BOARD MEETING MINUTES
WEDNESDAY, OCTOBER 30TH, 2024

Board Present: Anda Dima, Jim Fallows, Bina Bilkhu, Kerrie Strathy, Josephine Brcic, Anna Liu, Rodger Linka, Dhurv Patel & Katherine Roy
Regrets: Faye Nashi-Fehler, Temi Adediji & Shelly Hill
Staff Present: Keith Karasin & Linda Zeng (present for 3.1 Stewardship)

Call meeting to order at 5:17 p.m.

1.0 Agenda:

- **Land Acknowledge:**
  - Acknowledgement of Treaty Land read by Anda– 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.

- **Adoption of the Agenda:**
  MOTION #5: LINKA/BRCIC- adoption of the agenda as presented.
  CARRIED
- **Declaration of Conflict of Interest:**
  - None at this time.

2.0 Minutes:

- **Adoption of minutes – September 25th, 2024**
  MOTION #6: STRATHY/LINKA– adoption of September 25th, 2024 minutes as presented.
  CARRIED
- **Business Arising:**
  - None at this time.

3.0 Accountabilities:

3.1. Stewardship (joining us for discussion is Linda Zeng – Finance Manager):

- **Decision Item: Board Approval of Investment Policy – Jim Fallows:**
  - Following discussion and review of the decision item to approval the investment policy, the following motion was made:

MOTION #7:
FALLOWS/BRCIC– motion that the board approves the Investment Policy as presented.
CARRIED

⇨ ***Action Item:*** Shelly to insert the Investment Policy in to the Governance Policy Manual.

- **Information Item: Optimizing the Utilization of Cash Balances – Jim Fallows:**

    - In collaboration with the Finance Committee, RODS has embarked on a process of more actively managing cash balances so as to preserve the real value of its reserves and, where possible, to generate an incremental source of self-generated revenue. The revised cash management structure is expected to generate incremental revenue for RODS of about $100,000 per year.
    - RODS' cash balances are now supported by $500,000 of overdraft protection at RBC. This is an important risk management tool to assist RODS' ability to meet its payment obligations.
  - **Information Item: Environics 2024 Report on Financial Post Summary:**
    - See information item as circulated in package.
  - **Information Item: Environics Immigration & Refugees:**
    - See information item as circulated in package.
  - **2024 Levels – Jim Fallows:**
    - Spoke to presentation as circulated in package.

3.2. Strategic Direction and Monitoring:

  - **ED Report (3-2-1 Format Re: Strategic Directions) – Keith Karasin:**
    - Spoke to report as presented.
    - The Whistleblower policy was rolled out to the staff at the beginning of November. The HR Manager and Keith will follow up and do department meetings as well, as there were a few that were not able to attend the initial meetings.
  - **Engineering Report (Note from Keith on Engineer Report, Report Supplement Letter & Mech Elec Report) – Keith Karasin:**
    - Spoke to Notes on Engineers reports as circulated.
    - Following discussion on Reception House (1610 Toronto Street), review of the engineering reports and recommendation presented, the following motion was made:

<u>MOTION #8:</u>
LINKA/FALLOWS – motion that the board approve the listing of 1610 Toronto Street and sale of the property immediately.

CARRIED

⇨ ***<u>Action Item:</u>*** Keith to proceed with listing and selling the 1610 Toronto Street property immediately.
⇨ ***<u>Action Item:</u>*** Keith to follow up with IRCC regarding the closure of the Reception House and future plans.
⇨ ***<u>Action Item:</u>*** Starting a Property Sub-committee to include Finance Committee, Roger, and Faye, to discuss options for utilizing proceeds from the Toronto Street property sale.

    - Discussion on Smith Street property, review of the engineering reports and recommendation presented.

⇨ ***<u>Acton Item:</u>*** Keith to implement immediate safety measures at Smith Street building, including removing doors to address egress issues.
⇨ ***<u>Action Item:</u>*** Property Sub-Committee to review engineer recommendations for Smith Street building and develop a plan.
⇨ ***<u>Action Item:</u>*** Keith to provide updates on IRCC funding decisions and potential impacts on the organization.

3.3. Governance:

- **Annual Board Work Plan – Anda Dima:**
    - Following discussion on the draft board work plan, the following motion was made:

<u>MOTION #9:</u>
LINKA/ROY – motion that the board approves the 2024-25 Board Work Plan with changes mentioned. **CARRIED**

- ***<u>Action Item:</u>*** Shelly to update the draft work plan to remove "September 13, 2024 approved" from bottom and draft from top.

3.4. ED Relationship:

- **IN CAMERA SESSION – Anda Dima:**
    - Ed Job Description approved as presented. Executive committee will share with Keith and discuss at the November Executive Committee meeting.

3.5. Stakeholder and Strategic Alliances:

- No items at this time.

4.0 Committee Reports:

- **Executive Committee – Anda Dima:**
    - Committee finalized the Executive Director's job description and will present it later in the IN CAMERA session for approval. Committee will meet in November to finalize the Terms of Reference and Committee Work Plan. Laurie Smith will work with board to develop a success plan. She will meet with Board in December to start work.

    - ***<u>Action Item</u>***: Executive Committee to finalize terms of reference and work plan in November.
    - ***<u>Action Item</u>***: Laurie Smith to present a proposal for a comprehensive succession plan.

- **Finance Committee – Jim Fallows:**
    - Following the approval of the Line of Credit at the last board meeting, on October 10th, management entered into a line of credit with Royal Bank and we signed an agreement for a line of credit of $500,000.00 which if used bears interest at a rate of prime plus 1 point or 80%. The idea would be that it's only for emergencies. Keith to continue monitoring the new line of credit arrangement.
    - Following discussion on the draft board work plan, the following motion was made:

<u>MOTION #10:</u>
FALLOWS/BILKHU – motion that the board approves the 2024-25 Finance Committee Terms of Reference and Work Plan as presented.

CARRIED

- **Governance Committee – Katherine Roy:**
    - Committee will be meeting on November 15th. The will committee will review the draft terms of reference and work plan and bring it to the board in November for approval.
    - Nominations – Currently have one vacancy on the board. The Nominations Committee met with a potential board member and will be extending an offer to her to join the board. She will observe in November and January.

- ***Action Item:*** Governance Committee to meet on November 15th to finalize/develop Terms of Reference and Work Plan.
- ***Action Item:*** Nominations Committee to make an offer to Pearl for board membership next week.

- **Parent Advisory Committee – Anda Dima:**
  - Annual meeting was held on October 29th. Faye will provide a report next month after speaking with Donalee.

  - ***Action Item:*** Faye to follow up with Donalee to get an update on the Child Care Annual Meeting.

5.0 Review and Update Board Tracker (Motions & Action Items) – Anda Dima:

- Review Motions/Actions from September 25th meeting.

5.0 New Business:

- No items at this time.

6.0 Standing IN CAMERA Session – Anda Dima:

- Reviewed meeting effectiveness: format, content and pace good, no improvement needed. Ensure technology works for future meetings.
- The Motion Tracker does not need to include motions to adopt Agendas, Minutes, or motions to adjourn meetings.

7.0 Adjournment:

MOTION #11:
DIMA–the meeting be adjourned at 7:14 pm. Next board meeting is Wednesday, November 30th, 2024 at 5:15 pm. **CARRIED**