<u>BOARD MEETING MINUTES</u>
<u>WEDNESDAY, NOVEMBER 27, 2024</u>

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

Call meeting to order at 5:16 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:**
  <u>MOTION #12:</u> LIU/ROY- adoption of the agenda as presented.
  CARRIED
- **Declaration of Conflict of Interest:**
    - None at this time.

2.0 Minutes:

- **Adoption of minutes – October 30th, 2024**
  <u>MOTION #13:</u> ADEDIJI/BRCIC– adoption of October 30, 2024 minutes as presented.
  CARRIED
- **Business Arising from Minutes:**
    - Reviewed the Actions Items as presented.
        - Investment Policy addition to the Governance Policy has been completed.
        - Update on the sale of Toronto Street, IRCC regarding closure of Reception House and Smith Street safety measures will follow later in agenda.
        - Property Sub-Committee will meet over then the next month.
        - Board Work plan update is completed.
        - Executive Committee TOR and work plan will follow later in agenda.
        - Laurie Smith will be submitting a proposal for the succession planning. Executive Committee and Keith will review the proposal and then bring it to the board for approval. Kerrie questioned what the process is for of hiring a consultant(s). Following discussion it was determined that this needs to be discussed at the Governance committee. Regarding Laurie Smith having been selected for the development of the Succession plan, Anda reminded board members that this was determined at the Board retreat in September.

- ***<u>Action Item:</u>*** Governance Committee to discuss the need for the development of a board policy for hiring consultants (or follow RODS policy).

        - Nomination committee has invited Pearl Yuzicappi to observe the following two meetings in January and February 2025. If Pearl does decide to act on the board, at the March meeting we will make a motion to vote her onto the board until the AGM in June of 2025.

3.0 Accountabilities:

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

- **Review of Q2 Financials – Jim Fallows:**
    - Spoke to report as presented. Report is for the period of April 1st, 2024 to September 30th, 2024.

3.2. Strategic Direction and Monitoring:

- **ED Report (3-2-1 Format Re: Strategic Directions) – Keith Karasin:**
    - Spoke to report as presented.
    - Water leak on an old pipe in the basement kitchen has been fixed today.
    - Fire inspector did a walk through and they requested Childcare to change door hardware due to egress in their space.
    - Expenses for renovations managed out of admin budget. Linda will discuss with committee how we will expense some of these expenses.
    - Engineer report is located in the October board package folder.
    - Whistleblower policy was shared with staff and the policy has been updated and shared with staff.

⇨ ***Action Item:*** Keith to share the proposal for Smith Street second floor once received.

- **Strategic Planning Q1 & Q2 – Keith Karasin:**
    - New format presented online. Reviewed and discussed the document presented online (CRM Deliverables)
    - This is a working document, so there will be some changes (refinement) as we move forward. Identified that measurements need to be more defined (how do we measure the progress) and targets need to be included in the document presented.

3.3. Governance:

- **Board Survey for Risk Presentation – Jim Fallows:**
    - Reviewed the Risk Registry Summary and identified this document is outdated. Keith will update the document to reflect current risks and remove outdated ones such as Covid. It was also identified that the Board should have an opportunity to address risks from a board perspective. The finance committee will be taking this on for review. The next Risk Register presentation is in March /April 2025.
        - 1st Step: Reclassifying the Risks - cleaning up/reformatting and reclassifying identified risks - Keith will lead this work.
        - 2nd Step: Engage the Board – to get their prospective on their risk of the organization. Inventory of what Risks are of concern to the board and incorporate that into the registry as well. - Jim will lead this work.

- ***Action Item:*** Finance committee to start review the risk registry and make a plan to update from board prospective.

3.4. ED Relationship:

- No items at this time.

3.5. Stakeholder and Strategic Alliances:

- No items at this time.

4.0 Committee Reports:

- **Executive Committee – Anda Dima:**
  - Approval of Terms of Reference & Work Plan:
    - Presented the draft Terms of Reference and Work Plan.
    - Following discussion, the following motion was made:

MOTION #14:
LIU/ROY – motion that the board approves the 2024-25 Executive Committee Terms of Reference and Work Plan as presented.

8 in FAVOR, 1 ABSTENTION CARRIED

- Committee will meet with Keith to discuss the expectations of performance appraisal and job description.

⇨ ***Action Item:*** Shelly to reschedule the Executive Committee meeting.

- **Finance Committee – Jim Fallows:**
  - Property Sub-Committee meeting in early January. 2-hour meeting for beginning of January 2025 at the Smith Street location.

⇨ ***Action Item:*** Shelly will send out a poll to select a date (Jan 6th, 7th, or 8th).

- **Governance Committee – Katherine Roy:**
  - Meeting on December 3rd and will report back in January.

- **Parent Advisory Committee – Anda Dima:**
  - Faye will touch base with Donalee and report back in January.

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

- Review Motions/Actions from October 30th, 2024.

5.0 New Business:

- No items at this time.

6.0 Standing IN CAMERA Session – Anda Dima:

- Board members expressed their appreciation for the format and content of the Executive Director Report.
- The written report is well organized and relevant information is presented. No adjustments are required at this time. To increase clarity, the verbal presentation of the report might benefit from a sharper focus on the topic at hand and from being more concise.

7.0 Adjournment:

MOTION #15:
DIMA–the meeting be adjourned at 7:13 pm. Next board meeting is Wednesday, January 29th, 2025 at 5:15 pm. **CARRIED**