

## Meeting of the Board of Directors

Friday, February 21

Richmond Oval-6111 River Road

Regular Business 2:00 pm – 5:00 pm

Saturday, February 22

Radisson Vancouver Airport, Bridgeport Room

Regular Business 8:30 am – 4:30 pm

### Registrant Board Members

Regional Electoral District 1

Regional Electoral District 2

Regional Electoral District 3

Rebecca Martin, PAg (Chair); Natasha Neumann, PAg

William Shaw, PAg; Catherine Hayes, PAg

Warren Mills, PAg; Yasemin Parkinson, PAg;

### Lay Board Members

Guy Chartier

Carla Corbett, RPBio (Friday 4:00pm Saturday only)

### Past Chair, Non-Voting

Jessica Morgan, PAg, RPBio

### BCIA Staff

Jennifer Lawrence MAL, CEO and Registrar

Laurena Olsen, Deputy Registrar

Jannelle Snowden, Governance Secretary and Office Manager (recorder)

Jasmine Wong, Provincial Professional Development Coordinator (Agenda item 5.4 only)

### Regrets

Brock Endean; Betsy Gibbons; Kirk Phair, PAg;

### Guest

Andrea Gunner, PAg (Saturday am only)

## MINUTES

### 1. CALL TO ORDER

#### 1.1 Agreement on the Agenda

The Chair called the meeting to order at 2:19 pm on Friday, February 21, 2025, and confirmed quorum was met, which included at least one Lay Board Member present. A land acknowledgement was made by Catherine Hayes. Catherine asked Board Members to be ready to share something that they have learned or experienced about their local First Nation with the group on Saturday morning.

The Chair referred the Board to the agenda circulated in advance of the meeting. The agenda was amended by deleting 4.2.5, moving 5.1 for review in camera on Saturday. It was noted that the agenda items would be reviewed in the order outlined in the meeting overview document provided at the start of the meeting.

***BE IT RESOLVED THAT the Board adopts the agenda as amended.***

***Carried***

#### 1.2 Review of Conflict of Interest

The Chair advised she would recuse herself from discussion on 5.1 (District 1 only) and 5.2. Jessica Morgan advised that she would recuse herself from discussion of these items.

#### 1.3 Review of Action Items

The Chair reviewed the Action Summary tracker, which was posted in advance of the meeting. The list was updated accordingly. The list will be reviewed and aligned with the Strategic Plan once it has been accepted.

## 2. CONSENT AGENDA

The Board reviewed the items of the Consent Agenda, which were posted in advance of the meeting.

***BE IT RESOLVED THAT the Board accepts the Consent Agenda as amended.***

***Carried***

## 3. STANDING ITEMS

### 3.1 Financial Update

The CEO referred the Board to the financial statements prepared by MNP and posted in advance of the meeting. The Chair of the Financial Working Group (FWG) provided an update on the 2024-year end financial statements. The year ended with a \$60,000 deficit.

The CEO advised that the 2024 Year-End audit is on track and that members from the BDO team would attend the April meeting to share their report and the audited financial statement.

***BE IT RESOLVED THAT the Board received and reviewed the draft fourth quarter Financial Statements as presented by the Financial Working Group.***

***Carried***

### 3.2 CEO/Registrar Update

The CEO referred the Board to the report posted in advance of the meeting and provided a brief overview of the organizational structure. The CEO advised that Andrea Gunner, PAg, had accepted the position of Deputy Registrar: Practice and would be starting on March 10, 2025. She also advised that Andrea would be observing a portion of the Saturday morning Board meeting.

**MOTION TO MOVE TO AN IN-CAMERA SESSION at 2:38 pm on Friday, February 21, 2025.**

***Carried***

**MOTION TO RETURN TO AN OPEN MEETING and to bring forward any motions from the in-camera session at 3:08 pm on Friday, February 21, 2025.**

***Carried***

## 4. UNFINISHED BUSINESS

### 4.1 2025 Strategic Plan

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

***BE IT RESOLVED THAT the Board approves the Strategic Plan as amended.***

***Carried***

### 4.2 Future of Working Groups

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

It was noted that Indigenous Reconciliation was in reference to the Level II Indigenous Course recommendation.

***BE IT RESOLVED THAT effective February 22, 2025, the Board dissolves the Governance Working Group, the Communications Working Group, the Executive Working Group and to restructure the Level II Indigenous Course to form an Indigenous Reconciliation Working Group.***

***Carried***

***ACTION:*** Working Group members to be advised of the dissolution of the groups and to restructure the Level II Indigenous Course to form an Indigenous Reconciliation Working Group.

**MOTION TO SUSPEND THE BOARD MEETING AT 4:20 PM on Friday, February 21, 2025.**

***Carried***

**MOTION TO RECONVENE THE BOARD MEETING and to move to an in-camera session at 8:34 AM on Saturday February 22, 2025.**

*Carried*

## **5. NEW BUSINESS**

### **5.1 Nomination Committee Recommendation of 2025 Board Election Candidates**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

The Board Chair and Immediate Past Chair recused themselves from discussion 5.1, District 1.

***BE IT RESOLVED THAT under s. 55(a)(2) that the Board approves the District 1 applicants stand for election.***

*Carried*

***BE IT RESOLVED THAT in accordance with bylaw s. 59(g), the Board acclaims Theresa Loewen as the District 2 Board member.***

*Carried*

***BE IT RESOLVED THAT the Board approves the District 3 candidates as recommended by the Nominations Committee to stand for election.***

*Carried*

### **5.2 Vice-Chair/Past-Chair Requirements**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

The Board Chair and Immediate Past Chair recused themselves from this discussion.

***BE IT RESOLVED THAT the Board has determined to appoint Rebecca Martin as Past Chair and will maintain her ability to vote.***

*Carried*

### **5.3 Nomination Committee Recommendations for Appointment**

#### **5.3.1 Recommendation on Appointment to the Credentials Committee**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

***BE IT RESOLVED THAT the Board appoints Deepak Chug as a Registrant member of the Credentials Committee for the term February 23, 2025, to February 28, 2027.***

*Carried*

#### **5.3.2 Recommendation on Appointment to the Credentials Committee**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

***BE IT RESOLVED THAT the Board appoints Usama Tayyab as a Registrant member of the Credentials Committee for the term February 23, 2025, to February 28, 2027.***

*Carried*

#### **5.3.3 Recommendation on the Appointment of Chair to the Audit & Practice Review Committee**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

***BE IT RESOLVED THAT the Board appoints Philp Garvey as Chair, Audit and Practice Review Committee effective February 23, 2025.***

*Carried*

**MOTION TO RETURN TO AN OPEN MEETING at 1:04 pm on Saturday, February 22, 2025, and to bring forward any motions from the in-camera session.**

**Carried**

#### **5.4 2024 PD Audit Report**

The Chair referred the Board to the documents posted in advance of the meeting, which was shared for information only. Jasmine Wong provided an overview of the audit process established for this year. She advised that there were auditors available than audits being completed and therefore, each auditor will only need to complete one audit. Training session was held. Jasmine also advised that one lesson learned from last year's audit was to not complete it over the summer months as a number of auditees are on vacation, or it is a busier workload at that time. This year the audit was started at the end of January.

The 2024 PD Audit Report was received by the Board. Jasmine confirmed that the review by Don Rugg is to ensure coverage and continuity in the event that Jasmine is not available to oversee the audit.

#### **5.5 Updated draft Governance Manual**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

**ACTION:** Updated draft of the governance manual for Board review at the May meeting.

#### **5.6 Updated draft Financial Policies**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

**BE IT RESOLVED THAT the Board approves the draft Board Financial policies as presented.**

**Carried**

#### **5.7 Update of Board Policies**

The CEO advised that BCIA would like to complete a revision of existing Board Policies. It was agreed that a Board Governance Working Group would be instrumental in achieving this review, along with updates to the Governance Manual.

**ACTION:** Draft terms of reference for Board Governance working group for review at the April meeting.

#### **5.8 Annual Branch Allocations**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

#### **5.9 Board Meeting Evaluation Process**

The Chair referred the Board to the documents posted in advance of the meeting. The Board reviewed the new Board Meeting evaluation process and evaluation form.

**BE IT RESOLVED THAT the Board approves the Board Meeting Evaluation Process and evaluation form as presented.**

**Carried**

**ACTION:** The Governance Secretary will circulate the Board Meeting Evaluation Form to the Board members.

### **6. Upcoming Meeting Dates**

The next virtual Board meeting is scheduled for Thursday, April 17 from 6:00 pm – 9:00pm, however, as the next day is Good Friday, a proposal was made to move the meeting to Tuesday, April 15<sup>th</sup>.

The virtual AGM is scheduled for Wednesday, May 7 from 12:00 pm to 2:00 pm

The next in-person BCIA Board Meeting is scheduled for Friday, May 23 and Saturday May 24, 2025, location to be confirmed. This meeting will also include an orientation session for new Board members the morning of May 23.

**ACTION:** AGM to be discussed at the April 15 meeting to determine if a dry run the week prior to the AGM is needed.

**ACTION:** Staff to advise BDO of change to Board meeting date to April 15<sup>th</sup>. An updated meeting link will be circulated to the Board.

**ACTION:** Staff to advise the Board of the confirmed location for the May Board meeting.

**MOTION TO MOVE TO AN IN CAMERA SESSION at 3:18 pm.**

**Carried**

## **7. In Camera Session**

### **7.1 Meeting Check-out**

In accordance with BCIA Bylaw 6(e), this item was discussed in camera.

**BE IT RESOLVED THAT THE Board meeting is adjourned at 4:05 pm on Saturday, February 22, 2025.**

**Carried**