

KLINIC COMMUNITY HEALTH

BOARD OF DIRECTORS MEETING SEPTEMBER 13, 2017

MINUTES

IN ATTENDANCE:

Board Members: MaryStella Anidi, Allison Fenske, Pat Finkbeiner, Ian Goodall-George, Terrance Machalek, Tara Mangano, Natalie Mulaire, Conrad Padilla, Jan Schubert, Nora Schwetz, Lynn Scruby, Barb Weselak

Regrets: George Heath, Marc Rivard

Management: Nicole Chammartin, Holly Banner, Kathie Timmermann

Guest: Curt Holowick-Sparkes, Volunteer Program Coordinator, Klinik

1. **Call to Order and Announcements** – The Executive Director called the meeting to order at 5:35 pm and Board manual updates for 2017 were distributed to Board members. The Board welcomed Allison Fenske, a new Klinik Board member, and Curt Holowick-Sparkes who will be providing a presentation at this meeting. It was noted that Ali Ashtari was unable to accept his nomination to the Board for 2017-2019 due personal circumstances.
2. **Election of Officers for the 2017-19 Board Term** – The Executive Director referred Board members to the proposed Board Executive slate included in the Board package. The floor was open to Board members interested in serving on the Board Executive. No further nominations or expressions of interest were received for any of the positions.

IT WAS MOVED and seconded the Board of Directors of Klinik Community Health elect Officers as follows: Chair - Natalie Mulaire
Vice-Chair - Barb Weselak
for the 2017-2019 Board term. **CARRIED**

The newly elected Board Chairperson assumed the chair at this point.

As Marc Rivard was the only Board member interested in serving as Secretary-Treasurer, a motion was made to waive term limits for the upcoming Board Executive term.

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health waive Bylaw F.8 with respect to Marc Rivard serving in the office of Secretary-Treasurer: “The term of office for members of the Board Executive shall be two (2) years. Officers may occupy the same position for a maximum of three (3) consecutive terms. This term limit may be waived by a majority vote of the Board.” for the 2017 - 2019 Board term. **CARRIED**

IT WAS MOVED and seconded the Board of Directors of Klinic Community Health elect Marc Rivard to the office of Secretary-Treasurer for the 2017-2019 Board term. **CARRIED**

It was noted that Jan Schubert is the Past Chairperson for the 2017-2019 Board term.

3. **Volunteer Program Presentation** – Curt provided a presentation on the Klinic's volunteer program.

The Chairperson thanked Curt for his insightful presentation.

Curt left the meeting at this time.

4. **Approval of Past Minutes** – The Board reviewed the previous minutes.

IT WAS MOVED and seconded that the Board of Directors of Klinic Community Health approve the Board of Directors minutes dated May 31, 2017 as amended. **CARRIED**

5. **Review of Financial Statements to July 31, 2017** – The Director of Finance & Human Resources reviewed the statements which showed a loss of \$144. She highlighted a change to the report: a column has been added for the Sherbrook Building. We continue to await confirmation of ongoing funding for non-WRHA funded programs; expected in October when the Appropriations Act is approved.

IT WAS MOVED and seconded that the Board of Directors of Klinic Community Health approve Financial Statements to July 31, 2017 as distributed. **CARRIED**

6. **Strategic Plan** – The Executive Director reported on organizational activities to date. The management team and program staff are working to develop program plans based on the Operational Plans approved by the Board. As well a long term reporting structure is being developed.

7. **Committees** – The Board reviewed the current Ad hoc committees and agreed to reconstitute them for the 2017/18 Board year.

IT WAS MOVED and seconded that the Board of Directors of Klinic Community Health approve reconstituting Ad Hoc committees of the Board for the 2017/18 Board year as follows:

Space (to be renamed Building Planning)

Nomination and Governance

Social Justice

CARRIED

It was noted that the Nominations Standing Committee of the Board has been suspended for the 2017/18 Board year.

- 7.1 **Membership** – Committee membership was reviewed and Board members were invited to join various committees. Changes were noted.

7.2 Nomination & Governance Report – The Committee chair reported and referred board members to minutes of September 7.

7.2.1 Terms of Reference – The committee terms of reference were revised and approved, indicating this is an ad hoc committee.

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health approve revisions to the Nomination and Governance Committee Terms of Reference as amended indicating this is an Ad Hoc Committee rather than a Standing Committee. **CARRIED**

7.3 Social Justice Report – A committee member reported and referred board members to minutes of August 30. Two position statements, Reconciliation and Sexual Exploitation, have been completed and are being brought forward for Board approval. The next step is to form working groups to implement the recommendations.

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health approve the position paper on “Reconciliation” and that an Executive Summary in plain language be developed. **CARRIED**

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health approve the position paper on “Sexual Exploitation” and that an Executive Summary in plain language be developed. **CARRIED**

7.4 Building Planning Report

7.4.1 Klinik on Broadway – The Executive Director reported an offer to purchase 545 Broadway was received over the summer and has just been withdrawn due to financial issues, however, a second party to that offer is planning to make an offer shortly.

7.4.2 167 Sherbrook Lease – The Executive Director reported that Klinik has recently been advised that Bell/MTS will be vacating the premises by November 2017. She met with the WRHA at the end of August and they are moving forward on the renovation as quickly as possible; it is estimated it will be 18 months before it will be ready for Klinik to move. Discussion of possible options ensued.

7.4.3 Listing Agreement for 870 Portage – The Executive Director reported that Mark Thiessen of Remax Realty will be selling the building at a commission rate of 2%. Discussion ensued regarding board and staff roles on the building committee. This item was tasked to the Board Building Planning Committee who will meet in early October and revise the Terms of Reference.

8. **Executive Director's Report, May thru August 2017** – The Executive Director referred to the May through August report included in the board package and highlighted the following:
- Drop-In has moved from Klinik on Broadway into Klinik on Portage.
 - She continues to be active in both provincial and national community health activities: She is the co-chair of MACH (Manitoba Association of Community Health) and was the co-chair of CACHC (Canadian Association of Community Health Centres).
 - She met with Real Cloutier, the Interim WRHA (Winnipeg Regional Health Authority) Chief Executive Officer, and reported that the WRHA Board Chair plans to meet with Community Health Centre Board Chairs and Executive Directors in October.

9. **Upcoming Events and Announcements**

- 9.1 Nov 7, 4:30-6:30 pm: Agency Recognition Event (WECC)
- 9.2 Nov 29, 5:30 pm: Next Board Meeting (KoP)
- 9.3 Dec 7, Noon-2 pm: Management Hosted Holiday Lunch (KoP)

10. **In Camera Item**

IT WAS MOVED and seconded that the Board of Directors of Klinik Community Health move In Camera. **CARRIED**

Nicole Chammartin, Holly Banner and Kathie Timmermann left the meeting at this time.

The In Camera session ended.

Nicole Chammartin, Holly Banner and Kathie Timmermann returned to the meeting.

11. **Adjournment** – 8:20 PM