BOARD MEETING MINUTES
FEBRUARY 22ND, 2023

Board Present: Jim Fallows, Joe Jozsa, Jan Whitridge, Rodger Linka, Laurie Smith, Kerrie Strathy, Bina Bilkhu, Mariyan Reshetar & Funke Okochi
Staff Present: Keith Karasin & Shelly Hill
Guest: Dhruv Patel
Regrets: Anda Dima & Anna Liu

Call meeting to order at 5:16 p.m.

1.0 Agenda:

- **Land Acknowledge:**
  - Acknowledgement of Treaty Land read by Jim – I would like to begin by acknowledging that we are on the traditional lands, referred to as Treat 4 Territory and that the city of Regina is located on Treaty 4 territory, the original lands of the Cree, Ojibwe(OJIB-WE), Saulteaux (SO-TO), Dakota, Nakota, Lakota, and on the home land of the Metis Nation.

    We respect and honor the Treaties that were made on all territories, we acknowledge the harms and mistakes of the past, and we are committed to move forward in partnership with Indigenous Nations in the spirit of reconciliation and collaboration.

- **Prospective Board Member: Dhruv Patel**
  MOTION #19:
  SMITH/WHITRIDGE – motion that Dhruv Patel act on the Board until the AGM in June 2023.
  CARRIED
- **Adoption of the Agenda:**
  MOTION #20:
  STRATHY/BILKHU- adoption of the agenda as presented.
  CARRIED
- **Declaration of Conflict of Interest:**
  - None at this time.

2.0 Minutes:

- **Adoption of minutes – January 25th, 2023**
  MOTION #21:
  JOZSA/RESHETAR – adoption of the January 25th, 2023 with the addition to 4.4 Stewardship – include note that states the financial reporting will also include the Balance Sheet, Assets/Liabilities and Cash Flow.
  CARRIED
- **Business Arising:**
  - None at this time.

3.0 Committee Reports:

- **Executive Committee:**
  - Met this month and will discuss further in the agenda during the in camera session.
- **Finance Committee:**
  - No report at this time. Keith will provide an update on the budget later in agenda.

- **Governance Committee:**
    - No report at this time. An updated on the Whistleblower Policy will come later in agenda.
- **Parent Advisory Committee:**
    - No report at this time.

4.0 Accountabilities:

4.1. Strategic Direction and Monitoring

- **ED Report (3-2-1 Format Re: Strategic Director) (including the Strategic Plan update) – Keith Karasin:**
    - Spoke to report as presented.
    - Budget update included in report. Organizational Budget is nearing completion; however, there has been delays due to Child Care operating budget as well as IRCC finalizing year 4 contracts and IRCC Audit. RODS also put in a request for more salary dollars and waiting approval on this. Come March we will have a better sense of IRCC budget and Child Care budge will be completed.
    - Media - Uyghur Refugees:
        - Discussed article Jim shared from Globe and Mail on Uyghur Refugees. We need to come up with a statement on our stance, if asked by media. Statement should include points such as; we are committed to our mission, we would be happy to help in collaboration with governments, this decision comes from others (governments) but RODS would be happy to help/assist if governments decide they should be involved or deems appropriate.

4.2. Governance:

- **Update on Strategic Plan – Keith Karasin:**
    - Updated included in ED 3-2-1 report. Management has met with Laura Soparlo and have begun the work to identify the key deliverables under each strategic objective. The team will begin by identifying the key deliverables for 23/24 fiscal year, keeping the larger 3-year plan in mind. Deliverables and resource implications have been identified.
    - KPI stands for Key Performance Indicators.
- **Whistle Blower Policy – Rodger Linka:**
    - Revised policy was reviewed and discussed.
    - Stephanie Yang has agreed to be the outside officer if we need. The opportunity to use Stephanie will be very limited to a complaint, where the complainant doesn't feel comfortable with anybody except an outside person. Do we have a policy or procedures where we determine when the outside compliance officer is contacted if staff don't feel comfortable with an inside compliance officer? At this time there are no rules, however, the ideas was to have a list of officers that the complainant could choose from that they would feel comfortable going to which would include the outside compliance officer.
    - Any complaints that are submitted need to be in writing and signed. Do we have a policy to ensure that this information is store confidentially to protect the person who is making the complaint and it doesn't end up going to a third party? There is a clause within the policy that covers this.

- Keith and Victoria will work together on a communication package and on how this will be rolled out to staff. They will report back to the board and share what the procedures are for this.

MOTION #22:
LINKA/RESHETAR – motion that the board approves the Board Whistleblower Policy as presented.

CARRIED

4.3. ED Relationship:
- No items at this time.

4.4. Stewardship:
- No items at this time.

4.5. Stakeholder and Strategic Alliances:
- No items at this time.

5.0 Miscellaneous:
- No items at this time.

6.0 New Business:
- No items at this time.

7.0 Standing IN CAMERA Session – Jim Fallows:
- Following a discussion, the Board agreed to offer the executive director position to Keith Karasin effective April 1, 2023 for a term extending to March 31, 2026. The annual salary will be $112,500, effective April 1, 2023. The salary will be subject to upward revision for 2023-24 by a percentage that matches any across the board increase that is provided to RODS' employees for 2023-24.

8.0 Adjournment:
MOTION #23:
JOZSA– moved that the meeting be adjourned at 6:44 pm. Next board meeting is March 29th, 2023 at 5:15 pm.

CARRIED

Deferred/Pending Agenda Items:
- ✓ Governance – Keith and Victoria develop a communication package and present it to the board on how it will be rolled out to staff.
- ✓ Curation of the Board Portal – deferred to January meeting for further discussion