<u>BOARD MEETING MINUTES</u>
<u>WEDNESDAY, MARCH 26, 2024</u>

Board Present: Anda Dima, Josephine Brcic, Dhurv Patel, Rodger Linka, Jim Fallows, Kerrie Strathy & Katherine Roy
Vitural: Anna Liu, Temi Adediji, Faye Nashir-Fehler & Bina Bilkhu
Regrets: Pearl Yuzicappi
Staff Present: Keith Karasin & Shelly Hill

EMAIL MOTION:
On Friday, March 14th, 2025, the Board of Directors of the Regina Open Door Society approved the motion below:

<u>MOTION #29:</u>
LINKA/LIU– Motion that the Board approves the RODS salary grid as presented, with 3 % cost of living each year and the inclusion of 2 additional grid steps, 4 & 5 with 2% step increases, to commence in the 2025/26 fiscal year covering the fiscal years 2025/2026, 2026/2027, 2027/2028.
CARRIED

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 #30:</u> FALLOWS/LINKA - adoption of the agenda as presented with addition of the Sale of Smith Street.
  CARRIED
- **Declaration of Conflict of Interest:**
  - None at this time.

2.0 Minutes:
- **Adoption of minutes – February 26, 2025**
  <u>MOTION #31:</u> BRCIC/STRATHY– adoption of February 26, 2025 minutes as presented
  CARRIED
- **Business Arising from Minutes:**
  - None at this time.

3.0 Accountabilities:

3.1. Stewardship:

- **Budget Assumptions:**
  - Deferred to April.

3.2. Strategic Direction and Monitoring:

- **ED Report (3-2-1 Format Re: Strategic Directions) – Keith Karasin:**
  - Spoke to report as circulated.
  - Fundraiser Event put on by BMW. Event is Friday, May 23rd. Let Keith know if you are interested in attending. Jospehine, Jim, Anda, Rodger will attend. Dhruv will let us know by Friday. Rodger will purchase the other seats at the table if there are any remaining.

- **Q3 Strategic Planning Update – Keith Karasin:**
  - Deferred to April.
  - Keith provided an update on the CRM project, which is now on hold due to lack of funding.

- **Semi-Annual Risk Registry Update – Keith Karasin:**
  - Review the registry update as presented and the need for reformatting of the registry to better reflect the current challenges and potential consequences. An update and new format will be ready by the June meeting.
  - Board as a whole will need to review the registry at the fall retreat and identify any risks they may see.

3.3. Governance:

- **Proposed Constitutional Changes for 2025 AGM Approval – Katherine Roy:**
  - Presented and reviewed the proposed Constitutional changes for approval at the 2025 AGM in June.
  - Following discussion, the following motions were made:

6.7 Directors must maintain their primary residence in the City of Regina or to a radius of 50 km from the municipal boundary of the City.

MOTION #32:
PATEL/LINKA– Motion that the Board approves the proposed Constitutional changes to policy 6.7 as presented, for final approval by the membership as a whole at the 2025 AGM.
CARRIED

- Following discussion on policy 8.4.4, the following suggested wording changes to policy is being recommended as follows:

8.4.4 No directors shall receive financial compensation for services performed for the corporation.

MOTION #33:
ROY/BRCIC– Motion that the Board approves the proposed Constitutional changes to policy 8.4.4 with suggested changes mentioned above, for final approval by the membership as a whole at the 2025 AGM. **CARRIED**

3.4. ED Relationship:

- Decision Item: ED Unplanned Vacancy/Succession Plan Approval – Keith Karasin:
  - Discussion on the ED Unplanned Vacancy/Succession plan as presented. The board identified that the board also requires a more comprehensive board policy on succession and delegation of authority.
  - Following discussion, the following motion was made:

MOTION #34:
LINKA/FALLOWS– Motion that the Board approves the Unplanned Vacancy/Succession Plan of the Executive Director position as presented.

CARRIED

- ***Action Item:*** Keith to speak with Tatiana regarding expectation of filling this role if necessary.

3.5. Stakeholder and Strategic Alliances:

- No items at this time.

4.0 Committee Reports:

- **Executive Committee – Anda Dima:**
  - Committee met last week. Committee met with Keith to review the expectations and plan for his performance appraisal. Next meeting will be in May.

- **Finance Committee – Jim Fallows:**
  - Committee met on Monday. They discussed the sale of the properties and potential financial impact of the daycare, noting it may operate at a loss but this is manageable and important for the community.
  - Following discussion, the following motion was made:

MOTION #35:
FALLOWS/LINKA– Motion that the Board authorize the management to commit to a plan to sell the 1810 Smith Street and 1855 Smith Street properties. The authority to se1l the properties takes effect on April 1st, 2025.

CARRIED

- **Governance Committee – Anda Dima reporting on behalf of Kate Roy:**
  - Committee met and discussed proposed constitutional changes. Presented the proposed changes for approval at the 2025 AGM above.
  - Discussion around the Service/Confidentiality Agreement for Consultants.

- ***Action Item:*** Keith to share Microage Agreement with board for review that includes the confidentiality agreement.

- **Parent Advisory Committee:**
  - No report at this time.

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

- No items at this time.

5.0 New Business:

- No items at this time.

6.0 Standing IN CAMERA Session – Anda Dima:

- The board is requesting that the on-going sound issue for on line participants is resolved or that Board meetings are held in a different room as discussed with Keith during the March meeting.

7.0 Adjournment:

MOTION #36:

DIMA–the meeting be adjourned at 7:15 pm. Next board meeting is Wednesday, April 30th, 2025 **CARRIED**