



**Board of Directors Meeting Minutes
January 23, 2019
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:

Michael Prince – Board Chair	Jake Anthony – Board Member
Kathy Bright – Board Member	Onkar Biring – Board Member
Patti Sullivan – Board Member	Nelson Chan – Board Member
Julia Payson – Board Member	Simon Philp – Board Member
Barbara Carle-Thiesson – Board Member	Marnie Larson – Board Member
Dan Smith – 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
Karen Mackay - Director, HR
David Toone – Director, Contract and Risk Management
Alex Afanasev – Manager, Internal Audit
Rebecca Lim – Executive Assistant to the CEO
Donna Nordmann – Board Liaison (Recorder)

Guests:

David Galbraith – Deputy Minister – Social Development & Poverty Reduction

Call to Order

Michael Prince, Board Chair, called the Public Board Meeting of January 23, 2019 to order at 12:15 p.m. and welcomed members of the Board, executives, and guests.

1. Approval of Agenda

Agenda of the January 23, 2019 meeting of the Board of Directors was reviewed. Michael Prince put forwarded 4 items to be added to the agenda, as follows:

- 3.2 Amend the September Committee/Board meeting dates
- 3.3 2019 Mandate Letter for Board's review and signature
- 4.3.1 One more Board representative to attend PAC meetings
- 5.2 Review Board Tour dates/places for 2019

Motion

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

CARRIED

2. Business Arising from the Previous Meeting

2.1 Approval of Minutes of November 21, 2018 Meeting

The minutes of the November 21, 2018 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

The meeting was paused at 12:30 p.m. for lunch and reconvened at 1:00 p.m.

3. Other Business:

3.1 CEO Report

Seonag Macrae discussed highlights of her CEO Report as of January 31, 2019 and responded to comments and questions from the Board. Seonag reported about the PAC relocation to the newly constructed *Healing Spirit House* in Coquitlam by the end of February.

Dan Smith arrived at 1:13 p.m.

3.2 Change in September Meeting Dates

Michael Prince advised the Board that there were conflicts for some of the board members to attend the September 11th and 12th meeting and requested that the meeting be postponed by a week to September 17th and 18th.

Motion

It was **MOVED** and **SECONDED** that as recommended the Board approves the change in dates of the September meetings from September 11th and 12th to September 17th and 18th.

CARRIED

Patti Sullivan left the meeting at 1:17 p.m.

3.3 2019 Mandate Letter

Seonag Macrae went through CLBC's Mandate Letter (from the Ministry) with the board directors and advised them to read through the priorities which are primarily in line with our strategic implementation plan and service plan, and advised the board directors to send the Board Liaison their approval allowing her to add their signature to the Mandate Letter by Friday, January 25th.

4. Board Committee Reports:

4.1 Finance and Audit Committee Report

Barbara Carle-Thiesson reported that Seonag Macrae had announced at the Committee meeting that the new CFO Henry Chen will be starting in February.

Barbara Carle-Thiesson also reported that the Committee reviewed and approved at the Special F&A meeting on January 9th CLBC's Financial & Operating Report for the Eight Months Ended November 30, 2018 and the revised 2018/19 Third Quarter Forecast and Long Term Projections. The Committee also reviewed the Quarterly Report ended September 30, 2018.

4.2 Governance & HR Committee Report

Kathy Bright reported that the Committee discussed Compliance with Conflict of Interest and Code of Conduct and that all directors had submitted their Annual Declarations for 2019. It was suggested by the Committee that the following statement be added to all Committee/Board meeting agendas:

'As a reminder, all CLBC Directors and Officers are public office holder and thus subject to the provision of the Conflict of Interest Act. At this time I will call upon the Directors and Officers to declare any Conflicts of Interest, real or perceived they may have.'

It was recommended that any CLBC Director/Officer who has a COI to please excuse themselves from that Agenda item and refrain from voting.

Kathy Bright further reported that the Committee reviewed the importance of acknowledging traditional territories and add the following statement as well to the Committee/Board meeting agendas:

'We would like to begin by acknowledging that the land on which we gather is the Traditional territory of the Coast Salish Peoples and Musqueam First Nation.'

Motion

It was **MOVED** and **SECONDED** that as recommended by the Governance & HR Committee, the Board approves the above two statements to be added to all CLBC Committee/Board Agendas, as presented.

CARRIED

4.3 Quality and Service Committee Report

Patti Sullivan left the meeting early and Jake Anthony reported on her behalf. Jake Anthony presented the following appointments of Provincial Advisory Committee (PAC) nominations for Board approval; (1) Teresa Peters for the South Central Okanagan Council; and (2) Crystal Bermel for the Kootenay Council, effective January 23, 2019, for a two (2) year term.

Motion

It was **MOVED and SECONDED** that the Board of Directors approves the appointments of Teresa Peters and Crystal Bermel to the Provincial Advisory Committee (PAC) as recommended by Management.

CARRIED

4.3.1 PAC Board Representative

Michael Prince reported that the Board needs to elect a second Board Representative to attend PAC meetings. Michael Prince will speak to fellow board members between now and the March meeting and will recommend the second Board Representative. Preferably it should be someone who has lived experience and someone who is on the Quality & Services Committee.

5.1 Directors' Reports on Community Interactions/ External Events

Michael Prince reported to the Board members that this is the section where board directors will report back on events that they have attended. The schedule for the 2019 Community Events and Conferences is being updated and will be submitted at the March meetings.

5.1 2019 Board Tours

Board Tours are scheduled twice a year, generally in June and in October and Directors can select one of two options in each tour cycle. These tours provide Directors with an opportunity to meet staff, community members and service providers and to tour one or more sites where services are delivered. The locations for 2019 are Vancouver and Victoria in June and Abbotsford and Nanaimo in October. The board members were asked to send in their preferred location and dates they are not available in June and October to the Board Liaison.

8. Volunteer for New Stories

Michael Prince reported that in this section 2 volunteers are chosen to present a story at the next Open Board meeting. The stories chosen are usually about people labelled with developmental disabilities, should be inspiring, highlighting current thinking around inclusion, and an education for fellow board members

Barbara Carle-Thiesson and Onkar Biring were selected at the November meeting and will do their story-telling at the March meeting.

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 1:47 p.m. The next Board meeting is scheduled for March 13, 2019 in Vancouver, BC.