

APPROVED: September 28, 2019

**John Howard Society of Saskatchewan
Minutes – Board of Director's Meeting
June 22, 2019
The Travelodge Hotel, Ascot Room**

Attendees:		
Christine Boyczuk, Chair	Gordon Braun	Peter Braun
Benedict Feist	Robert Kowalchuk	Michelle Caron
Tammy Williams (R)	Wanda Clare	Anna Robinson
JHSS Staff		
Shawn Fraser	Cindy Babcock	Dale Zavislak

ITEM	SPEAKER	NOTES	ACTION/MOTION
1. Call to Order and Opening Remarks	C. Boyczuk	The meeting was called to order at 8:30 p.m. Christine welcomed Board members to the meeting. Christine thanked Cindy and Dale for all of their hard work in preparation for the AGM, etc.	
2. Acknowledgement of First Nations People and Treaty Lands		Christine Boyczuk read the acknowledgement of First Nations People and Treaty Lands. Wanda mentioned when this is done at the school board, tobacco is used during these ceremonies. Tobacco is handed out before the acknowledgement is read out.	
3. Conflict of Interest Declaration	C. Boyczuk	No conflict of interest was declared by Board members.	
4. Approval of Agenda – June 22, 2019	C. Boyczuk	The agenda was approved as presented. 16.4 under new business to be added – Honorary membership should be added to the agenda for Gordon Braun. Also proposed that Barbara Tomporowski be given an honorary membership to allow these people to vote at the AGM.	Motion: Moved by C. Boyczuk, seconded by A. Robinson to approve the Board Agenda of June 22, 2019 with amendments. CARRIED

DRAFT

ITEM	SPEAKER	NOTES	ACTION/MOTION
		Under item 17.1- strategic planning follow-up in brackets – already established goals for Shawn – this should be identified as a heading and a separate item	
5. In-Camera Meeting	C. Boyczuk	The JHSS Board members went In-Camera at 8:35 a.m. JHSS Board of Directors adjourned the In-camera meeting at 9:25 p.m.	Motion: Moved by A. Robinson, seconded by M. Caron to move into an in-camera meeting. CARRIED Motion: Moved by G. Braun, seconded by C. Boyczuk to adjourn the in-camera meeting. CARRIED
6. Approval of Minutes – April 26 Board meeting and April 27 Board Retreat	C. Boyczuk	The minutes of April 26 and April 27, 2019 were approved as presented.	Motion: Moved by B. Kowalchuk, seconded by M. Caron to approve the April 26, 2019 minutes and motion moved by A. Robinson, seconded by W. Clare to approve the April 27, 2019 minutes as presented. CARRIED
7. Business Arising ending April 26 and 27, 2019	C. Boyczuk	Risk Management – Bob reported he knows of an organization (Myers & Penny) who offers free Risk Management seminars for Boards. This seminar would take 4 hours. C. Boyczuk suggested this session could be held during the September Board meeting. Board would meet for 1.5 days and suggestion was to host in Moose Jaw. To be discussed at the next Audit & Finance Committee meeting.	Action: Discuss having Risk Management seminar for Board members at the Sept Board meeting and to bring forward to A & F Committee – C. Boyczuk
8. CEO Update	S. Fraser	Shawn Fraser provided a report on the following: Cedar House – switched houses in February and listed the old house in March. Price was lowered below \$300,000 on May 15. The current mortgage is \$265,600. Interest payments (approx. \$2000) are substantial as the rate is 4.95%. We require approximately \$275,000 to pay for the house. Bob suggested a more aggressive plan to sell the house and perhaps lower the price again.	Action: Discuss with real estate agent the need to sell the property as soon as possible - Shawn

DRAFT

	<p>Christine reported that the CEO was responsible to report on any complaints to the Board based on the complaints whistleblower policy. According to the Board Calendar, the CEO is required to bring forward any complaints twice a year.</p> <p>Shawn advised the Board on a couple of complaints received.</p> <p>Shawn provided the Board with his Ends reporting. Education/Advocacy – he discussed 3 recent media pieces – death of an individual in Correctional Centre, Pride Week and Lulu’s Lodge and CTV piece with staff person concerning Lulu’s house.</p> <p>Service Delivery – visited Correctional Centre in Saskatoon and met with an inmate who was leaving and had no supports</p> <ul style="list-style-type: none">- JHSS awarded \$100,000 from Law Society to hire a lawyer. Like us to post a job as soon as possible. P. Braun suggested that JHSS focus on priority areas and develop a work plan and look at what are the end goals- Discussed two potential grants – Indigenous Urban Grant and the National Crime Prevention Strategy.- Board spoke on JHSS houses and the need for them to be inspected to ensure they were up to code. <p>Partnerships – Reported he has met with a number of people in Regina and Saskatoon.</p> <p>Human Resources - Echo Qin, permanent Director of Finance hired and will start in early July. Shawn reported that M. Paproski was leaving for an excellent opportunity with the University of Regina. Her last day will be July 16. Monique’s job will be divided up between Shawn, Cindy and Echo. Shawn reported he hopes to post Mark’s position on Monday.</p>	<p>Action: Ensure all houses are inspected by someone who has a professional designation to ensure they are in good shape and up to code. Suggestion to complete every two years was made – S. Fraser</p>
--	---	--

DRAFT

	<p>Christine Boyczuk asked for a motion from the Board to go into a closed session to discuss Director of Finance role and transition of it at 10:20 a.m. Shawn Fraser was asked to leave the room. The Board resumed their meeting at 10:35 a.m.</p> <p>Christine reported it was critical that the Director of Finance have a thorough handover from Dale. Shawn reported that Dale's contract will formally end at the end of June. C. Boyczuk asked D. Zavislak if he would be available to stay on for an additional 3 weeks. Dale reported he would be available to ensure the transition for the new Director of Finance was seamless.</p> <p>C. Boyczuk discussed the hiring of the HR Generalist and also the Financial Analyst role. Board agreed that the priority at this time would be to hire an HR Generalist first and hold off on filling the Financial Analyst. D. Zavislak reported there must be a separation between the Director of Finance and the Accounts Receivable\Payable roles. B. Kowalchuk asked S. Fraser to provide a schedule on the hiring process for the HR role and also the Financial analyst role to ensure there is a sense of continuity.</p> <p>Shawn reported he was ending WOW Media Communications contract at the end of June, 2019. He is bringing on Brett Bradshaw as a contractor who will help JHSS with messaging and media strategy (i.e. media schedule, media releases, etc.). Board members asked for a plan to review on what Brett Bradshaw's services would be. Shawn to provide plan to members of the Board at the September meeting.</p> <p>Board agreed that JHSS continue producing an Annual Report. Bob Kowalchuk reported it is a great tool and there is value in it. It provides good information on all of the programs we offer.</p> <p>Shawn reported he hopes to bring in social media, website etc. back in house. Board members agreed</p>	<p>Motion: Moved by A. Robinson, seconded by C. Boyczuk to move into a closed session for Board to discuss a few items. CARRIED</p> <p>Motion: Moved by A. Robinson, seconded by C. Boyczuk to move back into the Regular Board meeting. CARRIED</p> <p>Action: Provide a schedule on the hiring process for the HR and Financial Analyst role to the Board – S. Fraser</p> <p>Action: Provide plan to Board members in advance, and then sign contract with Brett (media consultant) for 3 months and report back at September Board meeting – S. Fraser</p>
--	--	---

DRAFT

		<p>social media could be better. Social media needs to be addressed in the overall communication strategy. Shawn – do need some direction on this. Shawn to pursue a contract with Brett for 3 months and report back at the September Board meeting. It was advised that this consultant does not have expertise in website.</p> <p>Governance - Shawn advised he has been meeting with Anna and Christine on a weekly basis. He has reached out to various board members for advice on issues and thanked them for their help.</p>	
<p>9. If Not Us, Then Who?</p>		<p>Lulu’s Lodge – Shawn reported Tanna at Regina branch has completed a grant for Lulu’s House. The grant is a two-step process. JHSS would negotiate with Sask. Housing to cover up to 70% of housing costs. Christine advised this would be an item that would require Board approval before going forward with this initiative. Sask. Housing has suggested that JHSS would build a new home or buy an existing. Board members suggested buying would be better than building new.</p> <p>Dale Zavislak reported he would be pleased to assist in the transition for the new Director of Finance and would be available for the next 3 weeks. Christine thanked Dale for his commitment and hard work during his time here at JHSS.</p>	
<p>10. Financial Update as of March 31, 2019</p>	<p>D. Zavislak G. Braun</p>	<p>Financial update as of March 31, 2019 – G. Braun advised this was an excellent set of statements. Gordon asked Dale to walk through the statements provided. Dale discussed the highlights.</p> <ul style="list-style-type: none"> - Overall surplus in excess of revenues of \$152,000 - Received permission from social services for JHSS to increase reserves - Going forward – a balance sheet will be provided to the Audit & Finance Committee. This was advised by the Auditor. Balance sheet to provide show much cash and assets JHSS has. - Forecasted revenue is approximately \$5.2M - Expenses = Revenues - Budgeted reserves approximately \$65M 	<p>Action: Include in Financial Statements and all financial updates to the Board a balance sheet – New Director of Finance, Echo Qin</p> <p>Action: Develop a policy concerning use of points incurred on corporate visa card and report to Board – E. Qin</p>

DRAFT

		<ul style="list-style-type: none"> - Predicting less revenue for next year - Issues on constructive services letters was visa's must include receipts and if not a voucher must be completed. Voucher system already in place. Second item was with commercial visa card account and loyalty points. A second person must approve/be aware of loyalty points used for check and balance. New Finance Director should review the points we incur on visa and come up with a policy/process. - 2 Houses – Bert's and Basswood, - one has a \$45,000 surplus and other was a \$45,000 deficit. Realized it had to do with the allocation of wages. Motion made to approve financials as presented. <p>JHSS Budget 2019 – 2020 – Budget reviewed and discussed. Motion made to approve budget.</p>	<p>Motion: Moved by G. Braun, seconded by P. Braun to approve financials ending March 31, 2019 as presented. CARRIED</p> <p>Motion: Moved by G. Braun, seconded by B. Kowalchuk to approve budget 2019 – 2020 as presented. CARRIED.</p>
<p>11. Governance Committee Report</p>	<p>C. Boyczuk</p>	<p>Update from Chair – C. Boyczuk reported on the AGM and the June 3 Governance Committee. Health and Institutions - a position paper is to be completed. An administrative segregation paper will be discussed later in the agenda. Board to discuss if we agree with the JH Canada Board on their positions around Admin. Segregation and Healthcare in Institutions. More discussion is needed. Christine advised that we will need to review the Auditors Report of 2018- 2019 and determine if these recommendations have been brought forward by the Ministry. The format of the AGM was discussed at the June Governance Committee meeting. She reported the CEO Job description, Board evaluation and strategic priorities were going to be discussed later on in the meeting.</p> <p>Board Evaluation – Christine reported the Board identified a weakness of the organization not having an operational business plan. She reported a plan for Board development will be discussed at the next Governance Committee meeting. Also discussed was Board members be familiar with JHSS policies and bylaws. A motion was made to approve the Board Evaluation.</p>	<p>Motion: Moved by C. Boyczuk, seconded by B. Feist to approve the Governance Committee minutes of May 15, 2019.</p> <p>Motion: Moved by C. Boyczuk, seconded by A. Robinson to approve the Board Evaluation results. CARRIED</p>

DRAFT

		CEO Job Description Policy – A motion was made to approve the CEO Job Description policy.	Motion: Moved by C. Boyczuk, seconded by B. Kowalchuk to approve the CEO Job Description policy. CARRIED
12. Audit & Finance Committee Report	G. Braun	<p>Update from the Chair – G. Braun reported Audit & Finance Committee had met with the Auditor and the results were very successful. Board members of the Committee also met with the Auditor.</p> <p>Audited Financial Statements – Discussed earlier Constructive Services Letter – Discussed earlier Meeting with Auditor - Discussed earlier</p> <p>Audit & Finance Committee Minutes of April 16, 2019 – were approved as presented.</p>	<p>Motion: Moved by G. Braun, seconded by M. Caron to approve the Audit & Finance Committee minutes of April 16, 2019. CARRIED</p> <p>Motion: The Audit & Finance Committee Report was moved for approval by G. Braun, seconded by C. Boyczuk. CARRIED</p>
13. Funds Development Committee Report	A. Robinson	Update from Chair- Anna reported policies are currently going through to the Governance Committee for approval which will then come to the Board for final approval. Funds Development Committee did not meeting in June since it conflicted with the AGM. The March 15, 2019 minutes were approved under the Funds Development Committee report.	Motion: Moved by A. Robinson, seconded by M. Caron to approve the Funds Development Committee Report as presented. CARRIED
14. New Business	C. Boyczuk	<p>Review of Revised Mission and Visions Statements - A. Robinson provided an update on the proposed mission and vision. Anna was delegated at the Board Retreat of April 27, 2019 to bring to the Board proposed new statements. She read the current mission and proposed new mission.</p> <p>Current Mission - The John Howard Society of Saskatchewan assists individuals who are at risk or are involved in the criminal justice process by providing prevention, intervention, support services and advocacy.</p> <p>Proposed Mission - The John Howard Society of Saskatchewan provides prevention, intervention, support services, and advocacy for individuals who are at risk or are involved in the criminal justice process.</p>	

DRAFT

	<p>Board members agreed with the proposed mission.</p> <p>Board members discussed the proposed Vision and the following comments were provided:</p> <ul style="list-style-type: none"> - Effective, Just and Humane is lost in the new vision statement – these words are important - Christine provided the following – Communities have effective, just, humane practices that prevent crime, resolve conflicts, repair harm and restore peaceful relations in society. - Positive social outcomes is too broad in current statement. Think we need to be more specific – crime prevention, restorative justice, healing, reintegration rehabilitation, and social inclusion - Peter - Vision – is what we see in the future – 4 key words on what we are going to do - Like wording of “Communities are” – Michelle - Incorporate Peter’s thoughts into proposed statement <p><u>Current Vision</u> – Communities have effective, just, humane practices that support positive social outcomes.</p> <p><u>Proposed Vision</u> – Communities are served through measures that prevent crime, resolve conflicts, repair harm, and restore peaceful relations in society.</p> <p><u>Executive Limitations – CEO</u> C. Boyczuk reviewed the General Executive Limitations document provided to the Board and the CEO reported and confirmed he was in compliance on the following: Financial condition, treatment of staff, Contractors and volunteers, Communication and support, budgeting, fundraising.</p> <p>Communications policy is to be written up and brought forward to the Board of Directors at an upcoming Board meeting</p> <p>Christine Boyczuk and Shawn Fraser to meet and determine a process for reporting on the Executive Limitations policies.</p>	<p><u>Action:</u> Re-write the proposed vision based on comments provided, and present at September Board meeting for discussion and approval – A. Robinson</p> <p>Provide any additional feedback to A. Robinson concerning Vision Statement prior to September Board meeting – Board members and CEO.</p> <p><u>Action:</u> Draft up a communications policy and bring forward at an upcoming Board meeting – C. Babcock</p> <p><u>Action:</u> Meet to determine a coordinated process for reporting on the executive limitations to the Board – Christine & Shawn</p>
--	---	---

DRAFT

	<p>Appointment of Committees – The Board reviewed the Committees listing. Anna Robinson, new Board President will be on all Committees. A motion was put forward to approve committees for 2019- 2020.</p> <p>Appointment of Past President and President to JH Canada Board – Board members reviewed the document provided concerning the process for appointing JHSS members to the JH Canada Board. A motion made to appoint the suggested current Board members (President and Past President).</p> <p>Healthcare in Institutions– C. Boyczuk reported the attached briefing note and draft resolution would be used for the meeting with the Ministry – Mr. McFadden.</p> <p>Resolution – This is statement developed by JH Canada. C. Boyczuk asked Board members if JHSS supports the statement from JH Canada and do we incorporate this as our own policy. G. Braun indicated he had presented this at the last JH Canada Board meeting. Gord suggested that a charter challenge be brought forward and this should be discussed at the JH Canada board meeting in Ottawa in October. Peter suggested a meeting with our provincial counterparts before going forward with a charter challenge. Board members liked this approach and agreed that JHSS should find out from Policing and Corrections on how they are going to review the auditor’s report, healthcare etc. through a diplomatic strategic process.</p> <p>Suggested process is:</p> <ul style="list-style-type: none">- attached briefing note to a letter to the Ministry- Process will be to request a meeting, indicate items that will be discussed, add discussion points to include – what steps have and will be taken.- B. Feist reported he had reviewed Mandela rules – and there are items that would be beneficial to bring forward. Group agreed this will be further discussed at an upcoming Governance Committee meeting to determine the following:	<p>Action: Add A. Robinson’s name to all Committees of the Board – C. Babcock</p> <p>Motion: Moved by M. Caron, seconded by W. Clare to approve the Committee list for 2019 – 2020. CARRIED</p> <p>Motion: Moved by B. Kowalchuk, seconded by W. Clare that the JHSS Board of Directors hereby appoints the Past President (C. Boyczuk) to attend the JH Canada Board meetings as the delegate, with the President (A. Robinson) representing the organization as the second delegate when the Past President is unable to attend these meetings. CARRIED</p>
--	---	--

DRAFT

		<p>- agenda for meeting with Ministry - review auditor's document (Anna, Ben, Christine and Shawn) and come up with questions to discuss with Ministry – group to circulate questions to each other) Determine agenda for meeting with Ministry.</p>	<p>Action: Discuss at upcoming Governance Committee – agenda for meeting with Ministry, review auditor's report and come up with questions to ask Ministry. Group to circulate questions in advance of Governance Committee meeting – Anna, Ben, Christine and Shawn</p>
<p>15. Lunch Break</p>			
<p>16. Reflecting Strategic Priorities (standing item)</p>	<p>C. Boyczuk</p>	<p>Strategic Planning Follow-up Christine reported 4 key ideas had come from the Strategic planning session with Shawn.</p> <ol style="list-style-type: none"> 1. Developing a Communication Plan for the organization 2. Implementing a Capital Strategy – house and vehicle maintenance, etc. 3. Plan and implement a Staff Organizational Review 4. Develop a Northern strategy (already an established goal for Shawn). 5. Conduct an Enterprise Risk Management (already identified as one of the key activities for Shawn). <p>Shawn reviewed the strategic priorities document which incorporated priorities identified by both the Board of Directors, and the Management Team.</p> <p>Shawn asked Board members what might be 3 – 4 key items for him to develop a business work plan.</p> <p>At the last meeting the following items were discussed:</p> <ul style="list-style-type: none"> - Educating\Advocacy - Partnerships <p>B. Feist and A. Robinson advised a key strategic priority that has been identified is an organizational review and succession planning (inward looking).</p> <p>It was determined that CEO would develop outcomes as part of an operational plan. C. Boyczuk provided samples of what a strategic plan might look like – what are we measuring, what are the outcomes, impact, etc. Christine</p>	

DRAFT

	<p>will provide Shawn with sample strategic plan documents. Board discussed the following items under goals statements in the Strategic priorities framework (strategic plan template).</p> <p>Ends: Service delivery Goals: - improve our presence in institutions - Improving, developing, and working toward post institutional programming</p> <p>Ends: Human Resource Goals: -complete an organizational review and organization chart -develop an Human Resources and Succession Plan -develop and review Human Resources policies</p> <p>Educating/Advocacy Goal:</p> <p>Sustainability Goals: - Develop a Capital Strategy \ - Inventory of Fleet Management - Inventory of Houses and inspections, etc. - Risk Management</p> <p>Items identified from CEO were: - Communications Plan for the organization. - Northern Indigenous Strategy – this will be part of the Strategic Plan in the 3rd or 4th year – long-term initiative Gordon Braun suggested that JHSS be cautious on the name – perhaps name it Northern & Indigenous strategy. Ben advised this is more about relationship building and not location. Most indigenous families might think this is part of the northern indigenous strategy. Board will need to determine name for the proposed strategy – Northern strategy or Indigenous/Non Indigenous strategy?</p>	<p>Action: Provide sample strategic plan documents to CEO – C. Boyczuk</p>
--	--	---

DRAFT

		<p>Christine reported some items above are deliverables and others are developmental. Anna, Christine and Shawn to meet to discuss further. Board role for each of these has to be considered.</p> <p>Proposed Board Meeting Dates – Anna reviewed the proposed Board meeting dates. Anna indicated that the Board had also spoke about getting tours of JHSS houses and correctional centers. For the September meeting Anna suggested a couple of options – tour of houses, presentation from programs in a branch location in Saskatoon. Board members agreed with the idea. Anna will connect with Cindy and Shawn.</p> <p>Directors and Officers Liability – Christine asked Board members if they would like a representative to come and speak to the Board. Board agreed this was not necessary.</p>	<p>Action: Meet to further discuss strategic priorities, Ends Statements, role of Board, etc. – Christine, Anna and Shawn.</p> <p>Action: Connect with Shawn and Cindy concerning September Board meeting in Saskatoon relating to house tours and presentation of a program from a branch – A. Robinson</p>
<p>17. Emerging Issues – Administrative Segregation (standing item)</p>	<p>C. Boyczuk</p>	<p>Cameras In the Courtroom – Shawn reported he had been contacted by a person from Courts of Saskatchewan asking JHSS for feedback on the idea of having camera’s in the courtroom. Shawn advised C. Latimer, JH Canada had suggested not having a strong stance. Shawn asked for the Board’s comments on this issue.</p> <p>After considerable discussion, the Board agreed that it was best to remain with the status quo (no cameras in the courtroom). JHSS is about effective, just and humane practices. No compelling reasons to change right now. Shawn will draft up a note concerning this and share with the JHSS Board before submitting a response.</p> <p>Administrative Segregation – has been known as solitary confinement. This was not meant to be a form of punishment and used only as a tool to keep people safe. This has been a concern across Canada on the length of time prisoners are held in Admin. Seg. Federally, Bill C83 went through the House of Commons. A law may be passed where Admin. Seg. Will only be 2 – 4 hours a day.</p>	<p>Action: Draft up a note concerning cameras in the courtroom and provide to Board of Directors prior to sending to Sask. Courthouse – S. Fraser</p>

DRAFT

		For further information, please refer to Administrative Segregation handout in Board package.	
18. Upcoming Board Meeting		The next Board meeting will be held on Friday, September 27 and Saturday, September 28. Location may be in Saskatoon. Board of Directors recognized and thanked Monique Paproski, HR generalist and Dale Zavislak, Interim Director of Finance for their work at JHSS.	
19. Adjournment		The Board of Directors meeting adjourned at 2:10 p.m.	Motion: Moved by Anna Robinson to adjourn the Board meeting.