

# THS Board Meeting (#9) Minutes

Tuesday, May 28, 2024, 6:00 pm  
By Teleconference

Present: Julie Barac, Krista Bulmer, Damian Creber, Mark Dilworth, Yussef Hafez, Charissa Lai, Adrienne Macdonald, Gary Milakovic, Peter Newell, Alexandre Rochtchine, Josh Shanahan, Nabila Tisha

Special Guest: Derek Chu, KPMG

Regrets: Malcolm Bernstein, David Bronskill, Jennifer Dernek

Staff: Phil Nichols, CEO; Abu Nana, Director of Finance; Carol Boulding, Director, People and Culture; Claudette Turner, Recording Secretary

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Krista Bulmer called the meeting to order at 6:05 pm. She advised that Jennifer Dernek has resigned from the Board. On behalf of the Board, she thanked Jennifer for her service to the Board.

## ***1. Regular Business***

1.1 THAT the Agenda be approved.

Moved: Krista Bulmer                      Seconded: Josh Shanahan                      ... **Carried.**

1.2 THAT the Minutes of the April 30, 2024 Board meeting be approved.

Moved: Krista Bulmer                      Seconded: Josh Shanahan                      ... **Carried.**

1.3 THAT the new memberships and all timely renewals be approved.

Moved: Krista Bulmer                      Seconded: Yussef Hafez                      ... **Carried.**

Charissa Lai kindly volunteered to call the new members.

## ***2. Financial Reporting***

Derek Chu from KPMG reported on the audit of the 2023 fiscal year. He then reviewed the draft report to management. Abu Nana and Derek Chu advised that an estate gift from 2013 was recorded as an endowment under the deferral method of accounting. The ten-year minimum hold period associated with a letter of intent from the gift has now expired and KPMG has recommended that the Board address the status of this gift by transferring these funds from the current, obscure “endowment” status to the formal Michael G. Creber Memorial Fund. This recommendation has received endorsement from the Audit & Finance Committee. The following motions were proposed:

- 2.1 THAT the recommendation to transfer \$360,000 from the current restricted endowment fund to the Michael G. Creber Memorial Fund be accepted.

Moved: Damian Creber                      Seconded: Krista Bulmer      ... **Carried.**

- 2.2 THAT the 2023 audited financial statements be approved.

Moved: Damian Creber                      Seconded: Josh Shanahan      ... **Carried.**

The Board thanked Derek Chu for attending the meeting and presenting the audited financial statements.

Abu Nana reported that the Society’s financial performance remains generally in line with the budget. Legacy and bequest income continues to be very favourable. Cash reserves will be moved to a higher interest account and Abu will circulate the documents to the appropriate signing officers.

## ***3. Succession Planning Project and Leadership Development Update***

Carol Boulding reviewed a memo that was sent to the Board regarding the process of preparing successors for key roles, minimizing disruptions during leadership transitions. The Board thanked Carol for her report. Carol noted that Yussef Hafez was very supportive in creating the framework for the project.

## ***4. CEO Update***

Phil Nichols reviewed his report on the Assessment of Organizational Trajectory and Financial Performance. The report details Phil’s assessment and interpretation of the Society’s past and current trajectory considering financial performance indicators, as shown within the 2020 to 2022 audits, and most recently within the draft 2023 file.

Phil noted that the fire code compliance was signed off on and he will be sending a report to the Board.

The Open Doors event was very successful, with more than 1,000 people attending.

## ***5. AGM Planning***

The Board discussed the Members' Town Hall in advance of the AGM. Board candidates are urged to attend.

- 5.1 THAT the Members' Town Hall in advance of the AGM be held virtually on Wednesday, August 21, 2024 at 6:00 pm.

Moved: Krista Bulmer                      Seconded: Gary Milakovic                      ... **Carried.**

- 5.2 THAT KPMG be recommended to the members as the Society's auditor for the 2024 fiscal year.

Moved: Krista Bulmer                      Seconded: Peter Newell                      ... **Carried.**

The deadline for receipt of proxies will be Friday, September 6 at 6:00 pm.

## ***6. Committee Reports***

**Audit & Finance** – Damian Creber advised that Committee matters were discussed earlier in the meeting.

**Development** – Nabila Tisha advised that the data migration process is complete. Extensive work is going into obtaining the Imagine Canada certification. A virtual Paws in the Park and other community events were discussed. Alexandre Rochtchine provided an update on the golf tournament which is scheduled for September 17. Board members were strongly encouraged to reach out to their networks and to be involved in this event.

**Governance** – Krista Bulmer advised that the Committee discussed a potential Advocacy Committee structure for further consideration under the new Board term.

**Animal Welfare** – Adrienne Macdonald advised that the Committee is continuing its work with two subcommittees and are focussing on community engagement and breed-specific legislation. The wider group will meet in June.

**Human Resources** – Yussef Hafez reported that the Committee met with potential Board candidates and will report further in-camera. Julie Barac met with Carol Boulding regarding the succession plan.

### ***7. Other Business***

There was no other business.

### ***8. Next Meeting***

Tuesday, June 25, 2024, 6:00 pm

### ***9. In Camera***

The Board moved in camera at 7:00 pm and rose at 8:25 pm.

### ***10. Adjournment***

The meeting adjourned at 8:25 pm.

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**Krista Bulmer, Chair**

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**Gary Milakovic, Secretary**

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**Date**

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**Date**

