



Board of Directors Meeting Minutes

Wednesday, May 23, 2012

**Hebridean Hall, Scottish Cultural Centre
8886 Hudson Street, 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 of the Board prior to the beginning of every Board meeting.

The Board received no questions from the public.

Presentations

There were no public presentations.

Board Meeting

Attendees:

Denise Turner
Mark Duncan
Norah Flaherty
Darryl Harand
Roberta Kjelson

Ernie Malone
Jan Marston
Don Rowlatt
Arn Van Iersel

Regrets: Elizabeth Hunt

Staff:

Doug Woollard (Interim CEO)
Richard Hunter (VP Corporate Services)
Carol Goozh (VP Policy & Program Development)
Jack Styan (VP Strategic Initiatives)
Brian Salisbury (Director of Strategic Planning)
Penny Johnson (Recorder)

Call to Order:

The Chair called the Board Meeting to order at 12:30 p.m.

1. Agenda

The Agenda was reviewed and the approval of Ernie Malone as Board Vice Chair will be added after Item 3.

Motion:

It was **MOVED** and **SECONDED** that the Board approve the Agenda as revised.

CARRIED

2. Minutes

The Minutes of the March 21, 2012 Board Meeting were reviewed, and:

Motion:

It was **MOVED** and **SECONDED** that the Board approve the Minutes of the March 21, 2012 Board Meeting with a minor revision.

CARRIED

3. Strategic Issues/Board Education

a. Developing CLBC's Strategy on Ageing

Carol Goozh introduced Jule Hopkins, Manager of Safeguards and Accountability, who presented CLBC's Strategy on Ageing and responded to questions and comments from the Board. The ageing strategy came forward at the suggestion of the community councils and advisory committee. Individuals are now ageing in community instead of in institutions, and the needs of people who left institutions 25 years ago are changing as they age. Ageing forums were held all around the province, and an ageing advisory committee was struck with a wide range membership including families, self-advocates. The resulting ageing strategy reflects CLBC's Strategic and Operational Plans. CLBC currently serves 1,900 individuals over the age of 50. The Chair noted the significant role the community councils played in helping facilitate and develop the Ageing Strategy, thanked Jule, and commended her for the stakeholder engagement on this project. Jule left the meeting at 1:00 p.m.

b. CanAssist Technology Demonstration

Carol Goozh introduced Robin Syme, Director of Partnerships, and Dr. Doug Tolson, Director of Operations of CanAssist, who presented an overview of the work done by CanAssist, and responded to questions and comments from the Board. CanAssist is an entity within UVIC and leads the way in developing technology to assist people with disabilities to increase their quality of life. CanAssist depends on donations and grants to develop and provide devices to fill individual who needs without cost to the individuals. The Chair commended the guests for the work and vision of CanAssist, and thanked them for the presentation, and they left the meeting at 2:00 p.m.

c. CEO Report

Doug Woollard reviewed key points from his CEO report, and responded to questions and comments from the Board. A key the focus has been on greater consistency in response to individuals and families across the province. There has been positive response from service providers regarding contract management initiatives; all contracts are now entered into the new Upside contract management system.

d. Strategic Planning

Brian Salisbury discussed the 2012/13 – 2014/15 Strategic Plan with the Board and responded to comments and questions. This Strategic Plan was provisionally approved at the November 2011 Board meeting; since then, the second key direction was changed, and other edits were made. Once further direction is received from MSD, any further revisions will be made and a final copy will be presented to the Board.

e. Operational Plan – 2011/12 Year End Update

Brian Salisbury presented the year end update of the Operational Plan and responded to comments and questions raised by the Board. Close to 75% of the operational goals were achieved, and of the things which were not completed, none are problematic. Doug Woollard commented that the regional workload was too great to accomplish all of the objectives, so Management consciously delayed some of the work. Work on the goals which were not completed will continue during the first six months of 2012/13.

f. Community Council Appointments

Brian Salisbury presented a list of people who are seeking appointment or reappointment to community councils.

Motion:

It was **MOVED** and **SECONDED** that the Board appoint or reappoint the individuals to the Community Council for the recommended terms, as presented and recommended by Management.

CARRIED

It was noted again the number of concerns that have been raised by community councils with regard to council members who's terms are "maxing out" and that the expectation is that the Task Force will be addressing this issue along with various other issues around council sustainability.

Board Vice Chair

Ken Crump's final term as a Board Member expired on December 31, 2011, and he was also Vice Chair. Denise Turner recommended that Ernie Malone be appointed as Vice Chair.

Motion:

It was **MOVED** and **SECONDED** that the Board appoint Ernie Malone as Board Vice Chair, to assist the Board and Board Chair as and when required.

CARRIED

4. Board Committee Reports

a. Q&S Committee Report

Norah Flaherty gave a report from the Quality & Service Committee and responded to questions and comments from the Board. Norah thanked the Committee members for all they have accomplished in the last year, and thanked Management for their assistance .

The Committee reviewed the report of the joint annual meeting held with the Board, community councils, advisory committee and management on April 14th. The Board Members attended the meeting, worked together with the group and encouraged open communication. Everyone there shares the same passion for community living, and positive feedback was received from those who attended. A Task Force was struck at that meeting to move forward on issues and directions that emerged, and held its first meeting in May. The Task Force will review the report of the April 14, 2012 meeting and make recommendations for CLBC's consideration in a report at the end of July.

The Employment Action Plan lead by Jack Styan will engage multiple stakeholders and will culminate in early October with a two-day summit. Employment is fundamental to really being included in the community and figures prominently in CLBC's new strategic plan.

The Committee reviewed its own Terms of Reference and suggested slight wording changes.

Motion:

It was **MOVED** and **SECONDED** that the Board approve the Q&S Committee Terms of Reference as revised.

CARRIED

As a result of the pilot project which has been ongoing in the South Island, and consistent with recommendations from prior Queenswood Reports, the Committee endorsed Management's recommendation to transfer responsibility for completing the Guide to Support Allocation from analysts to facilitators subject to confirmation that the results of the demonstration project are returned according to plan. Management was asked to report back to the Committee as the project is more fully implemented throughout the regions with results.

b. G&HR Committee Report

Jan Marston gave a report on the Governance & HR Committee and responded to questions and comments from the Board.

The Committee reviewed the Conflict of Interest Policy and Plan.

Motion:

It was **MOVED** and **SECONDED** that the Board approves the Conflict of Interest policy and implementation plan as revised and as recommended by the G&HR Committee.

CARRIED

The Committee reviewed the Executive and Director compensation disclosures.

Motion:

It was **MOVED** and **SECONDED** that the Board approves the Director Compensation Disclosure and the Executive Compensation Disclosure, and authorize Chair of the G&HR Committee to approve and sign the Executive Compensation Disclosure attestation statement upon receiving final incentive pay amounts from Management, as recommended by the G&HR Committee.

CARRIED

c. Finance & Audit Committee Report

Arn van Iersel gave a report on the Finance & Audit Committee meetings held on May 18th and May 22nd and responded to questions and comments from the Board.

Motion

It was **MOVED** and **SECONDED** that the Board approves the audited financial statements for the year ended March 31, 2012 with the revised Note 2a, as recommended by the F&A Committee.

CARRIED

Motion

It was **MOVED** and **SECONDED** that the Board approves the revised MD&A, as recommended by the F&A Committee.

CARRIED

The Auditor's Report was received with commendation for the full cooperation and support of CLBC Management and Officers.

The Committee reviewed and approved the risk management audit as proposed by PWC. This audit report will be presented to the F&A Committee in July.

The Committee reviewed the Fraud, Theft & Corruption policy and asked Management to develop two policies: a Whistleblower policy and a Fraud, Theft & Corruption policy.

The Committee reviewed the supplier registry functionality and requested Management to prepare a summary of key IT systems, what they are intended to accomplish, timing, how they fit together, and costs, for the September F&A Committee meeting.

The Committee reviewed the 2012/13 Operating Budget.

Motion

It was **MOVED** and **SECONDED** that the Board approves the 2012/13 Operating Budget, subject to revisions discussed at the F&A Committee meeting of May 18th, as recommended by the F&A Committee.

CARRIED

The Committee reviewed the 2012/13 Capital Budget.

Motion:

It was **MOVED** and **SECONDED** that the Board approves the 2012/13 Capital Budget as presented.

CARRIED

Adjournment

The Chair once again, on behalf of the board and management, thanked Don Rowlatt for his years of service as a member of the CLBC Board of Directors and recognized that this would be his last formal board meeting before his resignation takes effect.

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 3:12 p.m.