



**BOARD MEETING MINUTES**  
FEBRUARY 13, 2018  
ESPC OFFICE, SUITE 37, 9912-106 STREET, EDMONTON

**Attendees** **Dave Trautman**, Board Director, Policy Cttee. (Chair)  
**Candas Jane Dorsey**, Board Director, Policy Cttee.  
**Ben Whynot**, Board Director, Fund Deve. (Lead),  
Membership/Board Dev.  
**Maxwell Harrison**, Board Director, Finance Cttee.,  
Membership & Board Dev. Cttee.  
**Doug Meggison**, Board Director, Finance Cttee. (Chair),  
Membership & Board Dev. Cttee.  
**Peter Schalk**, Board Director, Membership & Board. Dev  
Cttee.

**Susan Morrissey**, Executive Director  
**Stephanie Haar**, Recording Secretary

**Regrets:** **Gwen Feeny**, Board President, Finance Cttee.  
**Calypse Agborsangaya**, Board Director, Policy Cttee.

**Guests:** Carla Walker, Peterson Walker LLP

- 1) **Welcome/Introduction** – Meeting called to order by Candas Jane Dorsey at 6:04 pm
- 2) **Consent agenda – approval of agenda and minutes:**

**MOTION:** Moved by Peter Schalk, seconded by Ben Whynot to approve agenda with additions and approve the January 9/2018 board minutes as presented.

**MOTION:** **CARRIED**

- 3) **Financial Audit:**

Guest Carla Walker, from Peterson Walker LLP presented finding of financial operations audit of ESPC. Part of the ECF Sustainability Fund Development Strategy project.

- Carla reviewed all financial procedures throughout the organization and she was looking for where the controls are in place and what are some of the deficiencies within ESPC.
- A detailed report will be submitted for review by the Board.
- Some suggestions were:
  - The Board should be reviewing the Balance sheet. **ACTION:** Susan Morrissey to develop a process so that the Board receives this information with the other Financials statements.
  - The organization is not seeing a complete financial picture when reviewing the ongoing financial information, including the preparation for management of cash flow reports/schedules and separate contracted project budgets. These kinds of tools would be useful to plan for and manage any surplus.

- **ACTION:** Susan Morrissey and Carla Walker to meet to review the report with recommendations.

4) **Business Arising:**

a) **Restricted Fund Directive Update:**

- **ACTION:** Dave Trautman to draft a policy and he will distribute to Board members for review. This process could possibly take up to 6 months.

b) **AGM Planning:**

- **Date** of AGM confirmed for Thursday, May 24<sup>th</sup>, 2018
- **Speaker** Confirmed: Aaron Paquette
- **Location:**
  - It was suggested that our new office would be a good location, however, we can only seat 30-40 people and a concern was raised regarding whether we might have more attending.
  - Therefore, it was suggested that the Annex at the Edmonton Food Bank might be a good location. **ACTION:** Dave Trautman to follow up for this location and report back at next meeting. (Susan Morrissey to forward Dave the contact information for this location.
  - Deadline to confirm a location is March 15, 2018.
- **Award of Merit:**
  - **ACTION:** Susan Morrissey awaiting revised criteria and deadline date from Dave Trautman.
  - Will begin to advertise immediately once Dave Trautman has forwarded the nomination information to Susan Morrissey.

5) **Executive Director's Ops Report:**

Susan Morrissey reported on activities from January 2018 and answered questions.

- Offices will be closed on February 26<sup>th</sup> and 27<sup>th</sup> for moving.
- ESPC Financial Audit will be on Thursday, March 22/18.
- The Tracking the Trends report will be released on Tuesday, March 13/18 with a media event.

6) **Committee Reports:**

a) **Policy Committee:**

Committee reported that the Executive Director's Evaluation has been completed and a report is available for Board members to review in office. Board members to contact Susan Morrissey to arrange to come into office for review of evaluation.

**MOTION:** Moved by Dave Trautman, seconded by Doug Meggison, to accept the Committee's report that the Executive Director's Evaluation has been completed.

**MOTION:** ***CARRIED***

**ACTION:** The Committee will extract the Board Recommendation's section of the Executive Director's Evaluation for Board members to review and will send via email and will review at the next board meeting.

**MOTION:** Moved by Doug Meggison, seconded by Ben Whynot, to thank the ED Review Committee and the Executive Director for having undertaken this evaluation in a timely, efficient and effective manner.

**MOTION: CARRIED.**

b) **Finance Committee:**

i) Financials:

- Reviewed the 2017 4<sup>th</sup> Quarter financials and answered questions.

**MOTION:** Moved by Doug Meggison, seconded by Maxwell Harrison, to approve the ESPC 2017 4<sup>th</sup> Quarter financials as presented.

**MOTION: CARRIED**

ii) Board Recruitment:

- Received as information a new Board Recruitment Plan. Was reviewed and questions answered.
- **ACTION:** Board Development committee to begin recruitment for new board members immediately and interview in March.

**MOTION:** Moved by Doug Meggison, seconded by Dave Trautman, to adopt the Board Recruitment Plan of January 28, 2018 as presented.

**MOTION: CARRIED**

c) **Fund Development:**

- A draft report will be presented at the March Board meeting.

7) **Other Business:**

a) **Endowment and Sustainability Project:**

- Susan has been attending the Endowment Training sessions. She will be joined by Peter Schalk and Dave Trautman.

**Meeting Adjourned: 8:23 pm**

**Next Meetings:**

March 13<sup>th</sup>, 2018

April 10<sup>th</sup>, 2018