

**Minutes of the Meeting
Of the Board of Directors of New Path Foundation**

**Wednesday January 29, 2025– 6:00 p.m.
BCR Boardroom and Microsoft Teams**

Present (in-person): Bill Macdonald, Lisa McKee, Kate Venn, James Thomson
Virtual: Bill Forster, Betty Ann Lewis, Kim Lewis, Maureen Armstrong
Regrets: Lauren Tomlinson, Paul Pratt
Guests (in-person): Dave Carroll, Chris Gariepy

BOARD BUSINESS

1. **Welcome/ Call to Order** – Bill Macdonald called the meeting to order at 6:03 p.m.
2. **Board Recruitment** – Bill Macdonald welcomed Dave Carroll who is attending as a potential Board candidate. Introductions were made. Chris introduced himself, noting he is currently the Board President of Seeds Canada. He previously worked with Meridian and also worked in hospitality. He is now an independent mortgage agent. He considered joining this Board as a result of a conversation with Lisa.

Dave stepped out of the meeting for a Board discussion. It was confirmed that he no longer works for Meridian, so there is no conflict. James noted that he will step away from Seeds at some point but wants to finish his term and do it in a complimentary manner to ensure their sustainability. It was agreed that if elected to the Board, we would advise him of our relationship with Meridian. Everyone felt he would be a good candidate for the Board and brings some good knowledge and skillsets.

Moved: by Lisa McKee and seconded by Kate Venn to nominate Dave Carroll to the Board of the Common Roof effective this date. All in favour. Motion Carried.

Dave re-joined the meeting and was welcomed to the Board. James will connect him with Maureen to access his Board materials and key fob.

3. **Orillia Third Floor Update** – James welcomed Chris Gariepy. Chris provided an update on configuring the 3rd floor at OCR. He noted there are lots of questions to answer in terms of HVAC, mechanical and electrical. He noted we could go with electrical outlets on the outside wall. He feels that HVAC would be the most significant cost but doesn't see mechanical as a huge cost. Some other questions to consider are common lunchroom/lunch counter? Do we want open or drop ceilings? (drop ceilings are more costly); Do we want a landing area? (if so, we have to build walls and include electrical in the walls).

Chris noted there is an outstanding permit for second-floor improvements, but this is not a problem. Chris noted we cannot move ahead without drawings, and these are required to obtain a permit. James agreed that drawings /floor plans are important. He also feels that input and support of partners and members would be important to determine their needs. Lisa noted we really need to understand the intended use of space before creating the space. Chris noted we also must identify what we believe is the landlord work. Do we visualize the space as wide open or with offices. He noted that if we are able to negotiate with tenants at the beginning, that is the ideal solution.

In terms of budget for the landlord work (architect and drawings) without having a tenant, Chris noted approximately \$250,000. Chris is happy to communicate with the architect on our behalf and work with James. Everyone agreed. Chris was thanked and departed the meeting.

4. **Declaration of Conflicts** – No conflicts were declared.
5. **Consent Agenda Items**
Approval of Previous Minutes – October 30, 2024. No concerns noted.

President & CEO Report – James reviewed his report. He noted he is still catching up after his Leave of Absence. His focus is to get back up to speed with the Board, Management and with each of the building and partner/member organizations. The partner meeting was held last week. They talked a bit about the housing project in Collingwood. James noted he will sign off on all property development with the County. This should happen in April/May.

The biggest item for James at this time is the mortgage and banking transfer to Meridian Credit Union. He will have a motion for approval later in the meeting. He will also need signatures from Board members and will have the forms available at Reception Thursday, Friday and Monday during regular office hours (8:30 am to 4:30 pm and closed for lunch from 12 – 1 pm). James and Bill are meeting with Carters Law Firm next week to sign the formal declaration and everything should be in place by next Friday. James noted we will be keeping both bank accounts open until all the transfers happen. James will reach out to Meridian tomorrow around the mortgage rate and final steps.

Moved: by Betty Ann Lewis and seconded by Lisa McKee to approve the Consent Agenda as received. All in favour. Motion carried.

6. **Committee Updates**

Finance Committee (Lisa, Paul, and James) – Bill noted that Paul will be taking a short leave of absence to deal with a family issue.

Lisa noted the biggest issue for the Finance Committee is the mortgage transfer, but everything is progressing well.

James noted the financial summary was sent out with the package. He explained the statements, noting there is about a two-month delay for statements after each quarter to allow finance to catch up. James reviewed the statements and explained some of the variances. We are currently sitting in a good surplus position. Repairs and Maintenance higher due to winter. These costs are spread across all months and will even out over the next few months. Professional services are also higher due to additional legal expenses with the mortgage change over. Overall, we are still doing well.

In terms of our Auditing Firm, Lisa noted we will stay with BDO for the coming year. She will follow up with her contact for next year. We were looking at NBS, but Lisa had some concerns, and we were cautioned by Dave to steer clear of this firm. James has reached out to Kerry at BDO to advise her that we will continue with them for the coming year.

James explained the Unrestricted Sustainability Grant to Dave, noting this has been updated to the satisfaction of the partners.

Human Resources (James, Bill F and Betty Ann) – James will send the updated policy and procedures document to the HR Committee for their review. He noted no HR issues at this time. We will be having a review with our benefit company and there may be some cost savings coming.

Staff training occurs online through HR Covered. James will be looking at modules for the coming year. He will share with Kate to ensure we are meeting legislative requirements.

Services Committee (Lauren, Jeff, James, and Dominika) – James noted the committee is not meeting until next month. They will be discussing KPIs and the Shared Services Survey that we participated in. James will bring KPI'S to the Board at the end of the quarter.

Resource Development – James and Paul will meet to discuss what we are fundraising for. One area is to support member organizations. James is beginning to have conversations with partners and members with respect to their fundraising needs. He noted the new Meeting Room at BCR was paid for by a Trillium grant through CTN. Will are also looking to redo the BCR reception area to meet accessibility standards and make it a warm and welcoming environment.

Real Estate Working Group – James shared and reviewed the Credit Facilities Agreement from Meridian, noting we need to approve this to move forward.

Moved: by Kate Venn and seconded by Betty Ann Lewis to approve the Credit Resolution of the Directors of New Path Foundation regarding the Credit Facilities Agreement from Meridian Credit Union. All in favour. Carried.

James will leave the Agreement for Maureen to sign and then return it to Meridian with all the required signatures.

Lisa asked if we can request a line of credit for any costs incurred for the 3rd floor. Dave noted it is standard practice to over-register to allow for additional costs. Dave noted we should ask if they can incorporate the extra funds into a secure line of credit. James will confirm with Adam tomorrow. James noted he will seek Board approval before spending any of these funds.

7. **New Business** – No new business was tabled.

8. **Adjournment**

Moved: by Kate Venn to adjourn the Board meeting at 7:19 pm.

Bill Macdonald, Chair

Next Meeting Date: Wednesday February 26th, 2025 – 6:00 pm at BCR

January 29, 2025