

Attending: Al Hasham, Dan Dagg, Frank Bourree, Shaun Cerisano, Lise Gyorkos, Catherine Holt, Patricia Jelinski, Gary Kinar, Mark Mawhinney, Natasha Reger, Mark Smith, Kris Wirk, Captain (Navy) Steve Waddell., Peggy Kulmala (staff support), and Cheryl Wirch-Ryckman (staff support).

Regrets: Carmen Charette and John Wilson.

1. Agenda/Minutes

Approval of amended March agenda

Motion to approve Jan agenda

Moved by Frank Bourree

Seconded by Mark Smith

Carried

Approval of Jan minutes

Motion to approve minutes

Moved by Mark Smith

Seconded by Patricia Jelinski

Carried

2. Financial Report

Approval of Jan-Feb 2017 financials

Motion to approve Jan-Feb financials

Moved by Lise Gyorkos

Seconded by Patricia Jelinski

Carried

Chair of the Finance and Audit Committee reported strong financial performance first two months of 2017. Good start.

Chair of the Finance and Audit Committee reported that auditors were complimentary of Chamber financial processes and controls. Net revenue from operation shows profit of \$19K, plus positive results from investments shows net profit of \$51K, up from \$73K deficit in 2015.

3. Chair's remarks

Lots of events since last meeting, all successful. Of note: Marketplace Mixer, CEO Breakfast, Prodigy has 10-year anniversary, BC Budget Lock Up, Chamber Week, and Candidate Listening Session. Follow-up "Candidate Response Session" scheduled May 4.

Chair and other board directors went on Parc tour March 7. Parc management very involved in community, active in community consultation.

4. Annual Review of CEO

CEO reported her high-level accomplishments over last year, organized along the themes of Leadership, Strategic Management, Financial Management, and Risk Management.

Motion for Board to go in-camera

Moved by Dan Dagg

Seconded by Kris Wirk

Carried

5. BC Chamber AGM

Approval of policies to be presented at BC Chamber AGM

Motion to approve in principle nine draft policy resolutions for submission to BC Chamber

Moved by Mark Mawhinney

Seconded by Gary Kinar

Carried

Chair of Policy and Government Affairs Committee reported on nine draft policies for submission to BC Chamber for presentation to participating Chambers/Board of Trade at upcoming BC Chamber Conference and AGM in Victoria May 2017.

CEO reported to the board on the event logistics, and indicated staff are working to secure board directors tickets to voting sessions as observers.

6. WD program conclusion & outcomes and SIPP continuation

CEO reported spending ended Dec 31, 2016, with program wrapped up March 31, 2017. Total \$1.2 million in program spending, \$260K remains unspent, which will be transferred to SIPP. Outcome report will be presented at next board meeting.

7. Governance Committee Items

Review and approval of Non-Partisan Organization Policy

Motion to adopt Non-Partisan Organization Policy

Moved by Dan Dagg

Seconded by Gary Kinar

Carried

Chair of Governance Committee reported on updates, we need to be able to advocate to government on our members' behalf, policy delineates when The Chamber will criticize and when it will commend. The policy also outlines what is to happen before a Board director or staff member announced their intention to seek public office or to take an appointment/official role with any political campaign.

Final review of recommended Chamber bylaw changes for May AGM

Motion to approve Chamber by-laws with amendments

Moved by Dan Dagg

Seconded by Gary Kinar

Carried

Chair of Governance Committee reported on changes to the bylaws as required by the Boards of Trade Act via Innovation, Science and Economic Development Canada, as well as changes to board composition, e.g. reduction to minimum number of directors and move to two-year terms of service.

Observation that "The Chamber" is not a defined term under definitions section. Recommendation to either add to section, or change to Greater Victoria Chamber of Commerce.

Review and approval of Terms of Reference: Ambassadors, Finance & Audit, Governance, Policy & Government Affairs, and Prodigy Group

Motion to approve Chamber Committees' Terms of Reference by consent agenda

Moved by Mark Smith

Seconded by Natasha Reger

Carried

Chair of Governance Committee reported that Committee had reviewed terms of reference for consistency with Chamber bylaws.

Nomination of Frank Bourree to BC Chamber Board of Directors

Motion to nominate Frank Bourree to BC Chamber Board

Moved by Dan Dagg

Seconded by Natasha Reger

Carried

Frank Bourree recused himself from discussion

Chair of Governance Committee reported Committee reviewed nomination package and endorses Frank as a nominee.

8. Next Meeting - Tuesday, May 30th from 7:30 to 9:30 a.m.

Motion to adjourn

Moved by Patricia Jelinski

Seconded by Kris Wirk

Carried

9. Presentation by the Greater Victoria Harbour Authority for the information of Board directors.



Secretary



Chair



Date

