Edmonton John Howard Society

Board of Directors Meeting

MINUTES – January 30, 2024

In Attendance: Margot Ross-Graham (guest for item 2.1), Bridgette Hachey (minute-taker), DeAnn Hunter (staff), Clarissa Robinson (staff for item 5.0), Jim Klingle, Marissa Tordoff, Kim Collister, Greg Erikson, Erika Rebus, Sarah Fox-Junker, Christine Moore
Regrets: Andre Tinio

5:00pm	1	**Call to Order (Jim)** – 5 min **1.1** Welcome & Land Acknowledgment Jim began the meeting with a land acknowledgement.
5:05pm	2	**Board Education** – 2 hours **2.1 Governance Refresher** At the Board's request, Margot Ross-Graham from Sandbar Consulting provided a facilitated governance refresher including key elements: • Different types of Board structures • The role of a governance Board • The fiduciary, strategic and generative roles of the board • The relationship between Board Chair, the CEO, and the full board Included in the session was group and self-reflective work. The Board spent time discussing what they would start, stop and keep doing as a Board as well as rating their effectiveness as a Board. **Start:** asking questions like "I'm curious about", ask for clarity when needed, print the package to digest more, write out questions in advance, voice needs for reporting, understand the financials better, encourage different formats of sharing information. **Stop:** Being afraid to ask questions, being status quo, reviewing the material too close to the Board meeting, bringing all questions to the board meeting (seek out some info in advance), overthinking potential conflicts, staying on the sidelines **Keep:** reading Board packages, being prepared, respectful and cooperative culture, delegating tasks when needed, being engaged The session was informative and the Board appreciated the time to discuss and learn more about good governance.
7:05pm	3	**Consent agenda (Jim)** – 5 min All items were approved by consensus: **3.1 Approval of agenda** **3.2 Approval of minutes – November 28 (Attach.)** **3.3 Casino dates confirmed June 17 & 18**
7:10pm	4	**Governance Committee Report (Marissa) –** 5 min **4.1 Approval minutes – January 11 (Attach.)** The Governance Committee minutes were accepted as presented.

		Marissa shared highlights from the last meeting, including the skills matrix and recruitment approach. At the recommendation of the Committee, the Board agreed to stop 360 evaluation of the CEO and continue with the new CEO evaluation framework. The Committee will be undertaking a review of the Board's Policy Manual and will bring back a revised manual to the Board after the Committee's March meeting. At the request of the Committee, the CEO will identify and remove references to 360 CEO Evaluation.
7:15pm	**5**	**Finance Committee Report (Christine) –** 5 min **5.1 Committee Membership** It was confirmed that Steve and Christine are the Board members of the Finance Committee with ex-officio membership including the CEO and Director of Finance. The next Finance Committee meeting is February 2, 2024 and the additional questions will be addressed then.
7:20pm	**6**	**CEO Report (DeAnn) –** 10 min The CEO Report was presented and accepted as information with the following items specifically discussed. **6.1 Risk Management Update** Board reporting, including against the strategic direction and the new risk management plan, continues to be a work in progress. Time will be spent on board reporting at the Board's May retreat. The Board acknowledged that the agency has undergone a significant amount of change in the last year and risk is always higher during times of transition. Consideration should be given to the most prominent risks. DeAnn opened the floor to questions on risk reporting twice annually in September and January. The Board was supportive of this reporting timeline. It was noted that risks are discussed and reviewed monthly by EJHS ELT and SLT. In response to a suggestion from the Board, it was agreed to include the number of incidents and cross comparisons from one reporting period to the next. This could be helpful in determining trends and areas to focus on. The CEO will take this away.
7:30pm		**New Business –** 30 min **7.1 Employment Standards Complaint** DeAnn summarized the employment standards complaint and reviewed the attached briefing. Given there are long-term employees who could request payment retroactive to their start date, the Board requested a financial estimate for the worst-case scenario. That the Board **MOVE** to approve the adjustment to employee agreements for residential facilities to 41.25 hours (which includes a paid 15-minute shift exchange) and that this be effective as early as February 1, 2024 or as soon as the agency can confirm the budget and payroll system changes. **Greg/Kim** **Carried unanimously** Operational policies will be updated to reflect that EJHS will in line with employment standards.

		Changes in government sometimes result in changes to employment standards. The CEO agreed to undertake research in this area to factor into the agency risks. The CEO will seek clarification if a long-term employee can make a claim for the years that these particular standards were in place. HR Reporting will be included in the Board retreat for discussion. **7.2 Audit Committee Membership** Committee membership was discussed and the Board agreed that Greg and Erika will join Christine on the Committee, with Christine acting as the Treasurer. The next Audit Committee meeting is March 8, 2024. Marketing firm update – company has been hired. A market survey will be completed, a list of stakeholders has been provided to the company. DeAnn will send the verbiage that each stakeholder will receive. **7.3 Marketing Project Update** The CEO informed the Board that stakeholder consultation will begin in February including the Board Chair. This is the first step in the agency's marketing and branding work with Vision Creative. EJHS signed a contract with Vision Creative in December for up to $84,000. Funding sources have been identified including internal and grant funding. **7.4 Government Relations Contract with Alberta Counsel** Auto-renewal occurred in December. The CEO is working with Alberta Counsel on a revised GR plan and will bring back to the Board in March. The auto-renewal will be flagged for the Board in the fall to determine if the Board wants to undertake a third year.
8:43pm	**8**	**In Camera –** 5 min Motion to move in-camera at 7:45 PM (Jim) The Board discussed and provided direction to the CEO on the agency's approach to the ongoing judiciary concern with EDTC. DeAnn will follow up with Board after Jan 31st meeting. Motion to move out of camera at 8:43 PM
8:05pm	**9**	**Adjournment** Motion to adjourn 8:43pm

Upcoming Dates:

Executive Committee Meeting: February 27th, 2024 at 12:00 PM

Board Meeting: March 26, 2024 at 5:00 PM