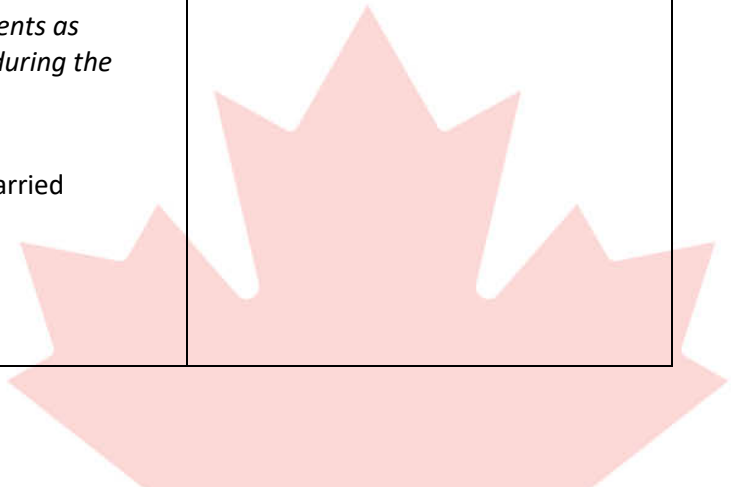


fmi igf Board of Directors Meeting
September 10, 2020
11 am (ET)
APPROVED MINUTES

DISCUSSION	ACTION ITEMS
<p>Attendance: Derek Cockburn (<i>President</i>), Dan Maloley, Sherry Sharpe, Gary Wuschnakowski, Barb Kelly, and Linda Dow Regrets: Athena Dinos Recording Secretary: Danielle Belair Guest: Marty Muldoon, CEO, Val Kelly N(N.O.), Frank Hodgson (N.O.), Jessica Perrault, Christa Casey & Simon So (Welch)</p>	
<p>1. Agenda & Verification of Qurum</p> <p>Quorum was achieved</p>	
<p>2. Auditor's Report</p> <p>➤ Draft audited financial statements:</p> <ul style="list-style-type: none"> ○ Unqualified auditor opinion ○ Note 11: Contingencies – outstanding lawsuit ○ Note 12: Impact of Covid-19 <p>➤ Management report:</p> <ul style="list-style-type: none"> ○ Appendix D identifies five control findings <p><i>MOTION:</i></p> <p><i>The Board approves the draft audited financial statements as presented, subject to any adjustments that may arise during the subsequent events period</i></p> <p>➤ Moved by Gary, seconded by Sherry. Motion Carried</p> <p>Auditors left at 11:25 am</p>	<p>The FAC will work with Marty and will provide an action plan to the Board to address the auditor's control findings by November 18th</p>



DISCUSSION	ACTION ITEMS
<p>3. AGM Software Walkthrough</p> <p>Val and Frank provided the Board with a brief overview of the software to be used to support the AGM in November</p>	<p>Frank to book a more detailed AGM Walkthrough meeting for October 28th from 11:30 am to 1:30 pm (ET)</p> <p>Regional Directors to reach out to their Chapters to offer assist with their AGMs by September 30th</p>
<p>4. Approval of Minutes</p> <p><i>MOTION:</i></p> <p><i>That the Revised Minutes of the Board Meeting held on August 13, 2020, be approved</i></p> <p>➤ Moved by Sherry, seconded by Barb. Motion Carried</p>	<p>Derek to email draft minutes to the Board by September 30th</p>
<p>5. Review of Action Items</p> <p>Reviewed items and 8 are still in progress</p>	<p>Derek to email updated Action Items to Board by September 30th</p>
<p>6. Standing Topics:</p> <p>➤ Strategic Plan KPI Review:</p> <ul style="list-style-type: none"> ○ the achievement of all the strategies are on schedule <p>➤ Financial Analysis:</p> <ul style="list-style-type: none"> ○ The 2020-21 budget was revised to account for wage subsidy, Hilton PDW penalty and the new speaker series resulting in a reduction in the net deficit of \$315K to a new net deficit of \$972K <p><i>MOTION:</i></p> <p><i>The Board approves the revised 2020-21 budget as presented.</i></p> <p>➤ Moved by Gary, seconded by Sherry. Motion Carried</p>	

DISCUSSION	ACTION ITEMS
<p>7. CEO Update:</p> <ul style="list-style-type: none"> ➤ Speaker Series: <ul style="list-style-type: none"> ○ Jessica presented an overview of the program – the speakers have all been finalized ➤ HR Policy: <ul style="list-style-type: none"> ○ Marty shared the draft policy that was developed in consultation with our HR consultants and will be incorporating the feedback from the recent staff survey ➤ Draft Annual Report: <ul style="list-style-type: none"> ○ Marty presented his draft 2019-20 annual report ➤ Draft Partner Code of Conduct: <ul style="list-style-type: none"> ○ Marty presented the set of three documents that were developed in consultation with our HR consultants ➤ Virtual Programming Direction: <ul style="list-style-type: none"> ○ Marty raised the topic of how National Office and the Chapters should ensure that they are all working together to develop a consistent virtual PD offering <p><u>MOTION:</u> <i>The Board approved the Partner Code of Conduct documents as presented</i></p> <ul style="list-style-type: none"> ➤ Moved by Barb, seconded by Gary. Motion Carried 	<p>Marty to provide the Board with Speaker Series registration numbers broken down by Chapter and level of government by November 18th</p> <p>Marty to present the Board with a final HR Policy by November 18th</p> <p>Marty to post the three Partner Code of Conduct documents onto the fmi website by September 20th</p> <p>Marty to present the topic of collaborative virtual PD offerings at the CAC meeting on September 16th and report back to the Board on October 28th</p>

DISCUSSION	ACTION ITEMS
<p>8. Other Business</p> <p>➤ Board Policies:</p> <ul style="list-style-type: none"> ○ Barb presented the updated Retention, Recognition, Chapter Relations and Board Drop Box policies <p><i>MOTION:</i> <i>The Board approves the Retention, Recognition, Chapter Relations and Board Drop Box policies as presented</i></p> <p>➤ Moved by Barb, seconded by Gary. Motion Carried</p> <p>➤ Nominations Results:</p> <ul style="list-style-type: none"> ○ Barb presented the results from the GNC nomination <p><i>MOTION:</i> <i>The Board approves the proposed slate of Jeanette Stead for the position of Regional Director Western Chapters and Valeri Perry for Regional Director Eastern Chapters</i></p> <p>➤ Moved by Barb, seconded by Sherry. Motion Carried</p> <p>➤ Bylaw Review:</p> <ul style="list-style-type: none"> ○ Derek presented the updates to the revised bylaws <p><i>MOTION:</i> <i>The Board approves the revised bylaws as presented</i></p> <p>➤ Moved by Barb, seconded by Dan. Motion Carried</p>	<p>Marty to post the Retention, Recognition, Chapter Relations and Board Drop Box policies to the fmi website by September 20th</p> <p>Marty to post the proposed slate of Jeanette Stead for the position of Regional Director Western Chapters and Valeri Perry for Regional Director Eastern Chapters to the fmi website by September 20th</p>

DISCUSSION	ACTION ITEMS
<p>9. Closing Remarks</p> <ul style="list-style-type: none"> ➤ The next meetings for the OLD Board are scheduled for: <ul style="list-style-type: none"> ○ Wednesday, October 28 10th. The focus will be on: <ul style="list-style-type: none"> ▪ Virtual AGM walkthrough ▪ Virtual programming direction ○ Wednesday, November 18th. The focus will be on: <ul style="list-style-type: none"> ▪ AGM finalization ▪ Audit control findings plan ▪ Speaker Series update ▪ HR Policy update ▪ PSMW update ▪ CEO evaluation ▪ Board evaluation ➤ The next meeting for the NEW Board is scheduled for: <ul style="list-style-type: none"> ○ Monday, November 30th. The focus will be on: <ul style="list-style-type: none"> ▪ Board orientation ▪ Board expectations ▪ Year-at-a-Glance ➤ The Board meeting concluded at 1:28 pm (ET). 	<p>Frank to book a meeting for the OLD Board on November 18th from 11 am to 2 pm (ET)</p> <p>Frank to book a meeting for the NEW Board on November 30th from 11 am to 12:30 pm (ET)</p>
<p>10. In Camera</p>	