BOARD MEETING MINUTES
WEDNESDAY, SEPTEMBER 24, 2026

Board Present: Jim Fallows, Anda Dima, Josephine Brcic, Kofi Nkrumah-Young, Katherine Roy, Kate Nimegeers
Virtual: Maria McCullough, Temi Adediji (left at 6 pm), Dhruv Bilkhu, & Bina Bilkhu
Regrets: Shelly Hill
Staff Present: Keith Karasin & Linda Zeng

Call meeting to order at 5:18 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.

- **Welcome & Introductions:**
  - Welcome to the new board members: Kofi Nkrumah-Young, Kate Nimegeers, Maria McCullough

  MOTION #1: BRCIC/FALLOWS – motion that Kofi Nkrumah-Young, Kate Nimegeers and Maria McCullough act on the Board until the AGM in June 2026.

  CARRIED

- **Adoption of the Agenda:**
  MOTION #2: FALLOWS/ROY - adoption of the agenda as presented.

  CARRIED

- **Declaration of Conflict of Interest:**
  - None at this time.

2.0 Minutes:

- **Adoption of minutes – June 18th, 2025:**
  MOTION #3: ROY/BILKHU – adoption of June 18th, 2025 minutes as presented.

  CARRIED

- **Business Arising from Minutes:**
  - None at this time.

3.0 Accountabilities:

3.1. Stewardship:

- **Q1 Financial Update – Jim Fallows/Linda Zeng:**
  - Orientation/Information for new board members of documents presented. Overall high level review of the statements. This is Q1 of the fiscal year from April 1st to September 30th. Jim provided an overview of RODS's

first quarter financials, explaining their revenue model, which primarily relies on government funding through fee-for-service contracts rather than grants, resulting in consistent surpluses. He noted that RODS has about $4 million in cash reserves, with two properties up for sale that could increase this to $5-6 million. The organization's expenses are typically split between salaries/benefits (75%), rent (10%), and other expenses (15%), with a recent staff reduction of 14% primarily affecting language instruction programs.

Linda left the meeting after the financial presentation.

3.2. Strategic Direction and Monitoring:

- **ED Report (3-2-1 Format Re: Strategic Directions) – Keith Karasin:**
  - Spoke to report as circulated.
- **Update on Bring' Em Up Foundation Partnership with RODS – Keith Karasin:**
  - Bring' Em up is a group of people from Regina that wanted to raise money for immigrant and refugee children/youth to access sports, camps, equipment etc. The focus was mainly basketball. The Foundation does not want to manage money, therefore, they reached out to RODS in the hopes of a partnership. The Foundation would donate the funds they raised to the organization and in turn, RODS would use the donated funds to support children and youth in attending externally operated identified sport camps and activities. However, as an organization we do not want to manage the program for purposes of liability etc. Their Gala/fundraiser raised $90,000 and they ran camps in July. We need to set up a model and an agreement/contract. Keith reached out to our Lawyer for assistance in drafting an agreement and in turn will meet with the Foundation to finalize the agreement and activities going forward. Consideration of expanding it to include other sports like long-distance running, volleyball and hockey needs to be considered as well.

- ***Action Item:*** Keith will meet with Foundation to finalize agreement.

- **Metropolis Conference in Saskatoon – Anda Dima & Keith Karasin:**
  - Keith, Anda, Jim attending the Metropolis Conference in Saskatoon October 29th & 30th. October Board meeting will be post-pone until November 5th. The conference registration and hotel accommodations will be covered by the organization and board members were encouraged to register by the end of the week and follow up with Anda to let her know if you are attending. Travel and meals not covered by the conference. Kate Nimegeers will be a panelist at the conference. Please submit all receipts for reimbursement. Conference link is included in the package on the portal.

- ***Action Item:*** Members to register for the Conference online and submit any receipts for reimbursement.

3.3. Governance:

- **Code of Conduct & Conflict of Interest – Anda Dima:**
  - Please sign the documents and send back to Shelly. New members will need to read the Governance policy before signing these documents. Access to the portal will be given following the return of Shelly.

- ***Action Item:*** Members to sign code of conduct and conflict of interested by the first week in October.

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:**
  - Updates:
    - Anna Liu is resigning from the board due to personal reasons effective today – September 8th, 2025.
    - Committee will meet quarterly in November, January, April or July. These meetings are in person however, a virtual link will be available for those unable to attend in person.
    - Succession Planning - Laurie Smith is a consultant we have hired to help with the plan and she will have a report to us in October.
    - Strategic Planning Committee has been struck to discuss and plan for the next session. Committee is Anda, Bina, Keith and Jim. If there is anyone else who would like to be apart of this committee please let Anda know. Retreat will take place either on January 9th and 10th or January 16th & 17th. We are still looking for a facilitator so if members know of anyone please let Anda know. Praxis has been recommended and Anda will reach out to them and speak with with Val. Keith mentioned that he would like a few sessions following the retreat where the facilitator would come and work with the management team to show them how to roll out and manage the plan. We need to determine where the funds will come for this training, possible reserves.
    - Vice – Presidents position is vacant – if there is anyone interested, please reach out to Anda.
    - Committees update. New members will act on the following committees: Kofi will act on the Governance Committee and be the new Parent Advisory Committee board representative with Anda being the backup for the committee. Kate will act on the Governance and Finance Committees and Maria will act on the Finance Committee. Shelly will ensure that the committee list is updated based on above mentioned changes.

⇨ ***Action Item:***
  - Members to let Anda know if they would like to act on the Strategic Planning Committee, have suggestions of facilitators for the upcoming Retreat in January and if you have interest in filling the Vice-Presidents role.
  - Members to complete the retreat poll.
  - Shelly to send out a po1l to board in fall to choose the Retreat date in January 2026 and update committees list

- **Finance Committee – Jim Fallows:**
  - Next Finance Committee meeting on October 15th at 3:00 pm.
  - The Finance Committee presented their work plan for 2025-26, which includes reviewing corporate structure, financial statements, investment policy and risk management. Ongoing items are reviewing and presenting quarterly finances information, external

auditor (seasonal), support executive committee in development of the Board Retreat, Review and present the Annual Budget (seasonal). The finance committee reviews and updates board policies such as the investment and reserves policy on an annual basis. Terms of References tend to be stable year to year.

<u>MOTION #4:</u> FALLOWS/BRCIC– motion that the board approves the Finance Committee Terms of Reference for 2025-26 as presented.

CARRIED

<u>MOTION #5:</u> FALLOWS/ROY– motion that the board approves the Finance Committee Work Plan for 2025-26 as presented.

CARRIED

- **Governance Committee – Katherine Roy:**
  - Nominations Committee:
    - New board member orientation meeting will be on October 21st at 5 pm with Keith and Anda in person and following the meeting there will be a tour of the building. Shelly to send out a calendar request upon her return.
  - Committee will present the B2 policy in October.
  - Reviewed staff operational manual. Changes and concerns were send to Keith and HR in August. Committee needs to make a policy when the board will review this document to ensure it is align with the Governance Policy.
  - Work plan will be presented in October. Katherine will reach out to shelly to set up a committee meeting.

- ***<u>Action Item:</u>***
  - Shelly to set up portal access for new members, send out Orientation/Welcome email and meeting invite, update board lists, update member list with Corporations.
  - Katherine will follow up with Shelly to set up committee meeting.
  - Committee to present work plan and B2 policy changes in October.

- **Parent Advisory Committee:**
  - There is a meeting this evening. Donalee will follow up with Anda and Kofi to provide the minutes from the meeting.

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

- Anda will follow up with Shelly to ensure that the form is updated accordingly.

- ***<u>Action Item:</u>*** Shelly to update the action tracking form.

5.0 New Business:

- No items at this time.

6.0 Standing IN CAMERA Session – Anda Dima:

- Board Effectiveness Survey Results:
  - Overall the results are positive and will be considered to inform future strategic planning.
- Meeting Review:
  - This meeting covered three months of activities (July, August, September)

- Board members appreciated the Chair moving the meeting along and ending the meeting on time.
- Board members also appreciated the ED report, which was well organized, comprehensive, and it covered relevant information. At time, the delivery was fast and more difficult to follow.
- Audio and video for board members participating via Zoom was satisfactory.
- Board members appreciated the generous supper spread from Nicki's.
- Overall, this meeting format, content and delivery received positive feedback from the board.

7.0 Adjournment:

MOTION #6:

DIMA–the meeting be adjourned at 7:38 pm. Next board meeting is Wednesday, November 5th, 2025 at 5;15 pm. **CARRIED**