



## **Governance and Nominations Committee**

### **2022 Report to the Annual General Meeting October 30, 2022**

#### **Committee Members**

Robin Campbell – Committee Chair and Board Member  
Stephanie Anslem – Board Member  
Jenn Dumoulin – AO Member  
Patti Moore – Board Member  
Boris Nevelev – AO Member

The Board Chair (Dean Hustwick) and CEO (Paul Osland) are invited to attend all meetings of the Committee.

#### **Committee Meetings (since the last report to the Members at the 2021 AGM)**

1. December 13, 2021
2. January 12, 2022
3. January 28, 2022
4. February 21, 2022
5. April 13, 2022
6. June 24, 2022
7. July 13, 2022
8. October 15, 2022

#### **The Governance and Nominations Committee**

The Governance and Nominations Committee is a committee of the Board that has certain responsibilities under the AO Bylaws and policies. The Committee is responsible for overseeing the good corporate governance of Athletics Ontario and for overseeing recruitment, orientation and development of the Directors and the Board, including the identification and recommendation of candidates for the Board for approval by the members in keeping with criteria set by the Board.

## 2022 Accomplishments (December 2021 – October 2022)

- In January 2021, the Committee established a list of priorities and assigned primary responsibility for pursuing the priorities to various members of the Committee. Last year, the Committee reported on its activity throughout 2021 in pursuing these priorities. In 2022, the Committee continued to pursue these priorities.
- One of the principal priorities was to review all of AO's policies and to update and revise them as appropriate. The review and revision of the following policies was accomplished in 2021:
  - Anti-Doping Policy (April, 2021)
  - Safe Sport Policy Manual, including a new Appeal Policy (May, 2021)
  - Athlete Transfer Policy (July, 2021)
  - Matrix of Membership Categories and Requirements, which will inform the revision of the Membership Policy (October, 2021).
- The review and revision of the following policies was accomplished in 2022:
  - Governance Policies (January, October, 2022)
  - Team Selection Policy (April, 2022)
- The review and revision of other AO policies continues.
- Another principal priority was to outsource some of AO's dispute resolution process. To this end the Committee identified and the Board approved objective, third-party organizations that would be candidates to fill the roles of Case Managers, Investigators and Discipline Panel members in accordance with the requirements of AO's *Complaints, Dispute Resolution and Discipline Policy*. With the recognition that one of the organizations initially chosen does not have the resources to fill the role of Case Manager and that it would be advantageous to identify more potential Discipline Panel members, the Committee is continuing to investigate other third-party organizations that could fill these roles.
- December, 2021 - The Committee reviewed the composition of the Board Committees (Executive, Finance, Governance and Nominations, Risk and Human Resources) and gave the Board its recommendations for membership of the Board Committees for 2022.
- The Committee commenced a review of the terms of reference of the Board Committees. The project to update the terms of reference is expected to be completed in the spring of 2023.
- The Committee has been following Athletics Canada's progress in developing its *Policy on Transgender, Gender Diversity and Inclusion* and providing comments to Dean Hustwick. Dean Hustwick, Chair of AO, is a member of AC's Equity and Diversity Committee, which is developing the policy.
- The Committee met in January to confirm, in accordance with the *Complaints, Dispute Resolution and Discipline Policy*, the recommendations of a Discipline Panel in a disciplinary matter and to oversee the communication of the decision and the sanctions to the relevant parties. Following this meeting, the Committee determined to add to its priority list the development of such a flow chart for the AO complaints and dispute resolution process under the Policy.
- The Committee developed a form of report regarding complaints and litigation to be delivered to the Board on a quarterly basis. The purpose of the report is to assist the Board in fulfilling its responsibility in overseeing the complaint, dispute resolution and discipline process. For example, the Board has a responsibility to oversee the timely

resolution of disputes in accordance with the processes set out in the *Complaints, Dispute Resolution and Discipline Policy*.

- April – September – The Committee developed a set of internal guidelines for the public disclosure of information regarding disciplinary matters. The purpose of the guidelines is to achieve consistency of disclosure, with a view to appropriately informing members and the public generally concerning suspensions and termination of membership while maintaining confidentiality for complainants, witnesses and others who come forward in the course of the process.
- April, 2022 – Robin Campbell, Chair of the Committee led the Board through a presentation on the Board structure, roles and duties. More fulsome Board orientation continued to be impacted by the constraints imposed by COVID protocols. The Committee is working to provide a more fulsome Board orientation program in 2023.
- August – October – A Nominations Committee was established comprised of two members of the Board whose terms are not expiring this year. The Nominations Committee solicited applicants to the Board and selected a slate of nominees to be recommended for election at the 2022 AGM. The Nominations Committee was assisted in the process of interviewing and assessing the applicants by two non-Board, non-staff members, both of whom are AO members.
- September - October – An evaluation survey was circulated to all Board members to obtain feedback relating to Board and committee functions to support continuous improvement.
- Throughout the year the Committee provided advice and guidance on AO's strategic and operational plans.

## **Next Steps**

- Organize and deliver the annual orientation training for the 2022/23 Board of Directors and staff.
- Update the list of priorities for the Committee for 2023.
- Continue the review, revision and updating of AO policies.
- Finalize the review and updating of the terms of reference for the Board Committees
- Develop a flow chart for the complaints and dispute resolution process to assist members in understanding the process
- Consider how AO may assist the Clubs in addressing governance and safe sport issues.
- Address the changes that AO must make to its Articles and By-Laws in light of the coming into force of the Not-for-Profit Corporations Act, 2010 (Ontario)

Report submitted October 30, 2022  
Governance and Nominations Committee