

FirstU Board Meeting 17th May 2023

Brent Nicolle, Mary Ella Keblusek, Carl Sonnen, Guy Belleperche, Carmen Contreras, Rev Eric Meter, Jen Brennan, Michelle Jackson

welcome: Terry Kimmel (Campus Planning update)

Regrets: Caycee Price, Phil Nagy, Amy Berube, David Chernushenko

1. Call to order and Check-in

2. Consent Agenda

- i. Approval of Agenda
- ii. Approval of Jan Davis as a new member
- iii. Approval of Nina Strang as a new member
- iv. Approval of Exec Minutes 2023/05/10
- v. Approval of \$15K annual funding agreement by Crime Prevention Ottawa for Ajashki (Exec by email, 2023/05/02)
- vi. Approval of expanding OWL training subsidy to 13 participants (Exec by email, 2023/04/30)

Moved by Brent, Seconded by Carmen, Unanimous

3. Minister's Report

- i. Celine and Chase getting married this year
- ii. Coming of Age video for last Sunday's service not good – ongoing issues
- iii. Need to simplify complicated setup – Renewal plan may allow for purchase of better H/W and S/W
- iv. Rev. Eric has welcoming and organizational role during Symposium

4. (Q&A on) President's Report

- i. Covid Task Force wind down – need Amy present
- ii. Fall Fair director replacement to shadow Carol Card for 2024 – Ask Carol to promote new director from existing convenors already within. Have 2 convenors to split director role.
Action: Guy to reach out to Carol to see if she needs help this year and find a 2024 replacement

5. Campus Planning Update [Brent]

- i. Possibly contentious town hall with neighbours tomorrow to answer development questions. Need to tread carefully
- ii. Include monthly CPC consolidated status report for Board. Terry K. to provide
- iii. Board needs to be more closely involved and up-to-speed as we move forward with Campus development plans and legal agreements
- iv. Jen needs heads-up on all decisions as Property Manager

MOTION the Board agree to signing the Interim Legal Agreement with Theia, subject to legal review. Reviewed by Lisa, but not our hired legal counsel. We need to update the contract to protect our interests, such as coordinating when sending notices, and obtaining pre-approval for site access. Clearly stating our majority property shareholder status.

Moved by Brent, Seconded by Guy. Tabled

We will vote by email on the final legally reviewed document which will be distributed to

the Board for an email vote

6. Board Orientation - on being a registered charity
 - a. Advantages and obligations of a charity [Michelle]
 - i. CRA Charities Directorate is Governing body – call them as best resource for clarifying any contentious/unknown issues
 - ii. Jen and Michelle are gatekeepers. Must maintain demonstrated control of our finances
 - iii. Charities must be apolitical
 - iv. Michelle has started a board charities explanation document
 - v. Non-profits can sometimes issue tax receipts but cannot bank assets, like charities. Income tax, HST and property tax exempt
 - vi. Charities are a subset of non-profits and have a 9-digit CRA code.
 - vii. All resources and gifts must be used only for our stated charitable purposes
 - viii. CRA charity definition is narrow in scope:
 1. Religious organizations
 2. Poverty relief groups
 3. Educational groups
 4. Community groups delivering a social good/service
 - ix. CRA has previously red flagged our charity file due to providing sanctuary to a political refugee who had ambiguous legal status years ago. We are likely permanently flagged
 - b. PPDDA Policy reminder [Brent] – Can be involved in public policy discussions so long as we remain apolitical – Discussion deferred
 - c. Q&A [Brent]
 - i. Carmen indicated it's a lot to take in. Jumping in the pool and coming up-to-speed on how things work. She found it very informative

7. Board Orientation - Mechanics
 - a. Communications expectations (round table): what is the best way to reach you (email/phone/text/other), and when (during the day/week) is good/not good.
 - i. Board members who work are often unavailable during work.
 - ii. Carmen suggested updating our online Board announcement sheet or create contact preferences contact & vacation document
Action item: Mary Ella to setup contact preferences and vacation document.
 - iii. Brent suggested possible messaging tool, like Slack or Messenger
 - iv. Mary Ella suggests setting expectations for general members and executive checking emails at least once/day and twice/day respectively
 - b. Board Announcements Calendar [Mary Ella] - Deferred
 - c. Quick review of Board Handbook – Deferred
 - i. FirstU General By-laws:
https://www.firstunitarianottawa.ca/uploads/2/1/0/6/21068182/general_operating_bylaw_-_as_approved_at_the_annual_general_meeting_of_members_on_may_1_2022.pdf
 - ii. Governance Manual:
https://www.firstunitarianottawa.ca/uploads/2/1/0/6/21068182/governance_manual_v20210131.pdf
 - iii. Board Handbook:

https://www.firstunitarianottawa.ca/uploads/2/1/0/6/21068182/board_handbook_-_08-mar-2021_v2.4.pdf

- d. Quick review of Board Calendar - Deferred
 - i. Note that we will review our progress on the Strategic Plan next month, and take aim at the Strategic Plan again at our Board Retreat in June
 - ii. Do we want to have "Spotlight on ..." each month?
- e. Board rep rotation of Committee:
 - i. Finance (Phil)
 - ii. Nominating (Mary Ella)
 - iii. Campus Planning (Brent)
 - iv. Personnel (Amy)
 - v. Governance (Guy)
 - vi. Embracing Diversity (Carl)
 - vii. Communications is a Team, not a committee
 - viii. SJAN – Carmen to be Board liaison.
Action item: Carmen to speak with Lisa
 - ix. Membership is a Team, not a committee
 - x. other?

- 8. Next Board meeting: June 14th, 2023
- 9. Closing
Closing thanks for attending.