



Board of Directors Meeting Minutes
April 1, 2015
Coastal Mountain Ballroom, Vancouver Airport Marriott Hotel
7571 Westminster Highway, Richmond, BC

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

Board Meeting

Attendees

Denise Turner – Board Chair
Ernie Malone – Board Member
Arn van Iersel – Board Member
Mark Duncan – Board Member
Norah Flaherty – Board Member

John McCulloch – Board Member
Elizabeth Hunt – Board Member
Eileen Stewart – Board Member
Onkar Biring – Board Member
Roberta Kjelson – Board Member

CLBC Staff

Seonag Macrae – Chief Executive Officer
Jack Styan – Vice President, Strategic Initiatives
Richard Hunter – CFO, Vice President Finance
Lynn Davies – Vice President, Regional Operations
Megan Tardif – Director, Quality Assurance
Stacey Lee – Director, Human Resources
Randy Schmidt – Director, Communications
Marilyn Almocera – Executive Assistant to the CEO
Kanapa Pitakpong – Board Liaison (Recorder)

Regrets

Diane Friedman – Board Member

Guests

Sarah Schulman, Presenter – Inwithforward, Burnaby Association for Community Inclusion (BACI)

Call to Order

The Chair called the Public Board Meeting of April 1, 2015 to order at 08:30 a.m. and welcomed guests.

Story Telling

Ernie Malone, Board member, introduced a chosen video titled "Parents of Disabled Children - Their "Today" By Debs Aspland.

1. Approval of Consent Agenda

Consent Agenda of the April 1, 2015 was reviewed. Item 1.2.6 was removed from the Consent Agenda and placed on the Closed Agenda.

Motion

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

CARRIED

2. Approval of Agenda

The agenda was reviewed. The order of reporting items was amended.

Motion

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

CARRIED

4. Other Business

4.1 Conflict of Interest Disclosure

Denise Turner, Board Chair, informed the Board of a potential and/or perceived conflict of interest, reported by Diane Friedman. Diane's close family member is involved with the relocation of the Provincial Assessment Centre, working for the Ministry of Technology, Information and Citizen Services. To the extent any discussions regarding the relocation of the PAC occur at Board meetings, Diane will absent herself. In addition, it was noted that Diane has updated the Annual Declaration for Directors accordingly.

4.2 CEO Report

Seonag Macrae, Chief Executive Officer, presented her report to the Board. The CEO discussed highlights of the report and responded to comments and questions from the Board.

In addition, the CEO announced the appointments of Lynn Davies, VP Regional Operations, and Megan Tardif, Director, Quality Assurance, to the Board and welcomed Lynn and Megan as an addition to the Management team.

3. Strategic Issues/Board Education

3.1 Provincial Advisory Committee Appointments

Megan Tardif, Director of Quality Assurance, presented the Provincial Advisory Committee Nominations for Board's approval.

Motion

It was **MOVED** and **SECONDED** that, the Board approves the Provincial Advisory Committee appointments as recommended by Management.

CARRIED

3.2 Presentation – InwithForward

Jack Styan, VP Strategic Initiatives, introduced Sarah Schulman, a representative from Inwithforward, and provided a brief introduction on the Inwithforward program to the Board. Jack Styan and Sarah Schulman answered questions raised by the Board related to the presentation. The Board thanked Sarah for her presentation.

5. Board Committee Reports

5.1 Finance and Audit Committee Report

Arn van Iersel, Chair of the Finance and Audit Committee, reported that the committee discussed the Interim Financial Statements to January 31, 2015 and had no concerns and accepted the statements. The Committee reviewed Quarterly Performance Indicators to December 31, 2014 presented by Management and accepted the report as presented.

As well, the Committee discussed the Ethical Reporting Policy and requested Management to separate the policy from procedures for clarity. The Committee provided suggestions to include in the policy rewrite. The Committee approved the Ethical Report Policy as amended based on those discussions. The Committee requested that the procedures related to this policy be brought to the Committee for review once developed.

Motion

It was **MOVED** and **SECONDED** that, as recommended by the F&A Committee, the Board approves the revised Ethical Report Policy dated March 31, 2015 as amended.

CARRIED

The Committee reviewed the presentation and reading material regarding Board's responsibilities related to fraud. Internal Audit Policy was reviewed by the Committee.

Motion

It was **MOVED** and **SECONDED** that, as recommended by the F&A Committee, the Board approves the updated Internal Audit Policy, as amended.

CARRIED

5.2 Governance and Human Resources Committee Report

Roberta Kjelson, Chair of G&HR Committee, reported that there was an amendment to the Committee meeting agenda and the revised agenda was approved in the meeting.

The Committee discussed the final revised Board Governance Manual and provided clarification on the “Staff Support” and “Quorum and Advisory” sections of the manual.

The Committee provided a reminder that any future requested changes to the Board Governance Manual be submitted to the Board Liaison. An inventory of changes will be maintained and reported back to the Committees prior to the next scheduled revisions to the manual. The committee recommended to the Board approval of the final Board manual as revised on March 31, 2015.

Motion

It was **MOVED** and **SECONDED** that, as recommended by the G&HR Committee, the Board approves the revised Board Governance Manual dated March 31, 2015 as amended.

CARRIED

Further, the Committee received a brief update on the Human Resources strategy and noted that the HR Strategy is being developed in tandem with CLBC Strategic Implementation Plan. The HR Strategy will be presented to the full board at the May 2015 meeting.

The committee also discussed the briefing notes purposes descriptions and agreed to formalise the briefing notes to include only three purposes being: For discussion, for approval, and for information. It was noted that “For information” items could typically be included in the consent agenda, because discussion on the particular would not be anticipated at the time of writing.

5.3 Quality and Service Committee Report

Norah Flaherty, Chair of Q&S Committee, reported an update from the PAC meeting on March 28, 2015, which was attended by Onkar Biring, Board representative, and Management. Randy Schmidt discussed the communications support provided to PAC to assist with recruitment. Meeting highlights included the election of Eugene Hrushowy and Cheryl Fisher, as PAC Co-Chairs, subject to Board approval.

Motion

It was **MOVED** and **SECONDED** that recognizing that the election of PAC chair requires board approval according to PAC terms of reference and having Co-Chairs is an exception to the PAC terms of reference, the Board approves the election of Eugene Hrushowy and Cheryl Fisher in this instance.

CARRIED

The Committee reviewed an early draft agenda of the upcoming annual joint PAC/Community Councils/ and Board meeting scheduled on June 6, 2015 and asked management to continue work on the agenda to ensure PAC is the primary “owner” of the meeting and that it plays a significant (albeit supported) role in the delivery of the day’s subject matter. A revised agenda will be presented for approval at the next meeting.

The Committee received a presentation on the early plans for a revised Quality Framework from Megan Tardif, Director of Quality Assurance.

The Committee discussed the Quarterly Performance Indicators with an emphasis on PSI increase and report on the choice of using homeshare vs group homes.

Story Telling

Norah Flaherty presented "The Road Not Taken" poem by David Frost.

Volunteers for New Story

Elizabeth Hunt and Roberta Kjelson, Directors, volunteered to present new stories in the next meeting on May 27, 2015.

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 10:28 a.m. The next Board meeting is scheduled for May 27, 2015 in Vancouver at 8:30 a.m.