

APPROVED MINUTES

**Ralph Thornton Centre Board of Management
APPROVED MINUTES for JUNE 22ND, 2016**

Present: Board: Hongmei Cai, Graham Chernoff; Andrew Chong (Chair); Jeff Garkowski; Michele Harding (Minutes); Mae Hum; Jennifer King; Samantha Morrison and Jordana Wright. **Board Nominees:** Sharon Ho and Janet Routliffe.
Staff: John Campey; Glenn Gustafson; and Maria Moutsatos

Regrets: Chris Shantz; Alan Lennon and Paula Fletcher

| # | ITEM | DISCUSSION | DECISION | ACTION / BY |
|------|---|--|--|---------------------------|
| 1.a. | Greetings | The Chair called the meeting to order. | | |
| b. | Approval of Consent Agenda | Andrew reviewed the general terms for piloting a Consent Agenda at the meeting. Motion: That the Consent Agenda, as circulated, be approved. | M: Graham S: Samantha Carried | |
| c. | Declarations of Conflict of Interest | None | | |
| 2 | Consent Agenda: | | | |
| | CONSENT AGENDA MOTION: | THAT the following Consent Agenda decisions and motions be APPROVED as presented: | M: Graham S: Samantha Carried | |
| | [a] Approval of Minutes | MOTION: That the minutes of the May 18 th , 2016 and June 15 th , 2016 meetings of the RTC Board of Management be approved, as circulated. | | Secretary |
| | [b] Staff Reports | DECISION: That the reports of the Executive Director be received. | | Staff |
| | [c] Consent Agenda Policy | MOTION: That the Board ratify the Executive's approval of the <i>Consent Agenda Policy</i> , circulated as draft to the Board at the May 18, 2016 meeting, and that such policy be adopted for use effective immediately | | Secretary Members |
| | [d] Executive Committee & Nominations Sub-Committee | MOTION. That the Board ratify the Executive's approval of the following amended AGM member motion in respect of the nominees to the Board for the 2016/2017 year: <i>THAT the following qualified members be acclaimed and that their names be forwarded to Council for appointment to the RTC Board of Management to serve a two-year term effective June 2016:</i> | | Nominations Sub-Committee |

| # | ITEM | DISCUSSION | DECISION | ACTION / BY |
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| | | <ul style="list-style-type: none"> ▪ Andrew Chong, ▪ Graham Chernoff, ▪ Jeff Garkowski, ▪ Michele Harding, ▪ Sharon Ho, and ▪ Janet Routliffe. | | |
| 3 | Business Arising: | | | |
| | <p>[a] Finance Committee</p> <ul style="list-style-type: none"> • Ratification of City Budget Submission | <p>Graham, with Glenn's assistance, explained the City's current budget submission requirements and provided an overview of the submission of a draft core budget to the City to meet its June 17th deadline. It was noted that:</p> <ul style="list-style-type: none"> ▪ The City directed that RTC's core budget be reduced by \$3,330 per year to meet the City's cost reduction target. This reduction is a permanent reduction to the base operating budget. ▪ The budget had to be up-loaded to the City's financial system by June 17th, 2016. Approvals are not expected until late 2016 or early 2017. ▪ The City's Budget Committee has recommended a further 2.2% reduction for AOCCs, which would represent an \$18,000 reduction for RTC. This will be discussed by the City's Executive Committee on June 28th. <p><u>MOTION:</u> THAT the Board ratify the Executive's decision to approve the Centre's 2017 draft budget for submission to the City</p> | | Finance Committee Glenn/John |
| | [b] Deputation to City Executive Committee re budget reductions | <p><u>DECISION:</u> THAT a letter be sent to the City expressing concern regarding the impact of a 2.2% reduction on Centre programming. Additionally, members were invited to identify if available to attend the City's Executive Meeting to make a deputation on behalf of the RTC.</p> | <p>M: Graham S: Alan Carried</p> <p>AGREED</p> | John to Craft letter/ Members to identify availability to attend City Exec Meeting. |
| | [c] Approval of Board Calendar | <p>Andrew highlighted the draft Board calendar for the upcoming year, which was posted in the Additional Documents folder.</p> <p><u>DECISION:</u> THAT the 2016-2017 Annual Board Calendar be approved as circulated.</p> | <p>AGREED</p> | Board and Staff |
| | [d] Annual General Meeting | <p>Andrew commented on the success of the June 15th annual general meeting and thanked Hongmei for her hard work to both involve the Chinese community and sponsor the discussion panel.</p> | | |

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| | | Hongmei and Ming were also thanked for their service to the board over the past years | | |
| 4. | Staff Reports | | | |
| | <ul style="list-style-type: none"> Executive Director & Business Manager | <p>John expressed his appreciation to the staff, and especially to Maria and Glenn who held the fort while he was on vacation. He noted that things ran smoothly, notwithstanding Glenn's bicycle accident.</p> <p>He also noted that the Thornton Abbey fundraiser went well and that over 300 people toured the building during the Doors Open event.</p> <p>Glenn noted that the installation of the new LED lights had been completed, including the outside lights.</p> <p>Andrew congratulated and thanked the staff on facilitating the June 15th annual general meeting and panel discussion.</p> | | Staff |
| 5. | Committee Reports | | | |
| a | <p>Board Development & Nominations –</p> <p>[a] Board Orientation</p> <p>[b] Re-Opening Nominations to fill In-Term Vacancies</p> | <p>Andrew, Jennifer, Hongmei, Graham Michèle and Jeff reviewed documentation relating to:</p> <ul style="list-style-type: none"> RTC's history and Constitution & Procedural By-Law Key Governance Policies, including: Executive Limitations, Consent Agenda, Conflict of Interest, Board & Committee Structure and Mandates and Board Meeting Policy and Procedures; and Issues relating to Board member roles and responsibilities, fiduciary duties, financial stewardship and interacting with members. <p>Andrew advised that, following the AGM, he had received information that three members would be unable to complete their current terms. As a consequence, BD&N will be re-opening the nominations search process to identify qualified candidates for in-term appointment to the Board.</p> <p>DECISION: THAT a search process to identify qualified candidates for in-term appointment to the Board be initiated.</p> | AGREED | <p>BD&N</p> <p>Nominations Sub-Committee</p> |

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| b | <ul style="list-style-type: none"> • Committee Transition Reports & Organization of Committees | <p>Committee Chairs highlighted information respecting last year's and proposed committee activities.</p> <p>The following Committee Chairs and Members were identified, pending election of Board officers:</p> <ul style="list-style-type: none"> ▪ Interim Executive Committee – Andrew (Chair); Samantha (VP); Graham (Treasurer); Michèle (Secretary) ▪ Board Development & Nominations – Andrew (Chair); Michèle and Alan. ▪ Finance Committee – Graham (Chair); Alan and Andrew; ▪ Fundraising & Marketing – Samantha; Janet and Mae; ▪ Membership & Outreach – Jeff (Chair); Sharon and Jordana; ▪ Organizational Planning & Evaluation – Michèle (Chair); Janet and Jeff. ▪ Personnel – Mae (Chair); Sharon, Jordana and Samantha. | CONSENSUS | Committee Chairs and Members |
| 6. | Adjournment | <u>MOTION:</u> To adjourn the meeting. | M: Michèle S: Samantha Carried | |

MOTION: THAT the minutes of the June 22, 2016 Meeting of the RTC Board of Management be approved, as circulated

Moved: Graham **Seconded:** Mae **CARRIED**