



Board of Directors Meeting
Wednesday August 28, 2013
7:00pm ET

TAEKWONDO CANADA – BOARD OF DIRECTORS MEETING – August 28, 2013

FINAL

Members Present

Grandmaster Simon Chung, Chairman
Master Tony Nippard, Vice Chair Martial Arts
Master Tommy Chang, Vice Chair High Performance
Mr. Sean FitzGerald, Treasurer
Ms. Katy Pyke, Secretary
Ms. Cristina Quon, Director
Ms. Dasha Peregoudova, Director
Master Tino Dos Santos, Director
Mr. Andy Ing, Director
Master Mike Ives, Director
Dr. Terry De Freitas, Director

Regrets

Grandmaster Young Su Choung, Director
Ms. Paula Moore, Director

Staff/ Regular Guest

Ms. Eva Havaris, Chief Executive Officer

1. Roll Call and Confirmation of Quorum

- Grandmaster Chung called the meeting to order at 7:03pm ET. Roll call was carried out confirming quorum. The following items were discussed:

2. Approval of Agenda

Consent Motion

To approve the Agenda as tabled with the addition of one item under other business:

I. Review of the VMO Membership Second-Review

Unanimous Consent. All in Favour. Passed

3. Date/Location of AGM

Motion by Ms. Katy Pyke, seconded by Master Tommy Chang

That effective as of the conclusion of this board meeting, Taekwondo Canada hold its 2013 AGM in Toronto, Ontario at the Sheraton Toronto Airport Hotel on Sunday September 29th, 2013 at 3pm ET.

All In Favour. Passed

4. Review and Approve Director At Large candidates

Motion by Master Chang, seconded by Ms. Pyke.

That the Board adopt the recommendation of the Executive Committee as per the request tabled , at the Executive Committee by the Nominating Committee and that all Director At Large candidates, as presented in the final report issued by the Nominating Committee, be accepted as nominees at the 2013 AGM.

All in Favour. Passed

5. Review and Approval 2013 National Membership Program proposal.

Motion by Dr. Terry DeFreitas, seconded by Master Tino Dos Santos.

That the Board approve the 2013 National Membership Program proposal as presented.

All in Favour. Passed

6. Review/approve Bylaw amendments

- The proposed bylaw amendments and the draft resolution to be presented at the AGM were reviewed as received from the Governance Committee.

Motion by Master Chang, seconded by Master Tony Nippard.

That the board accept the bylaw amendments and the draft resolution as provided by the Governance Committee and to give notice with the AGM notice and present the resolution to approve the bylaw amendments at 2013 AGM.

All in Favour. Passed

7. Review Sask lawsuit agreement

Motion by Dr. De Freitas, seconded by Master Mike Ives.

That the board accept the Lawsuit agreement between Saskatchewan Taekwondo and Taekwondo Canada as presented by TC's counsel.

All in Favour. Passed

8. Other Business

1. VMO Membership Second-Review

The board reviewed the VMO Membership Second-Review report of the appointed Membership Review Committee. The board accepted the recommendations and the draft resolution, and directed that the final report be filed.

Motion by Master Dos Santos, seconded by Ms. Cristina Quon.

WHEREAS:

- A. In order to implement Taekwondo Canada's 2010 constitution, Sport Canada's Federal/Provincial membership initiative, to comply with the requirements of its funding and governing agencies, and to achieve industry best practice standards in non-profit sport governance while changing the reputation, around governance, of taekwondo in Canada and its member bodies, Taekwondo Canada implemented a governance review of its member organizations and collected the required information.
- B. The governance review commenced in August 2011 with several notices sent to member organizations, which identified that a Membership Benchmark Policy was being established with criteria (built upon the reporting and evaluation criteria of Sport Canada's Accountability Framework) for the evaluation of members and to identify standards that must be met in order to ensure that Taekwondo Canada's membership structure was in compliance with the Bylaws, members were assigned to the proper membership category, and to help member organizations to rectify and codify operations that conform to the terms and conditions of membership.
- C. During the membership review it was evident that some of Taekwondo Canada's member organizations were operating with significant deficiencies in structure, governance and operations that were examined in the Final Report of the Membership Review Committee issued on April 29, 2012 (the "April 2012 Report").
- D. The status of several of the member organizations were determined, including Ontario Taekwondo Association and WTF Taekwondo Association of BC which remained as Special Community Bodies but became Associate (non-voting) members, and Nova Scotia Taekwondo Association which ultimately lost membership. Among the results that affected other member organizations of Taekwondo Canada included some for which the final decision was put off, specifically the status of:
- TKD Association of New Brunswick,
 - Taekwondo Quebec and
 - Saskatchewan WTF Taekwondo,

remained undetermined and unchanged because the board did not determine whether it continued to accept those member or that the board was satisfied that these bodies meet the criteria to continue to be Special Community Bodies with the status as Voting Member Organizations with Taekwondo Canada.

- E. In order to give those members an opportunity to clearly meet the membership standards each was given the opportunity to make improvements in its compliance and provide a second submission for review. The board notified those members that 3 months would be given from the date of notification (the “Second-Review Period), by Taekwondo Canada, of the results of its membership review to achieve the minimum benchmark standards as Special Community Body – Voting and provide evidence in writing of compliance against the minimum membership benchmark standards to Taekwondo Canada's National Registrar (CEO).
- F. The members were advised that after the Second-Review Period or receipt of the evidence, whichever occurs first, the current or successor Membership Review Committee would re-evaluate each organization and report to the board, and thereafter the Board would then confirm the membership status as a Special Community Body in the Voting Member Organization class or, if the member failed again to file or meet the standards within the Second-Review period the member would become a Special Community Body non-voting member in the Associate class of membership unless the member rejects such a change in status within 30 days from the approved motion, in which case the body’s membership would cease.
- G. The Second-Review period has passed and all three members resubmitted its membership review documents, which were reviewed first by a primary reviewer and second by the Membership Review Committee.
- H. The results of the review have been provided in a report by the Membership Review Committee that may be summarized as showing:
 - a. Taekwondo Quebec - Has sufficiently met the minimum membership benchmark standards taking some corrective measures from its previous review..

- b. TKD Association of New Brunswick – No steps taken to correct deficiencies, while as consequence of the second review further or greater deficiencies were noted, this resulted in no change in its 10th place ranking and a decrease in its overall score of 4.3% points; and
- c. Saskatchewan WTF Taekwondo – One step was taken (change to constitution and bylaw) that failed to resolve deficiencies with the constating documents, while as consequence of the second review further or greater deficiencies were noted, this resulted in a move down in ranking from 8th to 9th and a decrease in its overall score of 9.1% points

THEREFORE BE IT RESOLVED THAT following completion of the Second-Review to assess compliance with the Membership Benchmarks under the 2012 Membership Review the board has now been able to determine that:

1. Based upon the steps taken by Taekwondo Quebec to improve its compliance with the membership criteria, the board is satisfied that Taekwondo Quebec sufficiently meets the criteria in order to continue to be a Special Community Body with the status as a Voting Member Organization with Taekwondo Canada.
2. Based upon the ongoing deficiencies in compliance with the criteria the board is not satisfied that:
 - TKD Association of New Brunswick, and
 - Saskatchewan WTF Taekwondo,meet the criteria to continue to be a Special Community Body with the status as a Voting Member Organization with Taekwondo Canada, and these members cannot continue to be accepted under that membership status, and as such effective immediately these members shall be assigned the status of Special Community Body – Associate (non voting) until they address their deficiencies and/or unless the member rejects such a change in status, in which case that body's membership shall cease.
3. The 2012 Membership Review is complete and the CEO is directed to prepare a briefing

note to the board for the next membership review.

All in Favour. Passed

9. Date of Next Meeting

- Wednesday September 4, 2014 at 7:00pm ET.

10. Adjournment

- Meeting adjourned at 7:50pm ET.