

**COMMUNITY FUTURES WEST YELLOWHEAD
BOARD MEETING MINUTES
10:00 am Thursday, May 21, 2015
Council Chambers, Grande Cache**

PRESENT:

Gilbert Wall	Chair, Municipality of Jasper
Shawn Berry	IRC Chair, Yellowhead County
Rob Staples	Director, Town of Grande Cache
Marcel Michaels	Vice-Chair, Town of Hinton
Stuart Taylor	Director, Town of Hinton
Helen Kelleher-Empey	Director, Municipality of Jasper
Anthony Giezen	Director, Yellowhead County
Johannes Zwart	Director, Town of Grande Cache
Trevor Bevan	Alternate, Town of Edson

STAFF PRESENT:

Nancy Robbins	General Manager
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APOLOGIES:

Tammy Strang	Secretary/Treasurer, Town of Edson
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1. CALL TO ORDER:

Chair **WALL** called the meeting to order at 10:05 am

2. ADDITIONS TO THE AGENDA

6.2 ANRTA
8.2 Internal Loan Appeals Process

3. APPROVAL OF THE AGENDA

ZWART That agenda be accepted as amended
CARRIED

4. APPROVAL OF MINUTES

4.1 IRC Minutes April 16, 2015

BERRY Minutes are accepted as presented
(CARRIED)

4.2 Board Minutes April 16, 2015

BEVAN Minutes are accepted as presented
(CARRIED)

4.3 Board Email Approval of 2014-2015 Performance Evaluation May 14, 2015

GIEZEN Minutes are accepted as presented
(CARRIED)

5. NEW BUSINESS

5.1 Annual General Meeting

5.1.1 Nominations of Executive Positions

All those interested in running for the executive and/or remaining on the executive for 2015-2016 are to contact Chair **WALL** to express their interest.

5.1.2 Articles of Association Changes

Notice for change to the Articles of Association at the Annual General Meeting on June 18, 2015 is as follows:

Current Article #36:

36. Directors shall 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.

Amendment to Article #36

36. Directors shall serve a maximum length of term of nine (9) years. Individuals are required to wait a minimum of one (1) year before re-appointment to the Board of Directors after serving the maximum length of term of nine (9) years.

Why the change?

According to the new Community Futures West Yellowhead three year contract with Western Economic Diversification, CFWY Article of Association must reflect the following:

5.5 The Corporation shall:

i. ensure its policies and procedures relating to governance include, at a minimum, provisions that describe:

a.) the duration and term of office for both directors and officers

b.) the maximum number of consecutive terms an individual may serve as a member of the Board or as a non-Board member of an Investment Review sub-committee of the Board, with a provision that the maximum tenure an individual may serve should not exceed nine (9) consecutive years, without the approval of the Minister;

c.) that an individual must wait for a minimum of one-year before they are eligible for re-appointment to the Board, after having served the maximum tenure of nine (9) years

The changes will be presented to the Annual General Meeting for ratification and approval.

5.1.3 AGM Social

All are invited to an AGM social at 4:00 pm on June 18, 2015 at Milo's in Hinton.

5.2 Annual Audit

The audit will be from May 25th to May 26th.

5.3 Northwest Loan Appeals Committee

Each NW CF office is to appoint one (1) volunteer Board or Investment Review Committee member to the NW Region's External Appeal Committee.

The recommendation from the discussion at the BOD was that the IRC Chair will sit on the committee.

Policy will be changed to reflect this appointment and Nancy will notify the Northwest External Appeals Committee.

5.4 Annual CFNA Provincial Conference – Jasper, September 30th to October 2nd

This year's annual conference will be held in Jasper. Please let Nancy know ASAP if you are interested in attending.

6. OLD BUSINESS

6.1 General Policy Review: Part 3 – Operational Policies

Discussion ensued on part 3 of the General Policy Review. Questions and feedback were discussed and shared in relation to travel and conflict of interest policies.

6.2 RRSP

RRSP program was presented and discussed. Nancy is to formalize a package with employer and employee contributions that has a ceiling on the amount of employer contributions. This will be discussed in further detail at the June meeting.

6.3 Operational Surplus Funds

Two options were presented.

Option A: Purchasing a Building and Option B: Long Term Investment into Staff and Programming

Both options were discussed in detail. It was decided that Option A was not viable for the needs of the organization. The Board of Directors directed administration to put a clear motion into writing for the June meeting for discussion and approval.

6.4 A.N.R.T.A

Nancy discussed attending the Alberta Northern Rockies Tourism Alliance meeting. She will be representing Community Futures at these meetings in the future as they are finalizing their Destination Marketing Plan (DMP).

7. GENERAL MANAGER'S UPDATE

7.1 Monthly Update

Activities by the General Manager and staff were shared with the Board from April 13, 2015 to May 15, 2015.

7.2 Quarter 4 Update

Quarter 4 for 2014-2015 indicators were discussed with an overall picture of the entire fiscal year presented as a whole.

8. IN CAMERA

ZWART

STAPLES (2nd) Motion to go in camera at 11:30 am
(CARRIED)

8.1 Delinquency Report and Loan Portfolio Review – April 2015

8.2 Internal Loan Appeals Process

MICHAELS

STAPLES (2nd) Motion to leave in camera at 11:50 am
(CARRIED)

Nancy is directed to develop an internal appeals process for review at June's meeting.

9. REGIONAL ROUND TABLE

Issues around the region were discussed.

10. FINANCIAL REPORTS

10.1 Financial Statements – March 2015

ZWART

TAYLOR (2nd) Motion to accept financial statements for March 2015 as presented
(CARRIED)

10.2 Cheque Log – March 2015

BEVAN

GIEZEN (2nd) Motion to accept cheque log for March 2015 as presented
(CARRIED)

10.3 Budget Update – Information only – end of fiscal year as of March 31, 2015

11. ADJOURNMENT

ZWART Motion to adjourn at 12:35 pm
(CARRIED)



Chair



Secretary/Treasurer