BOARD MEETING MINUTES
WEDNESDAY, NOVEMBER 5TH, 2025 – OCTOBER MEETING

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

Call meeting to order at 5:15 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 #7: **NKRUMAH-YOUNG/MCCULLOUGH -** adoption of the agenda as presented.

  CARRIED

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

2.0 Minutes:

- **Adoption of minutes – September 24th, 2025:**
  MOTION #8: **BILKHU/FALLOWS** – adoption of September 24th, 2025 minutes with changes brought forward.
  - Update Dhruv's last name to Patel.

  CARRIED

- ***Action Item:*** Shelly update meeting minutes with above mentioned change.

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

3.0 Accountabilities:

3.1. Stewardship:

- **Decision Item: Reserve Management/Optimizing Corporate Structure:**
  - Reviewed and discussed decision item as presented. The board discussed establishing a private foundation for due diligence and legal consultation, with the Finance Committee proposing to spend up to $10,000 on professional fees for research and analysis. The financial implications include legal fees of $5,000-$10,000 for detailed analysis, plus ongoing

costs of about $5,000 annually for audits and administration. The group considered the risks and challenges of such a structure, including potential government reactions and the need for careful implementation. Keith emphasized the importance of rebuilding relationships with faith communities and suggested using the foundation to engage with community supporters. The board agreed to move forward with the Finance Committee recommendation to research to gather more information about the foundation's feasibility, with the understanding that this would not commit them to actually creating the foundation.
        - After discussion, the following motion was made:

MOTION #9: FALLOWS/NIMEGEERS – motion that the Board authorizes the Finance Committee to spend up to $10,000 on professional fees for research and analysis on the advisability of establishing a private foundation that would hold and invest internally generated assets.

CARRIED

- ***Action Item:*** Finance Committee to engage with legal counsel and KPMG to further research and analyze the feasibility of establishing a private foundation.

    - **Item: Reserve Funds for Graphic Designer Position – Keith Karasin:**
        - Reviewed and discussed decision item as presented. After discussion, the following motion was made:

MOTION #10: BRCIC/FALLOWS – motion that the Board approves the allocation of reserve funds in the amount of $145,513.67 to fund the contract of Mutahir Masood, Graphic Designer Position from January 1st, 2026 to December 31st, 2027

CARRIED

3.2. Strategic Direction and Monitoring:

- **ED Report (3-2-1 Format Re: Strategic Directions) – Keith Karasin:**
    - Spoke to report as circulated.
- **Q1 Strategic Plan Update – Keith Karasin:**
    - Deferred to November meeting.
- **Risk Register Semi-Annual Presentation – Keith Karasin:**
    - Reviewed and discussed the risk register update as presented, highlighting the new risk, #9: Finance, Operational and Programs.

3.3. Governance:

- **B-11 Policy Revisions Update :**
    - Deferred to November meeting.

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:**
  - Strategic Planning Committee:
    - Committee is Anda, Jim, Josephine and Keith.
    - Reviewed proposal submitted by Praxis Consultant for the upcoming strategic planning session.
    - Committee will meeting with Praxis on Friday, November 7th to begin strategic planning process.
    - After discussion, the following motion was made:

<u>MOTION #11:</u> BRCIC/FALLOWS – motion that the Board approves the allocation of reserve funds as outlined in the Proposed Workplan and Budget submitted on October 28th, 2025 by Praxis consulting Ltd. For Strategic Planning.

CARRIED

- ***<u>Action Item:</u>*** Committee to follow up with consultant to confirm the proposal has been approved by the board. Keith will provide consultant with documents and information needed to conduct and environmental scan. Keith/Shelly will follow up with consult to set up meetings for phase 2 with committee, leadership team and board.

  - Committee Work Plan & Terms of Reference:
    - Reviewed committee work plan and terms of reference as presented. After discussion, the following motion was made:

<u>MOTION #12:</u> DIMA/MCCULLOUGH – motion that the Board approves 2025-26 Executive Committee Terms of Reference and Work Plan as presented.

CARRIED

- ***<u>Action Item:</u>*** Shelly to update the board work plan, update Committee Terms of Reference with approval date and signature. Governance Committee to develop a Terms of Reference for the full board.

- **Finance Committee – Jim Fallows:**
  - Committee meeting and presented the items above under Stewardship.

- **Governance Committee – Katherine Roy:**
  - Committee Terms of Reference & Work Plan:
    - Deferred to November meeting.

- **Parent Advisory Committee:**
  - Reviewed the minutes as presented.
    - Relocation and Expansion of the Daycare from 64 to 90 spaces has been approved by the Provincial gov; RODS applied for more spots to help with the waiting list situation in the community. Provincial government provides renovation funds for the additional 26 spaces only ($347,360); daycare also has unspent maintenance grant of $95,000. Daycare mgmt. is concerned with creating a 90 space center on a 26-space budget as upper management advised that this is the only budget they have.
    - Programming: continue to follow best practice in Early Learning; starting 3rd round of developmental assessments involving skill checklists twice per year. Follow-up with parents.

- Developing a new Safety procedure for taking children to Victoria Park.
- Licensing 2025 is taking place in December. A presentation is made to the Board at the January Board Meeting.
- Professional Development closure days to be expected in 2026 - the Ministry has approved licensed daycares to close for up to 2 days/year for PD; there is also an individual staff requirement of 6 hrs of PD per year.
- Separate website for the daycare – with more new centers and additional spaces opening in Regina, Daycare mgmt. feels that they need to have a stronger digital presence to ensure they can remain competitive. Currently the Daycare is a program under LINC.
- *Next PAC Meeting:* February 2026

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:

- No suggestions for improvement at this time.
- Board members are appreciative of suppers being provided.
- Sound was satisfactory for remote participants.

7.0 Adjournment:

MOTION #13:
FALLOWS/BRCIC–the meeting be adjourned at 7:15 pm. Next board meeting is Wednesday, November 26th, 2025 at 5:15 pm.

CARRIED