

**NS SPCA Provincial Board of Directors Meeting  
January 8, 2018  
Minutes**

Elected Board	Present	Regional Directors	Present	Appointed Reps	Present
Jim Kochanoff (C)	X	Halifax & Lunenburg Region (David Phillips)	NN	Barry McCarthy (DNR)	X
Charl du Plooy (T)	X	Kings Region (Lynne Riguse)	X	Dr. Jennifer MacKay (NSVMA)	Regrets
Sarah Oliver (VC)	X	Yarmouth Region (Jill Grafton)	X	Department of Agriculture (Laura Buckland)	X
Judy Layne	X	Cumberland & Colchester Region (Leah McDonald)	X	Staff Reps *	Present
Cara Boston	X	Antigonish Region (Linda Williams)	Regrets	Elizabeth Murphy (CEO)*	X
Jessie Irving	X			Karen DeWolfe	X
Virginia Jones	X				

\* Non-voting / NN – No Notice / C - Chair / T – Treasurer / VC – Vice Chair / CEO – Chief Executive Officer/Proxy - when a regional representative is represented by another regional representative per the governance model (ie. Lunenburg representing Queens)/SMT – Senior Management Team/PO-Provincial Office)

**I. Welcome & Check-In (7:00pm)**

**II. Confirmation & Approval of Agenda and Past Minutes**

The purpose of the meeting is to discuss the proposed capital project for the next phase of operations at the NSSPCA.

**III. Business Arising: Lead by Virginia and Elizabeth:**

- Virginia, Elizabeth and Jim have all toured the building and noted that facility is in excellent condition and appropriate for the NSSPCA operations and expansion opportunities.
- The building will give the NSSPCA the ability to address many items such as:
  - Additional outdoor shelter operations and dog runs
  - Parking for volunteers and the community
  - Volunteer outreach facilities
  - Additional space for shelter and provincial office staff
  - Additional and Improved space for SPCA Programing
- The zoning of the new property is consistent with the zoning of the current shelter which may allow the NSSPCA to expand the current configuration of the existing shelter
- With this solution, there is no need to move sheltering or veterinary operations out while conducting shelter renovations.
- Virginia noted that is the best option from a property based operation given the proximity to the current shelter and size and zoning of the land

- Virginia and Elizabeth have been working with Colliers as our representatives on the property. They have worked with us in the past and know the NSSPCA's objectives. They prepared a report showing the other transactions on the market and assessed the valuation of the property. It was noted that the valuation of the property was reasonable.
- Discussions were also held with two vendors on the price for the renovations to the existing shelter.
- Elizabeth discussed the lay-out of the new building and the opportunities for potential configuration.
- In terms of the financing of the building:
  - Elizabeth does not believe that the mortgage will negate our ability to raise funds for the building.
  - Elizabeth and Karen will be discussing with other potential financiers as well.
- Discussed the need for budget and cash flow analysis – this would be done in the second stage of the discussions with the vendor
  - Virginia noted that there are several clauses within an offer to safeguard the NSSPCA— one of which being the board approval of the Purchase and Sale Agreement (PSA)
- Currently also in discussions with potential donors and groups to support the project so that the capital campaign can start right away.
- Programming and community outreach can start immediately which is expected to assist with the capital campaign funds to be raised.
- **Motion:** Elizabeth working with Jim and Virginia are authorized to make an offer to purchase, in standard form, the property at 7 Scarfe Court. The offer is to be subject to Board approval and the offer amount is to be up to \$1.2 million plus closing costs, with the ability to increase the total purchase price if there is an increase in the donation provided by the vendor such that the cash outflows and debt are not in excess of \$1.2 million. Motioned by Virginia, seconded by Elizabeth. All in favour, none against.

**IV. Next Meeting**

- Next meeting to be held: January 29, 2018.

**V. Adjournment**

- Meeting adjourned at 8:20 PM.