



**Board of Directors Meeting Minutes
November 16, 2016
Marine Boardroom, CLBC Head Office,
7th Floor, 1200 West 73rd Avenue, Vancouver BC**

The Board Chair introduced the Board and Management, and then explained the format of CLBC Board meeting.

Question and Answer Period

In order to improve communication, transparency, and accessibility to the public, the Board of CLBC provides opportunities for the public to schedule presentations and to ask questions from the Board prior to the beginning of every Board meeting.

The Board received no questions from the public.

Public Presentations

There were no public presentations.

Attendees:

Tom Christensen – Board Chair	Jane Holland – Board Member
Eileen Stewart – Board Member	Onkar Biring – Board Member
Diane Friedman – Board Member	Joanne Curry – Board Member
David Everett – Board Member	Dan Smith – Board Member
Barbara Carle-Thiesson – Board Member	David Babych – Board Member

CLBC Staff:

Seonag Macrae – Chief Executive Officer
Richard Hunter – Vice President, Finance and Chief Financial Officer
Jack Styan – Vice President, Strategic Initiatives
Lynn Davies – Vice President, Regional Operations
Sara Miller – Vice President, Corporate Services
Megan Tardif – Director, Quality Assurance
Randy Schmidt – Director, Communications
Stacey Lee – Director, Human Resources
David Toone – Director, Contract and Risk Management
Marilyn Almocera – Executive Assistant to the CEO
Zainum Bahadshah - Manager, Organizational Support, Strategic Initiatives (9:25-10:05 a.m.)
Kanapa Pitakpong – Board Liaison (Recorder)

Guests:

Jai Birdi - Director, Regional Operations, South Fraser (9:00-10:05 a.m.)
Dana Johnston - Quality Assurance Practice Consultant and Chair of the HRIP Committee (9:00-10:05 a.m.)
Tracy Charlton – Analyst, CLBC South Fraser Office (9:00-10:05 a.m.)

Call to Order

Tom Christensen, Board Chair, called the Public Board Meeting of November 16, 2016 to order at 9:00 a.m. and welcomed members of the board, executives, and guests.

Story Telling

Jane Holland introduced a video titled "*Building Circle*" on Youtube.com

1. Approval of Agenda

Agenda of the November 16, 2016 meeting of the Board of Directors was reviewed.

Motion

It was **MOVED** and **SECONDED** that the Board approves the agenda as presented.

CARRIED

2. Business Arising from the Previous Meeting

2.1 Approval of Minutes of September 21, 2016 Meeting

The minutes of the September 21, 2016 meeting of the Board of Directors was reviewed. There was no business arising from the previous meeting and minutes.

Motion

It was **MOVED** and **SECONDED** that the Board approves the minutes as presented.

CARRIED

3. Strategic Issues/Board Education:

3.1 Panel Education Session "Better Serving People with Multiple Complex Needs"

Jack Styan introduced Jai Birdi, Dana Johnston, Tracy Charlton, and Zainum Bahadshah to present "Better Serving People with Multiple Complex Needs" presentation. The team presented current work, methodologies, and practices that have been carried out by South Fraser region and discussed challenges, key research findings and answered questions from the Board.

David Everett joined the meeting at 9:25a.m.

The Board thanked the team for sharing with the Board challenges and the current initiatives and the presentation.

4. Other Business:

4.1 CEO Report

Seonag Macrae discussed highlights of her CEO Report as of November 30, 2016, and responded to comments and questions from the Board.

4.2 Board Committees Appointment

Tom Christensen proposed to the Board new appointments of Committee members and updated Committees' membership effective immediately:

1. Barbara Carle-Thiesson is appointed as a member of Finance and Audit Committee; and Dan Smith as a member of Governance & HR Committee.

2. The Committees' membership will be updated as follows:

Finance and Audit Committee: David Everett (F&A Committee Chair), Diane Friedman, Joanne Curry, and Barbara Carle-Thiesson

Governance & HR Committee: Eileen Stewart (G&HR Committee Chair), Dave Babych, and Dan Smith

Quality & Service Committee: Jane Holland (Q&S Committee Chair), Onkar Biring, and Diane Friedman

Further, Tom provided an update that the last Board member appointment is in process with SDSI.

Motion

It was **MOVED** and **SECONDED** that the Board approves new appointments of Committee members and Committees' membership as recommended.

CARRIED

5. Board Committee Reports:

5.1 Finance and Audit Committee Report

David Everett reported the Committee met with the External Auditor and reviewed the 2017/18 audit plan. The Committee reviewed the amendment made to the Procurement and Contracting Policy. Minor changes were made to reflect the updated organizational structure including updated terminology.

Motion

It was **MOVED** and **SECONDED** that, as recommended by the Finance and Audit Committee, the Board approves the revised Procurement and Contracting Policy as amended.

CARRIED

Committee reviewed and discussed CLBC's 2016/17 to 2018/19 Information Resource Management Plan.

Motion

It was **MOVED** and **SECONDED**, that, as recommended by the Finance and Audit Committee, the Board approves the CLBC's 2016/17 to 2018/19 Information Resource Management Plan as presented.

CARRIED

Committee reviewed and discussed Management's recommendation of a bad debt write off of an unrecoverable receivable of \$116,390 from a service provider due from Jul-Mar Enterprises in the amount of \$116,390.

Motion

It was **MOVED** and **SECONDED** that, as recommended by the Finance and Audit Committee, in accordance with Financial Authority Policy, the Board approves the write off of debt due from Jul-Mar Enterprises in the amount of \$116,390.

CARRIED

5.2 Quality and Service Committee Report

Jane Holland reported on the Committee's review of the final draft of Provincial Advisory Committee (PAC) and the Community Council (CC) terms of references. Both TORs were revised to include comments from PAC after the Sep 24, 2016 meeting. Some of the procedural information was removed and will be added in the Community Council handbook for clarity. Minor changes were made to both CC and PAC's ToRs. The aboriginal member recruitment process was addressed.

Motion

It was **MOVED** and **SECONDED** that, as recommended by the Quality & Service Committee, the Board approves the revised final draft of PAC and CC Terms of Reference as presented.

CARRIED

Further, the Committee reviewed information related to Quality Service in the QMI report as of November 30, 2016. Jane provided a summary of discussion at PAC's meeting on Sep 24th to the Board.

5.3 Governance & HR Committee Report

Eileen Stewart reported on the Committee's review of the Code of Conduct & Conflict of Interest Policies. There are no changes being proposed to the policies at this time. The policies will be updated to reflect the approved 2017-2019/20 strategic plan. The Committee advised Management that unless there are substantive changes being made to the policies, those changes can be applied to the policies as required without coming back to the Committee and Board for approval.

The Committee discussed the Board Governance Manual bi-annual review process for 2017. It was agreed that each Committee will conduct an initial review of its ToR and relevant sections in the manual in January for final submission to G&HR Committee's review and recommendation for Board's approval in March meeting.

6. Directors' Reports on Community Interactions/ External Events

Board members provided feedback and a summary of key discussions at the Board tours & visits in; Cranbrook (Oct 10th), Nanaimo (Oct 20th), and PAC Burnaby and Port Moody (Nov 8th).

Tom discussed with the Board a method for collecting Board's feedback on the 2016 Board tours and visits for the evaluation. The Board will share comments related to the process, tours & meetings structure, and provide suggestions for improvement in the board evaluation survey and send it to Kanapa in December. The Board requested that a summary report including comments from staff, community council chairs, and Board members, be presented to the Board for discussion in the January meeting.

Further, the Board discussed 2017 Board tours & visits and agreed the tours & meetings be organised in (1) Mar-Apr-May and (2) Oct-Nov next year. Management will propose plans and agendas.

7. Story Telling

Dan Smith presented his chosen video "Language, Labels and Lies" by Kim Lyster, from www.conversationsmatter.org

8. Volunteer for New Stories

Tom Christensen and David Everett will be presenting new stories in the next meeting on January 25, 2017.

9. Adjournment

There being no further business to discuss, the Chair asked for a motion to adjourn the meeting.

Motion:

It was **MOVED** and **SECONDED** that the Board meeting be adjourned.

CARRIED

The meeting adjourned at 12:00 p.m. The next Board meeting is scheduled for January 25, 2017 in Vancouver, BC.