

Northern Policy Institute
BOARD OF DIRECTORS MEETING

May 24, 2013, 9:00 am

Lakehead University, Room ATAC-5035

MINUTES

PRESENT:

Directors: Martin Bayer (Chair, CEO and President), George Macey (Vice-Chair), Florence Bailey, Therese Bergeron-Hopson (arrived at 10:45), Harley D'Entremont, Dominic Giroux (arrived at 10:45), Hal McGonigal, Douglas Murray, Madge Richardson,

Others: The Honourable Michael Gravelle (Minister of Northern Development and Mines), Tammy Laws (Special Assitant, Northern Outreach), Barb Eccles (Secretary), Anne-Marie Mawhiney (Special Advisor to the President, Laurentian University)

REGRETS: Brian Stevenson

Item #	Description
1	<p>Call to Order, Conflict of Interest, Quorum Check</p> <p>The Chair welcomed everyone. Seven of ten directors being present, a quorum was declared and the meeting was called to order. No conflicts of interest were declared.</p>
2	<p>Approval of Agenda</p> <p><i>It was moved and seconded that the agenda be approved as circulated.</i></p> <p>Carried unanimously.</p>
3	<p>Approval of Minutes of February 20, 2013 Board meeting</p> <p><i>It was moved and seconded that the minutes of the board meeting held on February 20, 2013 be approved as amended by:</i></p> <ul style="list-style-type: none"><i>-modifying the sentence in item 12 on page 4 that said "She also informed, after some discussion, that the following resolution was passed:" to "After some discussion, ... the following resolution was passed:"</i><i>-adding a quotation mark at the end of the record of motion on page 5.</i> <p>Carried unanimously</p> <p>Subsequent to the minutes being approved, some discussion ensued regarding NPI desired procedure when outside agencies and individuals approach board</p>

	<p>members to discuss NPI. The Chair recommended that our new President and CEO, once hired, could be tasked with developing a policy to guide board members on that issue.</p>
4	<p>Welcome from Dr. Rod Hanley, Provost and Vice President (Academic) Lakehead University</p> <p>Dr. Hanley welcomed the Board of NPI to the Lakehead University Thunder Bay campus, and discussed some of his involvement with the Great Plains Centre for People and the Environment prior to coming to Lakehead University. He recognised tht the mission of NPI is important, necessary and honourable. He personally welcomed all to Lakehead University and Thunder Bay, and wished the directors good luck with their work.</p>
5	<p>Summary Review of NOHFC Contract/Resolution Authorizing Execution</p> <p>The Secretary summarized the process that led to the current version of the NOHFC Contract. Discussion ensued.</p> <p><i>It was moved and seconded that:</i></p> <ol style="list-style-type: none"> 1. <i>The Corporation is hereby authorised to enter into an agreement (the "Agreement") between the Corporation and the Northern Ontario Heritage Fund Corporation (a copy of which agreement is attached hereto as Schedule A), all as more particularly described in the Agreement and upon the terms and conditions contained in the Agreement.</i> 2. <i>Any one Director or Officer be and is hereby authorised for and on behalf of the Corporaiton (whether under the corporate seal or otherwise) to execute and deliver the Agreement substantially in the form attached hereto, with such alterations, additions and amendments thereto and deletions therefrom as such Director or Officer signing the same shall determine to be necessary or appropriate and the Agreement so executed is and shall be the Agreement authorised hereby.</i> 3. <i>Any one Director or Officer be and is hereby authorised and directed for and on behalf of the Corporation (whether under corporate seal or otherwise) to execute and deliver all agreements, notices, consents, acknowledgements, certificates and other instruments and do all such acts and things as such Director or Officer may consider necessary, desirable or useful for the purpose of giving effect to the foregoing.</i> <p>Carried unanimously.</p>
6	<p>Budget review</p> <p>Anne-Marie and Barb summarized the proposed budget for the NPI. It was intended to be a high level budget to give the board an idea of what they could do with the current funds, with the intent that the budget be finalized once a President and CEO is hired. Discussion ensued. The board generally recognised that a holdback would be required in the budget, given the NOHFC contract.</p>
	<p>Coffee break (ATAC 5033)</p>
7	<p>Preliminary Discussion of Business Plan Development</p>

	<p>The Chair brought the Board's attention to the NOHFC contractual requirement of development of a business plan. Discussion ensued. It was generally agreed that once the President and CEO is hired, one task will be to create a draft business plan in consultation with the Board.</p>
8	<p>Minister Michael Gravelle Visit</p> <p>Minister Michael Gravelle arrived at 11:00 am. He thanked the Board for giving him the chance to meet, and recognised the need for NPI independence from government. He asked that NPI consider having a closer relationship with MNDM for the parties' mutual benefit. He asked NPI to consider whether it would be appropriate to have a Ministry representative ex officio on the Board, or merely as an advisor to NPI. He also requested some assistance with the REDAs and some advice on the Northern Growth Plan. The Chair indicated that NPI would consider the Minister's request.</p>
9	<p>Other Business</p> <p>The Secretary was asked for an update on the obtaining of insurance. Barb indicated that the University's insurer, CURIE, would not provide coverage. It was generally agreed that the new President and CEO, once hired, would be tasked with obtaining appropriate insurance.</p>
10	<p>Adjourn Board Meeting</p> <p><i>It was moved and seconded that there being no further business to come before the board meeting, the meeting be terminated at 11:47 am.</i></p> <p>Carried unanimously.</p>

Barb Eeder
Secretary

[Signature]
Chair