

Meeting Minutes
 COMOX MILITARY FAMILY RESOURCE CENTRE –
 BOARD of DIRECTORS' MEETING
 Zoom Meeting
 Wednesday 27 Jan 2021 @ 1800

Chair: Eve Nguyen
Vice-Chair: Kristen Matthews
Secretary: Keeley Young
Treasurer: Nicole Ji

Ex-Officio:
 Executive Director: Kim Hetherington
 Wing Representative: Andrea Dawe (regrets)

Directors:
 Krystle Sloan
 Melissa Farrell
 Mathieu Kuhl (intermittent internet)
 Steven Smith
 Katharina Schulte-Bisping
 Cynthia Irving
 Michelle Auger

Guests:
 Jon Pascoe

ITEM	ACTION	ACTION
CALL TO ORDER		
	Introductions were made and guests were welcomed. The Chair called the meeting to order at 1805 hrs and welcomed all members.	Chair
DECLARATION OF QUORUM		
	The Chair declared there was a quorum present for the meeting.	Chair
CONSENT PREVIOUS MINUTES, AGENDA & ED REPORT		
	<p>Adoption of Agenda, and Ratification of the Board Minutes of 25 Nov 2020</p> <p><u>Motion:</u> A motion to accept the agenda was brought forth by Kristen Matthews; seconded by Krystle Sloan; all were in favour.</p> <p>It was requested that Kristen Matthews be shown as present at the last board meeting.</p> <p><u>Motion:</u> A motion to accept the Board Meeting Minutes for 25 Nov 2020 with the above noted change was brought forth by Steve Smith; seconded by Krystle Sloan; all were in favour.</p>	Chair

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HUMAN RESOURCES		
a. HR Policy Manual	<p>The draft policy manual was provided to the Board in December to allow the board time to review and read the documents in its entirety. Jon Pascoe was hired in the summer of 2020 to review the MFRCs operations, policies and procedures. At that time, he had flagged several areas of concern. The completed manual is a result of Jon’s work from September to December and includes 42 new policies. Some concern specific to the final formatting of the documents was conveyed. The Board requested that they be allowed to see and approve the final version with active hyperlinks etc. They did agree however to approve the manual in principle so that the ED could begin incorporating the policies and procedures.</p> <p>Motion: A motion to accept the MFRC HR manual in principle was brought forth by Krystle Sloan; seconded by Michelle Auger; all were in favour.</p>	
b. Phase II Approval	<p>Jon briefed the Board on further concerns he has with respect to the MFRC’s governance model and highlighted several areas of risk to the board (both collectively and individually). The Board was presented with the proposal (Phase II) which outlined a scope of work to go beyond the operations of the MFRC and focus on Governance including reviewing and updating the current bylaws and Governance policies/practices. It was also suggested that the current org chart is overly steep thus relying entirely on the current ED’s welfare.</p> <p>A lengthy discussion ensued among the Board to weigh the pros and cons of completing Phase II. The Board is in support of ensuring that proper documentation in adopted and left as a legacy to future staff and Board members of the MFRC</p> <p>Motion: A motion to accept the Phase II proposal to revise the Bylaws, Governance Policies and the scope of work as outlined by Jon Pascoe was brought forth by Kristen Matthews; seconded by Krystle Sloan; all were in favour.</p>	ED

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ED REPORT		
	<p>The Ed’s Report was included as part of the Board package. Two updates to the report included:</p> <ol style="list-style-type: none"> 1. Installation of WIFI in the daycare (Feb 9 & 16, 2021) 2. Notification of an upcoming award for the MFRC daycare (title omitted intentionally for confidentially reasons). Award ceremony to take place Feb 10th, 2021. <p>Motion: A motion to accept the ED’s report was brought forth by Nicole Ji; seconded by Krystle Sloan; all were in favour.</p>	ED
FINANCIAL REPORTS		
a. Financial Report Nov & Dec 2020	<p>The treasurer walked through the Balance Sheet for November outlining a furniture purchase. This same purchase was then offset in assets on the MFRC income statement. Adjustments have been made to incur Jon Pascoe’s consulting expenses in the proper month; expenses incurred in October were reflexed in both November and December.</p> <p>~48 K of COVID funding was received by the MFRC thus increasing deferred revenue shown in December. Staff bonuses were also given in December and highlighted by the Treasurer.</p> <p>Motion: A motion to accept the Financial Reports November & December 2020 was brought forth by Katharina Schulte-Bisping , seconded by Steve Smith; all were in favour.</p>	Treasurer
b. MFS Quarter 3 Report	<p>MFS Q3 report was reviewed by the Board. The Treasurer noted that variances over 5% to the budget required an explanation. No questions were raised.</p> <p>Motion: A motion to accept the Quarter 3 MFS Report was brought forth by Krystle Sloan, seconded by Kristen Matthews; all were in favour.</p>	Treasurer

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NEW BUSINESS		
a. MFS Governance Update	The ED apprised the board of MFS’ plan to move forward with a governance plan. Monthly sessions are held the 3 rd Tuesday of the month and Board members are invited to attend.	ED
b. Subcommittee Review and Composition	<p>The board agreed that it may be wise to delay the subcommittee review and composition until after the Phase II Governance Review is completed by Jon Pascoe. However, it was agreed that the formation of a Governance Committee was in order to ensure there were no delays on the implementation of the review.</p> <p><u>Governance Committee</u></p> <p>Eve Nguyen (Committee Chair) Kristen Matthews Michelle Auger Steve Smith Keeley Young Melissa Farrel Katharina Schulte-Bisping Mathieu Kuhl (optional)</p>	Chair
d. Logo Contest Finalists	<p>The Board received a package that included the top three finalists from the MFRC Logo Contest. An online poll was presented by the ED. The total below includes an emailed vote from Mathieu Kuhl and the ED’s Vote.</p> <p><u>Logo Contest Voting Totals</u></p> <p>Logo 1 – 3 votes (25%) Logo 2 – 3 votes (25%) Logo 3 – 6 votes (50%) - WINNER</p> <p><u>Motion:</u> A motion to approve Logo #3 was put forth by Katharina Schulte-Bisping, seconded by Michelle Auger; all were in favour.</p>	ED
OLD BUSINESS		
a. Update with MFS – request for Funds	MFRC received confirmation that annual funding ~123k was approved. No further discussion ensued.	

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COMMITTEE REPORTS		
a. Bursary Committee	Deferred	Chair
b. Board Recruiting Committee	Deferred	Chair
c. Board Development	Deferred	Chair
NEXT MEETING		
a. Forward agenda topics	Budget to be added as a Forward agenda topic	Chair
b. Date	The next Board Meeting will be on 24 th of February and held virtually via Zoom. The Secretary will send out Zoom invites for meetings in 2021 so it is in people's calendars	Secretary
IN-CAMERA SESSION		
	The ED performance review will be deferred until after the completion of the Phase II: Governance Review. No in-camera session was held.	Chair
Termination		
	The meeting was terminated at 1958 hrs	Chair

Chairperson 

Secretary _____