

BOARD MEETING MINUTES
10:00 am Wednesday, April 23, 2014
CFWY Office, Hinton AB

PRESENT:

Johannes Zwart	Chair, Town of Grande Cache
Tammy Strang	Secretary/Treasurer, Town of Edson
Shawn Berry	IRC Chair, Yellowhead County
Marcel Michaels	Director, Town of Hinton
Helen Kelleher-Empey	Director, Municipality of Jasper
Gilbert Wall	Vice Chair, Municipality of Jasper
Trevor Bevan	Director, Town of Edson
Anthony Giezen	Director, Yellowhead County
Shawn Moulun	Director, Town of Grande Cache
Rob Mackin	Alternate, Town of Hinton
Rob Staples	Alternate, Town of Grande Cache
Dwain Wacko	Alternate, Municipality of Jasper

STAFF AND GUESTS PRESENT:

Nancy Robbins General Manager

APOLOGIES:

Matthew Young Director, Town of Hinton

1. CALL TO ORDER:

Chair **ZWART** called the meeting to order at 10:10 AM.

2. ADDITIONS TO THE AGENDA

There are no additions to the agenda

3. APPROVAL OF THE AGENDA

MOULON That agenda be accepted **CARRIED**

4. APPROVAL OF MINUTES

4.1 IRC Minutes – February 27, 2014

STRANG Minutes accepted as presented
CARRIED

4.2 Board Minutes – February 27, 2014

BEVAN Minutes accepted as presented
CARRIED

4.3 IRC Minutes – March 6, 2014

BERRY Minutes accepted as presented
CARRIED

4.4 IRC Minutes – March 7, 2014

MOULON Minutes accepted as presented
CARRIED

4.5 IRC Minutes – March 27, 2014

BEVAN Minutes accepted as presented
CARRIED

5. NEW BUSINESS

5.1 Board Orientation Presentation

Nancy presented Community Futures Board of Directors Board Orientation 101. Discussion and questions ensued.

5.2 IRC Planning Meeting Recommendations

BERRY Motion to accept changes to the IRC policy as presented
STRANG (2nd)

MOULON Motion to accept the loan fees schedule for 2014-2015 as presented
KELLEHER-EMPEY (2nd)

Recess called at 11:00am

Call to order at 11:15 am

6. OLD BUSINESS

6.1 Board of Directors Governance and Articles of Association

The current proposal for the Articles of Association Amendments were discussed and presented.

Current:

8. A Member shall designate two Directors to exercise the Member's entitlement to vote.

Change:

8. Each Member shall have two Directors appointed to exercise the Member's entitlement to vote. A Member may elect to appoint both Directors or, should it choose, may elect to appoint only 1 of the 2 Directors. If the Member chooses the latter, the already appointed Directors shall be at liberty, at their sole discretion, to appoint the second Director from the Member's municipality.

Current:

29. Directors shall be appointed by resolution of the Members and shall be comprised as follows:

- a. Two (2) Directors representing the Town of Edson
- b. Two (2) Directors representing the Municipality of Jasper
- c. Two (2) Directors representing the Town of Hinton
- d. Two (2) Directors representing the Town of Grande Cache; and
- e. Two (2) Directors representing Yellowhead County.

Change:

29. Further to para. 8 herein, each Member shall have two (2) Directors which will represent the Member's interest in the Corporation. The Directors shall be appointed as follows:

a. Two (2) Directors representing the Member as appointed by the Member; or

b. The Member may appoint one (1) Director to represent the Member and will notify the Corporation in writing that it does not wish to appoint a second Director. If this is the case, the already appointed Directors will then be at liberty, at their sole discretion, to appoint a second director to exercise the Member's entitlement to vote from the Member's municipality.

Current:

31. Each Member shall designate not more than two (2) representatives and one (1) alternate to act as Directors.

Change:

No change suggested

Additions to the Articles of Association

Addition to Election of Directors (insert after 31.)

Directors shall be serve a maximum length of term of nine (9) years. In the event that the two (2) Directors representing the same Member are at their maximum length of term in the same year, the first Director shall serve a maximum length of term of nine (9) years and the second Director shall serve a maximum length of term of ten (10) years.

After much discussion the following addition was also added to amend Article #31.

Suggested change:

31. Each Member shall designate not more than two (2) representative and one (1) alternate to as Directors. Should the Member decide to only appoint one (1) representative to the Board of Directors, that Member must also appoint one (1) alternate for that Director.

STRANG left the meeting at 12:00

7. IN CAMERA

MICHAELS Motion to go in camera at 12:03 pm
KELLEHER-EMPEY (2nd)
CARRIED

7.1 Loan Portfolio review and Delinquency Report – February and March 2014

BERRY Motion to leave in camera at 12:10 pm
MICHAELS (2nd)
CARRIED

8. GENERAL MANAGER'S UPDATES

Nancy shared the monthly, quarterly and annual reports with the board. The following items were highlighted:

- We loaned almost \$1.2 million to businesses in the West Yellowhead region in 2014-2015
- We had a great and very successful year.

9. FINANCIAL REPORTS

9.1 Financial Statements – February and March 2014

GIEZEN

BEVAN (2nd) The financial statements be accepted as presented

CARRIED

9.2 Cheque Log – February and March 2014

ZWART declared an interest in cheque #7545

MICHAELS

BEVAN (2nd) The cheque log for February and March be accepted as presented.

CARRIED

10. ROUND TABLE

Directors discussed community issues around the region.

11. NEXT MEETING DATE:

May 22 – Regular Meeting in Jasper; Location TBD

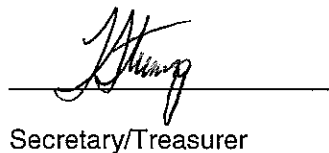
June 19 – AGM and Regular Meeting (Hinton)

12. ADJOURNMENT

MOULON Meeting was adjourned at 12:40 pm

CARRIED


Chair


Secretary/Treasurer