

**APPROVED - April 26, 2019**

**John Howard Society of Saskatchewan  
Minutes– Board of Director’s Meeting  
February 9, 2019  
The Travelodge Hotel, Arlington Room**

<b>Attendees:</b>		
Christine Boyczuk, Chair	Gordon Braun (R)	Peter Braun
Benedict Feist	Robert Kowalchuk (dial-in a.m.)	Michelle Caron
Tammy Williams	Wanda Clare	Anna Robinson
<b>JHSS Staff</b>		
Cindy Babcock	Dale Zavislak	

ITEM	SPEAKER	NOTES	ACTION/MOTION
1. <b>Call to Order and Opening Remarks</b>	C. Boyczuk	The meeting was called to order at 1:00 p.m. Christine welcomed Board members to the meeting.	
2. <b>Acknowledgement of First Nations People and Treaty Lands</b>		Anna Robinson read the acknowledgement of First Nations People and Treaty Lands.	
3. <b>Approval of Agenda -</b>	C. Boyczuk	The agenda was approved as presented.	<b>Motion:</b> Moved by A. Robinson, seconded by M. Caron to approve the Board Agenda of February 9 as presented. <b>CARRIED</b>
4. <b>Approval of Minutes – October 18, 2018</b>	C. Boyczuk	The minutes of October 18, 2018 were approved as presented.	<b>Motion:</b> Moved by B. Feist, seconded by P. Braun to approve the October 18, 2018 minutes as presented. <b>CARRIED</b>
5. <b>Business Arising ending October 18, 2019</b>	C. Boyczuk	C. Babcock reviewed the outstanding actions items with Board members. Please refer to updated business arising.	

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		<p><b>Representative to J.H. Canada Board</b> - Christine reported she had spoken to G. Braun's concerning his board term expiring in June, 2019. She reported Gordon has been a Board member since April, 2009. He has served two – 3 year terms with one additional 2 year term. G. Braun sits on the JH Canada Board as Treasurer. He would like to extend his term on the JH Canada Board for 2 more years which would mean an additional extension to the JHSS Board. Christine advised that the Governance Committee are not recommending his JHSS term be further extended.</p> <p>Christine read a letter to Board members from G. Braun to ensure the Board consider the following issues before putting policy into place. C. Boyczuk advised of the policy for JHSS Board members who attend JH Canada meeting. The current President of JHSS attends JH Canada meetings as a delegate. The past president of JHSS is the voting delegate who attends JH Canada meetings. Christine re-confirmed the Governance Committee are not recommending an additional extension for G. Braun to serve on the Board. She mentioned that this has been discussed with G. Braun a couple of times.</p> <p>The Board discussed this further and agreed that JHSS Board should keep with its current policy and recommended that G. Braun's term would end effective June, 2019.</p> <p><b>Healthcare in Institutions</b> – Ben Feist advised that the Governance Committee had been discussing a policy on this and that health care in institutions be moved under the Sask. Health Authority rather than under Corrections Canada. He reported Christine had prepared a letter and a request to meet with the Ministry of Corrections and Policing would be setup.</p> <p>It was felt that SHA would provide better service rather than the current health providers under Corrections and</p>	<p><b>Action:</b> Provide copy of letter to Board members of letter prepared for Ministry of Corrections relating to Healthcare in institutions – C. Boyczuk</p>

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		<p>Policing. Board agreed some follow-up was required on the recommendations from the recent Audit report. Christine suggested that B. Feist and P. Braun join her for the meeting with the Ministry to discuss the recommendations in the report.</p> <p>There was no further discussion on the remaining action items.</p>	<p><b>Action:</b> Follow-up on recommendations from recent report. Set-up meeting with Ministry once new CEO has joined JHSS – C. Boyczuk/C. Babcock</p>
<p><b>6. Consent agenda</b></p>	<p>C. Boyczuk</p>	<p>The Committee minutes presented under the Consent agenda were approved as follows:</p> <p>Governance Committee minutes of November 5 and December 3, 2018 and January 7 2019 were approved and moved by B. Feist, seconded by P. Braun.</p> <p>Funds Development Committee meeting minutes of November, 2018 were approved and moved by A. Robinson, seconded by P. Braun.</p> <p>Audit &amp; Finance Committee meeting minutes of October 16, 2018 were approved and moved by P. Braun, seconded by C. Boyczuk.</p> <p>Human Resources Committee meeting minutes of November 7, 2018 were approved and moved by B. Feist, seconded by W. Clare.</p> <p><b>CARRIED</b></p>	<p><b>Motion:</b> see left column. <b>CARRIED</b></p>
<p><b>7. CEO Update</b></p>	<p>C. Babcock</p>	<p><b>Cedar House</b> – Cindy provided a brief update concerning Cedar House. The youth moved into the new Cedar House on February 6. The old Cedar House will be put up for sale in early March.</p> <p>Board members asked the following questions:</p> <ul style="list-style-type: none"> <li>- What knowledge does social services have on the forgivable loan and pay back?</li> <li>- Are there any legal encumbrances for JHSS to sell the house?</li> </ul>	<p><b>Action:</b> Provide an update to JHSS Board at their April meeting concerning Cedar House and the following questions:</p> <ul style="list-style-type: none"> <li>- What knowledge does social services have on the forgivable loan and pay back?</li> <li>- Are there any legal</li> </ul>

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		<ul style="list-style-type: none"> <li>- Will JHSs lose money on the sale of this house?</li> </ul>	<p>encumbrances for JHSS to sell the house?</p> <ul style="list-style-type: none"> <li>- Will JHSs lose money on the sale of this house? – C. Babcock</li> </ul>
<p><b>8. If Not Us, Then Who?</b></p>	<p>C. Babcock</p>	<p>Cindy read out a story pertaining to one of our residents' at Lulu's House.</p>	
<p><b>9. Financial Update</b></p>	<p>D. Havislak</p>	<p><b>Financial update as of December 31, 2018</b>            Dale Zavislak reported that 4 programs were not included accounted for at the Audit &amp; Finance Committee meeting. Monies were not accounted for but are now updated.</p> <p>Dale reported that he came into the role on November 26 and shared some of the observations so far:</p> <ul style="list-style-type: none"> <li>- Majority of programs are on budget in terms of revenues and expenses</li> <li>- Lync program and adult mediation - receipts in the last month were higher than normal.</li> <li>- Two payments were received for justice programs - the actual revenues received was higher than normal. These will average out and will be on budget for the year.</li> <li>- He reported there are 3 new programs in the 3<sup>rd</sup> quarter - crime prevention program in Moose Jaw.</li> <li>- \$25,000 grant from Home Depot for Saskatoon program, and a \$55,000 grant from SHIP will be coming shortly</li> <li>- RCMP funding for Moose Jaw was also received</li> </ul> <p>Dale reported he started on November 26 and his goal was to make himself obsolete as soon as possible. He reported that the previous Director has done his financial reporting properly and there were no abnormalities. Dale advised he has some new ideas to create new processes and efficiencies. Dale indicated that the current Finance department consisted of 2 staff. The two roles worked in a silo and were segmented from the rest of the operations, and to a larger degree from each other. The past Finance Director did not share any of his work or information with</p>	<p><b>Motion:</b> Moved by Anna Robinson, seconded by Tammy Williams to approve the December 31, 2018 financial statements as presented  <b>CARRIED</b></p>

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		<p>Mark. The management team in December from a risk standpoint advised an operational manual for Finance should be completed. Dale reported he would like to ensure there is more than one person to step in and take over a role should the current person not be available. He noted it was important for staff to be cross-trained. D. Zavislak noted some observations to Board members concerning the current business analyst role and the potential for learning new roles. Dale provided information on how the current Finance department might evolve.</p> <p>Christine confirmed that D. Zavislak would likely continue with JHSS until after the Audit (May) and the AGM (June) had been completed.</p> <p><b>MSS Vacancy Reconciliation Motion and Letter</b> – Dale spoke to the vacancy reconciliation motion and letter. He reported if vacancies were low, the Ministry of Social Services would claw back some of the monies. Please refer to motion for approval in Board package. Dale reported he had requested information from MSS when the letter was received but did not receive a response.</p> <p><b>CEO Expenses</b> – Dale provided the CEO third quarter expense which was mostly travel to Moose Jaw and Saskatoon. Nothing unusual and similar to last quarter. Moved by Tammy, Michelle.</p>	<p><b>Motion:</b> Moved by B. Feist, seconded by P. Braun, for the 2017 – 2018 fiscal year, it has been determined that an amount of \$125,384 is recoverable by the Ministry of Social Services, with an approved amount of \$106,875 to be retained by the John Howard Society of Saskatchewan, and that the transfer of \$106,875 to the Ministry Externally Restricted Reserves be completed by JHSS no later than March 31, 2019. <b>CARRIED</b></p> <p><b>Action:</b> Prepare letter to Ministry advised of transfer of reserves – D. Zavislak/C. Babcock (completed February 12)</p> <p><b>Motion:</b> Moved by T. Williams, seconded by M. Caron to approve the CEO expenses for the third quarter. <b>CARRIED</b></p>
<p><b>10. Governance Committee Report</b></p>	<p>C. Boyczuk</p>	<p><b>Board Governance Policies – Executive Limitations</b> Christine discussed the Executive Limitations policies and</p>	

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		<p>reported the CEO will report on the End Statements and adhere to the EL policies. The Board or appropriate Committee maintains an annual schedule of monitoring CEO compliance with limitations and expectations according to the schedule included EL – Global document. The Executive Limitations clearly identifies what they are not allowed to do. For example, it is not that they can't spend it but they need to come to the Board to get approval.</p> <p>Christine advised C. Latimer did an excellent job on reporting on the Executive Limitations at the JH Canada Board meeting. Four are presented at each meeting, basically 4 each quarter. In C. Latimer Executive Limitation reporting, she is very writes very specific items in the reporting structure.</p> <p>Christine advised the Executive Limitations were not fully completed and they would be updated and would be brought back to the Board for approval.</p> <p><b>Update from Chair</b> – Christine spoke to the Executive Cost Benefits plan. This plan was approved without Board approval. The plan was cancelled for G. Fleet effective February 1.</p> <p>C. Boyczuk reported the she would be meeting on a weekly basis with Cindy in her interim role. She advised that weekly meetings would be held with the new CEO and would likely become less over time.</p>	<p><b>Action:</b> Bring back Executive Limitations to Board for approval once completed – C. Boyczuk &amp; C. Babcock</p>
<p><b>11. Audit &amp; Finance Committee Report</b></p>	<p>C. Boyczuk for G. Braun</p>	<p><b>Update from the Chair</b> – No further report other than what D. Zavislak provided. Audit &amp; Finance Chair was not at the Board meeting.</p>	
<p><b>12. Funds Development Committee Report</b></p>	<p>A. Robinson</p>	<p>Anna reported the Committee would be meeting on February 15 and the main focus would be on policy development. Some new policies will be coming forward on Funds Development.</p>	<p><b>Motion:</b> The Funds Development Committee Report was moved for approval by A. Robinson, seconded by T. Williams. <b>CARRIED</b></p>

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<p><b>13. New Business</b></p>	<p>C. Boyczuk  C. Boyczuk  C. Babcock</p>	<p><b>Ratification – motion to appoint Interim Operational Manager</b> – C. Boyczuk asked the Board to approve an earlier motion (email) concerning the appointment of Cindy Babcock to act as the Interim Operational Manager until a new CEO was on Board.</p> <p><b>Appointment of CEO</b> – Christine followed-up from the candidate interviews in the morning. She advised that references would be reviewed for both candidates and an email would follow to Board members on the selection of the best candidate. Board members agreed with this process.</p> <p><b>JHSS Elevator Speech</b> – C. Babcock spoke to the elevator speech that was brought forward from a recent Governance Committee meeting. She explained the document provided to the Board and asked if there were any questions. A motion was carried approving the elevator speech/boilerplate.</p>	<p><b>Motion:</b> Moved by M. Caron, seconded by P. Braun to appoint Cindy Babcock as Interim Operational Manager. <b>CARRIED.</b></p> <p><b>Motion:</b> Moved by B. Feist, seconded by T. Williams to approve the JHSS Elevator speech/boilerplate as presented. <b>CARRIED</b></p>
<p><b>14. Reflecting Strategic Priorities</b></p>	<p>C. Boyczuk</p>	<p><b>Review of priorities and action planning</b> – Christine reported she did not bring the strategic priorities list with her. Christine briefly discussed Cedar House, CEO hiring and the new CEO contract.</p>	
<p><b>15. Emerging Issues</b></p>	<p>C. Boyczuk</p>	<p><b>Solitary Confinement</b> – Ben Feist discussed the documents in the Board package on Solitary Confinement. Federal government was to amend the act and they did not complete this in the specified timelines. Some extra time has been allotted for them to complete. Ben asked the Board if they thought this is something that John Howard Society might advocate for or take a position on. Ben advised he had a recent meeting with a group of lawyers and it was not known what is going on in Saskatchewan. Christine suggested that JH Canada be contacted to determine what their position might be concerning this issue. It was reported that JH Canada had suggested after 5 days of segregation there be an independent person assigned who would review the situation. Christine discussed items from C. Latimer on changes in</p>	

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		administrative segregation. The Board discussed a number of ways to gather information on administrative segregation and determined moving forward with a meeting with Mark McFadden, Executive Director from the ministry of Corrections and Policing. The Board discussed potential items of discussion for this meeting (administrative segregation, health responsibilities, fine option). It was determined the purpose of the meeting would be to seek an understanding on administrative segregation and reintegration which is a national concern and where\what is the ministry currently at with these issues. Meeting to be held off until new CEO is hired and this item is discussed.	<b>Action:</b> Setup meeting with Mark McFadden, ED at ministry of Corrections and Policing with new CEO, Peter Braun, Ben Feist, and Christine Boyczuk. CEO to be briefed by Board chair – C. Babcock
<b>16. In-Camera Meeting</b>	C. Boyczuk	The JHSS Board members went In-Camera at 2:32 p.m. and adjourned from the In-Camera meeting at 2:42 p.m.	Moved by B. Feist, seconded by M. Caron to go in-camera.
<b>17. Upcoming Board Meetings</b>	C. Boyczuk	The upcoming Board meeting and Retreat will be held on April 26 and April 27. Location is yet to be determined. It was suggested that the September Board meeting be held at Elkridge with a retreat. April Retreat meeting would be held in Regina.	
<b>18. Adjournment</b>	Boyczuk	The Board meeting adjourned at 2:49 p.m.	<b>Motion:</b> Moved by Peter Braun to adjourn the meeting.