<u>BOARD MEETING MINUTES</u>
<u>WEDNESDAY, FEBRUARY 25, 2026</u>

Board Present: Anda Dima, Jim Fallows, Josephine Brcic, Kofi Nkrumah-Young, Kate Nimegeers
Virtual: Maria McCullough, Bina Bilkhu & Katherine Roy
Regrets: Temi Adediji
Staff Present: Keith Karasin, Shelly Hill, Linda Zeng (present for 3.0 Stewardship agenda items)

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 #25:</u> NIMEGEERS/FALLOWS- adoption of the agenda with the addition of the following two items:
    - Decision Item: Approval of Child Care Pre-ECE Salary under Stewardship
    - Avison Young Issue under Strategic Direction and Monitoring/ED Report

  CARRIED

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

2.0 Minutes:

- **Adoption of minutes – January 28, 2026:**
  <u>MOTION #26:</u> BRCIC/FALLOWS– adoption of January 28th, 2026 minutes with the revision to the secondor (Jospehine Brcic) for Motion #23.

  CARRIED

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

3.0 Accountabilities:

3.1. Stewardship:

- **Q3 Financial Review – Jim Fallows & Linda Zeng:**
    - Jim presented the third quarter financial report showing a surplus of $257,000, though noted this included a one-time gain from selling reception house. The main discussion centered on upcoming IRCC funding cuts, with the organization facing reduced funding over a four-year period, potentially decreasing from $100 to $70 per person served across Canada.
- **Decision Item: Approval of 2026-27 Salary Grid – Jim Fallows:**
    - The board discussed and approved a modified salary grid motion for the 2026-27 fiscal year, with the key change being that the approval is

contingent on IRCC funding. The board emphasized the importance of maintaining organizational flexibility in salary decisions, noting that while the board approves the framework, final decisions would depend on budget outcomes and funding levels. The group agreed that management would provide updates on budget information before any salary increases are implemented, and the board would make a separate decision on actual increases once budget details are known.
    - Following the discussion, the following motion was made:

<u>MOTION #27:</u> FALLOWS/NKRUMAH-YOUNG – motion that the Board approves the RODS salary grid for the 2026-27 fiscal year, contingent on IRCC funding.

CARRIED

- **Decision Item: Modernizing RODS IT Platform – Keith Karasin:**
    - The board approved using reserve funds in the amount of $54,750 to modernize the IT platform by moving to a cloud-based infrastructure instead of replacing physical servers. This change was prompted by Microsoft eliminating their non-profit structure for licensing software, which affected the organization's free email licenses. The transition will primarily involve labor costs for maintenance and file management, with the potential to reduce the number of software licenses from 150 to 130. The organization will continue with their current vendor, Microage, for the backend management of this transition.
    - Following discussion, the following motion was made:

<u>MOTION #28:</u> FALLOWS/NKRUMAH-YOUNG – motion that the Board approves using reserve funds in the amount of $54,750, to support the movement of RODS IT infrastructure to a 100% cloud-base solution.

CARRIED

- **Decision Item: Child Care Salary Grid for Pre-ECE Category – Keith Karasin:**
    - Discussed updates on childcare salary adjustments, noting an increase of $0.30 for a total amount of $15.60 to ensure compliance with Child Care Branch, Government of Saskatchewan.
    - Following discussion, the following motion was made:

<u>MOTION #29:</u> FALLOWS/NKRUMAH-YOUNG – motion that the Board approves the increase in the Pre-ECE salary line in the Child Care salary grid of $0.30 per hour for the 2026-27 fiscal year and onward as the base hourly rate subject to increase by steps.

CARRIED

3.2. Strategic Direction and Monitoring:

- **ED Report (3-2-1 Format Re: Strategic Directions) – Keith Karasin:**
    - Spoke to report as circulated with key points as follows:
        - A visit from the IRCC our funder to our settlement department next week
        - Discussed several key topics including a potential review of the newcomer emergency fund and healthcare costs for refugees. Keith noted that covering healthcare costs for refugee claimants could cost approximately $45,000-$60,000 annually, and the organization will assess their current $50,000 emergency fund in March. He also provided updates on building plans at Smith Street, social media

management tools, and reported that refugee arrivals have significantly decreased from 250+ to 132 for the year so far. Highlighting that while healthcare costs per refugee are increasing at about 10% annually, they remain lower than domestic health costs per person.

- The meeting discussed two main issues. First, regarding child care facility code compliance, Keith reported that architects are working on obtaining official documentation from the city about required sprinkler systems and fire safety measures, though progress is slower than expected. Second, the board discussed concerns about the real estate company Avison Young, which will be discussed more in depth later in agenda.

- ***Action Item:*** Keith to review the Newcomer Emergency Fund criteria in March and come back to the board with recommendations regarding coverage for Interim Federal Health Program co-payment needs.

  - **Additional item added: Avison Young Issue – Anda Dima & Jim Fallows:**
    - Background: as per February 21, st article in the "Globe and Mail article "Canadian company Avison Young brokering sale of two warehouses to ICE", Avison Young, a Canadian company with global reach, was facilitating the sale of two industrial buildings in Hall County, GA, to ICE, which intended to use them as a processing centre for up to 1,600 detainees. Allegedly, local groups including the Rainbow Collective demanded that the seller and Avison Young stop the sale arguing that the warehouses would be used to "cage human beings". Following inquiries from The Globe and Mail, the listing was removed from Avison Young's web site. Avison Young did not provided a response or comments regarding the removal.
    - In light of these developments, Keith, Anda and Jim, consulted with our legal counsel and discussed options to terminate the contract with Avison Young.
    - Following vigorous discussion and in view of the recent allegations against Avison Young in brokering a sale of real estate with ICE, the board is concerned that maintaining a relationship with the company does not align with the mission statement and values of RODS, the following motions were made:

MOTION #30: **NKRUMAH-YOUNG/ROY –** motion that in view of the recent allegations against Avison Young in brokering a sale of real estate with ICE, the board is concerned that maintaining a relationship with the company does not align with the mission statement and values of RODS.

CARRIED

MOTION #31: **NKRUMAH-YOUNG/ROY –** motion that the Board approves to terminate the contract with Avison Young, letting the contract to expire with the notice period set out in the contract.

CARRIED

- Related Item: Hootsuite: Keith confirmed that RODS' contract with Hootsuite was terminated in December 2025. The new agency contracted by RODS is Vista Social.

- ***Action Item:*** Keith to contact Linely Schaefer at Avison Young to discuss the two issues (Organizational values/reputational risk regarding ICE allegations and IRCC funding cuts) in the next week. Then provide written notice to Avison Young by March 7th to not renew the listed contact (notice will not state reasons, just inform of non-renewal pre contract clause). Once these steps are complete Keith will report to the board on Linely Schaefer's response regarding the ICE allegations discussion.

3.3. Governance:

- **Proposed Constitutional Amendments – Katherine Roy:**
  - There are no amendments at this time.

3.4. ED Relationship:

- Decision Item: ED Succession Plan – Anda Dima:
  - Discussed the new ED succession plan/policy, which was developed by Laurie Smith. The Executive Committee reviewed the plan policy and would like to recommend that the board approves and implement it moving forward. The policy includes procedures for both short-term and long-term succession planning, though it was noted that the current contract doesn't specify notice periods.

MOTION #32: **DIMA/FALLOWS –** motion that the Board approves the new policy B-VIII, Executive Director Succession Plan Policy with the revisions as discussed (numbering and the addition of the current ED job description/competencies).

CARRIED

- ***Action Item:***
  - Anda/Shelly to update the Governance Policy with the addition of the new policy B-VII and revisions as mentioned above (formatting to add proper numbering/headings to the B-VII - ED Succession Plan policy.
  - Executive Committee: Review and combine the ED job description with competencies developed by Laurie Smith, then bring to the board for review

3.5. Stakeholder and Strategic Alliances:

- No items at this time.

4.0 Committee Reports:

- **Executive Committee – Anda Dima:**
  - Executive Committee meeting minutes have been posted to the portal for review.
  - The committee will perform the ED performance appraisal similar to last year. The committee will meet to discuss the timeline.

- ***Action item:*** Executive Committee move forward with performance appraisal for the Executive Director as soon as possible.

- **Finance Committee – Jim Fallows:**
  - The Finance Committee will meet with RBC Dominion Securities on Friday to discuss investment options, Jim would like to know if there is anyone from the committee that would like to join in on the meeting. Kate has agreed to attend.
  - Committee needs to meet with KPMG regarding tax matter.
  - Finance committee meeting have been posted to the portal for review.

- ***Action Item:*** Finance Committee to report back about the findings from RBC Dominion Securities. Meet with KPMG to discuss tax matter.

  - **Governance Committee – Katherine Roy:**
    - No updates at this time.

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

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

- The board identified the need update the action item tracker to better reflect current priorities and status of items. Also, to ensure that the right Kate is listed (Kate Nimegeers vs Katherine Roy)

- ***Action Item:*** Shelly will update the tackers with revisions to reflect current priorities/status of items and listing the corret Kate (Kate N vs Katherine R) and Anda will approve the updates

5.0 New Business:

- No items at this time.

6.0 Standing IN CAMERA Session – Anda Dima:

- Meeting Review: good meeting in which strategic and important issues were discussed and resolution was reached; Keith's report and input was appreciated; the board is appreciative and supportive of Keith; having committee minutes circulated and posted on the Board portal is appreciated.

7.0 Adjournment:

MOTION #33:
DIMA – the meeting be adjourned at 7:41 pm. Next board meeting is Wednesday, March 25th, 2026 at 5:15 pm.

CARRIED