

# GOVERNING BOARD MEETING ROOM 220, 2<sup>ND</sup> FLOOR, 14 FULTZ BLVD JUNE 23, 2020 3:30 PM – 6:30 PM

### **MINUTES**

### ITEM 1 CALL TO ORDER

A. Establishment of Quorum

Board members in

K. Webb (Chair), R. Brown, M. Buckberger, C. Payne,

attendance:

P. Shahi, L. Toupin-Mulvihill

Staff in attendance:

R. Karasevich, M. Derro, P. Shonoski, J. Thorsteinson,

C. McCorriston

Invitees:

B. Stuart

Regrets:

**B.** Pooles

Quorum was established and the meeting called to order at 3:30 pm.

B. Welcome and Introductions

The Chair welcomed everyone to the meeting and introductions were made.

### ITEM 2 CONSENT AGENDA BUSINESS

- A. Declaration of Conflicts
- B. Approval of Agenda
- C. Approval of Minutes of May 26, 2020
- D. Approval of Management Report
- E. Board Correspondence None

### Motion #27/20 (R. Brown, C. Payne)

"That the agenda, including consent agenda business, be approved as presented."

**CARRIED** 

### ITEM 3 BUSINESS ARISING FROM THE MINUTES

None.

# ITEM 4 COMMITTEE REPORTS

A. Audit and Finance Committee Report

i. Finance Report

P. Shonoski reviewed the 2019-2020 budget forecast and noted that in response to COVID 19 challenges, MITT mitigated expenditures through various costs saving

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measures implemented in the 2019-2020 fiscal year and will continue to be conservative with expenditures and work towards further increasing revenues.

### ii. 2020-21 Budget

P. Shonoski presented MITT's 2020-21 budget that was reviewed at the Audit and Finance committee meeting. The Board was advised that the Operating Fund deficit in the 2020-2021 fiscal year will be offset by the expected surplus in the 2019-2020 actual results and will be further addressed through expenditure management.

### iii. 2019-2020 Audit

The auditors attended the Audit and Finance Committee meeting (through a teleconference) and provided an overview of the role of the auditor.

# Motion #28/20 (<u>C. Payne, R. Brown</u>) "That the Board approve the 2020-21 Budget as presented."

**CARRIED** 

### ITEM 5 NEW BUSINESS

- A. Structure and Composition of Board
  - i. Sub-Committee Structure and Composition

The Chair will discuss with board members whether the Executive Governance Committee is required or requires mandate changes.

The Chair will have individual conversations with each board member to determine interest in sub-committee and Vice-Chair roles.

- Board Education Discussion has been deferred to the October 6, 2020 board meeting.
- iii. Future Board Meeting Schedule and Times
  - P. Shonoski shared that key dates for financial reporting were used to create the proposed board meeting schedule.
  - R. Karasevich indicated that a late summer board meeting may be scheduled if required.

The Chair communicated the recent change to have the Executive Governance Committee and Audit and Finance Committee meetings scheduled on the same day for efficiency.

### ITEM 6 STRATEGIC/GENERATIVE GOVERNANCE DISCUSSION

- A. Completion of Board Orientation Where We Are Going
  - R. Karasevich presented the remaining slides from the board orientation.

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### ITEM 7 AGENDA ITEMS FOR NEXT MEETING - October 6, 2020

- A. Sub-Committee Structure and Composition
- B. Appointment of Board Vice-Chair
- C. Future Board Meeting Schedule and Times
- D. Executive and Governance Committee Report
- E. Policy Review
  - i. B-9 Compliance Responsibilities
  - ii. B-9i Management Statement of Compliance
  - iii. D-1 Borrowings, Investments and Banking
- F. Annual Compliance Report
- G. Audit and Finance Committee Report
  - i. 2020-21 Budget Update
  - ii. 2019-20 Audited Financial Statements
- H. Inaugural Meeting Appointments
- I. Review of Board Evaluation for 2019-20
- J. Balanced Scorecard
- K. Presentation on the Strategic Plan/Compass

## ITEM 8 IN-CAMERA MEETING

The Chair invited R. Karasevich to stay for part of the in-camera meeting.

# Motion #29/20 (C. Payne, M. Buckberger)

"That the Governing Board meeting adjourn to Committee of the Whole (In-Camera) at 5:52 pm with R. Karasevich departure at 6:00 pm."

CARRIED

# Motion #30/20 (C. Payne, M. Buckberger)

"That the Committee of the Whole (In-camera) rise and report at 6:22 p.m."

CARRIED

#### ITEM 9 TERMINATION

Motion # 31/20 (C. Payne, M. Buckberger)

"That the Governing Board meeting terminate at 6:22 p.m."

CARRIED

### **Upcoming Board Meetings:**

- October 6, 2020
- November 24, 2020
- January 26, 2021
- March 23, 2021
- May 25, 2021

June 22, 2021

Chair

Secretary-Treasurer

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