



MINUTES

4-H Canada Board of Directors and Canadian 4-H Foundation Meeting

Thursday, February 8, 2018 at 10:00 a.m. (EST)

City Hall Councilor's Lounge, 110 Laurier Avenue West
Ottawa, Ontario

Present: David Hovell - Chair
Brad Adams
Randy Mowat
Donna Bridge
Kim McConnell
Stefanie Nagelschmitz
Valerie Stone
Ida Thomas
Stan Figley
Blain Hjertaas
Leanne Sprung
Robert Larsen
Amy McConchie
Morley Handford
Todd Klink
Clayton Robins
Ben Graham
Krista Scaldwell (via teleconference)

Staff: Shannon Benner - CEO
Elizabeth Jarvis - Director of Government Relations
Don Singer - Director of Finance & Administration

By Invitation: Anthony Teles - Recording Secretary, MinuteTakers Inc.
(via teleconference)

1. **CALL TO ORDER**

Proper notice been given and there being a quorum present David Hovell called the meeting to order at 10:02 a.m. and presided as Chair.

2. **APPROVAL OF AGENDA**

The Chair asked if there were any additions or deletions to the proposed agenda.

The following items were added after Reports:

- *Leadership Summit*
- *2019 Planning*

Motion: **Resolved that the agenda be approved as amended.**

Seconded and passed.

3. **APPROVAL OF MINUTES**

The Chair asked if there were any errors or omissions to the minutes of the Canadian 4-H Foundation meetings that were held on November 5, 2017 and November 6, 2017.

- (a) *November 5, 2017, Page 5, Item 7(b) Investment Canada* – Brad Adams asked that the first sentence be amended to read as follows: “4-H Canada addressed portfolio changes to the 4-H Foundation Portfolio, noting that the Foundation portfolio...”

Motion: **Resolved that the minutes of the Foundation meeting held on November 5, 2017 be approved as amended, AND that the minutes of the Foundation meeting held on November 6, 2017 be approved as presented.**

Seconded and passed.

4. **BOARD EDUCATION**

- (a) *4-H Canada Update* – Shannon Benner circulated 4-H Canada materials and provided an update on growth in the program, notably in the areas of program participants and flow-through dollars to the 4-H provincial organizations. It was requested by Kim McConnell that the slides be circulated as they were of interest.

5. **REPORTS**

5.1 **Chief Executive Officer**

- (a) *Strategic Plan Update* – Shannon Benner provided an update on the Strategic Plan process, indicating that following the approval of the Plan by the Board and Foundation at the November meetings, the Plan is now in the design phase. A design concept will be made available in time for the next Board meetings, and final copies will be circulated with Annual Reports in advance of the Annual

General Meeting in July.

- (b) *Risk Management Report* – Shannon Benner brought attention to the Risk Management Report. It was noted that 4-H Canada has excellent programming, however a solid process remains the largest challenge. Upon inquiry, it was established that there is specific coverage for insurance and liability and that the insurance broker goes to tender every three years; therefore, policies are through current providers. Shannon Benner recommended cooperation and navigation of who can be permitted to have membership. It was further suggested that a policy be established for reporting. The diligent reporting process in Alberta was noted.

Director, Officer and Liability Coverage – Discussion ensued regarding national policy coverage of directors and officers. Provincial leaders had call regarding insurance packages and there are various conversations with brokers around insurance policy. It was suggested that there be greater transparency around standard level. It was also noted that aligned youth organizations are having discussions around a single, shared policy.

Board Governance – There is a very complex structure for Board governance, with an immense amount of leadership and accountability with all 4-H boards across Canada. Recommendations are made pertaining to strengthening and broadening the skill sets and working relationships of boards in order to enhance continuity were presented. Risk management training with provincial boards is recommended, as is crisis management onboarding for all new members of the 4-H Canada Board.

Staff and Leadership – There was an immense transition of provincial supervisors, and provincial board leadership, in the previous year. It is important to work with provinces to ensure stability, and a standard for continuity is strongly recommended.

Finance and Fundraising – Cyber security risks were noted due to e-commerce operations. It was also suggested that 4-H Canada continue to reinforce the brand. There are talks with Alberta regarding sponsors, and it was reported that provincial and national elements should work together. Discussion ensued regarding third party usage and whether parties can profit from this. Concerns were expressed regarding how this could impact 4-H Canada's portfolio. It is important to ensure the portfolio does not have risk.

Volunteer Leader Screening – The national policy screening tool was noted. The recommendation is to look into the transition of the screening tool. Discussion ensued regarding the two-year window and timeline. The process and outreach to others were stressed.

Motion: **Resolved that the CEO's recommendations be accepted and**

supported, and to advance them forward.

Seconded and passed.

5.2 **Youth Advisory Committee** – Amy McConchie and Robert Larsen provided an update. Discussion highlights were noted as follows:

- (a) *Membership* – An overview of Youth Advisory Committee (YAC) representatives was provided, with two (2) new provincial representatives named for 4-H BC and 4-H Manitoba. It was also noted that two (2) representatives from 4-H Ontario and 4-H Quebec had recently resigned. An update on their replacements will be shared at the next joint meeting.
- (b) *Upcoming Events* – There is an upcoming Members Conference in Nova Scotia, which all Atlantic YAC representatives will attend. Discussion ensued regarding the workshops to be held at the event, and it is hoped that there will be an executive position workshop.
- (c) *4-H Member Retention* – YAC representatives recognize there are significant opportunities for senior 4-H members at national and provincial levels. YAC representatives hope to encourage intermediate youth to stay engaged in 4-H, by promoting opportunities available to senior youth members, such as exchanges and scholarships.

5.3 **Board Development Committee**

- (a) *Terms of Reference* – Todd Klink noted development of the Terms of Reference. A draft was completed and circulated for review.

Motion: **Resolved that the Terms of Reference be approved as presented.**
Seconded and passed.

- (b) *Vice-Chair* – It was suggested that a vice-chair be appointed to the Development Committee, and that the vice-chair be a member of the 4-H Canada Board of Directors.
- (c) *Board Terms up for Election* – It was noted for information that there are four directors with terms coming up; Leanne Sprung, Blain Hjertaas, Valerie Stone and David Hovell.

5.4 **MOU (Ad Hoc Committee)**

- (a) *Extension of MOU* – Brad Adams informed that the Memorandum of Understanding between 4-H Canada and the Foundation is expiring. As a comprehensive review has not occurred to draft a new MOU, it is proposed that both organizations agree to an extension of 90 days.

Motion: **Resolved that the Memorandum of Understanding between 4-H Canada and the Canadian 4-H Foundation, dated November 12, 2013, be extended an additional 90 days beyond its termination date of March 31, 2018 by mutual agreement of the parties to the agreement in accordance with Article Two. Further, that the Memorandum of Understanding's terms and conditions remain in effect.**

Seconded and passed.

5.5 **Provincial Membership Class Review**

- (a) *Terms of Reference* – David Hovell noted that the Committee met twice since November 2017. The Ad Hoc Committee conducted a review of membership class and put forward recommendations and timelines, distributed in the meeting package.

Motion: **Resolved that the Terms of Reference proposed for provincial membership prepared by the Ad Hoc Committee be adopted as presented.**

Seconded and passed.

6. **LEADERSHIP SUMMIT AND 2019 PLANNING**

- (a) *Leadership Awards* – The Leadership Awards were managed by the Ad Hoc Committee, who recommended that the event alternate between Ottawa and other locations. 4-H Canada staff put a bid to tender out to the 4-H provincial organizations to collaborate on the 2019 event. Shannon Benner put forward a recommendation that the 2019 Leadership Awards be held in Saskatoon on January 29, 2019.

Motion: **Resolved that the recommendation of the leadership summit location be approved as presented.**

Seconded and passed.

7. **BRIEFINGS**

- (a) *Provincial Leadership Town Hall Meeting* – The town hall will be held on Thursday, February 8, 2018, in the same room as the Board Meetings. Two key objectives are the coming together as one body to learn and share with one another, and the acknowledging that there is more work to do. Two strategic priorities are risk management and brand integrity.
- (b) *Leadership Awards Gala* – The event will be held on Thursday, February 8, 2018 at the Canadian Museum of Nature. A list was provided of corporate and public partners who will be in attendance. There will be live and silent auctions.

8. **ADJOURNMENT**

There being no further business to discuss, the meeting was adjourned at 11:45 a.m.

Authorized signature

Date: _____

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Date: _____