors from ten to nine
4.2	Removed 'Composition of the Board' descriptions
4.12	Extract the "Term" portion of 4.10 and moved to the section dealing with composition of the Board. Recommend terms of Directors be set at 3 years to a maximum 9-year term limit.
4.3	Remove the phrase referring to skills and characteristics in the 'Eligibility' bylaw.
4.4	Removed entire 'Skills and Competencies' bylaw.
n/a	Add a bylaw that outlines the Association's commitment to diversity on the Board.
4.5	Simplify "Nominating Committee" role so that it is more easily understood and fulfilled
4.6	Omit the reference to Officers. Change 14-day requirement to 21-day requirement in both the "Nomination" and "Incumbents" bylaws. Remove the word "General"
4.7	Omit the reference to Officers. Replace the word "most" with "must" Change 14-day requirement to 21-day requirement in both the "Nomination" and "Incumbents" bylaws. Remove the word "General"
4.9	Revise "Nominations from the Floor" such that the wording aligns with the Act
4.10	Simplify and modify "Election" bylaw specific only to the number of Directors to be elected each year.
4.11	Remove "by majority vote of the Members"
4.12	Extract the "Term" portion of 4.10 and moved to the section dealing with composition of the Board. Recommend terms of Directors be set at 3 years to a maximum 9-year term limit.

Number	Proposed Amendment
4.13	Remove reference to Suspension in the title of this section Replace “his/her” with “their” Remove word “who”
4.14	Replace “his/her” with “their”
4.15	Replace “majority vote” with Ordinary Resolution Remove “General”
4.16	Remove "Suspension" bylaw
4.17	Change the "Filling a Vacancy on the Board" from “to the next annual meeting” and replaced with “ to the remainder of the unexpired term”.
4.18	Replace “him/her” with “them
4.20	Change “of Board Meetings” to “of meetings of the Board”
4.23	Replace “Resolutions will be passed upon a majority of the votes being in favour of the resolution” with “Motions will be passed by Ordinary Resolution.”
4.25- 4.27	Simplify and consolidate clauses "Meeting by Telecommunications", "Meetings by Other Electronic Means" and "Meetings by Telephones" to a single clause “meetings by Telecommunications”.

ARTICLE V: OFFICERS

Number	Proposed Amendment
Title	Add “AND COMMITTEES” to the Title
5.1	Recommend changing the Officers to: - Chair, Treasurer, Secretary, and CEO instead of President, Vice-President, Treasurer and Secretary
5.2 a-d	Recommend that Officers comprised of Chair, Treasurer and Secretary be appointed by the Directors rather than elected by the Members. Recommend the term for appointed Officers of Chair, Treasurer and Secretary be reduced to a one-year term. Recommend that duties of each Officer be updated to reflect existing duties and required responsibilities to the organization Recommend the addition of the Chief Executive Officer’s duties.
5.3	Recommend to clarify that as staff hired by Association, the CEO cannot be removed by Special Resolution.
5.4	Recommend to update the process for filling a vacancy to align with the recommended changes in 5.2 and 5.3
5.5	Recommend to remove the word “Other” from the title and remove reference to “the constitution”

ARTICLE VI: FINANCE AND MANAGEMENT

Number	Proposed Amendment
6.3	Remove word “General”

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Number	Proposed Amendment
6.4	Update the grammatical flow of the Books and Records bylaw

ARTICLE VII: AMENDMENT OF BY-LAWS

Number	Proposed Amendment
7.1	Update the grammatical flow of this bylaw to clarify understanding and process. and clarify that if amendments are defeated at the next meeting of the Members, the amendments will cease to have effect. Replace “a majority affirmative vote” with “Ordinary Resolution
7.1 & 7.2	Update the grammatical flow of this bylaw to increase clarity of meaning Replace “a majority affirmative vote” with “Ordinary Resolution
7.3	Changed the "Notice in Writing" bylaw from 45 days to 30 days and changed from the Board Meeting to the meeting of the members.

ARTICLE VIII: FUNDAMENTAL CHANGES

Number	Proposed Amendment
	Remove Special Class Vote bylaw in its entirety.

ARTICLE IX: NOTICE

Number	Proposed Amendment
9.1	Remove “fax”
9.2	Remove “faxed or”

ARTICLE XII: ADOPTION OF THESE BYLAWS

Number	Proposed Amendment
	Ratification - replace 2/3 affirmative vote with Ordinary Resolution and update the date to the current Annual Meeting

Proposed Change
<p><i>Temporary By-Law for Nine Directors</i> September 2021</p> <ol style="list-style-type: none">1. This temporary bylaw will be in addition to the Bowls Canada Boulingrin By-laws until this temporary bylaw is deemed to be null and void or replaced by the-voting Members in accordance with the Act. Not withstanding Clause 4.10, elections will occur in accordance with the following schedule.2. Based upon the established transition schedule, which encompasses the election of nine Directors for the years 2021-2022 through 2022-2023, namely:<ul style="list-style-type: none">• Five Directors have terms concluding in 2022• 2021 Elections<ul style="list-style-type: none">○ Four Directors will be elected to a two-year term• 2022 Elections<ul style="list-style-type: none">○ Three Directors will be elected to a three-year term

Proposed Change

- Two Directors will be elected to two-year term
- 2023 Elections
 - Three Directors will be elected to a three-year term
 - One Directors will be elected to a one-year term
- 2024 Elections
 - Three Directors will be elected to a three-year term
- The 2024 election schedule will continue for beyond 2024.

3. After 2024, all further elections will occur in accordance with the bylaws.

Phillip Francis of Ontario identified that while he was prepared to support the by-law changes as proposed for this meeting, he believed that further review of Article would be beneficial to both BCB and its members. As such, he formally requested that Article 2 be reviewed prior to the 2022 Annual Meeting.

Kathryn asked the Members if there were further discussion or questions regarding the proposed changes. Hearing none, she confirmed that the Members still wished to consider the changes to the bylaws as a single motion.

MOTION 10

Moved/Seconded: Rachel Larson, SK/Bruce St. Louis, QC

To accept the amendments to the by-laws as proposed.

Results: Carried unanimously

The change to clause 3.14 requires a special resolution to amend the Articles of Continuance as follows:

Be it resolved that Section 8 of the Articles of Continuance be amended to read as follows:

The Corporation is authorized to establish one class of members known as Provincial/Territorial Lawn Bowling Association Members. Each Provincial/Territorial Lawn Bowling Member will be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation by way of Delegate, in accordance with the following voting scale:

- i. 1 – 25 Registered Individual Clubs - One (1) vote.*
- ii. 26 – 75 Registered Individual Clubs – Two (2) votes.*
- iii. 76 – 150 Registered Individual Clubs – Three (3) votes.*
- iv. 151 and more Registered Individual Clubs – Four (4) votes.*

MOTION 11

Moved/Seconded: Phillip Francis, ON/Kathy Myketin, NS

Be it resolved that Section 8 of the Articles of Continuance be amended to read as follows:

The Corporation is authorized to establish one class of members known as Provincial/Territorial Lawn Bowling Association Members. Each Provincial/Territorial Lawn Bowling Member will be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation by way of Delegate, in accordance with the following voting scale:

- i. 1 – 25 Registered Individual Clubs - One (1) vote.*
- ii. 26 – 75 Registered Individual Clubs – Two (2) votes.*
- iii. 76 – 150 Registered Individual Clubs – Three (3) votes.*
- iv. 151 and more Registered Individual Clubs – Four (4) votes.*

Results: Resolved unanimously

Harry Carruthers asked for confirmation of which Members fell into which categories and it was confirmed that OLBA would be in the third category, BC in the second and the rest of the Members in the first.

Harry Carruthers, BC asked for confirmation on how indoor short mat clubs were considered and it was confirmed that all clubs meeting the definition of Individual Club in the by-laws would be included.

14. Elections to the Board of Directors

- The nominations report was made available in advance of the meeting.
- Four Directors, all incumbents, are standing for election for four two-year term Director positions:
 - Don Caswell
 - Dennis Verge
 - Laura Seed
 - Jeffrey Harding
- No other nominations were received

MOTION 12

Moved/Seconded: Harry Carruthers, BC/ Phillip Francis, ON

To elect Don Caswell, Dennis Verge, Laura Seed and Jeffrey Harding each to a two-year term as a Director.

Results: Carried, all in favour with one abstention (Trevor Pohle, AB)

- Congratulations to Don, Dennis, Laura and Jeff in their new elected positions of Director.

15. New Business

- No new business was identified

Adjournment

Prior to adjournment, several Members extended thanks to Bowls Canada for their leadership and support over the last year. This included Phillip Francis, Harry Carruthers, Brian Kullman, Kathy Myketin, and Bruce St. Louis. Bruce St. Louis also expressed his appreciation for the work that Bowls Canada was doing to ensure availability of resources and communications in English and French.

With no other business to be conducted, the meeting was adjourned at: 6:15 pm EDT.