



COMMUNITY LIVING  
BRITISH COLUMBIA

## Board of Directors Meeting Minutes

May 27, 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  
Norah Flaherty – Board Member  
John McCulloch – Board Member

Elizabeth Hunt – Board Member  
Eileen Stewart – Board Member  
Onkar Biring – Board Member  
Roberta Kjelson – Board Member  
Diane Friedman – 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**

Mark Duncan – Board Member

### **Call to Order**

The Chair called the Public Board Meeting of May 27, 2015 to order at 08:30 a.m. and welcomed guests.

## **Story Telling**

Elizabeth Hunt, Board member, introduced a chosen video titled “Copper Maker Dancers - Kwakiutl Indians’ Culture”.

### **1. Approval of Consent Agenda**

Consent Agenda of the May 27, 2015 was reviewed and approved as presented.

#### **Motion**

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

**CARRIED**

### **2. Approval of Agenda**

The agenda was reviewed. Item 5.1.2 Independent Auditor’s Report, item 5.2.1 CLBC Philosophy & Guidelines for Management Compensation, and 5.2.2 Executive & Director Compensation Disclosure, were amended as for “information”.

#### **Motion**

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

**CARRIED**

### **3. Strategic Issues/Board Education**

#### **3.1 Review of CLBC Vision, Mission, and Values**

Jack Styan, Vice President Strategic Initiatives, presented proposed changes to the CLBC Vision, Mission, and Values, in preparation for beginning the next strategic planning process. The Board reviewed the proposed language and provided comments for refinement. There was significant discussion on the Vision statement and The Board requested that the revised Vision statement come back to the Board for approval..

#### **3.2 2014/15 Annual Service Plan**

Norah Flaherty, Chair of Quality and Service, reported the committee's review of the revised 2014/15 Annual Report on the Service Plan (non-financial section) which incorporated feedback and changes received from SDSI and CARO.

#### **Motion**

It was **MOVED** and **SECONDED** that Q&S Committee recommend the Board approval of the revised 2014/15 Annual Report on the Service Plan and authorize the Board Chair to approve any further changes required by the Ministry on behalf of the Board.

**CARRIED**

Arn van Iersel, Chair of the Finance and Audit Committee, reported the committee's review of the MD&A portion of the Annual Report on the Service Plan with amendments.

#### **Motion**

It was **MOVED** and **SECONDED** that the F&A Committee recommend the Board approval of the MD&A for the 2014/15 Annual Service Plan as amended.

**CARRIED**

### **3.3 Provincial Advisory Committee Appointment**

Megan Tardif, Director of Quality Assurance, presented the Provincial Advisory Committee Nomination of Vicki Stratton, to be appointed to the Provincial Advisory Committee, effective May 27th, 2015 for Board's approval.

#### **Motion**

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

**CARRIED**

### **4. 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.

### **5. Board Committee Reports:**

#### **5.1 Finance and Audit Committee Report**

##### **5.1.2 Independent Auditor's Report**

Arn van Iersel reported the committee's review of the audited financial statements and met with Auditors to review the Independent Auditor's Report. The Auditors intended to present an unmodified report to CLBC. The Committee accepted the Auditor's report.

#### **Motion**

It was **MOVED** and **SECONDED** that, the Board approves the Audited Financial Statements, for the year ended March 31, 2015, as recommended by the Committee.

**CARRIED**

##### **5.1.4 2015/16 Capital Budget**

The committee reviewed and discussed the 2015/16 Operating Budget and the 2015/16 Capital Budget and approved the reports as presented.

#### **Motion**

It was **MOVED** and **SECONDED** that, as recommended by the F&A Committee, the Board approves the the 2015/16 Operating Budget and 2015/16 Capital Budget, as presented.

**CARRIED**

#### **5.2 Governance and Human Resources Committee Report**

##### **5.2.1 CLBC Philosophy & Guidelines for Management Compensation**

Roberta Kjelson, Chair of Governance & HR Committee reported the committee reviewed the CLBC Philosophy & Guidelines for management compensation and noted that the framework is being developed and will be completed in November 2015.

##### **5.2.2 Executive & Director Compensation Disclosure**

The committee reviewed the Executive & Director compensation disclosure for the year ended March 31, 2015 prepared according to PSEC guidelines and noted that Directors' compensation disclosure will be signed off by Board Chair on behalf of the Board and be submitted to PSEC on June 11th.

### **5.3 Quality and Service Committee Report**

#### **5.3.1 PAC Terms of Reference**

Norah Flaherty, Chair of Quality & Service Committee, led the Board through a review of the changes made to the PAC Terms of Reference, provided in a blacklined copy, circulated in the meeting. The Board provided comments for amendments.

##### *Motion*

It was **MOVED** and **SECONDED** that, as recommended by the Q&S Committee, the Board approves the revised PAC Term of Reference, as of May 27th, 2015, as amended.

**CARRIED**

#### **5.3.2 Revised Agenda for the Annual PAC/Board Meeting**

Norah Flaherty reported that the committee reviewed the revised agenda for the annual PAC/Board meeting for June 2015 and provided comments. The changes have been implemented and presented to the Committee.

##### *Motion*

It was **MOVED** and **SECONDED** that, as recommended by the committee, the Board approves the revised agenda of the annual PAC/Board meeting as amended.

**CARRIED**

#### **Story Telling**

Elizabeth Hunt presented a VDO titled "Morgan Fawcett on Living with FASD". Roberta Kjelson presented a VDO titled "Jamie's Story" by Incommon.

#### **Volunteers for New Story**

John McCulloch and Eileen Stewart, Directors, volunteered to present new stories in the next meeting on July 29, 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 10:40 a.m. The next Board meeting is scheduled for July 29, 2015 in Vancouver at 8:30 a.m.