

APPROVED

**John Howard Society of Saskatchewan
Minutes– Board of Directors
Friday, April 27 2018
Travelodge Hotel, Ascot Room
3:30 – 6:23 p.m.**

Attendees:		
Christine Boyczuk, Chair	Gordon Braun	Peter Braun
Pauline Busch (regrets)	Benedict Feist	Robert Kowalchuk
	Anna Robinson (regrets)	Tammy Williams
JHSS Staff		
Jaime Boldt	Cindy Babcock	Roger Bucsis

ITEM	SPEAKER	NOTES	ACTION/MOTION
1. Call to Order and Opening Remarks	C. Boyczuk	The meeting was called to order at 3:30 p.m.	
2. Acknowledgement of First Nations People & Treaty Lands	C. Boyczuk	The Board Chair read the acknowledgement of First Nations People & Treaty Lands.	
3. Approval of Agenda	C. Boyczuk	The agenda was approved as presented	Moved by G. Braun seconded by C. Boyczuk CARRIED
4. Approval of Minutes – January 20, 2018	C. Boyczuk	Minutes were reviewed and motion for approval of minutes put forward. R. Bucsis requested the following item be added to the January 20 minutes under 7.2 MSS Restricted Reserve Spending approval – “Anything above \$200 must get a reserve spending request. All reserve spending above \$200 should go through the current process at John Howard”	Moved by B. Feist, seconded by R. Kowalchuk to accept minutes as amended. CARRIED. Action: Revise minutes to include information on spending approval – C. Babcock
5. Business Arising	C. Boyczuk	Business Arising, Jan 20 and prior – Cindy provided an update on the business arising and items outstanding as of January 20, 2018.	

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		<p>Board Member Insurance Coverage - Roger referred to the Board package information around the Directors and Officers liability. There is \$5M coverage for Board members. A document was also included for Board members highlighting additional liability coverage.</p>	
<p>6. Consent Agenda</p>	<p>C. Boyczuk</p>	<p>Executive Limitations Emergency Executive Continuity - Jaime advised the executive limitations had been updated to reflect the change in leadership. Christine reported this item requires Board approval. It is important to have coverage should the CEO be away on vacation or out of the office. Should the CEO be away the Director of Finance would be the next delegated person. The group agreed that names be removed and appropriate titles would be provided. Should the Director of Finance be unavailable in the interim, the Chair of the Board would appoint someone. Roger Bucsis brought forward the use of the CFO title. B. Kowalchuk advised no title changes would be reviewed until a permanent CEO was in place. This would be brought forward to the Human Resources Committee. Director of Finance will be used in this document until further notice. Christine reported the limitations set out for CEO are reported on at different times.</p> <p>Staff Treatment and Risk Management/Asset Protection – The Board did not discuss these items in detail. A motion by B. Kowalchuk, seconded by P. Braun to accept the Executive Limitation report – Emergency Executive Continuity was approved with amendments. The Staff Treatment and Risk Management/Asset Protection was approved as presented.</p> <p>Approval of Committee Minutes – the approval of the Governance Committee minutes dated February 5, 2018, Audit & Finance Committee minutes dated January 16, 2018 and the Funds Development Committee minutes dated January 19, 2018 was accepted as presented under the consent agenda.</p>	<p>Action: Revise Executive Limitation, Emergency Executive Continuity to only include titles and not individuals names – C. Babcock</p> <p>Motion: Moved by B. Kowalchuk, seconded by P. Braun to accept the Executive Limitations report – Emergency Executive Continuity was approved with amendments. The Staff Treatment and Risk Management/Asset protection was approved as presented. CARRIED</p> <p>Motion: Moved by B. Kowalchuk, seconded by P. Braun to approve the Committee minutes under the consent agenda as presented.</p>

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7. CEO Update	J. Boldt	<p>Jaime provided a CEO Update to members of the Board. She discussed the following items:</p> <ul style="list-style-type: none"> - New Funding from Youth Justice Fund, City of Saskatoon, CIF Saskatoon and Regina and the Optimist Club. - Fine Option Program Update – expected to hear mid-May on FO proposal and funding - Video update – has taken a little longer than anticipated and currently reviewing first draft - Cedar House Update – Jaime reported Ministry does not support buying a house and would prefer JHSS renting. Suggestion of \$30,000 for rent from a recent meeting was suggested - The group agreed JHSS requires this information in writing. Not clear if ministry would be paying rent to us or if they have committed an actual dollar value - Jaime reported Cedar House will not pass a health inspection unless \$190,000 worth of renovations are completed - Jaime provided 3 options to the Board – Rent, Buy a new home for Cedar or move Cedar House to Bert’s House and purchase a new Bert’s Emergency Shelter - If JHSS buys a house, the language from the Ministry must be flexible and neutral, otherwise JHS only can use money for rent and JH would lose the homelessness partnership strategy funding of \$55,000 - G. Braun advised he was aware of a house that may have the standards we require and was recently shut down and is up for sale (Alexander’s house – has an affiliation with Oxford House. Jaime reported JH has until November since that is when house inspection is Blair can update Jaime on this in Saskatoon. Have until November since house inspection will be in November and it will not pass - Christine asked Board members to provide their comments on the options that Jaime presented - Board members provided the following comments: <ul style="list-style-type: none"> • Move out of Cedar House as soon as possible. 	CARRIED

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		<p>JHSS could be held negligent for having kids in this house given current living conditions</p> <ul style="list-style-type: none"> • Renting not an option if we are going to lose \$140,000 from Homelessness grant. Moving Cedar House to Bert's is a good option • JH needs to take action and put a plan together as soon as possible • Out of three options, JH would take a loss with renting, option of moving into an emergency shelter will create some upheaval and there are some economic costs of doing this option. The idea of looking for a house and possibly purchasing was favored. • Member asked that JH clarify what the Ministry is offering and the concern to support a non-profit support capital. Immediacy of moving the kids out of Cedar House is key. <p>- Jaime reported Cedar House has a wait list where Bert's House is flexible.</p> <p>- The Board supports the JHSS CEO to move quickly on this issue and get the youth out of Cedar House into another facility.</p> <p>- The Board provided the following information and asked Cindy to pull together a motion from the suggested wording concerning Cedar House.</p> <p>- JHSS Board recognizes the need to move our youth out of Cedar House in an expeditious manner, and the Board fully supports the CEO's actions to further explore the options provided by the CEO.</p> <p>- Jaime discussed the Community Residential project and the expression of interest. She advised this would be for federal inmates who are released on day parole, are near the end of their term, and are transitioning back into the community.</p> <p>- G. Braun reported that JH Canada is coordinating a national policy for immigrants coming across the</p>	<p>Action: CEO to further explore in a timely manner options presented to the Board concerning Cedar House – J. Boldt</p> <p>Motion: Moved by G. Braun, seconded by P. Braun that the JHSS Board recognizes the need to move our youth out of Cedar House in an expeditious manner, and the Board fully supports the CEO's actions to further explore the options provided by the CEO to Board members at this meeting. Moved by G. Braun, seconded by P. Braun. CARRIED.</p>

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		<p>borders. Jaime is going to be attending a training session in mid-May on cross border services.</p> <ul style="list-style-type: none"> - Jaime briefly discussed JHSS newly hired communication agency, and the graphic designed day - She spoke on Institutional Presence in Regina, Saskatoon, and Prince Albert. JHSS is advocating for provincial as well as institutional policies - CEO provided program updates and highlights for the branch offices 	<p>Motion: Moved by B. Kowalchuk, seconded by T. Williams to accept and approve the CEO Report as presented. CARRIED</p>
<p>8. Financial Update</p>	<p>J. Boldt</p>	<p>Financial Statement Summary ending March 31, 2018 - R. Bucsis discussed the financial summary. A couple of adjustments have been made due to amortization. Revenue has fluctuated a bit from budget. Overspending in some cases there is matching revenue to go with this. He reported Audit & Finance Committee has met a couple of times.</p> <p>JHSS Budget – R. Bucsis discussed the forecasted results and budget from last year. He reported a little tweaking in the budget has occurred as a result of Moose Jaw operations. There have been some reduced projections to the Bingo, some admin fees, and provincial office changes.</p> <p>MSS Reserve Spending – Allocation of Reserve Funding – The balance as of March 31, 2018 was \$149,045 and the Ministry is good with this. R. Bucsis reported current balance at this time is \$206,659.</p> <p>MSS RS – Expense transfers for 2017/18 Amend Previous Board motion - R. Bucsis reported the original amount had been approved on the basis of what the Ministry had approved. Actual numbers were plugged in and an amendment was required from the previous Board motion.</p> <p>MSS Expense transfer for 2017/18 New Motion – A new motion was put forward to the Board for the expense transfers for 2017-2018.</p>	<p>Motion: Moved by B. Kowalchuk, seconded by P. Braun to accept and approve the Financial Statement Summary ending March 31, 2018 as presented.</p> <p>Motion: Moved by B. Kowalchuk, seconded by T. Williams to approve the budget as presented. CARRIED</p> <p>Motion: Moved by G. Braun, seconded by B. Kowalchuk to approve the expense transfers for 2017/18 budget in order to amend the previous Board motion dated January 20, 2018. CARRIED</p> <p>Motion: Moved by G. Braun, seconded by T. Williams to approve a new motion for the expense transfers for 2017/18 CARRIED</p>

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		<p>Transfer to 2018-19 MSS Restricted Reserve Funds – R. Bucsis reported this motion was due to a recent letter sent by the Ministry. A motion was put forward to approve the transfer of moneys to the 2018-2019 MSS Restricted Reserve Funds.</p> <p>Director, Finance Report – R. Bucsis reported month-end had been completed. The report to the Ministry of Justice has also been done and is due May 15. The auditors will be at JHSS doing their annual audit. The Concur program (accounts payable, invoicing, credit card program, etc. will be rolled out once Audit has been completed. The new credit card program will have better controls and credit limits can easily be modified. Roger advised burn rate is around \$300,000 monthly.</p> <p>HR Update – Roger provided a brief update on Human Resources. As of March 31, 2018 JHSS has a total of 93 staff. Staff Out of Scope information concerning hiring and resignations was provided. ADP payroll will be implemented at the beginning of June for the June 15 payroll.</p> <p>Roger asked why there was no HR Committee update on the agenda. C. Boyczuk reported the HR Committee was a Committee of the Board, and current discussions were in-camera.</p> <p>R. Bucsis asked if Monique Paproski could attend HR Committee meetings. The Board Chair advised Monique was welcome to attend the meetings when they were not in-camera sessions. The HR Committee is a Committee of the Board and not operational. Committee focus is specific to CEO (Contract, Evaluation, goals, etc.)</p>	<p>Motion: Moved by G. Braun, seconded by P. Braun to approve the transfer of moneys to the 2018-2019 MSS Restricted Reserve Funds, CARRIED</p> <p>Motion: Moved by G. Braun, seconded by P. Braun to accept the Director, Finance reported as presented. CARRIED</p>
9. If Not Us, Then Who?	J. Boldt	Jaime discussed a picture of Regina staff and youth who on a very cold day went ice fishing. It was an educational day and everyone had a lot of fun. They enjoyed hotdogs,	

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<p>10. Governance Committee Report</p>	<p>C. Boyczuk</p>	<p>etc. in the tent.</p> <p>Appointment of 2nd Vice Chair Role – C. Boyczuk has Ben Feist had agreed to be 2nd Vice Chair.</p> <p>Approval of Risk Management Policy – Christine read P. Braun’s comments concerning the Risk Management Policy. The following comments were:</p> <ul style="list-style-type: none"> - Policy is comprehensive and covers a lot of ground - Very informative and template process around reporting format is good - Risk tolerance is generally low especially with respect to IT and Finance - Template attached provides a good format of what some of this may look like - Training is also key and all levels should be aware and share this responsibility - Committee agreed risk policy was good - An environmental scan/mitigation should be a standard part of the CEO and Director, Finance role - R. Bucsis confirmed he was good with this policy - Policy to be amended to read Director, Finance and/or CFO in the event of a title change <p>AGM/Board Meeting – C. Boyczuk reported AGM would be held on Friday, June 22 at the Travelodge. A Board dinner, AGM and 60th Anniversary program would be held that date. Board meeting will follow on June 23.</p> <p>Formal Acceptance of Board Resignation – Ashala Naidu – the Board accepted Ashala Naidu’s resignation that was received on January 19, 2018.</p>	<p>Motion: Moved by B. Kowalchuk, seconded by G. Braun to accept the appointment of Ben Feist as 2nd Vice Chair of the Board. CARRIED</p> <p>Motion: Moved by B. Kowalchuk, seconded by G. Braun to approve the Risk Management Policy as presented. CARRIED</p> <p>Action: Revise policy to include titles Director, Finance and/or CFO – C. Babcock</p> <p>Motion: Moved by B. Kowalchuk, seconded by G. Braun to accept the resignation of Board member, Ashala Naidu. CARRIED</p>
<p>11. Audit & Finance Committee Report</p>	<p>G. Braun</p>	<p>Audit & Finance Committee Report – G. Braun advised this had been reported on earlier in the agenda.</p> <p>JHSS Budget – discussed under Agenda item 8</p> <p>Review of CEO Expenses – G. Braun reported the CEO</p>	

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		<p>expenses had been reviewed and reported on at the April 17 Audit & Finance Committee meeting.</p> <p>CEO 1% Retention Payment – G. Braun advised this is a matter of policy. This is due to the current union contract.</p> <p>Approve Audit and Finance Committee Terms of Reference – G. Braun reported the terms of reference for the Audit and Finance Committee had been approved by the committee on April 17, 2018 and required Board approval as well. The Board approved the current terms of reference as presented.</p>	<p>Motion: Moved by G. Braun, seconded by T. Williams to approve the Audit & Finance Committee terms of reference as presented.</p> <p>CARRIED</p>
<p>12.0 Funds Development Committee Report</p>	<p>C. Boyczuk</p>	<p>JHC National Conference – Christine reported Thursday evening, October 18 will likely be an event that JHSS will organize. Intent will be to have a meet and greet reception and will also include the JHSS video, speaker, etc. at the hotel.</p> <p>The JHSS Board and Regina senior staff will be invited to attend the Thursday evening event along with the Friday Wanuskewin event. Saskatoon staff will also be invited to attend the Thursday evening event.</p> <p>Once agenda is confirmed for Thursday evening and Friday at the National JH Canada conference, Cindy is to contact Board members advising them of events and ask for their confirmation of attendance for Thursday evening and Friday Wanuskewin event. Anna Robinson/Gordon Braun to confirm JH Canada National event agenda before invite is sent out.</p> <p>Christine advised she was developing a motion that would be provided to Board members for approval at the next board meeting. This motion would be a national policy statement requesting that the recommendations presented be adopted as principles of JHSS and then recommend that JH Canada consider approval as well.</p> <p>Other – Christine reported that the Conference planning committee was not going forward with the Cannabis event</p>	<p>Action: Confirm agenda for JH Canada October event – A. Robinson/G. Braun</p> <p>Action: Invite JHSS Board members to attend JH Canada conference events, Thursday October 18 and Friday all-day event. Cindy to send out invite to Board once Anna and Gord have confirmed JH Canada agenda – C. Babcock</p>

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		<p>tentatively scheduled for June. There are a number of priorities and issues that require attention which did not allow the group to devote the time and resources into the event.</p> <p>Ben Feist advised recent conferences have been hosted and well attended around indigenous perspectives specifically in the prairies. This could be a good fit for JHSS and groups that we work closely with. Jaime reported that E. Fry has approached JHSS to work with them collaboratively.</p>	
13. New Business	C.Boyczuk	<p>Letter from Lance Blanchard – Christine discussed the recent letter from Lance Blanchard, The Board moved to acknowledge receipt and file this letter.</p> <p>JH Canada Affiliation Agreement – G. Braun reviewed the agreement. He recommended to the JHSS Board that they endorse the agreement. There were no concerns raised by the Board. The Board made a motion to accept the agreement as presented.</p> <p>JH Canada Board – C. Boyczuk reported a Board member will need to be appointed to JH Canada at the Annual General meeting on June 22. Rules on appointing Board members to JH Canada will be reviewed by Christine.</p>	<p>Motion: Moved by B. Kowalchuk, seconded by G. Braun to receive and file the Lance Blanchard letter. CARRIED</p> <p>Motion: Moved by G. Braun, seconded by B. Kowalchuk to endorse the JH Canada Affiliation agreement as presented. CARRIED</p> <p>Action: Review JH Canada rules concerning appointment of JHSS Board members – C. Boyczuk</p>
14. In-Camera Meeting	C.Boyczuk	<p>The Board went in-camera at 5:46 p.m. The Board meeting resume at 6:22 p.m.</p> <p>The minutes of the Special In-Camera Board meeting of January 20, 2018 were not approved during the In-Camera session.</p>	
15. Upcoming Board Meeting	C. Boyczuk	The AGM will be held on June 22 with the Board meeting on June 23.	
16. Adjournment		The JHSS Board of Directors meeting adjourned at 6:23 p.m.	Motion: Moved by G. Braun to adjourn the JHSS Board of Directors meeting. CARRIED