TRIATHLON CANADA

Our Mission: *Achieve excellence through inspiring quality, safe and inclusive participation at all levels for the Triathlon Canada community.*

Our Core Values: *Excellence. Integrity. Collaboration. Courage.*

Board of Directors Meeting
Minutes of the Meeting of August 21, 2025

Call to order: A call of the Board of Directors of Triathlon Canada was held using video conferencing on August 21, 2025. The meeting convened at 12:00 PT with President Peter McCrory presiding and Finance, Governance, & Operations Coordinator Emma Robertson recording minutes.

In Attendance:
Peter McCrory, President
Amy Henderson, Director
Ashley Sceviour, Director
John Yip, Director
Joy Weismiller, Director
Peter Kozik, Director
Sasha Beck, Director
Trevor Penner, Director
Phil Dunne, CEO
Paul van Koll, Auditor

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1. Call to Order

- **a. Welcome**
- **b. Confirm Quorum**
- **c. Declaration of Conflict of Interest**
- **d. Adoption of Agenda**

P. McCrory welcomed the board, calling the meeting to order at 12:02 PT. Quorum was confirmed, and no conflicts were declared.

Motion: Be it resolved that the agenda be adopted without adjustments.
Moved: J. Yip
Seconded: A. Henderson
All in favour. Approved.

2. Consent Agenda

- **a. Approval of Minutes – June 12, 2025**
- **b. Approval of Minutes – July 8, 2025**
- **c. Written Certificate of CEO and Director of Operations**
- **d. Report of Junior Pan American Games Athlete Nominations and Nominations Committee – Director Recommendations Electronic Vote**

J. Weismiller noted a minor wording adjustment for the June 12, 2025, board minutes for section 4b to include "deemed concluded".

Motion: Be it resolved that the Minutes from June 12 and July 8, 2025, be adopted as presented with minor adjustments.
Moved: S. Beck
Seconded: J. Weismiller
All in favour. Approved.

3. Reports

a. CEO & Management Team Report - P. Dunne

P. Dunne asked the board if there were any questions on the report and the board requested the inclusion of key dates of events as well as full names and titles in reports for better understanding. P. Dunne also discussed the new Sailfish aquatic sponsorship and shared the focus of the partnership is to equally support elite and age-group athletes.

Action: P. Dunne to add dates in the CEO & Management Team report.

b. Finance Committee - P. Kozik

P. Kozik relayed that the primary focus of the committee has been on audit review, reporting that there have been no significant financial changes since the last meeting that require discussion. He also explained that the budget-to-actual reviews have been deferred to the next meeting.

c. Auditor Report – P. Van Koll (Auditor)

P. van Koll presented the findings from the FY 2025 audit, reporting a clean audit opinion with no qualifications. He presented key highlights which included that revenue and expenses decreased slightly from the Olympic & Paralympic year, deferred revenue came primarily from team management fees and grants, inventory and receivables had significantly reduced, and that there was a positive cash flow this year. There were no questions raised, and P. van Koll also commented that the audit was smooth with standard minimal adjustments, reporting that the support from the Triathlon Canada management team was very helpful.

Motion: Be it resolved that the Financial Statements of March 31, 2025 be adopted.
Moved: A. Sceviour
Seconded: J. Weismiller
All in favour. Approved.

d. Human Resource Committee - P. Kozik

P. Kozik confirmed that there was no meeting held, and a verbal update was provided. He reported no changes to the committee's goals or work plan.

e. Nominations Committee – J. Weismiller

Discussion deferred to 4.d.

f. Governance Committee – A. Sceviour

A. Sceviour reported that the last meeting lacked quorum, so a verbal update was provided. She explained that the work plan was reviewed informally, and the onboarding package is in development for September.

Action: P. Dunne to make D&O insurance available to all directors which will then be shared annually.

4. Old Business

a. Risk Registry – P. Dunne/A. Sceviour

P. McCrory noted that the inclusion of air and water quality risk would be valuable to incorporate into the risk registry. P. Dunne confirmed that there are existing guidelines that address air and water quality processes operationally for events and training-based activities.

Action: Air and water quality risk to be added under the Risk Registry.

b. Safe Sport Registry – P. Dunne

P. Dunne reported that one case has closed with no sanction applied. The ITP and legal counsel is currently managing the remaining case in the registry.

c. Membership Fee Update – P. Dunne

P. Dunne confirmed that PSO consultations are ongoing, reporting that there has been a request to have more specificity around what the increase is going to support. He also confirmed that a briefing note will be included in the AGM package being distributed to the PSOs which will include the specific reference to targeted areas requested by the members. P. Dunne noted that, due to the fact that most provinces launch their membership around November for the subsequent calendar year, it has been advised by the majority of PSOs that the increase be activated as of October 1st along with the discounts to ensure there are no discrepancies.

d. Nominations Committee – J. Weismiller

J. Weismiller relayed that a communications plan has been prepared for notifying all the candidates, including the Nominations Committee's recommendations, which will be distributed just prior to the AGM package being sent to the members. She also reported that during the process of these nominations, it became clear that there is a need to examine the protocols and policies of the Nominations Committee, and that a thorough review is necessary to ensure that they are aligned with the bylaws. She also confirmed that there is a timeline of October to begin this work.

Action: Nominations Committee to review Director Nominations Protocol following 2025 AGM to align with Triathlon Canada bylaws.

5. New Business

a. AGM Agenda – P. McCrory/P. Dunne

P. Dunne confirmed that the agenda includes the resolution for membership fee increase and that AGM package is to be distributed by August 28. He also noted that the parliamentarian has been confirmed.

Action: A. Sceviour to review fee increase resolution.

b. World Triathlon – P. McCrory

Discussion deferred to in-camera session.

c. Committee Membership – P. McCrory

P. McCrory confirmed that chairs were invited to identify committee needs. The Governance Committee was noted as needing additional support. P. Kozik and P. McCrory brought up the discussion around succession planning for the President's position as well as the Chair of the Finance & Audit Committee. There was also a discussion around consideration for onboarding non-directors to committees for specific expertise and targeted succession planning.

Action: A. Sceviour to review Committee Terms of Reference for consideration of addition of non-director members to committees.

6. Comments and Announcements

a. 2025-2026 Board Committee Meeting Schedule – Attached

b. Board Meeting Survey

A. Sceviour reminded the Board to submit contributions for AGM package and that the committee meeting schedule was circulated.

7. In Camera

P. McCrory moved meeting to in-camera at 1:10 PT and the meeting adjourned at 1:31 PT following the session.

Triathlon Canada National Office | 121 - 1925 Blanshard Street Victoria, BC, Canada V8T 4J2 | Tel: +1.250.412.1795 Fax: +1.250.412.1794 | info@triathloncanada.com www.triathloncanada.com