



CURLING CANADA

ANNUAL MEETING

SEPTEMBER 26, 2020

MINUTES

**ANNUAL MEETING - CURLING CANADA
(CONDUCTED BY ZOOM DUE TO THE PANDEMIC)
SATURDAY, SEPTEMBER 26, 2020**

Meeting Chair: John Shea

ATTENDANCE:

Member Association Executives (Voting Delegates)

Mark Noseworthy (NF and Labrador)	Chris Mosher (Nova Scotia)
Dmitri Makrides (New Brunswick)	Sandy Matheson (Prince Edward Island)
André Bellavance (Quebec)	Steve Young (Alberta)
Elaine Brimicombe (Ontario)	Hayley Smith (Northern Ontario)
Ray Baker (Manitoba)	Christy Walker (Saskatchewan)
Laini Klassen (Yukon)	Nick Saturnino (Northwest Territories)
Teri Palynchuk (British Columbia)	Angela Dale (Nunavut)

Curling Canada Board

John Shea, Chair	Mitch Minken, Governor
Angela Hodgson, Governor	George Cooke, Governor
Amy Nixon, Governor	Donna Krotz, Governor
Sam Antila, Governor	Cathy Dalziel, Governor
Chana Martineau, Governor	Paul Addison, Governor

Curling Canada Staff

Katherine Henderson, CEO	Al Cameron
Gerry Peckham	Danny Lamoureux
Justin Perry	Bill Merklinger
Nolan Thiessen	Karen Ryan
Brodie Bazinet	Andy Henry
Stephanie Carbonette	Marylou Morris
Catharine Dunlop	Gord McNabb

Candidates for Election

Lloyd Bentz	Kathy O'Rourke
Martin Cavanagh	Darren Oryniak
Brian Cowan	Bernard Savoie
Peter Inch	John Shea
Travis Jones	Michael Szajewski
Dales Mills	Kevin Tanner

Other Attendees:

Jim Wilson (SK)	Virginia Jackson (NS)
Ashley Howard (SK)	Scott Braley (BC)
Stephen Chenier (ON)	Marg Maranda (NB)
Ian Tetley (ON)	Craig Baker (MB)
Rick Thurston (ON)	Curtis Fairhurst (AB)
Marc-André Robitaille (QC)	Laura Eby (YK)
Spider Jones (NT)	Craig Baker (MB)
Amy Duncan (PE)	Cathy Hughes (Past Governor)
Resby Coutts (Past Governor)	Lena West (Past Governor)
Scott Comfort (Past Governor)	Maureen Miller (Past Governor)
Kate Caithness (President, WCF)	Graham Prouse (WCF)
Anne Merklinger (Own the Podium)	Colin Grahamslaw (WCF)
Jason Robinson (Sport Law)	

1.0 CALL TO ORDER

Chair John Shea called the Annual Meeting to order at 2:21 pm. He welcomed all Member Association representatives who had just participated in the National Curling Congress, Governors, Curling Canada staff, candidates standing for election and other observers who took the time to join this Zoom meeting. He acknowledged special guests in attendance and thanked them for their interest and support of Curling Canada:

- Anne Merklinger, CEO of Own the Podium
- Kate Caithness, President of the World Curling Federation
- Graham Prouse, Vice President of the Americas, World Curling Federation; and
- Colin Grahamslaw, Secretary General, World Curling Federation.

NOTICE OF MEETING AND PROOF OF MAILING

Katherine Henderson, CEO, reported that on September 4, 2020 notice that the Annual Meeting would be held via Zoom commencing at 2:00 pm ET on September 26, 2020 was emailed to the Curling Canada Board of Governors, Member Association Presidents and Voting Delegates, Member Association Executive Directors, Curling Canada National Staff, Affiliate Organizations, Nicole Mulligan (Sr. Program Officer, Sport Canada), Robert Rheume (BDO Canada), Candidates standing for Election and Jason Robinson (Parliamentarian, Sport Law).

2.0 REPORT ON CREDENTIALS OF DELEGATES AND QUORUM

CEO Katherine Henderson polled the meeting for voting delegates and a total of 14 votes were recorded (*see attendance record*). She advised there was a quorum for the meeting and that 8 constituted a simple majority.

3.0 ACCEPTANCE OF THE AGENDA

The Chair called for any objections to proceeding with the meeting agenda as circulated and received none. The agenda was accepted.

4.0 MINUTE OF SILENCE FOR DECEASED MEMBERS

A moment of silence was observed in respect for members of the curling fraternity who had passed away since the last Annual Meeting.

5.0 APPROVAL OF MINUTES OF THE 2019 ANNUAL MEETING

The Chair called for any errors or omissions to the 2019 Annual Meeting Minutes as circulated in the meeting package and received none.

MOTION: AM 2020.01

Moved by Laini Klassen (Yukon Curling Association), seconded by Mark Noseworthy (Nfld. And Labrador Curling Association), that the 2019 Annual Meeting Minutes be approved as circulated.

CARRIED

6.0 BUSINESS ARISING FROM MINUTES

There was no business arising from the 2019 Annual Meeting minutes.

7.0 REPORT OF THE CHAIR

Chair John Shea advised he had presented his report during the National Curling Congress (NCC) held preceding the Annual Meeting and the text of that presentation would be included in the addendum of the 2020 Annual Meeting Minutes (*see addendum*). He reported that each of the Committee Chairs also had an opportunity to address and update the members during the NCC and, on behalf of Curling Canada, he thanked all members on those Committees for their dedicated work during what has been a challenging season due to the Covid 19 pandemic.

Greetings from the World Curling Federation

Kate Caithness, President of the World Curling Federation, brought forward greetings from the WCF and provided those in attendance with an informative update on the current status of our sport at the international level.

Chair John thanked Kate for her comments and stated that Canada is honored to partner with the World Curling Federation in advancing the great sport of curling throughout the world.

8.0 BUSINESS FOR THE 2020 ANNUAL MEETING – MOTIONS

A call for notices of motion for the 2020 Annual Meeting was emailed to our members to meet the appropriate deadlines and none were received.

9.0 REPORT OF THE ENTERPRISE RISK, FINANCE AND AUDIT COMMITTEE

ERF&A Committee Chair Mitch Minken provided some general comments regarding the 2019-2020 fiscal year. He stated that on a positive note Curling Canada had a very profitable Tim Hortons Brier in Kingston, a solid Scotties Tournament of Hearts in Moose Jaw and the Continental Cup in London and Canada Cup in Leduc were also profitable events. On a disappointing note, however, the World Women's Championship scheduled to take place in Prince George was cancelled due to the pandemic. The Chair reported that Curling Canada was grateful to be able to meet the challenges presented by the onset of the pandemic to essentially break even financially for the season.

The ERF&A Committee feels that with Curling Canada's financial success over the past few years the organization has been able to build a reserve which, with financial prudence, will provide stability as we move into an uncertain future.

Auditor's Report

On behalf of Auditor Robert Rheume who was unable to attend in person, Bill Merklinger, Curling Canada's Chief Operating Officer, presented the Auditor's financial report on the audit and statements for 2019 - 2020.

Auditor's overview of audit:

- Effective audit process with the audit being conducted mainly remotely
- Very well supported by the management and finance teams

- BDO’s Audit report has a “clean audit opinion”
- Report signed on August 16th following approval by the Board of Governors

Financial statements :

- The financial statements were approved by the Board of Governors on August 16, 2020 following a recommendation of the Enterprise Risk, Finance and Audit Committee. The financial statements were distributed to the Member Associations and are posted on both the English and French CC websites.
- Curling Canada has a strong financial position as depicted in the statement of financial position (current assets of \$5 million over current liabilities - Assets are liquid in nature)
- Curling Canada had a very respectable financial result considering the cancellation of the Women’s World Championship in March and the decline in market value of the preferred shares of \$250,000 (has recovered significantly since the year-end); therefore, a near break-even situation in a pandemic environment.
- Excellent results with the Brier and Scotties, as well as a much stronger Continental Cup were key to the financial result
- Overall Curling Canada is a strong position going into the next fiscal year
 - Available reserve to support the Association
 - Emergency funding from Sports Canada
 - Responsible plan and budget for the 2021 fiscal year
 - Management is responsive to continuous improvement suggestions to make Curling Canada stronger

10. CONFIRMATION OF AUDITOR’S APPOINTMENT

MOTION: AM 2020.02
Moved by Mark Noseworthy (Nfld. And Labrador Curling Association), seconded by Sandy Matheson (Prince Edward Island Curling Association), that BDO Canada be appointed as Curling Canada’s auditors for the 2020-2021 fiscal year.
*(Voting conducted by Parliamentarian
 Jason Robinson using Simply Voting software)* **CARRIED**

11. FAREWELL TO BOARD MEMBERS COMPLETING THEIR TENURE ON THE BOARD

Prior to the elections getting underway, Chair John Shea thanked Governors Angela Hodgson who was completing a 4-year term and Sam Antila who was completing a 2-year term for their dedication to the sport during their tenure on the Curling Canada Board of Governors. Angela and Sam each thanked the members for their friendship and support in fulfilling their responsibilities as Board members and expressed their confidence that the organization will do well as it moves through the pandemic to a brighter future.

12. ELECTION OF GOVERNORS TO THE CURLING CANADA BOARD

Curling Canada’s Chair of the Human Resources Committee, Amy Nixon, was asked to assume the meeting chair in order to conduct the 2020 elections for three positions on the Curling Canada Board of Governors.

She reviewed the process for the elections and also advised:

- Parliamentarian Jason Robinson would conduct all voting utilizing the confidential Simply Voting software and would publish the verified results of each round of voting on screen after the 14 voting delegates had cast their ballots.
- No further nominations were received from the floor.
- A specific gender election was not required this year as the standard as defined in the Curling Canada Bylaws had been met.
- A separate election would be held for each of the 3 positions on the Board; and
- a virtual Zoom breakout room was available for voting delegates to convene in privately, at any time during the election process, simply by request.

Committee Chair Amy Nixon then brought forward the names of Candidates confirmed for participation in the election:

- Lloyd Bentz
- Martin Cavanagh
- Brian Cowan
- Peter Inch
- Travis Jones
- Dale Mills
- Kathy O'Rourke
- Darren Oryniak
- Bernard Savoie
- John Shea
- Michael Szajewski
- Kevin Tanner

Election 1 was held: Governor's position on the Board for a 4-year term

Outcome: Candidate elected for this position - Darren Oryniak

Election 2 was held: Governor's position on the Board for a 4-year term:

Outcome: Candidate elected for this position - Michael Szajewski

Election 3: Governor's position on the Board for a 4-year term:

Outcome: Candidate elected for this position - Kathy O'Rourke

With the elections completed, Parliamentarian Jason Robinson was asked to maintain in confidence the votes and to erase all electronic ballots and voting results from the Simply Voting platform.

The gavel was returned to Chair John Shea.

13.0 NEW BUSINESS

Chair John invited any general announcements or questions by the members to be brought forward at this time. There were none.

14.0 DATE AND LOCATION OF 2021 ANNUAL MEETING

The 2021 Annual Meeting is scheduled to take place on Saturday, September 25, 2021.

As it is unknown at this time what the situation will be with respect to Covid 19, Curling Canada is not in a position to confirm the format or location of the 2021 Annual Meeting. Details will be provided to the members when they are known.

15.0 ADJOURNMENT

Prior to adjourning the meeting, Chair John Shea thanked everyone for attending and congratulated CEO Katherine Henderson, Curling Canada staff and Parliamentarian Jason Robinson for their work which enabled the National Curling Congress and Annual Meeting to be successfully held from a virtual platform for the first time.

With Thanks to Departing Chair John Shea

Governor Amy took the opportunity to advise that John Shea would also be completing a very successful 4-year tenure on the Board - one that included his 2019-20 season as Chair of Curling Canada. On behalf of the organization she thanked John for his significant contribution to curling and for his leadership while Chair of the Board of Governors.

Having dealt with all items on the agenda, Chair John Shea declared the 2020 Annual Meeting adjourned.

CURLING CANADA BOARD OF GOVERNORS
CHAIR JOHN SHEA
2019-2020 REPORT

On behalf of Curling Canada's Board of Governors it is my privilege to welcome you to the 2020 National Curling Congress (NCC) and the 2020 Annual Meeting that will commence later this afternoon. As we all know, this is a unique setting for the NCC and Annual Meeting but, even in these virtual surroundings, I know we all begin this day with the same ambitions as always — to grow our sport, to make our sport better and to learn from each other. Thank you all for participating in these meetings and thank you, as well, for everything you do for curling.

We have come through perhaps the most trying test in the history of our sport in Canada and, as I see all of your faces on my monitor, I see a group of people who have pulled together in an unprecedented fashion — all with the common goals of bringing back curling in Canada in a safe and responsible manner.

Let me commence our session with some opening remarks.

This year we introduced risk-based governance to the board. As our governance model matured, the Carver model of governance previously used by Curling Canada outlived its usefulness and is now gone!

CEO performance is now measured directly against an operating plan approved by the board, consistent with the Curling Canada strategy approved by the board, and is based on what the organization achieves under her direction and leadership. This is in stark contrast to the past where, under the Carver governance model, the CEO was evaluated against what she didn't do. This is a fundamental change and consistent with a board that is accountable for organizational strategy and risk.

Today, the fundamental business model for Curling Canada is consistent with the approved strategy. The various risks associated with the Curling Canada business model are identified, risk is measured and actions are taken to mitigate and manage it.

The board now works through four standing committees:

- Enterprise Risk, Finance & Audit
- Governance.
- Human Resources; and
- International

Each committee has a very clear mandate and reports regularly to the board. The board; however, is entirely responsible for all decision-making related to the mandate of Curling Canada.

Of particular note, all international activities are now undertaken with full and complete understanding and approval of the board. This year we brought this activity back under full oversight of the board. All of our World Curling Federation representatives are elected governors, acting within parameters established by the board and this will remain so in future.

CEO Katherine Henderson will update us on the extremely successful events this year - especially the Tim Hortons Brier and Scotties Tournament of Hearts which took place before the unfortunate cancellation of the later season's events.

As we meet today, there is ongoing communication with multiple levels of government to produce a safe, responsible process for championship curling to take place this season. This fulfills our ambition of ensuring our dedicated curling fans have something to watch this winter and fulfills our commitments to our business partners who have faithfully stood by us for so many years.

We are all too well aware of the issues that Covid19 has raised for curling and for all sports. Fortunately, our management team has the ability, resources, and imagination to rethink how curling and curling events can be undertaken during this time and CEO Kathy will be acknowledging that during her presentation at this meeting.

But before that you will have the opportunity to hear from our Committee Chairs: George Cooke (Governance); Mitch Minken (Enterprise Risk, Finance and Audit) and Amy Nixon (Human Resources and International)

I want to extend our thanks to our Committee Chairs as well as the other seven governors who have been thoroughly involved with these committees for the tremendous amount of work they undertook during this past season. We worked as a team and every governor has contributed to our success.

Although I will be speaking to this further at our Annual Meeting, I did want to acknowledge that two of our governors - Sam Antila who is completing a 2-year term and Angela Hodgson, a 4-year term on the board, are not standing for re-election. In this particular challenging season, I did want to acknowledge their valued contribution at the committee level with Sam serving on the Enterprise, Risk, Finance and Audit Committee and Angela's participation as a member of the Human Resources and National Curling Congress Planning Committees. A sincere thank you for your dedicated work this year.

As you are aware, we also implemented a new nominations procedure for electing governors to our board. The results speak for themselves in that we had 17 worthy candidates initially submit their nominations with 12 remaining on the slate for election at the Annual Meeting. Thank you, Governor Donna Krotz, for taking the lead in this area as Chair of the 2020 Nominations Committee.

We also have Member Association Presidents who sit on our committees and I extend our thanks to Newfoundland and Labrador President Mark Noseworthy who was on our Enterprise Risk, Finance and Audit Committee, Yukon President Lainie Klassen who participated on the NCC Planning Committee and CurlBC President Peter Muir and Curling Alberta Past President Curtis Fairhurst for their significant contributions to the Nominations Committee.

To assist us with committee work, we also have subject experts from outside the organization on our committees. Thank you to Karen Hacker who is a subject expert on our Governance Committee and David Boddy who sits on our Enterprise Risk, Finance and Audit Committee.

To say the least, 2020 has been a challenging year. With the Covid 19 pandemic, no one knows what comes next and there is still great uncertainty as we go into the 2020-2021 curling season. The unknowns clearly overwhelm the knowns. The good news is that we are financially prepared. Curling Canada has demonstrated its ability to adapt quickly and we intend to go forward in that

manner. We have a dedicated and committed management team and employees that are prepared and able to lead us through this period of uncertainty. Your Curling Canada Board of Governors is and has been engaged.

Although life is not as we have known it, we are successfully doing what we should be doing – that is supporting curling in Canada. Remember, our goal is to have more curlers, curling better and more fans. I am confident that with all that has been accomplished this year, it will help lead us to that end.

My sincere thanks for all that you've done and that you will continue to do and my sincere best wishes to everyone as we move forward in this 2020-21 season.