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| |  |  | | --- | --- | |  | January 22, 2020  8:30 a.m. – 10:30 a.m. | | City of Kitchener  200 King Street West  Conestoga Room | |  |  | |

**BOARD OF DIRECTORS • MEETING MINUTES**

**Present:** Linda Jutzi, Cara Watson, Craig Haney, Darryl Moore, Councillor Debbie Chapman, Julie Phillips, Kathy Crossley, Phong Tran, Councillor Sarah Marsh, Hilary Abel, and Cst. James Mitchell.

**Regrets:** Benjamin Mathew, Erika Holenski, Kyle Cleaver, Michael Rederer, Mayor Berry Vrbanovic and Cory Bluhm.

**Guest(s):** Ross Weber

**Recorder:** Stefanie Golling

The meeting began at 8:34 a.m. with Darryl Moore as Chair.

**APPROVAL OF AGENDA/DECLARATION OF CONFLICTS**

*Moved by Julie Phillips, seconded by Cara Watson*

“That the Board approve the January 22, 2020 agenda.”

**Carried Unanimously**

**APPROVAL OF MINUTES**

*Moved by Councillor Debbie, seconded by Councillor Sarah Marsh*

“That the Board approve the November and December 2019 meeting minutes.”

**Carried Unanimously**

**Action items:**

* [Stefanie Golling] Adjust the Board attendance checklist to show Kathy Crosley under Directors (not Ex-Officio).
* [Stefanie Golling] Correct the December Board minutes to say, “Board Directors made the decision to not vote and use the meeting time for information sharing.”
* [Linda Jutzi & Stefanie Golling] Moving forward remove arrival and departure times from the attendance and minutes.

Guest, Ross Weber joined the meeting.

**WRPS UPDATE**

Cst. James Mitchell provided the following updates:

* Cst. Sharon Lloyd has been tasked with the coordination of the Special Olympics. Cst. Mitchell feels it would be worthwhile for the Board to hear additional information about the programming taking place Downtown and within our Region.
  + Linda Jutzi added that Uptown will jump at the Polar Plunge with Downtown in support of the Special Olympics to help raise funds.
* Consumption and Treatment Services Site update, including calls to service.
* Clarification regarding Water Street retail tenant, including update.

**Action item:** [Linda Jutzi] Allocate 10 minutes on the February agenda for Cst. Sharon Lloyd to speak.

**APPROVAL OF FINANCIALS**

Phong provided an update on the November and December 2019 financials. Discussions included:

* Mr. Tran clarified the invoicing schedule for the Working Centre.
* Linda Jutzi noted that the *Caring and Collaborative Community* line appears over budget, however the approved additional funds will be used from the Surplus.
  + Moving forward, can we include approvals like this as a side note on the financials.
* Possibility of added an adjusted column that indicated the “actuals”.

*Moved by Cara Watson, seconded by Kathy Crossley*

“That the Board approve the November and December 2019 financial statements.”

**Carried Unanimously**

**BOARD REPORTS**

The Board received reports for the Christkindl Market + outdoor village on King, Holiday window painting, Feb Fest 2020, and the Conestoga College open house event.

Linda Jutzi added that it should be noted that the City of Kitchener is contributing $4,000 towards the free Splash’N Boots show in the Rotunda.

**GOVERNANCE REPORT**

Ross Weber, Madorin Snyder LLP was approached to provide a Governance health check and ensure the Board was following proper practices.

*Moved by Julie Phillips, seconded by Kathy Crossley*

“That the Board move in-camera.”

**Carried Unanimously**

*Moved by Julie Phillips, seconded by Cara Watson*

“That the Board move out of camera.”

**Carried Unanimously**

Darryl Moore thanked Ross Weber for his assistance with the Governance health check.

**OTHER BUSINESS**

Linda Jutzi shared the process to develop the strategic priorities for Shape DTK 2020. This extensive process included community, member, developer, industry groups, and roundtable discussions. Ms. Jutzi made the recommendation to hold a separate Director meeting for this topic.

* Hilary Abel and Ms. Jutzi would come up with points using the current strategy at this meeting.
* Meeting would take place on a weeknight from 4:00pm-6:00pm (approximately).
* Recommendation was made to have an independent facilitator to help capture this information.
* Include feedback/input from residents using other mechanisms, such as online surveys.

Ms. Jutzi noted that the current budget process consumed 3-4 meetings. Moving forward, she made the recommendation to have a separate Director meeting to review. This session would take place in the Spring, with the intent it would receive final approval later in the year.

**Action items:**

* [Hilary Abel & Linda Jutzi] Update 3-year work plan for Board review at March/April meeting. Also include results from past reports (2012 to 2016, 2017 to 2020).
* [Stefanie Golling] Send out Doodle Poll with potential meeting dates in March.

**ADJOURNMENT**

*Moved by Julie Phillips, seconded by Kathy Crossley*

“That the meeting adjourn.”

**Carried Unanimously**