

Ladysmith Maritime Society
Board of Directors' Meeting Minutes

January 31, 2018

In Attendance

Directors

Dan Lutz

Alan Newell

Art Rendell

Peter MacHardy

Barrie McDonald

Janet Skinner

Rod Mac Neil

Doug Bell

Regrets

Gerry Beltgens

Guests

Tony Shaw, Allan Gould

Ex-Officio

Rod Smith

Debbie Loewen

1. Call to Order

- Meeting was called to order at 9:04 AM

2. Adoption of Agenda

- Adopted with D. Bell's name being removed from item 7 and added to item 10.
- There was a request that time be allocated at the next meeting to discuss a Safety Committee.

3. Adoption of Minutes of December 11, 2017 Meeting

- Three names were corrected in the minutes: Gerry Beltgens, Barrie McDonald and Shirley Blackstaff
- Under the ED's job description the 1st sentence should read "*Urgency was expressed to complete the task of reviewing the Executive Director's performance review.*" This agenda item should end with the following "*Art Rendell made a motion that until a new job description is agreed to, the current job description remains in place. The motion carried.*"
- Under Board Orientation: the orientation was deferred until January 2018.

J. Skinner made a motion that with the corrections noted above, that the Minutes of the December 11, 2017 Board of Directors' Meeting be adopted. Motion carried.

3.1 Business Arising: The recorded decision regarding the Approval of the 2017 AGM Minutes was revised at this meeting. The draft AGM minutes are to be posted on the website - and to be reviewed/approved by the membership at the 2018 AGM.

4. Executive Director's Report

The report was well received. In addition to information in the report the following points were raised:

1. there is a serious omission from the LMS Strategic Plan: derelict boats. LMS, the Town of Ladysmith and Transport Canada recognize Rod Smith as a leader regarding the derelict boat issue.
2. In addition, consideration should be given to including a youth-based component in the LMS programming.
3. In preparation for the next Board meeting, Directors should familiarize themselves with page 33 of the Ladysmith Waterfront Plan (now available on the Town's website).
4. At some time there should be a discussion and review of the Live Aboard policy.
5. Marina Report distributed at meeting. An excellent report. Highlights to be included in next Newsletter.

4.1 Committee Reports: No report

4.2 New Members: The Board approved the following membership applications:

- Sally dela Fosse - moorer
- Ian and Lizzy Peacock - moorer
- Sue Ograski and John Garipie - moorer

4.3 Correspondence:

- The Dragon Boaters sent a thank you note along with a donation
- The Gulf Yacht Club sent a thank you note for the 2 nights free moorage provided by LMS in aid of the Club's fund raising efforts.
- The Kinsmen Club sent a letter requesting a financial donation in support of their efforts to fund raise for the installation of public washrooms. It was confirmed that LMS can make donations to other registered charities.

Doug Bell made a motion that LMS reply providing support the Kinsmen's initiative **and** LMS make a \$500. donation this fiscal year, with a commitment to consider a further donation while preparing the 2018/19 budget for LMS. Motion carried.

- Shirley Blackstaff requested an opportunity to make a presentation to the Board regarding the Heritage Centre. Rod will contact Shirley and arrange a tour for the Board Members of both the Heritage Centre and the Car Shop.

ACTION: Rod Smith

5. President's Report

- Presented for information

6. Treasurer's Report

- Presented for information.
- Finance Committee: A. Newell confirmed the committee was now established with J. Craig, B. Pearson and A. Newell as members.

7. Parliamentarian: Mr. T. Shaw.

- Mr. Shaw recommended Board Members read 2000 edition "Volunteers and the Law"
- Board is collectively responsible to the membership of the Society, the membership is the true owners of the Society
- The purpose of the Board is to govern.
- Within the LMS Board the outstanding issue is HOW the Executive Director reports to the Board.
- Discussed the difference between Standing Committee (must be identified within the Society's bylaws) and adhoc committees (specific tasks with specific timeframe)
- When a motion is voted on, tie votes means the motion is lost, Chairperson should remain impartial, but can vote if allowed for in the bylaws.

8. Bylaws Working Group

- A. Gould confirmed that LMS is already transitioned and in compliance with new *Societies Act*.
- A. Gould highlighted to proposed changes to the bylaws.
- Board members were asked to review the new draft, the proposed changes and submit feedback to A. Gould by Feb 15, 2018.

Action: All Board Members and R. Smith

9. Board Committees

- Human Resource Committee - P. MacHardy presented the draft Terms of Reference for a Human Resource Committee.
- Peter MacHardy made a motion that the Terms of Reference be accepted and create a Human Resource Committee. The motion was defeated 5:3.

10. LMS Accountabilities & Values

- Due to a shortage of time this item is deferred to the next meeting, however Doug Bell will send out a document regarding the roles and accountabilities for the Board Members to respond to.

Action: Doug Bell and all Board Members

11. Ladysmith Waterfront Plan

- Due to a shortage of time this item is deferred to the next meeting, however Directors are reminded to familiarize themselves with the Waterfront Plan and pay close attention to page 33 which may have an impact on LMS in the near future.

Action: All Board Members

- Members are reminded that the Town is busy working behind the scenes to advance the plan.

12. 2018 Meeting Schedule

- The schedule was approved with the understanding that meetings might be added, deleted or dates altered as deemed necessary.

13. Adjournment

- Barrie McDonald made a motion at 12:53 PM that the meeting be adjourned.

Next Meeting: February 28, 2018 @ 9:00 AM