

Operational Enhancement Initiative (OEI)



Report prepared for the Board of Directors and senior staff of Gymnastics BC ("GymBC")

Final
March 7, 2025
Amended – July 22, 2025*

SPORT LAW
We know sport.

Prepared by: Cheryl Humphrey
chumphrey@sportlaw.ca

Kevin Lawrie
klawrie@sportlaw.ca

Greg Gilhooly
ggilhooly@sportlaw.ca

Table of Contents

Overview of Operational Effectiveness Initiative (OEI)	3
Principles of Good Governance and Operational Effectiveness	5
Organizational Priorities	8
viaSport Standards of Practice	10
Leading Practices for Organizational Excellence and Related Findings	12
Legal Incorporation	12
Foundational Statements and Intentional Planning	14
Informed Governance	15
Committee Structure	20
Human Resources Planning and Management	22
Financial Planning and Management	24
Risk Management	26
Safe and Inclusive Environments	27
Evaluation of Programs and Services	29
Provincial Sport Culture Index Assessment	29
Recommendations	30
<i>Leading Practice Recommendations</i>	<i>30</i>
Legal Incorporation	30
Foundational Statements and Intentional Planning	31
Informed Governance	32
Committee Structure	33
Human Resources Planning and Management	33
Financial Planning and Management	34
Risk Management	34
Safe and Inclusive Environments	35
Evaluation of Programs and Services	35
<i>Other Recommendations</i>	<i>35</i>
<i>Provincial Sport Culture Index Considerations</i>	<i>36</i>
Proposed Next Steps	37

Updated April 22, 2025

Changes include:

- Remove Confidential from Page 1
- Add in recommendation #37
- Add in proposed Step #4

*Amended July 22, 2025 with information related to the Insurance Agreements

Changes include:

- Findings on Insurance Agreements page #27.
- Added recommendations related to Risk Management – Insurance Agreements #31, 32 and 33.

Overview of Operational Effectiveness Initiative (OEI)

The OEI is a multi-year project with a goal of strengthening capacity and improving the sustainability of Designated Sport Organizations in BC. viaSport selected Sport Law to work alongside all 75 Designated Sport Organizations to modernize and strengthen existing governance structures and operations.

The sport system in Canada requires updated processes and approaches to support the increased legal standards required of non-profits. Moreover, the current governance structure in most sport organizations is reliant on dedicated volunteers who do not necessarily have the required capacity or expertise to support the legal and leadership requirements. With a growing number of issues, scandals and failed expectations being downloaded onto primarily volunteer-run sport organizations, viaSport is investing in strengthening the capacity of Designated Sport Organizations, which are pivotal to support a thriving sport sector in BC.

The OEI focuses on four main components with each organization: Organizational Priorities, viaSport Standards of Practice, Leading Practices for Organizational Excellence, and Provincial Sport Culture Index.

Organizational Priorities take into account those items and areas that each organization has defined as being important to them, as well as what they know they would like to work on to support a healthy and strong organization. These priorities, as defined by viaSport, have been included and incorporated in this report.

viaSport Standards of Practice are some of the foundational pieces of good governance and operational effectiveness that viaSport already requires Designated Sport Organizations to meet to remain eligible for funding through the *Designated Program Policy*. These standards of practice are required expectations to ensure effective business management.

Leading Practices for Organizational Excellence are those practices, policies, procedures or processes that an organization can strive for to enhance and strengthen their governance and internal operating systems. Current leading practices are informed by the successful application of policies, procedures and processes in other organizations and by the [Canadian Sport Governance Code](#).

Provincial Sport Culture Index (PSCI) is a novel and evidence-based assessment that quantifies culture in sport organizations. The PSCI measures 12 culture factors including: accountability, clarity, mission/vision, impact, governance/leadership, improvement, psychological safety, belonging, values alignment, communication, learning, and integrity.

There are a number of elements that fall within the components of leading practices and the standards required by viaSport. Each of the following elements has several leading practices associated with it:

1. Legal Incorporation
2. Foundational Statements and Intentional Planning
3. Informed Governance (Good Governance)
4. Committee Structures
5. Human Resource Planning and Management
6. Financial Planning and Management
7. Risk Management
8. Safe and Inclusive Environments
9. Delivery of Programs and Services

In working with GymBC, Sport Law has been able to identify the strengths that the organization currently has that are related to the above elements. There are also some areas that may be strengthened to enhance the governance and operational effectiveness of the organization.

Principles of Good Governance and Operational Effectiveness

Sport Law has prepared a set of Principles of Good Governance and Operational Effectiveness. Although it is not required that all organizations adopt all Principles listed, each organization should consider how these Principles could enhance how it governs its affairs.

Principle #1:

There is a clear distinction between the responsibilities of the Board and those of staff (when staff have been hired and are in place for an organization)

1. The Board possesses responsibilities that pertain to the governing of the organization. The Board:
 - a) Maintains an updated set of articles and bylaws that conform with existing laws and regulations
 - b) Develops a governance framework and processes, including governance policies, for the organization
 - c) Approves a strategic plan, which affirms the mission, vision, values and strategic priorities of the organization
 - d) Approves an annual operating plan and budget, prepared by staff, to facilitate completion of the strategic plan and human resources strategy
 - e) Develops processes for ongoing Board development (e.g., Board evaluation, recruitment, orientation, and training)
 - f) Monitors the organization's performance, including its financial affairs and the management of risks and opportunities
 - g) Selects, oversees, evaluates, and compensates the CEO/ED
 - h) Develops a succession plan for the CEO/ED
2. When an organization hires an CEO/ED, they become responsible for the management of the operations of the organization. Staff are required to:
 - a) Manage and administer finances, human resources, programs, program structures, services, stakeholder relations, and risk management
 - b) Develop operational structures, processes and policies that enact the organization's mission, reflect its values, and support the achievement of its strategic priorities
 - c) Prepare, for approval by the Board, an annual operating plan and budget based on the priorities of the strategic plan
 - d) Ensure that the operational requirements of the executive limitations are met (e.g., protection of assets, monitoring of financial processes, and management of stakeholder relationships)
 - e) Execute and implement Board policies and directives
 - f) Ensures that the Board has one employee, the CEO/ED; and that all staff report directly to the CEO/ED versus the Board.

Principle #2:

The organization has Board structures and processes that enable it to govern and oversee the growth of the sport in an effective and professional manner

1. The Board is of a size that facilitates a Board culture of participation, personal and shared responsibility, efficiency, common vision, cooperation, and effective decision-making
2. The Board has the requisite skill sets and knowledge to carry out its governing responsibilities
3. The Board has a composition that reflects geographic, linguistic, gender and ethnic/cultural diversity
4. Each director carries out their fiduciary duties (duty of care, duty of due diligence, duty of loyalty, duty of obedience) as matters of personal responsibility, which cannot be delegated to any other person or organization
5. The Board, in performing its responsibilities, acts with a view to the best interests of the organization:
 - a) The Board is required to make decisions that are in the organization's best interests; in reaching a decision, the Board takes into account the decision's impact on members and other stakeholders
6. The Board provides *direction* and *control* of the organization by:
 - a) Ensuring that the agenda for meetings of the Board is structured according to the priorities of the strategic plan and annual operating plans
 - b) Ensuring that Board control does not lead to a focus on operational details or decisions but instead makes certain that:
 - i. The assets and resources of the organization are directed towards its strategic and annual priorities
 - ii. There is proper oversight of the organization utilizing standardized policies and processes (e.g., executive limitations, CEO/ED evaluation, risk registry, succession planning)
7. The Board appoints committees to assist in performing its governing responsibilities. The Board uses two types of committees: standing and special. Standing committees assist the Board with financial oversight, strategic assessments, risk assessment, the development of governance processes, Board evaluation, and Board recruitment. Special committees are struck on a temporary basis to examine Board-related issues not addressed by the standing committees
8. Staff receive their direction from the CEO/ED (when one is in place), who reports to the Board through the Chair.
9. To ensure that there is no conflict of loyalty, including fiduciary obligations, Directors of the organization may not simultaneously hold a Director position with another organization

that is a member of the organization (like a club) or any organization that operates within the governance structure of the sport (like the national organization).

10. The CEO/ED may strike operational committees to assist with the organization's operations. The CEO/ED appoints program committees composed of individuals with skill sets and knowledge that are necessary to administer program structures and services. Operational committees act independently of the Board and report to the CEO/ED.

Principle #3:

The organization's relationships with its members and governing organizations reflect accountability, alignment, responsiveness, transparency, and clarity in communications

1. On governance-related matters, communication occurs between the Board's President/Chair or identified designates.
2. On operations-related matters, communication occurs between the CEO/ED or identified designates.
3. The Board and staff are responsive, transparent, and clear in communicating information that involves or has an impact on other organizations.
4. Following a decision of the Board, each Director both supports and communicates the same message, ensuring, where identified that only the designated spokesperson speaks on behalf of the organization

Organizational Priorities

Gymnastics B.C. (“GymBC”) has identified several organizational priorities that they would like to focus on as part of this initiative.

GymBC noted that this project comes at a perfect time for the organization since they recently onboarded a new Chief Executive Officer. They are presently identifying gaps in the organization to make enhancement and improvements, launch the next strategic plan cycle, and develop a path for the future of the organization.

The passion of its people is considered to be one of GymBC’s greatest strengths – although this passion can sometimes cause conflict when people’s passions do not fully align. GymBC would like to explore how to harness and direct this passion in appropriate ways. GymBC’s community and membership are also considered a strength – they lead the organization’s programs – but this strength is also sometimes a challenge when interests conflict.

GymBC pointed to its recent operational successes as another strength. A full complement of staff roles has now been filled (compared to the gaps seen in the past few years) and the CEO is focused on staff retention. Safe Sport work has been done successfully, and other operational work has been steady. Although the organization feels like they might be taking one step back for every two steps forward, they are continuing to progress.

GymBC acknowledged that their policies could use a holistic approach because in the past they have sometimes adopted a policy to fill an immediate need – in a ‘band-aid’ approach. Another area of focus is the organization’s culture. GymBC expects to use the results from the Provincial Sport Culture Index Assessment (“PSCI”) to understand future areas of focus.

GymBC would like to be deliberate with their Diversity, Equity and Inclusion initiatives. Currently, there is no system (including at the national level) to gather information about the demographics of participants.

The organization would like to support clubs in understanding the role of good governance and they want to strive to exemplify good governance themselves. Clubs are facing challenges with Board turnover which results in a lack of knowledge transfer related to policies and procedures. Policy harmonization is also an item to explore – aligning policies from Gymnastics Canada through GymBC onto local gymnastics clubs in BC. Standards for club membership should be strengthened to increase accountability to participants; however, GymBC is concerned about their capacity to monitor compliance.

GymBC is looking to the next strategic plan cycle as a watershed moment for the organization. The new CEO intends to review the organization’s accomplishments from the existing strategic plan to measure success – and use this information to gain new insights into the organization’s priorities. The overall intent is to make the next strategic plan applicable to gymnastics in BC rather than to GymBC as an organization.

In summary, GymBC would like to focus on:

1. Harnessing the passion of its people and community
2. Exemplifying Good Governance and guiding Member organizations in adopting Good Governance practices
3. Developing a stand-alone policy for diversity, equity and inclusion
4. Using the results of the OEI to guide the next strategic plan

viaSport Standards of Practice

The following table outlines viaSport's 'Standards of Practice' for Designated Sport Organizations. Per the *Designated Program Policy*, viaSport requires organizations to meet these standards in order to remain eligible for funding. Since all of the Designated Sport Organizations participating in the OEI received funding, it was assumed that each organization already met the standard described below. Regardless, each organization's documents were reviewed to ensure they were aligned with the identified standards.

Element	Item	Standards of Practice
Legal Incorporation	Registered Society	Compliant with the <i>BC Societies Act</i> , including bylaws, meeting requirements, filing of annual requirements to maintain in good standing.
		The organization has a constitution and bylaws that define the organization's governance structure and at a minimum addresses the following: organizational purpose; size and composition of the Board; procedures for election of Directors and corresponding terms; roles and duties of Directors and Officers; procedures for meetings of Directors and meetings of the Members; membership categories and voting rights; financial management.
Foundational Statements and Intentional Planning	Foundational Statements – Vision, Mission and Values	The organization has a Vision Statement, Mission Statement and Values in place and has been revisited and reviewed by the Board as part of the strategic planning process.
	Strategic Plan	The organization has a multi-year strategic plan that includes goals, actions and performance measures that has been approved by the Board.
Informed Governance	Conflict of Interest	A <i>Conflict of Interest Policy</i> has been adopted by the organization and approved by the Board.
Human Resources Planning and Management	Human Resources Policies	Human Resources Policies are in place.
Financial Planning and Management	Audit or Review Engagement	The Board is responsible for ensuring that an annual Audit, Review Engagement or Compilation Engagement

Element	Item	Standards of Practice
		is conducted by a chartered professional accountant on an annual basis.
Risk Management	Insurance Coverage	The Board has reviewed and obtained appropriate insurance for the organization (minimum two (2) million General Liability).
Safe and Inclusive Environments	Safe Sport	The organization has adopted key safe sport policies, including a Code of Conduct and policies for Discipline and Complaints, Dispute Resolution, Appeals, Criminal Record Checks and Screening, Fair Play and Anti-Doping; and Diversity, Equity, Inclusion and Access.
		A process is in place to ensure orientation of new Directors which includes a completion of the Commit to Kids online training.
		Organizations are in a state of readiness to align with the BCUCC or UCCMS and have complaints managed through a third party.

Leading Practices for Organizational Excellence and Related Findings

All organizations, regardless of their structure, have a set of functions that can be categorized as (1) governance and (2) management or operations.

Governance Functions are those elements or areas of the organization that are the responsibility of the Board. Generally, these functions cannot be delegated outside of the Board structure.

Management/Operational Functions are the non-governance elements or areas of the organization that are the responsibility of staff, committees, or volunteers. When a Board has hired a CEO or Executive Director, the management and operation functions become the responsibility of that individual (and then delegated to additional staff as required). When an organization does not employ a CEO or ED some, or all, of these areas or elements may be performed by the Board, specific Directors, committees. In this capacity, it is important to note that the Board, or the specific Director performing the function, is acting in a management or operational capacity and not in a governance role.

In collaboration with GymBC, Sport Law has reviewed key organizational documents, including policies, procedures and processes and has obtained through dialogue additional information to inform the findings below.

Leading Practices for the Sector – Legal Incorporation

Element	Legal Incorporation
Item	<i>Registered Society</i>
Governance Function	The Board ensures that all required documents are filed annually with the government via Societies Online. These include a BC Society Annual Report, updated Director information, and any amendments to the bylaws (which have been approved by the members).
	The bylaws conform to current Good Governance as it relates to Board Composition, Terms, Membership Voting, distinction between Members and registrants/participants and the exclusion of policy and operational clauses (NOTE: Standards and/or Leading Practices for this area are also contained in the Informed Governance Area)
Management Function	n/a

Findings – Legal Incorporation

As part of its adherence to the requirements of viaSport's *Designation Program Policy*, GymBC is mandated to submit its bylaws and other required documents to Societies Online (the provincial government's web portal). Annually, this task is completed by the Senior Manager, Operations.

Members

GymBC provided a version of the bylaws that was last submitted to the government in 2021. This version appears to be generally compliant with the *Societies Act*.

There are two classes of Members – Voting Members and Non-Voting Members. Voting Members consist of clubs or other organizations that meet certain eligibility criteria outlined in Section 2.3 of the bylaws. Non-Voting Members are defined as “*all persons that are individual members of Organizations accepted as Voting Members*”. The Board may appoint additional Non-Voting Members, some organizations may be eligible to be accepted as Non-Voting Members, and the Directors themselves are considered part of this membership class.

Member rights and privileges are described in the bylaws. Each Voting Member has one vote.

Board of Directors

The general duties and qualifications for Directors are outlined in the bylaws.

The independency of a Director is not referenced in the qualifications.

GymBC’s Board of Directors is composed of between eight (8) and ten (10) Director positions:

- Four (4) elected Directors
- Four (4) ex-officio Directors (the Chairs of four operational committees)
- Up to two (2) appointed Directors

The bylaws extensively describe how Directors are elected and appointed. The bylaws also indicate the varying terms of Directors, how they can be removed, and how vacancies can be filled (and for how long). It is evident that a lot of effort was applied to this section of the bylaws to account for every contingency.

Limited nominations procedures are described in Article 8 of the bylaws.

Article 14 of the bylaws indicates that the Board appoints the members of the four (4) operational standing committees – Men’s Artistic, Women’s Artistic, Trampoline, and Gymnastics For All. However, it is not evident in the bylaws how the Chairs of the four (4) operational committees are appointed or elected (whether by the Board or by the committee members themselves).

Each of the four (4) disciplines meets regularly in a ‘technical assembly’. GymBC shared that the technical assemblies elect a technical lead through their own process and this individual serves as Chair of the corresponding committee. The Board of Directors then ratifies the appointment of these technical leads and the individuals also serve as Directors. This process does not ensure that the Members are electing Directors.

GymBC has three Officer positions (in addition to the staff role of CEO) – Chair, Vice-Chair, and Director of Finance. These Officers are elected by the Board for one-year terms.

Governance Function

Apart from the challenges with the Board of Directors (and other minor issues), the bylaws are mostly effective. They are limited to governance matters and do not contain matters of policy or operational functions.

However, the bylaws lack some guidance for members regarding their role in the functioning of the organization – particularly how the members can amend the bylaws.

Other

The bylaws are incredibly comprehensive and represent a gold standard. However, there are a few minor issues that need to be addressed (described in the 'Recommendations' section of this report).

Leading Practices for the Sector – Foundational Statements and Intentional Planning

Element	Foundational Statements and Intentional Planning
<i>Item</i>	<i>Foundational Statements and Strategic Plan</i>
Governance Function	The Board approves and has a process to review the Vision Statement, Mission Statement and Values of the organization.
	The organization has a multi-year strategic plan that includes goals, actions and performance measures that has been approved by the Board.
Management Function	n/a
<i>Item</i>	<i>Operational Plan</i>
Governance Function	n/a
Management Function	Management is responsible for creating an annual operating plan that is aligned with the strategic plan. The organization has a process to evaluate its progress in achieving the operational plan
	Management is responsible for ensuring the human resources plan and annual operating budget are in alignment with the operational plan.

Findings - Foundational Statements and Intentional Planning

Foundational Statements and Strategic Plan

GymBC's foundational statements of Values, Vision and Mission are listed in its strategic plan. Ten (10) values, a generally high number for an organization, have been adopted. GymBC indicated that they complete a review of the statements every four (4) years in consultation with Members and the gymnastics community.

The current strategic plan (2020-2024) is a two-page document that lists focus areas, goals and objectives, strategies to achieve critical success, and immediate priorities. The plan was

developed during the government-mandated pandemic restrictions with much of the plan focusing on managing through the restrictions and rebuilding and resuming full sport activities.

GymBC is in the process of establishing their next strategic plan through an inclusive process with the gymnastics community. This consultation is an opportunity to identify key priorities, develop an aligned operational plan, and track and measure progress through key performance indicators.

GymBC's CEO said that future reporting – from the CEO to the Board – will be aligned with the Strategic Plan so that the CEO can report the organization's status with key priorities and operational objectives.

Operational Plan

GymBC has operational plans in place, however they shared that there was a lack of overall alignment to the strategic plan (2020-2024) and fully tracking or managing progress was not possible. GymBC shared that they anticipate having a more robust operational planning process, aligned to the updated strategic plan, that provides for the ability to measure and track progress.

Leading Practices for the Sector – Informed Governance

Element	Informed Governance
Item	<i>Understanding the Role of the Board</i>
Governance Function	Roles of the Board and Staff are clearly defined and aligned to the type of Board in place.
	If the organization has an Executive Director or CEO, an <i>Executive Limitations Policy</i> has been adopted by the Board.
	If the organization has an Executive Director or CEO, a clear distinction between the role of governance and the role of management/operations is in place.
	The Board has clearly defined its role and accountabilities through a Board Policy or Board Charter
Management Function	n/a
Item	<i>Conflict of Interest</i>
Governance Function	A <i>Conflict of Interest Policy</i> has been adopted by the organization and approved by the Board.
	The Board has adopted a process to declare conflicts on both an annual basis and at each Board meeting.
	The organization has a process to identify or declare potential conflicts of interest through the Board nomination process.
Management Function	n/a
Item	<i>Board Composition</i>

Element	Informed Governance
Governance Function	The organization's bylaws provide for an odd number of Directors, with the size of the Board reflective of the type of the Board that is in place.
	The organization's bylaws outline term lengths and term limits. The preferred term lengths are 2 or 3 years with alternating elections and the preferred term limits of 8 - 9 years.
	The organization's bylaws provide for the membership to elect Directors and/or the Directors to appoint* Directors to the Board. The Directors then elect or appoint the Officers of the Board (President/Chair, Secretary, Vice-President etc.). The organization's bylaws do not permit representative roles on the Board.
	*The organization's bylaws allow for the Board of Directors to appoint individuals to the Board to capture a board that is inclusive of gender, diversity, age, independence based on the size of the Board.
	Directors elected or appointed to the Board are independent and do not hold a position on a Board of any affiliated organization.
Management Function	n/a
Item	<i>Meetings of the Board</i>
Governance Function	The Board holds a sufficient number of meetings each year to properly ensure the appropriate direction and oversight of the organization. The Board ensures that it is holding the number of meetings as required in the bylaws.
	Minutes of Board meetings are recorded and retained.
Management Function	n/a
Item	<i>Board Position Descriptions</i>
Governance Function	The Board has adopted and approved position descriptions for Directors and a process to review position descriptions on a regular basis.
Management Function	n/a
Item	<i>Board Recruitment</i>
Governance Function	The Board establishes a Nominations Committee that is cleared of any conflict of interest. The Board has adopted and approved a Terms of Reference for the Nominations Committee.
	The Board has established and approved a recruitment and nominations process for the Board and this process has been shared with the membership. At a minimum, the process should include the use of a skills, diversity and attributes matrix.

Element	Informed Governance
	The Board has established an orientation process and/or orientation manual for all new Directors.
Management Function	n/a
Item	Board Development and Evaluation
Governance Function	The Board has established a process to do an annual review of the performance of the Board, both collectively and individually.
	The Board provides the opportunity for Directors to participate in development and learning opportunities.
Management Function	n/a
Item	Legal Compliance
Governance Function	The Board or a standing committee of the Board oversees the organization's compliance with its governing documents and all applicable laws and regulations.
Management Function	n/a
Item	Renumeration
Governance Function	The Board has adopted a policy that provides for Directors to be renumerated only for personal expenses (out of pocket). Directors receive no renumeration for their role.
Management Function	n/a

Findings - Informed Governance

Understanding Role of the Board

The primary duties of the Board are listed in Section 7.2 of the bylaws. The powers and responsibilities of the Board are expanded upon in Article 9.

Further, GymBC has several documents that describe the role of the Board. A list of additional responsibilities is provided as a part of a Board orientation process, there is an 18-page *Board of Director Policies* document (although this appears to be last updated in 2017), and a current 2024 organizational chart.

These duties and powers described in the above-listed documents, taken together, can be considered an effective mandate for the Board.

Sections of the bylaws discuss the relationship between the Board and the CEO. Section 9.2 of the bylaws says that the Board appoints the CEO and will evaluate their performance from time to time – and Section 12.9 lists the general duties of the CEO. Particularly, section 12.9(d) says that the CEO shall “regularly report to and advise the Directors on all matters relevant to the affairs and property of the Society”. However, although there is a document (last updated in January 2024) describing the CEO role, there is no stand-alone document focusing on the separation of governance and operational roles – or any document describing the executive limitations of management.

Conflict of Interest

The consequences for Directors having a conflict of interest are listed in Section 10.8 of the bylaws. Section 7.11 explains that a Director can be removed by 'Board Resolution' when the Director has a conflict of interest – but this consequence is not part of the list in Section 10.8.

A *Conflict of Interest Policy and Procedure* is contained in GymBC's Complaint Management Handbook. The policy is comprehensive, examples are provided, and the policy applies to all GymBC representatives. GymBC also indicated that the Board of Directors has an annual conflict of interest disclosure and 'conflict of interest' is a standing item at all meetings of the Board. GymBC indicated that they felt the current policy focused too much on Directors and not enough on possible conflicts among other roles – like coaches who are also judges and club staff who are members of GymBC committees.

Board Composition

Board Composition has already been discussed earlier in this report.

Meetings of the Board

Article 10 of the bylaws addresses meetings of the Board. Section 10.2 refers to a 'schedule' of meetings of the Board – but the bylaws do not indicate how frequently the Board must meet.

However, the *Board Member Information Package* does say that Board meets approximately six (6) times per year with a schedule of meetings distributed following the Annual General Meeting. The schedule provided with the package effectively serves as a 'Board Calendar' and lists eight (8) upcoming meetings along with the main standing agenda item.

Board Position Descriptions

The *Board of Directors Policies* document describes the current positions on the Board. These include Chair, Vice-Chair, Director-at-Large Finance, Technical Committee Chairs and Directors-at-Large. There is a minimal description for the Director-at-Large positions.

The Technical Committee Chairs are currently elected at the technical assembly for each discipline. A more detailed Position Description for the Technical Committee Chairs is described in the *Technical Committee(s) Framework and Terms of Reference Policy* document.

The basic descriptions of the Officer positions are listed in Article 12 of the bylaws and the responsibilities of the committee chairs are described in each committee's terms of reference.

Board Recruitment

GymBC shared that the process for determining a Nominations Committee is in place but is not currently documented. GymBC's past practice has been to have the Governance Committee plus the Board of Directors serve as the Nominations Committee, instead of the traditional practice of having the Nominations Committee composed of individuals who are not currently serving on the Board.

Section 8.1 of the bylaws listed rules that nominees must follow to be nominated for election as a Director. There did not appear to be any provisions for nominees declaring potential conflicts of interest.

There is a four-page *Board Member Information Package* that is provided to new and returning Directors and serves as an orientation. The document was last updated in November 2024. It contains a message from the CEO, a list of onboarding resources (with links), a list of governance action items (forms that must be completed on an annual basis – including the conflict of interest declaration), a link to the Governance Essentials e-learning module (hosted by the CCES and prepared in conjunction with Sport Law), safe sport action items, a description of meetings of the Board, and a call for Directors to join committees.

GymBC provided a 2020 version of a ‘Board Development Matrix – Current Board Self Assessment’ but indicated that the document was “*under revision*” and would be utilized for the by the Board in this current year as part of the nomination process. The draft Matrix includes demographic information, demonstrated qualities of potential board members, areas of influence, and skills.

Board Development and Evaluation

The *Board Member Information Package* contains various links leading to information important for a Director.

In terms of Board Development, GymBC provides the Governance Essentials e-learning module to its Directors at no cost.

There is no formal Board Evaluation process in place or adopted by GymBC to evaluate the collective performance of the Board or provide an opportunity for individual Directors to reflect on their own performance. The format for meetings of the Board does provide for a brief meeting evaluation or feedback that takes place at the end of each meeting. This would not be a substitute for a Board Evaluation but demonstrates a good practice to evaluate the effectiveness of each individual meeting.

Legal Compliance

A not-for-profit organization’s compliance with legislation is chiefly centred around its obligations to the applicable incorporation legislation as well as its adherence to its various financial, privacy, and employment legislative requirements. GymBC’s compliance with the *BC Societies Act* has been discussed previously in this report.

The *Financial Policies and Procedures* document is reviewed annually by the Finance and Audit Committee with approvals resting with the Board of Directors. The last listed date of Approval is October 13, 2017. Section 2.9 of the policy outlines that GymBC complies with reporting and payment requirements of all provincial and federal agencies as required by law. There does not appear to be a process or statement to ensure that filings are reported to the Board on a regular basis.

GymBC has a comprehensive *Personnel Policies and Procedures* document that is approved by the CEO/Board of Directors and reviewed annually by the Personnel Committee. The policy manual outlines within section 3.0 Employment Practices, that GymBC falls within the jurisdiction of the Government of British Columbia Employment Standards Act (ESA), 1996; and agrees to uphold the British Columbia Human Rights Code. The policy also states that GymBC adheres to the requirements of the Canada Revenue Agency, Income Tax Act, BC Personal Information Protection Act (PIPA) and the Workers Compensation Act.

GymBC has a *Privacy Policy* on its website that appears to be compliant with the *Personal Information Protection Act* ("PIPA").

Remuneration

Section 9.4 of the bylaws indicates that Directors are not to be remunerated for serving in their role but may be reimbursed for expenses incurred while engaged in the organization's affairs. In addition, the *Financial Policy and Procedures* outline eligible expenses and reimbursement procedures.

However, that section of the bylaws also reads that "*Directors may receive remuneration from the Society for providing services in another capacity, provided that a majority of the Board must not be so remunerated*", which may be a contradiction of the first paragraph of Section 9.4.

Leading Practices for the Sector – Committee Structure

Element	Committee Structure
Governance Function	There is a clear understanding of the distinction between governance and operational committees.
Management Function	There is a clear understanding of the distinction between governance and operational committees.
Item	<i>Committees of the Board</i>
Governance Function	At a minimum, the following committees of the Board are established: Nominations Committee; Audit and Finance Committee; and Governance Committee.
	The Board, through its committee structure, has ensured that the elements of Human Resources and Risk Management have been assigned to a committee. These may be separate committees of the Board.
	A process is in place that allows the Board to create Ad Hoc Committees of the Board to support other governance initiative or projects.
	Terms of Reference for each Board Committee are in place and there is a process to review these on a regular basis, ideally every two to three years.
	A process is in place for Committees to report regularly to the Board.

Element	Committee Structure
Management Function	Staff may be assigned to attend meetings of Board committees in an administrative capacity.
Item	Operational Committees
Governance Function	n/a
Management Function	The CEO/ED has the authority to establish Operational Committees. When a senior staff person does not exist within an organization, operational committees may be established by the Board.
	Terms of Reference for each Operational Committee are in place and a process to review these on a regular basis has been established.
	A process is in place for each committee to report regularly to the CEO/ED or other designated individual within the organization, when a senior staff person does not exist.
	Athlete Representation is considered when constituting the composition of operational committees OR an Athlete Council/Committee is in place for the organization.

Findings - Committee Structure

GymBC has a *Committee Policies and Procedures* document that explains the following:

- Establishment of Committees
- Committee Procedures, Confidentiality and Conduct
- Functioning of Committees
- Appointments to Committees
- Committee Authority
- GymBC Staff and Committees
- Committee Terms of Reference

The document also includes a list of the organization's committees – divided into 'Committees of the Board', 'Advisory Committees', and 'Technical Committees'. This document acts as an excellent guide for all matters related to GymBC's committees.

Committees of the Board

The *Committee Policies and Procedures* describes everything related to Committees of the Board. However, there is no distinct Nominations Committee. GymBC indicated that the Governance Committee and Directors who are not in a conflict of interest serve as the Nominations Committee.

Terms of Reference are in place for the following Board Committees: Finance and Audit Committee, Awards Committee, Personnel Committee, and Governance & Board Development Committee. These were reviewed and updated in July 2023.

Operational Committees

The *Committee Policies and Procedures* describes everything related to operational (or ‘technical’) committees. A second document – titled *Technical Committees Framework & Terms of Reference* – elaborates on the authority, responsibility, meeting procedures, and composition of the technical committees. The second document appears more recent than the first – and there appears to be a slight overlap.

Four technical committees are special – the chairs of the Men’s Artistic, Women’s Artistic, Trampoline, and Gymnastics For All become Directors of GymBC. The procedures for these chairs to become Directors is problematic because they are elected by only a segment of the membership and ratified by the Board (instead of being elected by all the Members).

Section 7.3.1.3 of the document indicates that “*a slate of all GymBC elected and appointed Board members will be presented and ratified by GymBC membership at the Annual General Meeting*”. In practice, this is not the case. The bylaws do not provide for a ‘ratification’ mechanism for the Members.

Further, there is no procedure describing how the chairs are elected or even who is electing them (apparently the ‘Technical Assembly’ – although this is not comprehensively defined). The *Technical Committees Framework & Terms of Reference* mentions a ‘Technical Committee(s) Engagement Process’ reference document that apparently describes the procedure, but this document was not provided to Sport Law. GymBC shared that a *Technical Committee(s) Engagement Process*, developed in 2023 was never approved by the Board.

Leading Practices for the Sector – Human Resources Planning and Management

Element	Human Resources Planning and Management
Item	<i>Recruitment, Support and Evaluation of the Senior Staff Person (ED/CEO) is in place</i>
Governance Function	The Board is responsible for the recruitment and orientation of the most senior staff person.
	The CEO/ED reports to the Board through the Chair and has a written job description in place.
	The Board is responsible for evaluating the performance of the CEO/ED.
	The Board (or a committee of the Board) is responsible to approve the total compensation package of the CEO/ED annually.
	The Board (or Committee of the Board) is responsible for reviewing the expenses of the CEO/ED.
	The Board is responsible for ensuring a succession plan is in place for the CEO/ED.
	If an Executive Director or CEO is in place, Executive Limitations have been established.

Element	Human Resources Planning and Management
Management Function	n/a
Item	<i>Human Resources Planning and Management of Staff</i>
Governance Function	Human Resources Roles demonstrate knowledge of the capacity of the organization to deliver on its strategic plan, support the effective delivery of programs and services and take into account the type of governance structure (Board type) and overall size of the organization.
Management Function	Human Resources Roles demonstrate knowledge of the capacity of the organization to deliver on its strategic plan, support the effective delivery of programs and services and take into account the type of governance structure (Board type) and overall size of the organization.
	A Human Resources Plan forms part of the operation plan/budget process and is in alignment with the strategic plan.
	Human Resources policies are in place and all staff have access to them.
	Position Descriptions are in place for all staff and are reviewed annually.
	Employees are recruited and selected through an objective, consistent process that complies with human rights legislation.
	An orientation and training process is in place for all new staff.
	An annual performance development process is in place that incorporates a performance review, annual objective setting and a development plan for each staff.
	The organization provides the opportunity for employees to develop additional skills and development opportunities.
	The organization has a process to identify the type of role and the appropriate compensation.
	The organization has policies and procedures in place that define and support the involvement of volunteers, including leadership volunteers.

Findings - Human Resources Planning and Management

Recruitment, Support and Evaluation of the Senior Staff

The Personnel Committee has the responsibility for the selection and appointment of the CEO. The committee also offers administrative guidance to the CEO in areas of staffing, benefits and compensation. The Personnel Committee further has the responsibility for evaluating the performance of the CEO annually each year in March based on agreed upon objectives. The Committee makes recommendations to the Board regarding the status and compensation of the CEO. Although documented as such, the actual practice of evaluating the CEO is not currently being completed and has been identified as a gap by GymBC.

GymBC has a position description for the CEO which was last updated in January 2024.

It is not clear if the committee has outlined a succession plan or strategy for the role of the CEO.

Financial Policies do not clearly state who approves the CEO's personal expenses.

Human Resources Planning and Management of Staff

GymBC has a comprehensive *Personnel Policy and Procedures* manual. Staff have access to this document through the initial onboarding session when they join GymBC and through the document portal.

Position Descriptions are in place for each staff role. Generally, these have a consistent approach and style to how each role is documented. It was identified that a couple of the positions are currently being reviewed and updated. All position descriptions have been reviewed in the last few years.

The Personnel policy outlines the annual performance planning/employee evaluation process. Templates for the annual review for two different position levels within GymBC were provided. The policy further defines the commitment to recruit and select staff in an objective process that complies with human rights legislation.

GymBC's CEO described that employee evaluation processes were currently being conducted during the drafting of this report. Part of this process is to identify key objectives and goals for each staff member. With the adoption of a new strategic plan, GymBC envisions a process that would ensure alignment between the annual operating plan and the annual performance planning process with staff, including a review of position descriptions to ensure they remain current.

An orientation process is in place for new staff and GymBC uses a onboarding orientation checklist. Ongoing staff development and training is available and documented in the *Personnel Policy*.

Leading Practices for the Sector – Financial Planning and Management

Element	Financial Planning and Management
<i>Item</i>	<i>Audit and Finance Committee</i>
Governance Function	The Board has established an Audit and Finance Committee, that meets quarterly, at a minimum.
	The Board is responsible for approving and monitoring the annual operating budget.
	Financial Statements are reviewed monthly or quarterly by the Audit and Finance Committee and a report is shared with the Board.

Element	Financial Planning and Management
Management Function	Management is responsible for developing the annual operating budget in alignment with the operational plan.
	A process is in place to monitor the annual operating budget and report any discrepancies to the Audit and Finance Committee or the Board.
Item	Financial Management Policies
Governance Function	The Board is responsible for approving the financial management policies of the organization.
	A minimum of two signing authorities are required for all payments and expenses.
Management Function	The Financial Management Policies are executed.
	An accounting system has been adopted by the organization and a process to ensure account of all funds (revenue and expenses) are done in a timely manner.
Item	Tax Filings and Statutory Remittances
Governance Function	The Board has a process to ensure that the tax return is completed and filed annually.
Management Function	On an annual or semi-annual basis, the Senior Staff person confirms that all statutory remittances have been filed and made.

Findings - Financial Planning and Management

Audit and Finance Committee

There is an active Audit and Finance Committee in place with a current Terms of Reference. Although GymBC has identified that they currently do not have a Director of Finance that has been designated, they are actively recruiting individuals with the skills needed for the position to serve in this role. With the lack of a Director of Finance, the Audit and Finance Committee has been operating more informally and as needed. Financial reports have continued to be made available to the Board.

Financial Management Policies

GymBC has a very comprehensive *Financial Management Policy* and has taken the time to record and provide details for internal financial controls. The Policy was last reviewed and approved in 2017. The last date of policy approval was 2017.

The Board approves the annual operating budget yearly and has a process to review budget variances and financial statements regularly at Board meetings.

Tax Filings and Statutory Remittances

There is a detailed process that was provided to Sport Law that described the tax filings and statutory remittances. While Directors sign off on the tax filing yearly and would be privy to ensuring these are submitted, a process to confirm that other statutory remittances have been submitted should be communicated to the Board.

Leading Practices for the Sector – Risk Management

Element	Risk Management
Item	<i>Risk Management Policy</i>
Governance Function	The Board has adopted and approved a Risk Management Policy.
	The organization has a process to identify its major strategic and operational risks. The organization also has a plan to minimize and mitigate those risks, and this plan is reviewed and approved by the Board at a minimum of once a year.
Management Function	Management is responsible for ensuring the Risk Management Policy is executed.
	Management has a process to ensure that operational risks are reported to the Board on a regular basis.
Item	<i>Insurance Coverage</i>
Governance Function	<i>General Liability reviewed and in place. Standard of Practice</i>
	The Board has Directors and Officers Liability Coverage
	The Board has reviewed and considered other insurance coverage such as Cyber Abuse, Errors and Omissions.
Management Function	N /A
Item	<i>Document and Data Management</i>
Governance Function	The Board is responsible for ensuring that all Governance Documents (e.g., bylaws, approved policies, Board minutes etc.) are retained and accessible to current and future Boards
Management Function	Management is responsible for ensuring that data collected, and documents, are stored in a manner that is secure and respects confidentiality and privacy, while also ensuring that access to appropriate staff - current and future.

Findings - Risk Management

Risk Management Policy

GymBC shared that they have a comprehensive risk management strategy that includes insurance, safety, incident reporting, claims and other resources that is accessible to Members and participants on the GymBC website.

GymBC identified the importance of developing a *Risk Management Policy* and an accompanying risk registry, that incorporates all risk types, that is monitored on a regular basis by the Board and Senior Staff. While this is being developed, GymBC indicated they are working with their Insurance Broker to establish an Interim Risk Registry.

Insurance Coverage

GymBC has insurance coverage in place as required through the *Designation Program Policy* with viaSport. In addition, GymBC has an expanded General liability Insurance Policy and Abuse

coverage. Through the process described by GymBC, it would appear that care and thought have been put into the annual review, and the type of coverage required, while also exploring options to mitigate certain potential risks through risk assessment.

GymBC has agreements with The BC Rhythmic Sportif Gymnastics Federation (BCRSGF), Iqaluit Tundra Tumblers Gymnastics Club, North West Territories Gymnastics Association and Yukon Gymnastics Association (Polarettes and Polar Tumblers Gymnastics Club) for pursuant to which GymBC secures insurance for those entities under its coverage. The agreements require the other entities to adopt GymBC's policies on risk management and safety, with GymBC to have oversight and with GymBC's Safe Sport Officer to have ongoing access to ensure compliance.

Document and Data Management

GymBC has adopted a *Privacy Policy* that speaks to the management and collection of data that is collected for the purposes of offering programs and services.

Staff and the Board have access to email addresses that are provided by GymBC and are stored and backed up on designated systems. A document management system for staff through a central server exists, although GymBC shared that the system may benefit from a review as to how documents and information are stored. The Board has a collective Dropbox that is used for all Board documents and materials, including historical documents. The technical committees all have access to a Dropbox to store and maintain documents.

Leading Practices for the Sector – Safe and Inclusive Environments

Element	Safe and Inclusive Environments
<i>Item</i>	<i>Safe Sport</i>
Governance Function	The organization has adopted key safe sport policies. <i>Standard of Practice</i>
	The Board is responsible for adopting a policy that provides for the ability of complaints to be managed through a third party. <i>Future Standard of Practice</i>
	The organization has adopted, and the Board has approved a policy on Equity, Diversity and Inclusion. <i>Standard of Practice</i>
Management Function	The organization has adopted key safe sport policies. <i>Standard of Practice</i>
	Management has established the processes to ensure that relevant complaints through the BC UCC are referred to the established independent third party. <i>Future Standard of Practice</i>

Safe Sport Readiness

Since 2019, viaSport has been engaged in ensuring Designated Sport Organizations are prepared for new developments in safety in sport. This webpage describes recent updates: <https://viasport.ca/safety-in-sport-project-updates/>

One of the more recent developments, as of April 2024, is the pending creation of Sport Safeguarding BC which is an independent society that will maintain a complaint management system for amateur sport in BC. Per the above webpage, “SSBC will independently oversee complaint resolution services with clear and enforceable standards”.

viaSport has underscored how imperative it will be for Designated Sport Organizations to be ‘safe sport ready’ and prepare for onboarding with Sport Safeguarding BC beginning in late-2025.

Findings - Safe and Inclusive Environments

GymBC has a *Complaint Management Handbook* that contains various safe sport policies including:

- Safe Sport Policy
- Maltreatment and Discrimination Policy
- Code of Conduct Policy
- Alternate Dispute Resolution Policy
- Investigations Policy
- Complaints, Hearing, and Discipline Policy and Procedure
- Appeals Policy
- Conflict of Interest Policy
- Travel Policy

For complaints, the complainant connects with GymBC’s Safety Officer to have an introductory conversation/intake about their complaint submission. Further materials are submitted, the full complaint is reviewed, and the Safety Officer directs the complaint to the appropriate jurisdiction. Complaints that fall under GymBC’s jurisdiction are handled by a third-party Case Manager. A flowchart describing the process is available in the *Complaint Management Handbook*.

GymBC has a nine-page *Screening Policy* that appears to be applicable to almost everyone involved with the organization. Not all positions are required to obtain a criminal record check, but everyone undergoes some measure of screening.

Included in a ‘Program Principles’ document is a statement related to ‘Equity and Access to Programs and Services’. This is very basic statement.

GymBC described a desire to shift to promoting and exemplifying a Safe and Inclusive Space approach, where all individuals feel a sense of safety and belonging to the organization. This shift would focus on creating Safe and Inclusive Spaces that would then provide a focused effort on EDI and complaint management would be an element of this focus.

Leading Practices for the Sector – Evaluation of Programs and Services

Element	Evaluation of Programs and Services
Item	Program Evaluation
Governance Function	n/a
Management Function	A process is in place to evaluate all programs and services to ensure they are meeting intended outcomes or impact for the organization.

Findings - Evaluation of Programs and Services

GymBC indicated that the future Strategic Plan measures the progress and impact of programs and services. GymBC conducts an annual club membership survey that captures key data. Future plans will have this survey or an alternate survey conducted with coaches and judges.

Additionally, GymBC provided the following:

Each discipline hosts a summit and conference each year during the 'off season'. All members and leaders of the discipline are invited and welcome to attend. During the summit, the delegates review the prior season and discuss challenges and opportunities. During these events, proposed changes to programs and services are brought forward. Following the summit, the Technical Committees and Program Managers consider and shape the outcomes, ideas and recommendations to determine how programs and services can be adapted to fill the identified gaps. During this period, the Program Managers also update their respective Operations Manuals which are then presented during the conference and assembly. These plans, programs and services are then activated and evaluated at the end of the following season at the summit.

Provincial Sport Culture Index Assessment

These findings will be shared in a separate report.

Recommendations

The following 40 recommendations have been developed for consideration by GymBC.

Leading Practice Recommendations

Legal Incorporation

1. Members: The bylaws should be revised to streamline membership. Voting Members can remain clubs (and other organizations matching eligibility criteria) but the Non-Voting Member class can be removed. Instead, Non-Voting Members should be moved to a 'registrant/participant' classification only available for individuals. This distinction would clarify the difference between Members, who are in a statutory relationship with GymBC, and participants/registrants, who are in a contractual relationship with GymBC. GymBC's Directors can also be registrants/participants. The bylaws currently permit organizations to also be Non-Voting Members, but it is not apparent why this is the case – and eliminating this possibility would allow GymBC to remove the entire 'Non-Voting Member' class.
2. Members: Registrants/participants would not be Members of GymBC, but they would still be under the organization's jurisdiction. Sections of the bylaws would need to be amended or clarified to ensure that GymBC's bylaws, policies, and rules apply not only to Members but also to registrants/participants.
3. Members: Currently, the Non-Voting Members are defined "*all persons that are **individual members of Organizations accepted as Voting Members***" (emphasis added). Should these individuals transition into 'registrants/participants', the definition will need to change. Not all individuals that are affiliated with clubs would be classified as 'members'. GymBC may desire to begin tracking athletes, coaches, officials, other volunteers, etc. Not all these categories of individuals would necessarily be 'members' of a club – but GymBC may still want them to be 'registrants/participants' of GymBC.
4. Board of Directors: GymBC should explore further separating the roles of the Board (Governance) from the roles of the committees (Operations) by removing all representative roles from the Board – and moving to a Board that is fully elected by Members. This would include the Technical Committee Chairs. Operational matters, including the program priorities of the four technical committees are not part of the Governance Role of GymBC and rest fully with the Operational Role. Ensuring the Board receives regular reports from the technical committees through the CEO or exploring other ways to deliver these reports to share success and flag any areas of challenge can be developed.
5. Board of Directors: It is not clear in the bylaws how the four (4) technical committee chairs become elected or appointed into their role. These chairs are ex-officio Directors of GymBC and it should be clear how they come into their position (this clarity should be outlined in the bylaws – in addition to any comprehensive procedures described in policy) if GymBC sees the continuation of these roles at the Board level, instead of adopting a fully-elected Board as outlined in recommendation #4.

6. Governance Function: GymBC could include items in the bylaws that assist members with their involvement in the governance of the organization. Generally, members of a not-for-profit organization are responsible for three main pieces: a) electing Directors, b) approving financial statements and appointing the auditor, and c) amending the bylaws. GymBC's bylaws should empower members to complete these functions to the best of their ability without referring to the *Societies Act* for more detail (or to a separate document/policy). For example, the section related to the amendment of the bylaws should indicate how the members can make a proposal to amend the bylaws.
7. Other: The bylaws should be updated to incorporate the key recommendations outlined in this report related to membership and registrant/participant clarification and other minor items noted below:
 - General – gendered language (e.g., he/she, his/her) should be removed
 - Section 3.1 – Voting Members can make proposals to amend the bylaws and this membership right should be added to this section of the bylaws
 - Section 3.3 – The Board has the power to set membership dues – this section should replace the word 'Society' with 'Board'
 - Section 4.3 – There is no such thing as an 'Extraordinary General Meeting'. These are simply 'General Meetings'
 - Section 4.4(c) – The threshold for calling a General Meeting – 10% of the voting members – should be added to this section
 - Section 5.6 – The quorum of 35% of Voting Members can be lowered if GymBC has had challenges with this amount
 - Section 6.5 – The Chair would never be a Voting Member (and should never be representing a Voting Member)
 - Section 7.4 – The Board Composition (and the affected committee ToRs) should be adjusted so that two of the committee chairs are elected in odd years and two are elected in even years
 - Section 8.4 – Generally, leading governance practices suggest that no Director position should be filled by acclamation. When there is an equal number of Directors as available positions there should still be a 'yes' or 'no' vote (i.e., the individual would be elected by ordinary resolution). A 'no' vote would result in the position being vacant.
 - Section 8.5 – All elections should be held by secret ballot
 - Section 8.5(g) – Optionally, when there continues to be a tie, the Board could vote to break the tie instead of having a random draw
 - Section 16.1 – The fiscal year should be listed in the bylaws

Foundational Statements and Intentional Planning

Foundational Statements and Strategic Plan: No recommendations.

8. Operational Plan: Management should have the responsibility to create an annual operating plan that is aligned with the strategic plan. The annual operating plan should take into consideration the human resources plan and the annual operating budget.

Informed Governance

9. Understanding the Role of the Board: The division of responsibilities between the Board and the Chief Executive Officer needs to be clarified. One option would be to consider the development of an *Executive Limitations Policy* to clearly define the role of the Chief Executive Officer and provide a distinction between governance and operations.
10. Conflict of Interest: Section 10.8 of the bylaws should be amended to read that a Director can be removed by resolution of the Board if the Director has a conflict of interest. Alternatively, section 7.11 of the bylaws should be amended to strike that possibility. Additionally, GymBC's policies should be strengthened to ensure that all conflicts of interest within in the organization are identified and minimized (not just conflicts of interests among the Board).
11. Board Composition – Eligibility: Section 7.3 of the bylaws – Qualifications of Directors – should be expanded to ensure that the most (if not all) of the Directors are independent (i.e., that the Director is not currently also serving as a Director of a Voting Member or with Gymnastics Canada). Director independence ensures that Directors have no conflict of loyalty and can appropriately exercise their fiduciary obligations to GymBC.
12. Board Composition – Diversity: The bylaws permit the Board to appoint up to two (2) Directors for one-year terms. This flexibility should be used to appoint Directors that represent the diversity of the sport. The potential to appoint Directors for diversity purposes should align with any current or future *Diversity, Equity, and Inclusion Policy*.

Meetings of the Board: No recommendations.

Board Position Descriptions: No recommendations.

13. Board Recruitment: Ensure that a Nominations Committee is in place with a current and approved terms of reference. The Governance Committee (and any other non-conflicted Directors) should not compose the Nominations Committee – it should be a distinct committee (or a sub-committee) with its own composition and mandate. The role of the Nominations Committee is to identify and highlight (or endorse) the most qualified of the eligible candidates. A nomination process should be adopted by the Board and shared publicly with the membership and prospective Director candidates. The process should describe and utilize a Board skills matrix and should be aligned with a Board evaluation process. The nominations process and procedure should be reviewed and amended for each Annual General Meeting as required.
14. Board Recruitment: Both operational and governance committees can serve as a mechanism to identify potential future Directors and candidates for the Board.
15. Board Development and Evaluation: GymBC should establish a process for the Board to conduct an annual evaluation of the Board. This evaluation should involve a collective evaluation on the performance of the Board and an opportunity for individual Directors to also evaluate and reflect on their individual performance and contributions. Conducting the Skills and Diversity Matrix in preparation for Board recruitment can be done simultaneously

with the Board Evaluation process. The evaluation and self-assessment should align with a new skills matrix evaluation to be used in the nominations process.

16. Board Development and Evaluation: Board Development should be a continuing priority for GymBC to ensure all Directors have a comprehensive understanding of good governance and their role as a Director. In addition to taking the Governance Essentials e-learning module, Directors should be provided with opportunities to develop their Board skills in different ways.
17. Legal Compliance: Ensure a process is in place to communicate to the Board the submission and filing of statutory remittances.
18. Remuneration: Section 9.4 of the bylaws concerningly says that Directors can be remunerated for “*providing services in another capacity*” provided a majority of Directors is not so remunerated. This is a vague line that has high potential for misuse. Unless there is a compelling reason for the sentence to remain, it should be removed.

Committee Structure

19. Committees of the Board: GymBC should ensure that, at a minimum, the following standing committees of the Board are in place, meet regularly, and have a current Terms of Reference: Finance Committee, Governance Committee, and Nominations Committee. Particularly, GymBC must pay attention to the composition of these important committees. There should be eligibility requirements, but they should not be so strict as to severely limit who can serve on the committees. These committees should also have a mechanism to provide regular reports to the Board of Directors.
20. Operational Committees: Any committee that has a purpose or function falling within the operations of GymBC should be considered an operational committee. These may be advisory or decision-making committees. If GymBC wishes to appoint members of the Board to Operational Committees, it should be recognized that these individuals are sitting on the committee in an operational capacity and not in the capacity of a Director. Conflicts of interest must be declared. All operational committees should have a Terms of Reference in place, a review process, and a process to report to the Chief Executive Officer on a regular basis.
21. Operational Committees: The *Committee Policies and Procedures* document appears to have some overlap with the *Technical Committees Framework & Terms of Reference*. These documents could potentially be combined. Also, section 7.3.1.3 of the first document conflicts with the bylaws and should be removed.

Human Resources Planning and Management

22. Recruitment, Support and Evaluation of the Senior Staff Person (Chief Executive Officer): Ensure a process is in place to evaluate the CEO on a yearly basis. This process should involve establishing and measuring performance objectives and a method to collect meaningful feedback from the broader community and staff.

23. Recruitment, Support and Evaluation of the Chief Executive Officer: Document a process to ensure a succession plan is identified for the CEO both for immediate emergencies and if the CEO is no longer able to serve in their role.
24. Recruitment, Support and Evaluation of the Chief Executive Officer: Ensure Financial Policies outline the process for approving all expenses of the CEO.
25. Human Resources Planning and Management of Staff: Through establishing an operational plan, the performance objective setting for staff can ensure alignment to the overall strategic and operational plan. A process to incorporate performance objective setting into the annual planning process should be considered.

Financial Planning and Management

26. Audit and Finance Committee: With the absence of a Director of Finance, GymBC should ensure the Audit and Finance Committee is providing oversight for all financial matters of GymBC.
27. Financial Management Policies: A process to ensure Financial Policies and Controls are reviewed on a regular basis should be in place.
28. Tax Filings and Statutory Remittances: See recommendation #17.

Risk Management

29. Risk Management Policy: Continue with the development and adoption of a *Risk Management Policy* for GymBC.
30. Risk Management Policy: In alignment with the *Risk Management Policy*, GymBC should use a Risk Registry that is reviewed and updated by the Board and Senior Staff on a regular basis.
31. Risk Management – Insurance Coverage Agreements: GymBC should ensure compliance with the terms and requirements of its agreements to secure insurance under its coverage for the other identified organizations. This includes: confirming registrants and participants, adherence to all Gym BC policies and procedures governing membership, risk management, and safety. The agreements should be formally reviewed annually.
32. Risk Management – Insurance Coverage Agreements: GymBC should obtain written confirmation from its insurer that the agreements GymBC has with the other entities to provide them with coverage under the GymBC policy are accepted and approved by its insurer.
33. Risk Management – Insurance Coverage Agreements: GymBC should consider requesting a copy of the viaSport OEI Findings and Recommendations report from BC Rhythmic Sportive Gymnastics Federation (BCRSGF) to support compliance to the partnership agreement and to work with BCRSGF to identify any other risk or items that may have the potential to impact insurance coverage for GymBC.

Insurance Coverage: No recommendations other than as noted immediately above in the “Risk Management” recommendations.

34. Document and Data Management: Establish a process or procedure to ensure that technical committees are utilizing document management systems (Dropbox) in a consistent way to support knowledge continuity for GymBC.

Safe and Inclusive Environments

35. Safe Sport Readiness: Policies should be reviewed and revised to ensure alignment with Gymnastics Canada, as required, and to ensure they can be easily integrated into the future requirements as established by Sport Safeguarding BC. This review will include ensuring and understanding any jurisdictional requirements to align with the UCCMS and the Independent Third-Party Mechanism adopted at the provincial level. The creation and adoption of these policies should also ensure that GymBC can properly action, respond and enforce policies as required.
36. Safe Sport Readiness: GymBC should create a new *Diversity, Equity, and Inclusion Policy*.
37. Safe Sport Readiness: A key aspect of ensuring that GymBC has the appropriate authority to establish appropriate standards and, if necessary, initiate a disciplinary process is clarifying that GymBC has the clear jurisdiction and authority over Members and registrants/participants. Having well defined parameters for these categories minimizes the possibility of challenges down the road, particularly through the complaint process under Sport Safeguarding BC.
38. Safe Sport Readiness: Consider having a tightly defined membership in the GymBC bylaws, given the rights and privileges associated with membership in an incorporated entity such as GymBC under provincial legislation and the bylaws. This will assist in avoiding potential confusion of the governance powers of GymBC to manage its membership with disciplinary processes through Gymnastics Canada or through Sport Safeguarding BC.
39. Safe Sport Readiness: To facilitate the effective implementation of safe sport policies, it is recommended that GymBC create a registrant/participant section in the bylaws (as mentioned in an above recommendation). This is not a class of members – it covers the rights of GymBC to create the necessary contracts to regulate the activities of those who are participating in GymBC-sanctioned programming. Having a clear distinction between membership and participation will also minimize governance challenges in the future.

Evaluation of Programs and Services

Program Evaluation: No recommendations.

Other Recommendations

40. Communication and Implementation: GymBC is encouraged to provide a copy of this report to its Members and other stakeholders by posting it on the website and distributing it through

other means of communication. The organization could also provide updates to the Members as the recommendations are adopted through the implementation process.

Provincial Sport Culture Index Considerations

GymBC had 67 of 144 (45%) individuals participate in the Provincial Sport Culture Index (PSCI) Assessment, with assessments completed by the Board, Committee Volunteers, Contract Facilitators, and Staff.

Within the key outcomes it is evident that practices around safety, inclusion and well-being are important elements for GymBC. There are some strong differences between the lived experiences of staff and the Board, specifically around the performance factors of Accountability, Impact, Mission/Vision and Governance/Leadership. As these may also be seen as factors that guide the Board's oversight functions for the organization, it will be important for GymBC to gain greater clarity on how the Board sees their role in these areas and what resources, tools or information they may need to ensure stronger governance/leadership, increased impact and accountability and a shared vision for the organization.

It would be anticipated that as GymBC begins to put in place some of the recommendations outlined in this report that the changes to the organization will begin to impact some of the culture factors revealed in the PSCI. Possible strategies could include:

- Through the current strategic planning process, building additional methods to engage people in meaningful ways to support the creation of a shared vision for GymBC with an alignment to values.
- Exploring what are the key values of GymBC and seeking to identify 3 – 4 value statements that people can embrace.
- Increasing documented policies and procedures, such as Financial Policies and Controls, Human Resource Policies, and Position Descriptions may allow GymBC to demonstrate increased clarity and accountability.
- Exploring what may be associated with some roles within the organization feeling tentative to speak up, share ideas or express concerns as it relates to Psychological Safety.

GymBC may wish to further explore the differences in the culture results shared in the heat map by role. Questions that can spark further discussion include:

- What might be causing the differences in the lived experiences between the Board and Staff that would result in the Board describing the culture factors related to performance at a lower score than staff?
- What might the Board be experiencing as it relates to their governance and leadership of the organization that would result in a score of 59%? What additional steps, outside of the recommendations, might the Board need to focus their governance efforts on?
- How might the experiences of Committee Volunteers be contributing to the culture of the organization differently than staff, given that GymBC has a heavy reliance on the technical

committees to define yearly strategies and guide programs and services in the respective disciplines?

To facilitate the implementation of these strategies, GymBC may wish to access additional assessment data from the PSCI to gain greater clarity.

Proposed Next Steps

1. **1st Interim Report** – Sport Law will provide GymBC with the 1st Interim Report and schedule a meeting with GymBC’s leadership team. This meeting will be used to discuss any outstanding items or areas of the report that need clarification. Following the meeting, GymBC may be asked to provide additional documentation that may have been previously overlooked.
2. **Final Report** – A final report will be provided to the GymBC leadership team and to viaSport. In addition, Sport Law will work with the GymBC leadership team to determine how best to present the final report to the Board of Directors and/or Members. Sport Law may attend an information session hosted by the leadership team for the Board and/or for Members.
3. **Implementation** – Sport Law will co-create an implementation plan and work with GymBC to decide which Recommendations to adopt, the timeline to adopt priority items, and the individual(s) who will action the implementation plan (with Sport Law’s assistance, if desired).
4. **Communicating Findings and Actions** – GymBC is encouraged to share the final report with Members and stakeholders and provide updates to the Members and stakeholders on the progress of any adopted recommendations and the implementation process.