

Minutes of the Board of Directors Meeting

December 19, 2014 at 10 am Eastern Time
Conference Call – 1-877-394-5901
Access code: 2985298

Board of Directors in Attendance:

Doug Murray, Treasurer
George Macey, Vice-Chair
Gisèle Regimbal, Secretary
Charles Cirtwill, President & CEO

Hal McGonigal Director
Ray Riley, Director
Thérèse Bergeron-Hopson, Director

Board of Directors Absent:

Martin Bayer, Chair
Harley d'Entremont, Director
Madge Richardson, Director

Members, Staff and Guests in Attendance:

Jamie Lee Yawney, Operations Coordinator

1. Call to order

George called the meeting to order at 10:06 am and declared that quorum existed.

2. Discussion of meeting with voting members of Lakehead University on November 12th 2014

Charles explained that voting member Michael Atkins flew from Sudbury to Thunder Bay at his own expense to join Charles, Brian Stevenson and Murray Walberg for the meeting scheduled on November 12, 2014. The Board had a short discussion about the conversations that took place at the meeting.

Charles outlined the difference between a member and a director; and between voting members and honorary members. Directors are ex-officio, also honorary members of NPI. Board confirmed they were clear on the difference.

George asked whether the voting members should attend Board of Directors meetings and if any voting members or individuals carrying proxies were present in Sioux Lookout. Charles explained that voting members are welcome to attend all Board of Directors meetings (as observers) and will be included in all notices and material packages going forward.

He continued to explain how Michael Atkins (a voting member of NPI) was present in Sioux Lookout for the AGM of NPI members and how Dominic Giroux's proxy was carried by Gisèle, and how Brian Stevenson and Murray Walberg's proxies were carried by Barbara Eccles. So all four voting members of NPI were represented in Sioux Lookout for the AGM.

Minutes of the Board of Directors Meeting
December 19, 2014

Michael and Barb also attended, as observers, the two Director's meetings that took place that day in Sioux Lookout. Gisele acted on her own behalf as a Director at the two Board meetings. Further discussion took place among the Board around the meetings and events in Sioux Lookout.

Charles mentioned how he extended an invitation to Murray Walberg and Brian Stevenson to visit the Thunder Bay office and that they both have indicated an eagerness to visit. Brian also made time in his schedule to meet with Charles to secure Brian's outstanding signatures for the official minutes binder.

3. Discussion of Northern Policy Institute presentation to Lakehead Executive Committee of the Board of Governors on December 17th 2014

Thérèse explained how the presentation to Lakehead University Executive Committee was well received and there were no issues throughout. Thérèse mentioned there was only one question after the presentation relating to social media. Charles informed the Board since Northern Policy Institute was only allotted ten minutes to present, five slides were eliminated from the presentation.

George asked if the meeting was specifically called for Northern Policy Institute. Thérèse explained that Northern Policy Institute was an agenda item at an already scheduled meeting. Charles mentioned there was no indication of Northern Policy Institute receiving an answer from the voting members from Lakehead University on the proposed by-law changes and there were no questions or discussion regarding the proposed changes. Charles explained how it is Brian Stevenson's intention to bring Northern Policy Institute in on a regular basis to present an update to his board.

Re Motion 1: Charles informed the Board that Martin has drafted a letter to Murray and Brian expressing our pleasure at the meeting with the Lakehead Executive Committee and for their personal attendance at the lunch on November 12, 2014. Martin also included a formal request for a response regarding the proposed by-law changes that were presented at the AGM in Sioux Lookout. The letter has been reviewed by Thérèse and Madge, and Martin would like to send it out today with the Board's approval. Board agreed on Martin sending the letter as described.

Motion 1 *To approve Martin Bayer, Thérèse Bergeron-Hopson and Madge Richardson drafting and sending a letter on behalf of the Board to Brian Stevenson and Murray Walberg. Moved by Thérèse, seconded by Hal. CARRIED unanimously.*

Ray mentioned that if we do not get a prompt response from Brian or Murray that we could consider reaching out to Barbara Eccles to help expedite a reply.

Hal asked if Thérèse's appointment as second vice-chair is placed on hold until the voting members from Lakehead University present their decision. Charles explained to the Board regardless of what the voting members from Lakehead University decide, the Board has the ability to vote in Thérèse as second vice-chair at the next Board meeting.

There was a brief discussion of the roles of the voting members and the difference if Northern Policy Institute had been set up having the two universities as our voting members as opposed to the current structure of four individuals. It was agreed that the Board may want to revisit the corporate structure as the corporation matures or if governance challenges persist.



Minutes of the Board of Directors Meeting
December 19, 2014

4. Adjourn Board Meeting

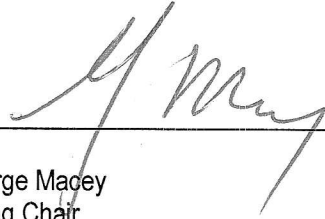
Motion 2 To adjourn Board of Directors meeting. Moved by Hal, seconded by Thérèse. CARRIED unanimously.

Meeting adjourned at 10:29 am Eastern Time.



~~Gisèle Regimbal~~
Secretary

Charles Cisthuill
President



George Macey
Acting Chair