



Board of Directors Meeting
Monday, August 25, 2025
MINUTES

1.0 Called to order at 6:02pm MT

Mike Walker, Chair
Katrina Galas, Director
Philippe Gauthier, Director
Kristy McGregor-Bales, Director
Gail Niinimaa, Director
Peter Pekos, Director
Ntala Quintilio, Director
Julia Ransom, Director

Regrets: Doug Hannum, Director, Mandy Tran, Director

Non-voting: Kerry Dankers, CEO

2.0 Declaration of Conflict of Interest based on the proposed agenda

Mike disclosed that he is a new Director on the Board of Directors for the Canadian Sport Institute Pacific.

3.0 Consent Agenda:

- May 12, 2025 Minutes
- Operations Report
- Committee Updates – athlete survey can be shared at a high level from Athlete Director at the next regular Board meeting

- Risk Update – HR risks around [Risks 7 and 8](#) were addressed in camera

Moved by Peter Pekos, seconded by Gail Niinimaa that the consent agenda be approved.

Carried

4.0 Athlete Director Update.

Julia provided a verbal report. Adam Runnalls and Pascale Paradis are the new athlete representatives, with Pascale starting in September. They communicated that their biggest priorities for the athletes are athlete retention and fund generation. Affordability is difficult.

Kerry asked if there was a fundraiser being planned in the for the fall – Shoot for Gold and offered to help with some administration if needed.

Currently Julia is working with Clayton and looking into athlete representative role and responsibilities and the AthletesCan policy.

Ntala asked about athlete media education. Kerry provided information that there will be an athlete media education session hosted by our Olympic Media Attache Chris Dornan at the Whistler Camp in September.

5.0 Finance and Audit

5.1 2025–26 Budget.

Kerry presented the updated assumptions and outstanding items before the final budget can be approved in mid-September.

5.2 Audited Financial Statements

Kerry provided an update on progress of the 2024–25 Audit. Draft financials will be presented by the auditors to the

Finance & Audit Committee on September 4, 2025 before presentation to the Board in mid-September.

6.0 2025 Board Nominations

6.1 Chair of the Nominating Committee 2025

Moved by Peter Pekos, seconded by Ntala Quintilio that Mike Walker be appointed as Chair of the Nominating Committee for the 2025 Board elections.

Carried

6.2 Mike updated the Board on applications received at the deadline of August 24.

The skills matrix assessment revealed prioritizing legal, risk, marketing, sponsorship, fundraising, and finance requirements. Peter is at the end of his term and Kristy and Mandy are stepping down. We have received 7 applicants by the deadline. The skills above represented by applicants are marketing, sponsorship, risk and finance, which go a long way to strengthening the Board skills.

6.3 Discussion on Board size.

The maximum number of members of the board is twelve. Mike suggests we fill the board to twelve at this time and the Board discussion supported this approach.

6.4 Motion to endorse the following procedure for nominations not included in the official slate of nominees provided by the Nominating Committee:

In accordance with the Biathlon Canada By-Law No. 1, the Chair of the Annual Meeting (normally the Chair of the Board of Directors) may accept other Board nominations providing they meet the criteria of Board membership. In this case a prospective nominee must be nominated and seconded by two voting members, meet Biathlon Canada screening requirements, and be eligible to serve

as a Director under the Not-for-Profit Corporations Act. In order for a nominee to meet the screening timelines prescribed above, a valid nomination must be received by the Chair of the Nominating Committee by October 8, 2025 by 17h00 MST accompanied by a completed application form and valid E-PIC.

Moved by Julia Ransom, seconded by Peter Pekos, that the procedure for additional nominations be approved.

Carried.

7.0 Governance

7.1 Bylaw changes for the 2025 Annual Meeting.

Mike summarized the proposed By-Law changes, including the following key changes:

- 7.1.1 Allowing an outgoing Board Chair, or someone who sits on the IBU Executive Board, each to serve a fourth term;
- 7.1.2 Elimination of the Athlete Representative and Representative of Cadets position on the Board; and
- 7.1.3 Updating By-Laws to align with the Canadian Sport Governance Code and Safe Sport policies.

Moved by Philippe Gauthier and seconded by Gail Niinimaa that the proposed By-Law changes be endorsed and presented at the 2025 Annual Meeting for approval by the membership.

Carried.

8.0 Strategic Plan 2026–2034

8.1 General Discussion

Kerry discussed the proposed length of the strategic plan, the search for a facilitator and the budget allotment for the work.

8.2 Composition of Strategic Planning Working Group

Kerry proposed to have a streamlined working group that has representatives from the board, the staff, athlete representation and PTSO representatives. The board as a whole, the Division members, the athlete body would all contribute to the creation of the plan throughout the process.

8.3 Timelines

We will begin the process of selecting the group chairs and to begin creating the composition of the working group. It will be important to give the new board directors time to express interest after the annual meeting.

9.0 Annual Meeting: October 15, 2025.

Kerry and Mike gave a brief update on the 2025 Annual Meeting and discussed these points:

9.1 Appointment of an alternate Chair of the Annual Meeting should Mike not be able to connect from Germany

Mike suggested that the Chair of the Governance Committee would be the suitable alternate chair for the meeting. He will follow up with Doug.

9.2 Annual Meeting and Town Hall following meeting to be scheduled for 45 minutes each

9.3 Brief Board meeting [30 minutes] following Town Hall

10.0 Other business

Katrina: Inquiring about Biathlon Canada's participation in the Loop One Event. We are not sending a Canadian contingent due to its proximity to our National Trials, which are a priority for our team's training and competitive plan for the season.

Gail: Annual Awards Committee report. The Committee would like to change the process to have the Divisions lead in nominations and suggest that the application form be reworked to be more specific

for our needs. This year the committee created a new award in memory of Ray Kokkonen for best organizing committee of the year.

11.0 Scheduled in-camera session

Moved by Philippe Gauthier and seconded by Peter Pekos to move to the in-camera session be approved.

Carried.

Highlighted text to be redacted from the public version of the minutes to be published on the website.

The CEO departed the meeting and the Board had a discussion on her annual performance evaluation for 2024-25 and her compensation.

Moved by Mike Walker
Seconded by Peter Pekos

That the Chief Executive Officer annual salary be increased by 4% effective May 1, 2025 in addition to the 2.4% cost of living increase already granted.

Carried

12.0 Adjournment at 8:10pm MT

NEXT MEETINGS:

- Mid-September to approve Audited Financial Statements and Final 2025-26 Budget. September 15th proposed and accepted.
- The returning and new Board members will meet on Zoom immediately following the Annual Meeting on October 15, 2025.