

**NS SPCA Provincial Board of Directors Meeting
January 29, 2018
Minutes**

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

- Additional item to add to the agenda by Laura related to training offered to the Enforcement team.
- Minutes from the January 8, 2018 meeting were approved as circulated.

III. Business Arising:

a) 2017 Unaudited Financial Statements & 2018 budget (Elizabeth)

- A high-level review of the 2017 results was completed including a variance analysis of differences from the budget.
- Elizabeth noted that planned-giving receipts gave a significant boost in 2017.
- The 2018 budget reflects a plan with the shelters and foster groups to ensure that veterinary services are completed by the SPCA veterinary hospitals rather than with third-parties, anticipated to save costs for the organization as whole in 2018.
- There were successes at both the development and shelter level in 2017, with additional plans for fundraising included in the 2018 budget, such as Chase the Ace.
- The Enforcement budget and actuals continue to be in a net loss position. Therefore it is imperative to go back to the provincial government to increase funding so that the SPCA can continue to enforce the Animal Cruelty Act throughout the province at an appropriate

level of service and response time. The importance of training and staff continuity in this department was also discussed.

- The Cape Breton shelter revenue was discussed and it was noted that intake was down significantly due mainly to the decrease in animals in the area in general stemming from the SPCA spay and neuter programs, as well as community educational programs.
- Annual reviews for individual employees are completed and salaries are discussed and reviewed as part of this process. Salaries for staff are continually reviewed and there has been less turnover in recent years indicating that the salary rates are more comparable.
- A review of the development team's 2018 activities and campaigns were discussed. It was noted that the fundraising costs had increased however this is due to the fact that the majority of these increases are proportionate depending on the revenues generated (i.e. Chase the Ace).
- The Thrift Store budgets were included for the full year based on the best estimates from the first few months of results in 2017.
- The general operating expenses were discussed with respect to the variances expected for 2018 as compared to 2017 actuals.
- Overall Elizabeth noted that she considers the 2018 budget to be fairly conservative.
- Motion: Jim motioned to approve the 2018 budget as presented, seconded by Judy. None opposed.

b) AGM – SPCA Board Term Review (Judy)

- Judy noted that Virginia has agreed to stay on the Board with the proviso that should her time on the Capital Campaign Committee be taking additional time, she may need to reassess later in the year.
- It was also noted that Charl's term is ending in April and thus we will need to find a replacement for the Treasurer position externally or internally.
- There is also an additional position remaining for a Regional Director at the Cape Breton region.
- There are two Regional Directors that were still considered to be interim in nature and therefore discussions will be held to see if these positions can be formalized going forward.
- Sarah, Cara and Judy will form the Elections Committee again this year and the Committee will make a plan and timeline well in advance of the AGM.

c) Potential new location update (Elizabeth & Virginia)

- The first offer for the property purchase was not accepted.
- A review was completed and a more robust analysis was performed to determine if there was appetite to increase the bid and if it would be feasible to operate the facility.
- The annual operating costs were obtained from the seller to assess the ongoing operating costs to maintain the facility.
- Several revenue generating opportunities were identified if the new space was acquired and they would not require significant renovations before starting.
- The building is considered to be 'move-in' ready initially with any renovations to be considered in the future based on fundraising.
- It was noted that the closing date would likely be much later in the year which would allow for significant fundraising to be completed in the meantime.

- The goal is to fundraise enough to cover the cost of the building and the cost of renovations.
- All major lenders will be approached to ensure an appropriate financing structure is obtained.
- Motion: The Board is authorizing Elizabeth to submit an offer on 7 Scarfe Court for \$1.3M plus a \$100k donation receipt, for a total purchase price of \$1.4M. If that is not accepted, Elizabeth must discuss with Jim and Virginia, who all must agree, that an increase to \$1.4M for the full purchase price be offered. Motioned by Virginia and seconded by Jessie. None opposed.

d) Enforcement training (Laura)

- The Justice Department has agreed to provide training to the Enforcement Officers in 2018.
- The training is beneficial however there are several logistics to be worked out and a training plan will need to be implemented.

IV. Standing Items:

a) CEO Report

- The report was accepted as distributed.

b) Development and Communications Committee

- Nothing to report

c) Investment Committee

- Nothing to report

d) In-camera session

- Not considered necessary.

IV. Next Meeting

- Next meeting to be held: March 26, 2018.

V. Adjournment

- Meeting adjourned at 9:00 PM.