

**MINUTES OF THE BOARD OF DIRECTORS MEETING
LAKE WINNIPEG FOUNDATION
December 18, 2018 – 6:00pm, LWF office, Winnipeg**

Mission: to advocate for change and coordinate action to improve the health of Lake Winnipeg.

Present: Michael Stainton, Les McEwan, Bryan Allison, David Horne, Bill McDonald, Scott Beaton, Florence Eastwood, Bruce Maclean, Kathryn Dompierre, Amanda Karst, Roger Ramsay, Selena Randall (phone), Jodi Goerzen (phone)

Staff: Alexis Kanu, Daniel Gladu Kanu, Michelle Jordan

Quorum established: 13 directors present

1. Holiday Meal

The board enjoyed a holiday meal together as the meeting opened.

2. Approval of agenda

2018:12:M50 MS That the agenda for the December 2018 meeting be approved as amended and with quorum established. **Carried**

3. Approval of minutes

2018:12:M51 MS That the minutes from the October 2018 meeting of the board of directors be approved. **Carried**

4. Review of strategic goals and objectives

4.1. Executive Director's Report. The board reviewed the Executive Director's report for December 2018. The board discussed the public consultation on proposed changes to provincial Water Rights Regulation. Opportunities for engaging LWF's members and partners were considered. All directors were encouraged to participate in the consultation.

2018:12:M52 MS To approve the Executive Director report as presented. **Carried**

4.2. LWIC Director's Report. Directors reviewed the LWIC Director's report and discussed the expanding network of partners being engaged in this work. Directors requested that the LWIC Director continue to attend board meetings to facilitate discussion on submitted reports.

2018:12:M53 MS To approve the LWIC Director report as presented. **Carried**

4.3. Governance Committee Terms of Reference. Directors reviewed the terms of reference for the governance committee.

2018:12:M54 MS To approve the terms of reference for the Governance Committee. **Carried**

The board tasked the Compensation and HR Committee to continue working with an HR consultant over the coming year to strengthen HR policies and practices as LWF continues to grow.

4.4. Director Appointments. Two candidates were presented by the Nominating Committee for consideration for appointment to the LWF board.

2018:12:M55 MS To appoint Gene Degen to the board of the Lake Winnipeg Foundation. **Carried**

2018:12:M56 MS To appoint Greg McCullough to the board of the Lake Winnipeg Foundation. **Carried**

4.5. Committee Appointments. Committee roles for new directors were discussed.

2018:12:M57 MS To appoint Gene Degen to the Membership Committee, pending his approval. **Carried**

2018:12:M58 MS To appoint Greg McCullough as chair of the Science Advisory Council. **Carried**

2018:12:M59 MS To appoint Roger Ramsay to the Human Resources and Compensation Committee. **Carried**

2018:12:M60 MS To appoint Judy Holden the Governance Committee. **Carried**

4.6. Building LWF's organizational capacity. Directors discussed LWF's internal capacity needs, recognizing the organization's rapid growth over the past decade. Policies, procedures and organizational infrastructure must be intentionally developed to keep pace with this growth. This will require dedicated resources.

2018:12:M61 MS To redirect resources in the 2019 budget, as necessary, from LWF grants program and implementation fund, to support organizational capacity development as LWF grows. **Carried**

2018:12:M62 MS To approve expenditure of up to \$10,000 to begin addressing internal capacity priorities prior to the approval of the 2019 budget. **Carried**

5. Approval of Financial Statements

5.1. Financial statements for September & October 2018 were reviewed by directors.

2018:12:M63 MS

That the financial statements for September & October 2018 (attached) be approved as presented.

Carried

6. Next Meeting

The next board meeting will be held on February 19, 2019, 6pm, at the LWF office.

The meeting adjourned at 7:55 pm.

Chair

Secretary