



Provincial Board of Directors' Meeting

January 26, 2015

MINUTES

Elected Board	Present	Regional Representation	Present	Appointed Reps	Present
Jim Kochanoff (C)	X	Cape Breton & Victoria (Barbara Tryon)	X	Barry McCarthy (DNR)	X
Charl du Plooy (T)	Regrets	Hants & Kings (Daphne Moore-McKnight)	X	Dr. Troye McPherson (NSVMA)	Regrets
Sarah Oliver (S)	X	Lunenburg & Queens (Jill Grafton)	X	Dr. Leighann Harnett (DOA)	X
Judy Layne	X	Yarmouth & Digby (Arnold Leblanc)	Regrets	Staff Reps *	Present
Cara Boston	Regrets	Cumberland & Colchester (Leah McDonald)	X	Elizabeth (CEO)*	X
Tom Wile	X	Guysborough & Pictou	NA	Karen DeWolfe (Controller)	X
Susan Tate	Regrets	Inverness & Antigonish (Raylene Dewan)	X		

* Non-voting / NN – No Notice / C - Chair / T – Treasurer / S – Secretary / CEO – Chief Executive Officer / Proxy – when a branch is represented by another branch per the governance model (i.e. Lunenburg representing Queens) / SMT – Senior Management Team / PO – Provincial Office

Welcome and Check In (7pm)

- Agenda confirmed
- Review of changes to the benefit plan - Motioned by Jim and seconded by Jill to accept changes as presented by Elizabeth. None opposed. Barry and Leighann abstained. At the time of the resolution we did not have quorum (lack of branch attendance) however if no questions arise after minutes are sent, it will be considered carried.
- Review of financial statements for the period ended November 30, 2014 presented by Elizabeth
 - Deficit due to increase in administrative charges, audit fees and other costs that were anticipated to be capital expenditures
 - Significant activity expected in December results from events (Gala, Santa Pix) and increase in shelter adoptions
 - Audit is upcoming in February and everything is anticipated to be ready, Charl to receive the documents to review by February 6

- Review of revenue versus actual YTD discussed in detail. FY15 budget should be more precise given the continuity of staff and repetition of events in FY15
 - Lottery has been extended to March 31, 2015, expenses have been low but participation has not been as high as expected
 - Cape Breton and Yarmouth activity and financials have improved overall. Adoptions have increased throughout the year.
 - Clinic continues to do well financially and operationally
- CEO report reviewed high-level and significant items to be discussed throughout the remainder of the meeting
- 5 year Strategic Plan
 - to be discussed at a meeting in February 2015 so that Board Members have time to review it in detail.
 - Board members to forward any comments/questions to Elizabeth
 - Blueau Devenney to be invited to this meeting
- Merger update presented by Elizabeth
 - In progress with many branches already onboard
 - Everyone will still be effectively merged on January 1, 2015
- Governance update – suggested changes to the current terms presented by Judy
 - Membership review and updating of information in progress
 - Date of AGM determined –April 25, 2015, location to be determined
 - Terms to 2 years each but a maximum of 3 consecutive terms (as opposed to present 2 consecutive terms).
 - Composition of the provincial board to increase the executive to include a vice-chair.
 - Board member accountability – decrease and better define the acceptable number of absences during any given year.
 - Strategic recruiting for Board – focus on business and community connections
 - Election of Board members – process to be simplified and to ensure only vacant positions are elected each year at the AGM.
 - Judy to send communication to Board members to determine who will be continuing on the Board in the future
 - Judy, Tom, Sarah and Elizabeth to be on the elections committee
 - Topic to be included in February 2015 meeting for final approval of suggested changes
- HRM proposal has been submitted and opening was attended by a staff member. Anticipated approval and announcement to be February 17, 2015 as to who will be awarded the contract.
- SPCA cruelty program
 - Interviews to start this week for new CPI
 - Interview committee consists of Neil Fraser (former CPI), Sandra Flemming and Elizabeth
 - Anticipate hiring someone in the next week or two
 - Discussions regarding the by-law enforcement officers and their ability to enforce the cruelty act to ensure appropriate skill sets at both levels of enforcement – additional training to be completed with appropriate chain of command at the provincial office.

- Training program to be expanded
 - Looking to expand by-law enforcement throughout the province with various communities (as well as spay and neuter programs for various communities)
- Affinity Renewables update
 - Some changes to be made to the partnership agreement
- Veterinary hospital in Cape Breton going well but there are cost overruns which are expected to be approximately \$50k. March 3, 2015 is the anticipated opening date. Grand opening event expected to be shortly after opening
- Development and Communications has been meeting monthly
 - Review of the terms and conditions of the committee
 - Final version to be reviewed by Board and any feedback to be communicated to Elizabeth in advance of the February 9, 2015 meeting.
 - To be approved via an email motion.
- Judy gave thanks to Elizabeth and Karen for their efforts to date on the merger and the matters arising at the branches.
- Various in-camera sessions were held throughout the meeting
- Meeting adjourned at 9:19PM
- Next meeting date to be in February. Date to be determined.