



Minutes

Governance Committee

24 January 2019, 1:00 – 3:00 PM

Present: Christine Peringer, Murray Long, Aisha Toor, Scott Ferguson and Margo Bell

Regrets: Sarah Bingham

Agenda Item	Discussion/Decision or Action
<p>1. Welcome</p> <ul style="list-style-type: none"> a. Agenda review b. Minutes from 9 November 2018 meeting c. Action from previous minutes 	<p>Margo called the meeting to order at 1:10 pm. Agenda was accepted as presented.</p> <p>Decision: Minutes accepted as presented.</p>
<p>2. Committee Action Items</p> <ul style="list-style-type: none"> a. Governance Function 2019-2020 b. Strategic Planning c. Policy Review Process 	<ul style="list-style-type: none"> a. <u>Governance Function</u> Scott confirmed that the draft of the Terms of Reference submitted to the Board at the February 2018 Board Meeting was accepted as presented. The GC reviewed the cash flow projection developed by Scott. At projected level of expenditure (current less ED salary post Feb. 2019) we have funds until the end of May 2019. b. <u>Strategic planning</u> January 10 board meeting decided that the timeline and some of the activities are no longer applicable until we have a new executive director. We want to have a short-term plan (1-2 years), focused more on current operations – funding and supporting Sheri. Action: Margo, Aisha and Christine will meet Tues. Jan 29 to develop a proposal re planning process given our current situation. c. <u>Policy:</u> The consensus policy will be presented to the Board for approval at the January 29th Board meeting Decision: Defer consideration of all other policies under consideration. These are: <ul style="list-style-type: none"> ➤ Roles of the Board (SF)

<p>d. Bylaws</p> <p>e. Board Annual Evaluation</p> <p>f. Board Member Development</p> <p>g. Board and Committee Structure</p> <p>h. Nominations sub-committee</p> <p>i. Insurance Renewal</p>	<p>➤ Operational Policies (Monthly Facilitator Meetings, COI, Complainant Participation in Forums, Accessibility, Facilitator mentorship and certification, Protection of Personal Information)</p> <p>d. <u>Bylaw review</u> GC role is to ensure adherence to our bylaws and update of bylaws as needed</p> <p>e. <u>Board of Directors annual self-evaluation</u> and response to results. Recommend this be suspended for this year.</p> <p>f. <u>Board member development</u> Recommend this be suspended for this year.</p> <p>g. <u>Board and Committee structure</u> Not addressed</p> <p>h. <u>Nominations Committee</u> We need to confirm how many vacancies will exist on the Board as of the AGM. We believe three with one person (Scott) being willing to stand for re-election.</p> <p>Decision: We do not recommend our normal public recruitment process given the situation at this time and that we continue with the minimum of 7 board members if necessary. This means we need to recruit one person.</p> <p>i. <u>Insurance renewal</u> The agenda item is finished. The Board has accepted recommendation.</p>
<p>3. Any Other Business</p>	<p>GC had a high-level exploration of three options to be considered:</p> <ol style="list-style-type: none"> 1. An orderly winding down of the organization – date to be determined - talk to all agency stakeholders (Crown, Police, United Way, Situation Table, Planning Council, etc.) 2. Negotiate with other organizations (e.g. RNJ) to take over our program 3. Keep going within new limited resources and rebuild toward the future - explore how much can be done with volunteers - engage our partners in our situation <p>Also discuss at Board meeting – negotiate with LLGFCS re office space and expenses. Common messaging to stakeholders and public re current status.</p>

4. Next Meetings	Proposed: April 25, 2019 3 pm – 4:30 pm August 22, 2019 3 pm – 4:30 pm

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