



**Final Thoughts from the BC Athletics Board of Directors on Proposed Governance
Package
Special Member Meeting
October 1, 2025**

Introduction from the Board Chair – Darren Willis

Governance reform at BC Athletics has been a long and necessary journey. The package we are bringing forward represents the Board's clearest and most informed view of how to modernize our structure and improve our governance practices — not as a luxury, but as a critical foundation for our future.

When I joined the Board in 2017, I quickly learned that the organization needed change. Despite being called a "policy board," we rarely discussed policy. Regional representatives, me included, felt torn between local advocacy and our fiduciary duties to the full membership. This structural confusion underscored our need for reform.

With professional experience in governance — including work with corporations, nonprofits, and Indigenous governments — I have seen how clarity of purpose and structure empowers organizations to thrive. The framework we're proposing, supported by SportLaw and aligned with viaSport's standards, brings us closer to best practices while staying true to our unique identity as a Provincial Sport Organization (PSO).

Governance reform has always been part of our agenda. The disruptions and challenges of recent years delayed it, but they also proved why we cannot wait any longer. This is not just a legal or structural update — it's a shift toward stronger accountability, better strategy, and more meaningful engagement.

If adopted, the next steps are clear:

- Develop a **new strategic plan**
- Formalize **Board policies** and Director orientation
- Establish a **clear CEO evaluation framework**
- Explore **new revenue streams** to sustain and grow our sport

These are overdue and essential.

Like many of you, I wear multiple hats in this community — coach, official, meet director, and more. I understand the pressures, but I believe we are at a pivotal moment. This governance package gives us the foundation to move forward with strength and purpose.

I want to thank everyone who has provided feedback — whether supportive or critical. Groups like the Achilles Society have engaged thoughtfully, and their concerns helped focus some final thoughts regarding concern that we've heard from our members.

I hope the following document helps clarify why some concepts, like representation, or differences between a National Sport Organization and a Provincial Sport Organization...or a club...would require tailored governance solutions.

Ultimately, this vote is about trust — not just in the Board, but in our collective ability to evolve as a sport. I urge you to vote **YES** to adopt this governance reform. Let's move forward, together, with clarity and purpose.

Darren Willis

Chair, BC Athletics Board of Directors

Response and clarification to matters presented in letter from Achilles International Track & Field Society

1. Canadian Sport Governance Code

The Canadian Sport Governance Code was designed for a very specific purpose and for a very specific group of organizations.

The very first thing that the Code does is provide guidance on the application of the Code and the on the purpose of the code. This is important context.

Application: “This Canadian Sports Governance Code (the “**Code**”) is *applicable to all National Sports Organizations representing Sports on the Olympic Program (“NSOs”). All other National Sports Organizations are encouraged to adopt the best practices which are set out in the Code.*”

Purpose: The purpose of the Code is “*to improve organizational performance by encouraging NSO’s to upgrade governance practices through the adoption of revisions to by-laws and other structural mechanisms.*”

We agree with the purpose of the CSGC, but National Sport Organizations (NSOs) operate in a much different environment than Provincial Sport Organizations (PSOs). They deal with a very narrow part of our sport, have different government and funding partners than PSOs and have a much different “ownership” group (Provincial Sport Organizations) to answer to.

The CSGC was crafted for a particular set of organizations that do not reflect the uniqueness of PSOs; BC Athletics in particular. Governance solutions and practices for BC Athletics will by necessity look different than for Athletics Canada.

BC Athletics has been working in good faith, taking advantage of a very good program being offered by our largest funder, viaSport, to upgrade and improve our governing structure and practices.

The viaSport program has not only helped reduce the costs of drafting a new Constitution and Bylaws but has been helpful in educating our Directors in the process. For most of our Directors, this represents the first time they have ever been provided training targeted as it relates to the very unique role of Governance in a sports organization. It is certainly the first time this type of training has been afforded to any group of BC Athletics Directors in recent memory.

2. Athlete Representation

The Achilles Society expressed the issue of athlete representation as an absolute red line for their group. Some of their directors had “*fought for 40 years to get athletes represented.*” But the important question in BC Athletics context is...which athletes?

The definition of “*athlete*” gets very narrow for most Boards of Directors, particularly at the national level.

The Canadian Sports Governance Code defines “*athlete*” in the context for National Sport Organizations. It says “*the term “athlete” means a person currently on a national team or competing at the international level or a person who is retired and was a member of a national team or competed at the international level, not more than eight years previously.*”

This is the thinnest slice of representation imaginable for a sport of our size and diversity. Athletes in the BC Athletics context include participants ranging from 6 years of age to over 90. They are participating at the most entry recreational levels all the way to the highest international level.

While we are all proud of and inspired by the handful of BC Athletes who are newly minted World Champions or reigning Olympic and Paralympic medalists, their athlete experience is profoundly different from the vast majority of people who participate in our sport each day.

Some of our athlete members include:

- A group of people joining a 10k Road event to raise funds for cancer research.
- An individual or family that mark the passing of a loved one each year at a local Trail run.
- The three generations of a single family that show up for a series of local Track & Field meets because throwing events have been a part of their family identity and a way to bond and keep fit for decades.
- The Master's athlete who gave up Triathlon because he did not like getting into the cold water anymore, but decided to take on the challenge of learning the throwing events in Track & Field at 70 years of age.
- The Rascals athlete that came out to be with her friends and have fun, whose mom and dad just wanted to be active and healthy.
- The high school athlete hoping to get fast enough to qualify for the BC High School Championships so he can buy a hoodie that says 'BC High School Championships' on it.
- The high school athlete who is working towards performances that will have them be considered for scholarship opportunities, so they can be the first person in their family to attend post secondary education.
- An athlete who is looking to get faster for another sport they play.

These voices, along with the small majority of athletes who end up in high performance streams, are but a tiny slice of the multitude of voices that a Board of Directors needs to hear as it considers the future of sport. Those voices cannot all fit on a single Board, but a Board of Directors needs to be thinking about all of them and reaching out to hear them as they consider key policy issues that might impact them.

We are not looking for a collection of narrow perspectives, but are instead looking for people with the skills, interest and curiosity to understand our sport, understand its place in society, and understand what risks and opportunities it faces going forward. We are looking for directors who are dedicated to ensuring that BC Athletics is healthy and ready to meet the challenges of today and the days to come, not lobby for a particular special interest.

The experience at BC Athletics and with many sport organizations with athlete reps is dissatisfaction. BC Athletics has had a very challenging time recruiting from the very narrow definition of athletes it sought to sit on our Board. Most of all athlete reps that I have had the honour to work with struggled with the role, which does not help recruit replacements when they leave.

There is a world of difference between decorative representation and a Board whose directors all feel equipped and empowered to contribute to all subjects that come before the Board.

We are confident that the Athlete Advisory Council will provide a new avenue through which more of our athletes will be able to share their experiences and insights.

3. Regional Representation

The Achilles view that the “*loss*” of regional representation would risk “*domination by larger clubs or urban centres*” misses the fact that larger clubs and urban centers have long dominated our sport even though our Board composition has long had regional representation built into it.

Many of the regional positions have long stood unfilled. This was exaggerated during an era prior to Zoom calls and technology that allows for easier participation. Prior to that, the burdens on directors from regions outside of the lower mainland were always much higher than for those living close to the office...which left the urban centers with built in advantages even at the Board level.

I should acknowledge that in the lead-up to our Special Meeting on October 1 that clubs in different parts of the province have been meeting to talk about the upcoming vote. This is really encouraging, no matter how they end up voting on this governance package. I attended a meeting of 8 clubs on Vancouver Island a week ago and was happy to hear that 5 clubs from the Okanagan met this week. Both groups had the Special Meeting package on their agenda. The voice, and votes, of regional clubs standing together carry much more weight than a single person sitting on the Board.

BC Athletics looks for diversity on its Board, and part of that diversity will include perspectives different from those located in the Lower Mainland, but the candidates we are looking for should also have notable qualities beyond where they live.

4. Sport Representation

If we want to consider representation, I would like to give particular acknowledgment to the number of “Road & Trail Clubs” that have taken out club affiliations and have registered for the upcoming Special Meeting.

While BC Athletics had 5,013 registered members attached to Track & Field Clubs during its fiscal year 2024/2025, the 2025 Vancouver Sun Run alone had over 40,000 participants. Across our province, the participation in Non-Stadia events and activities (people out running for recreation or performance) vastly outsize the Track & Field community. Yet despite the size and health of our Non-Stadia community, the majority of time and energy at every level of the organization is focused on Track & Field.

Our longest serving Board member, Jordan Myers, told me that sometimes it feels like 99% of our time is focused on Track & Field. That needs to change for several reasons:

1. Simple fairness
2. Moral obligation
3. Because BC Athletics is funded by taxpayers to support Athletics; both Non-Stadia and Stadia Athletics alike.

Changing our focus takes organizational intention and Non-Stadia athletes deserve that change. There is much to learn from the diversity of people that participate in this part of our sport. Non-Stadia has learned to provide opportunities for athletes of all levels to enjoy a great experience and still include high performance athletes as part of the community.

5. Board Meeting Minutes

Contrary to the interpretation offered by the Achilles Society, when it comes to the Minutes of Board meetings the Canadian Sport Governance Code (CSGC) is silent.

Section F (Transparency) of the CSGC refers only to “*minutes of meetings of members.*”

To be clear, meetings of members include AGMs and Special Meetings like the one we are getting ready for on October 1, 2025. These are distinct and separate from Meetings of Directors. In addition, the CSGC fails to define what it means by “*minutes*”.

The BC Societies (August 25, 2025) act is helpful here. It not only requires that societies keep minutes of Directors meetings, but defines for us what Minutes are:

Part 3 - Registered Office and Records, Division 2 - Society Records, Records to be kept, 20 (1.1)(2)(a) requires the following when it comes to minutes at meetings of directors:

- (i) a list of all of the directors at the meeting, and
- (ii) the text of each resolution voted on at the meeting;

BC Athletics will be going further than the Societies Act by including a description of material decisions taken by the Board. The Societies Act doesn't require any form of minutes to be shared.

We want to balance transparency with the need to allow Directors to be able to engage in fulsome and often uncomfortable conversations about sometimes complex or sensitive topics without fear. Traditional topics that might end up “*in-camera*” are not the only moments where we hope Directors will feel free to speak their minds or take a position on a subject simply to force more deeper thought and conversation about a topic or potential policy choice.

6. Audit

The Achilles document(s) expressed concern that the new bylaws and the Societies Act do not require the same level of financial oversight that BC Athletics has been accustomed to for years, and that our new bylaws provide opportunity for a reduced level of scrutiny.

It should be noted that viaSport requires us to do an audit as a condition of being a DESIGNATED SPORT ORGANIZATION (PSO) in the province. An audit is performed each year and will continue to be performed as a requirement of maintaining our designation with viaSport.

However, please note that the proposed bylaws do refer to “audited financial statements” in the provision at section I.6 titled “Annual Financial Statements”. We do see that adding “*audited*” in place of “*annual*” under I.6 (i) so that it reads

“(i) a copy of the audited financial statements...”

might read more clearly and provide confidence about the level of financial review being sought.

7. The Use of Committees

The subject of Committees has been top of mind for the BC Athletics Board and it is mentioned in the Achilles documents.

Committees are tools that a board can use to help directors get the work of a Board done. The Policy Governance model talks about the use of committees from a minimalist perspective. *“Start with no committees and add them only when they are clearly needed.”* (Carver - Boards That Make A Difference, 2006, Pg 224)

The committees that BC Athletics will be starting with are (1) a Nominations Committee and (2) an Audit and Finance Committee.

Committees are part of the directors' toolbox. If you've ever worked in a shop you keep your space clean and do not leave your tools lying about. You want to keep your workplace tidy to avoid risks, protect your tools and stay efficient.

The BC Athletics Board needs to learn how and when to use their tools. BC Athletics has traditionally done a poor job selecting and using committees to do Board work. As the organization grew, it used committees as much to do operational work as to support the development of policy. It also used committees to create uneven power dynamics within the Board. The Executive Committee was a prime example. It removed education, discussion and debate about many important topics out of the hands of the whole Board, instead consolidating effective decision making to a few. A Board within a Board. This was the type of practice that left a lot of directors dissatisfied with their experience on BC Athletics Board. Previous Directors of Finance, for example, had began and completed their terms of service on the Board without ever having a real understanding of what BC Athletics actually did.

Committees can help divide labour to get more work done, but they also undermine Board cohesion. Holism is something Carver talks a great deal about. Building a sense of Board holism will be essential to improving BC Athletics Governing practices and do a better job welcoming, educating and orienting new directors to the board each year.

The Achilles documents discussed committees, specifically Nominations and Governance Committees. It talked specifically about having the Nominations committee operate at *“arms length from the Board”*. We have just talked about preserving Board holism and some of the reasons why it should be preserved, so the first act of new governance will not be to give that holism away at the first opportunity. Criteria will be developed by the entirety of the Board for future cycles of recruitment.

With regards to a Governance committee, the full Board will be engaged in a process of developing policy that governs the way it goes about its work. This will be a period of education and development that will, again, require all Directors to be engaged on the topic. The viaSport Operational Enhancement Initiative was an introductory education opportunity for our Directors in addition to working through the process of developing the proposed set of governing documents that are the subject of the Special Member Meeting. Board education will be something that BC Athletics invests in, and the full Board will need to be engaged in it, not just a few directors.

8. Compliance With The BC Societies Act

There was concern expressed that elements of the bylaws might not be in compliance with the BC Societies Act.

A legal review of the proposed bylaws notes that the proposed bylaws are non-compliant with the Societies Act in three places. The three supposed deficiencies that Achilles brought up are:

- (i) the notice provision that in the proposed bylaws would allow notice by email, **text, or other electronic form that may be developed**. This goes beyond the reference to email in the Act, allowing the organization to adopt new technology without having to go back and alter the bylaws each time a new or more efficient method for providing notice becomes available.
- (ii) a director's resignation is referred to as being effective when "approved" by the Board instead of when it is "received" by the Board.
- (iii) amendment provision is supposedly non-compliant but it expressly refers to being "subject to the Act", meaning that the provision can't operate except as permitted by the Act.

We understand that members may want different things in the bylaws than have been proposed. But the proposed bylaws are in all material aspects compliant with the Societies Act. Further, we have no reason to believe that we are being led astray by the expertise being provided by Sport Law when it comes to what is perceived as best practice for a sport organization such as ours. It would not be in the interest of the Provincial Government, for a program they are providing, to offer misleading information and guidance.

With regards to compliance with the BC Societies Act we rely on the expertise of Sport Law.

9. Concluding Remarks

BC Athletics remains one of the most engaged and collaborative PSOs in Canada. Despite our small population, our performances nationally and internationally reflect the strength of our community.

We view the proposed package of governing documents as a big and important step; a chance to move our organization forward and following the recommendations received during our participation in viaSport's Operational Enhancement Initiative.

This package should be seen as an opportunity to:

- Build a safe, inclusive, and transparent organization for all ages and competition levels.
- Modernize our approach to reflect how technology, transparency, and fairness will shape sport over the next 40 years.
- Serve a larger demographic beyond the traditional focus areas, while maintaining excellence in stadia disciplines.
- Help us secure maximum funding agreements from partners to support development of our sport.

The process of change is uncomfortable, but we find ourselves in a fast changing environment with a quickly shifting legal space (Safe Sport), the impacts of climate change (wildfires, air quality, flooding, high temperatures), disruptions in global markets (health emergencies like COVID, international conflict, advances in technology) and a myriad of other issues that arise that can disrupt access to sport infrastructure, add costs or influence sport in negative ways. We need to be ready to adapt and change in response.

Governance reform is not just an issue for BC Athletics. The majority of Safe Sport complaints originate in our clubs, so helping them access resources to improve their own practices will be important work and help reduce their risk exposure going forward. We all need to pay attention to this topic.

We hope that you will support this governance work that the BC Athletics Board has taken on, by voting **'YES' on October 1**.

We would like to thank all our members for the feedback they have provided during this process. We are expecting higher than the usual amount of participation, which is positive for the organization, regardless of the result of the vote.

Thank you,

BC Athletics Board of Directors