

**Board of Directors Meeting Agenda
Classroom- Civic Centre
May 3rd 2017
3:00 p.m. – 5:00 p.m.**

- 1. Approval of Agenda**
- 2. Approval of Minutes**
 - a. Approval of the April 5 2017 Board Meeting Minutes
- 3. Business Arising from Minutes**
- 4. Reports:**
 - a. Report from Administration (10 minutes)
 - b. Old Day Care Lands – confidential (40 minutes)
 - c. Mountain Haven Co-Operative Housing – confidential (45 minutes)
 - d. Board Chair position – (15 minutes)
 - e. Managing Director- performance review process (10 minutes)
- 5. New Business**
- 6. Motion Resolution Action List**

All actions completed
- 7. Meeting Adjournment**

*A majority of the Directors in office shall constitute a quorum. In the case of an equality of votes, the Chair shall be entitled to a second or casting vote.
(Articles of Association s45)*



Canmore Community Housing Corporation

For Information

DATE OF MEETING: May 5th 2017 **Agenda Item: 4a**

SUBJECT: Managing Director's Report

RECOMMENDATION: For information

EXECUTIVE SUMMARY

The Administration Report summarizes activities relative to CCHC's operations and Strategic Plan as required.

1.0 OPERATIONS UPDATE

The April operations data will be presented at the May 17th Board meeting.

2.0 McARTHUR PLACE (DYRGAS LANE) DEVELOPMENT UPDATE

Property and Program Management: McArthur Place is fully occupied as of April 1st.

Funding/Finance & Construction: Nothing to report now, CCHC has a wrap up meeting in Calgary Monday May 1st 2017.

Grand Opening: The date is yet to be confirmed however it is anticipated it will occur prior to mid- June.

3.0 Hector and McArthur Place Property Management Agreements

PEKA has agreed to the terms for both property management agreements as offered by CCHC.

4.0 CCHC branding/communication session

CCHC would like to hold a branding/communication session with the Board on either Wednesday June 21 (would likely replace Board meeting) or Thursday June 22nd. The session will run from 1:00pm-4pm and the date needs to be confirmed, lunch will be provided.

5.0 Town of Canmore

Michael Fark will provide a verbal update as to what, if any, market or affordable housing initiatives the Town is aware of that CCHC should also be made aware of.

Prepared by: Dougal Forteach, Managing Director

Prepared on: April 28 2017



Canmore Community Housing Corporation

DATE OF MEETING: May 5th 2017 **Agenda Item: 4d**

SUBJECT: Board Chair position

RECOMMENDATION: The Board appoint a Chair whose term will run from May 17th to October 18th 2017

EXECUTIVE SUMMARY: N/A

DISCUSSION:

At its November 16th 2016 meeting the Board appointed Dan Sparks as the Board Chair by way of the following motion:

Motion 2016.123 Moved by Lesley Bannister to appoint Dan Sparks as Chair of CCHC Board until April 19, 2017 **CARRIED**

The Chair agreed to prolong his tenure and move the matter forward to May 2017 for discussion.

In terms of the responsibilities of the Chair the Board amended its Terms of Reference for Board members at the October 19th 2016 (motion 2016-117) meeting to reflect the following roles/responsibilities:

Board Chair

- Appointed annually by the Board in November and serve a one year term
- Review Meeting Agenda with Managing Director
- Runs Board meetings
- Signs approved meeting minutes
- Spokesperson for Board decisions
- One of four signatories of the Corporation

FINANCIAL IMPACTS: There are no financial impacts to be considered.

ATTACHMENTS: Terms of Reference – CCHC’s Board of Directors

Prepared by: Dougal Forteath, Managing Director

Prepared on: April 28 2017

STATEMENT of POLICY and PROCEDURE (SPP)			
POLICY	Terms of Reference – Board of Directors	SPP No.	2.01
Section:	Governance	Issued:	March 16, 2016
Issue to:	All Manual Holders	Effective:	March 16, 2016
Motion/Date	Motion 2016.28 / March 16, 2016	Page:	1 of 3

SPP 2.01 TERMS OF REFERENCE – BOARD OF DIRECTORS

1 PURPOSE

This Statement of Policy and Procedure outlines a Board members general responsibilities and their role in relation to Board meetings.

2 SCOPE

This policy applies to all members of the Board of Directors at all times.

3 RESPONSIBILITY

3.01 It is the responsibility of all Board members to have reviewed and understand the Terms of Reference or any changes to the same that the Board may approve from time to time.

3.02 It is the responsibility of the Board of Directors to review these Terms of Reference on an annual basis.

3.03 Any/all changes to the Terms of reference must be approved by the Board of Directors

4 DEFINITIONS

N/A

5 POLICY

5.01 Terms of Reference for Board Members

Appointment of Board Members

Board members are appointed by the CCHC shareholder (Town of Canmore Council & Town of Canmore CAO in trust for Town of Canmore Council) at the annual general meeting (Articles of Association (AoA) (s30)). The Amendment to s31 of the AoA, dictates that the number of directors shall “never be less than THREE (3) or more than NINE (9)”. Directors shall retire from office at each annual general meeting however they are eligible for re-election at that same time (s32), in the absence of an annual general meeting the incumbent shall remain a Director until a successor is appointed, in such instances a Directors office shall be deemed to have expired three (3) years after the date of his last appointment (s32).

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The Board will recruit and review applications for Board membership and make recommendations to the Shareholder. Per s 33 of the AoA the Board of Directors “shall have the power to appoint any other person to be a Director to fill a casual vacancy” however the total number of Director’s shall not at any time exceed the number prescribed for that term. Any Director so appointed shall only hold office for the balance of the replaced Director’s term.

Board Members’ general responsibilities

Board Members will:

- Familiarize themselves with CCHC’s bylaws, business plans, financial documents and similar background information about the mandate and operations of the CCHC;
- Familiarize themselves with the standard CCHC lease agreement;
- Attend all Board meetings, or give notice if they are unable to attend;
- Communicate public points brought up by the community to the Board table; and
- Refrain from committing CCHC to any policy or action without the agreement of the Board as a whole;
- Share responsibility for the integrity of Board decisions and therefore any Board member may question whether another Board member might have a conflict of interest or a pecuniary interest with respect to a matter under consideration by the Board

Board Members’ role in relation to CCHC Board meetings

Board Members will:

- Suggest topics to the Board Chair for the preparation of the agenda for each Board meeting;
- Prepare for each board meeting by reading the board package in detail;
- Actively participate in Board discussions, sharing their expertise and best practices knowledge for and against the matter under consideration;
- Listen to and seek to understand the opinions of other Board Members; and
- Vote on matters before the Board, taking into account the mandate of the CCHC; and
- Review and comment on meeting minutes to ensure completeness and accuracy; and
- Exercise their authority only through the Board as a whole or through a committee of the Board, or when the Board has delegated a portion of its responsibilities to an individual director; and
- Respect decisions of the Board and govern themselves accordingly.

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Officers of the Board of Directors

Per s52 of the Articles of Association (AoA), CCHC shall have such officers as determined by the Board of Directors of Shareholders from time to time. The appointment of an officer, be it by the Board of Directors or a resolution of the Shareholders, shall be deemed to create such office until otherwise provided. Per s53 of the AoA the Board of Directors may dismiss one or more officers before the end of their term without cause.

Board Chair

- Appointed annually in November and serve a one year term
- Review Meeting Agenda with Managing Director
- Runs Board meetings
- Signs approved meeting minutes
- Spokesperson for Board decisions
- One of four signatories of the Corporation

Board Vice - Chair

- Appointed annually in November and serve a one year term
- Assumes duties of the Chair in his/her absence
- One of four signatories of the Corporation

Treasurer

- Appointed annually in November and serve a one year term
- Reviews Quarterly Statements
- Reviews CCHC Operating and Capital budgets
- Ensures appropriate financial reports are made available to the board
- Assists with selection of auditor as required
- Provides assistance/support to Managing Director as required
- One of four signatories of the Corporation

Board Members' role with the media

The Chair is the spokesperson for the Board dealing with media inquiries about Board decisions and policies.

Board Members' relationship with Staff

Direction to staff is provided by the Board as a whole, through the managing director via the Chair. Individual Board Members should not provide direction to staff.

Board members may seek information or technical background from staff, if this information can be provided with a reasonable investment of staff time. If a request requires substantial time from staff, that request needs to be cleared by decision of the Board.

- 6** **REFERENCES and RELATED STATEMENTS of POLICY and PROCEDURE**
N/A

- 7** **PROCEDURES**
N/A

- 8** **ATTACHMENTS**
N/A

Last reviewed: March 2016
 October 2016

Chair

Managing Director



Canmore Community Housing Corporation

DATE OF MEETING: May 5th 2017 **Agenda Item: 4e**

SUBJECT: Managing Director – performance review process

RECOMMENDATION: The Board appoint a committee to oversee the managing director’s review

EXECUTIVE SUMMARY: The Board Chair has requested that the Board set a process in place to complete the Managing Directors review in 2017. Historically speaking the Board has struck a personnel committee comprised of the: Chair; Vice Chair; and a third Board member whose collective responsibility it is to complete the managing director’s review as required.

DISCUSSION: The Board is not bound to continue with a three-member review committee, the size of the committee is to the discretion of the Board. CCHC’s practice is to review the managing director’s performance for the fiscal year, which in CCHC’s case is also the calendar year.

Most recently CCHC staff have received their year-end review (there is also a mid-year review) on or about the second week of December so that, should any wage adjustments need to be applied for the following year, there is time to make sure they are in place for the first pay period. CCHC is not required to complete the review within the fiscal year though, it could be completed in January of the following year in which case should wage adjustments be necessary they could be paid retroactively.

The Board is not limited to measuring the Managing Directors performance solely based on the job description requirements, although it is recommended that it should be agreed to and clear to all parties what performance measurements will be evaluated during the performance review period.

FINANCIAL IMPACTS: There are no financial impacts to creating a review or personnel committee.

ATTACHMENTS: Managing Directors job description

Prepared by: Dougal Forteath, Managing Director

Prepared on: April 28 2017

Position Description

Title:	Managing Director	Date:	June 17, 2015
Hours:	35 hours weekly	Reports to:	Board Chair
Staff managed:	Direct Reports (2): Housing Program Manager Executive Assistant Indirect Reports (1) Rental Administrator	Job Type	Permanent Full Time

General Accountabilities

Reporting to the Board Chair, this position is responsible for the strategic leadership and management of the municipal corporation, and of its programs and strategies, to provide affordable housing options for the residents of Canmore.

This includes, but is not limited to:

- Providing organizational leadership to ensure the corporation's strategies achieve the desired impact.
- Providing community leadership to ensure housing needs and issues are identified, monitored and addressed.
- Ensuring the integrity and sustainability of the organization.
- Representing the CCHC to the public, business partners, stakeholders, media and other levels of government

Specific Accountabilities

Accountability	% Time spent
Leadership <ul style="list-style-type: none"> • Leads the strategic planning process and development of business, human resource, fund development and board development plans ensuring CCHC's vision, mission, objectives and strategies create the desired community impact. • Provides professional and technical advice to the Board, Town Council and Administration and other key stakeholders. • Develops and executes community relations and engagement strategies to inform stakeholders of the work of the corporation and its impact in the community, and to consult with stakeholders and the public with respect to housing needs and issues. • Establishes good working relationships and collaborative arrangements with the housing industry, employers, community groups, Town Council and Administration, and other organizations to help achieve the goals of the organization. • Originates and oversees housing policy and program research and best practice recommendations to achieve the Town's affordable housing and quality of life aspirations • Identifies and evaluates the risks to the organization's people, property, finances, goodwill and image and implement measures to control risks. • Ensures that CCHC complies with applicable legislation, regulations and standards 	40%
Development Planning and Management <ul style="list-style-type: none"> • Oversees and manages all aspects of development planning, including property development for new properties, from inception to completion • Develop project timelines and budget • Liaison with all parties involved in development, e.g., developers, municipality, province, contractors, consultants, etc. 	20%
Program Planning and Management <ul style="list-style-type: none"> • Oversees the planning, development, implementation and evaluation of the organization's programs and services. • Identifies opportunities and partnerships to ensure effective and efficient delivery of programs. • Oversees administration of the ownership program • Fosters an environment in which continuous improvement of CCHC systems, tools, processes and standards takes place 	20%
Operational Planning and Management <ul style="list-style-type: none"> • Determines staffing requirements for organizational management and program delivery. • Oversees the development and implementation of human resource policies, procedures, and practices, and coaches and mentors staff to support their success in achieving day-to-day goals • Prepares cash, operating and capital budgets and develops financial policies and procedures for approval by the Board • Administers the funds of the organization according to approved budgets, policies and procedures. 	20%

- Oversees the management of CCHC properties to ensure real property is managed and maintained in a sustainable and financially responsible manner, throughout its life cycle, to support the cost-effective and efficient delivery of CCHC programs.
- Accountable for health, safety and environmental compliance with respect to CCHC, its programs and properties.
- Provides support to the Board, advising on matters arising in all areas of Board jurisdiction and providing information for sound decision making

Decision Making

- Anticipates and evaluates complex problems
- Views and shapes the strategic and operational outlook, including budgetary forecasting, development and monitoring
- Reviews and recommends staffing levels and resources
- Engages Town Council, housing professionals, and stakeholders to understand, own and collaborate in problem solving and decision making for the achievement of goals

Technical Accountabilities

- University degree in Business Administration, Public Administration, Planning/Development, or related discipline and/or combination of education and related work experience
- 8 years of experience in strategic and operational leadership in a community based organization that provides housing or related services to clients
- Demonstrated commitment to issues management and the ability to plan and develop future service processes
- Proactive problem solving, well developed negotiation and analytical skills, and strong decision-making abilities
- Ability to develop and maintain partnerships with key stakeholders
- Demonstrated commitment to customer service and understanding and serving the needs and interests of diverse stakeholders
- Ability to establish strong working relationships with stakeholders, including developers, lenders, property managers, and all levels of government
- Working knowledge of legislation, codes and authorities that impact housing development
- Working knowledge of development process for the housing market

Contacts

- Trusted advisor and content specialist to the Board, Town Council and Town Administration
- Resource, coach and mentor to employees
- Actively engages community stakeholders and working partners as a trusted advisor in affordable housing, representing CCHC as the corporate spokesperson, creating advocates and influencing change with diplomacy.
- Promotes active affiliations and partnerships with appropriate funders, agencies, networks and organizations

Working Conditions

- Minimal physical demands in a pleasant office setting
- Dealing with complex organizational dilemmas
- Managing the stress of workload and conflicting priorities of clients, Town Council, Board, developers, regulators, etc.

Approved by: _____

CCHC Chair

CCHC Vision

Canmore is known for the quality of life of its citizens. CCHC contributes to this by improving the availability of and access to affordable housing options.

CCHC Mission

To bridge Canmore's housing affordability gap with long-term options for the well-being of the community

CCHC Values

- Leadership: Valuing innovation and excellence, we share knowledge and collaborate with community partners to create housing solutions for Canmore
- Connectedness: Valuing diversity and vibrancy, we work with partners to foster a sense of belonging and connectedness that builds community
- Integrity: Valuing honesty and transparency, we work openly and with fairness to garner the trust of the community
- Accountability: Valuing responsibility and authenticity, we ensure the financial and ethical wellbeing of our organization for the benefit of the community