



HOSTELLING INTERNATIONAL
Pacific Mountain Region

**True North Hostelling Association
O/A Hostelling International –
Canada – Pacific Mountain Region**

**BOARD OF DIRECTORS
MEETING SUMMARY**

DATE & TIME:	September 17, 2016 9:00am – 4:00pm September 18, 2016 9:00am – 12:00pm	
PLACE:	HI-Squamish, Squamish, BC	
PRESENT:	Lenore Neudorf	Chair
	Meghan Trepanier	1 st Vice Chair (via Zoom, Saturday only)
	Peter Nietresta	2 nd Vice Chair (via Zoom)
	Andrew Crossett	Director
	Betty LaFave	Director
	Kit Keener	Director (via Zoom)
	Kie Shiroma	Director
	James Wyatt	Director
REGRETS:		
STAFF:	Alistair McLean	CEO
RECORDER:	Alistair McLean	CEO

1. Call to Order
 - J. Wyatt called the meeting to order at 9:07am MDT
2. Introductions and Review of Weekend Agenda
 - J. Wyatt asked everyone to introduce themselves.
 - J. Wyatt reviewed the next two day's agendas.
3. Board Member Resignation & Replacement Discussion
 - J. Wyatt referred the directors to the resignation letter from Charles Brown.
 - J. Wyatt advised the directors of the need to pass a motion accepting the resignation.
 - J. Wyatt advised that both he and Alistair have forwarded a note of thanks to Charles.
 - J. Wyatt then outlined the different options moving forward that the

Board needs to consider with this resignation .

- There was a discussion around the board priorities for the board year before looking at the qualifications and need to fill the vacant director position.
- There was a discussion of the different options with everyone agreeing to appoint Peter Nietresta.
- A motion was then passed and P. Nietresta contacted.

**ON A MOTION DULY MADE,
BE IT RESOLVED THAT: the Board accepts the resignation of Charles Brown from the True North Hostelling Association Board and subsidiary entities effective September 15, 2016, is hereby acknowledged and ratified by the Directors of the Association.**

**ON A MOTION DULY MADE,
BE IT RESOLVED THAT: the Board approves the appointment of Peter Nietresta as a Director of the True North Hostelling Association Board effective September 17, 2016 upon his acceptance, to fill the one vacant board position. The term of this appointment would expire at the end of the 2017 True North Hostelling Association Annual General Meeting, is hereby acknowledged and ratified by the Directors of the Association.**

4. HI-Canada Board Vacancy - Verbal

- A. McLean advised the board that there is still one vacant position on the HI-Canada Board and of the importance of it being filled.
- There was a discussion about the vacancy.
- The item was tabled until the Sunday meeting during the Parking Lot agenda items.

5. True North Board Officers

- J. Wyatt provided background information around the need of the board officers.
- J. Wyatt advised that we need to choose the Board Officers for the 2016/17 board year. There are three positions, the Board Chair, the 1st Vice-Chair and the 2nd Vice-Chair. Each position is a one year term and can be held for a maximum of two years by a director. A. McLean advised that J. Wyatt is not eligible for the Chair position since he has been Chair for the past two years.
- A. McLean reminded the directors of the election procedures.
- A. McLean requested nominations for the Chair. Kit Keener nominated

Betty LaFave. Betty LaFave did not accept the nomination. Betty LaFave nominated Lenore Neudorf. L. Neudorf accepted the nomination. There were no further nominations after three requests and Lenore Neudorf was declared Chair.

- A. McLean requested nominations for First Vice-Chair. Kit Keener, Betty LaFave and Meghan Trepanier were nominated after three requests. All three accepted the nominations. After a secret ballot vote was taken Meghan Trepanier was declared First Vice-Chair.

- A. McLean requested nominations for Second Vice-Chair. Kit Keener and Peter Nietresta were nominated after three requests. Both accepted the nominations. After a secret ballot vote was taken Peter Nietresta was declared Second Vice-Chair.

- L. Neudorf then took over the chair's role of the board meeting.

6. True North (BC) 2009 Board Meeting & AGM

- see separate True North (BC) 2009 minutes.

7. **True North (SA) 2009 Board Meeting**

- see separate True North (SA) 2009 minutes.

8. True North (NA) 2009 Board Meeting

-see separate True North (NA) 2009 minutes.

9. Committee Assignments

- A. McLean quickly reviewed the five different board committees.

- There was a discussion about the committees and the following are the 2016/17 Board Committee members.

Audit Committee - Betty LaFave (Chair), James Wyatt, Kit Keener

CEO Relationship Committee - Lenore Neudorf (Chair), Meghan Trepanier and Peter Nietresta

Governance Committee - Peter Nietresta (Chair), Betty LaFave, James Wyatt and Andrew Crossett

Ownership Linkage Committee - Kit Keener (Chair), Kie Shiroma, Meghan Trepanier, Peter Nietresta and Andrew Crossett

Nominations Committee -Andrew Crossett (Chair), Meghan Trepanier and James Wyatt

- A. McLean reminded the board members they are to advise the Board Chair and their Committee Chair(s) if they are going to be away for work or vacation.

- L. Neudorf raised the question of the need of any ad-hoc committees. Discussion around adding topics of National/International issues to a committee and this item was forwarded to the Governance Committee to review and come back to the October 22-23 board meeting with a recommendation.

10. Board Calendar and its purpose

Review and finalize future dates

- A. McLean reviewed the current board calendar and its purpose.

- There was a discussion around future dates and location

- The Board tentatively agreed to the following meeting dates subject to review with the HI-Canada Board Chair:

- October 22-23, 2016 Vancouver
- January 28-29, 2017 Calgary (joint meeting HI-Canada Board)
- April 08--09, 2017 Regina
- May 27-28, 2017 Mosquito Creek

11. Expense Claims & Travel Policy

- A. McLean reviewed the expense claim form and the need to submit claims as soon as possible after each meeting.

- A. McLean reviewed the Travel Policy regarding airfare, car rentals, mileage etc.

12. HI-Canada Board Update

- A. McLean advised that the officers for the HI-Canada Board for 2016/17 are: Per Unheim, Chair; Othello Tuason, 1st Vice-Chair; Dianna Garroway, 2nd Vice Chair

- The HI-C Board Committees for 2016/17 are

International Relations (IRSC): this committee will not be used this year and brought under the Board as a whole.

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- NED Evaluation (NEDESC): this committee will not be used this year and brought under the Governance Committee as a whole.
 - Audit (ASC): Chair: Othello Tuason; Member: Linda Ecklund
 - Nominations & National Awards(NC): Chair: Linda Ecklund, Member
 - Governance (GSC): Chair: Per Unheim; Co-chair, Sadie Xinxin Yang; Member: Diana Garroway
 - National Awards Committee (NAC): this committee was combined within the Nominations Committee.
 - Ad-hoc Committees: there were no further committees appointed at this meeting.,
- A. McLean advised that the HI-C Board priorities for 2016/17 are:
Finalize Service MOU with the regions (completed)
Finalize new board policy manual
Finalize new Ends for the National Association

13. HI-Canada Engagement Process Update - Verbal

- A. McLean advised the Board of the latest status of the HI-Canada Engagement process.
- The Services MOU between the regions has been finalized and signed off by each of the Regions with the CED overseeing the national day to day operations.
- The next phase will be a consultation process with the Regions on finalizing a new set of Ends for HI-Canada which will take place during the annual joint regional meetings.
- P. Unheim will discuss this further with the regional Presidents/Chairs at the September 19 Presidents Forum call.

DAY 2

14. Parks Canada Update - Verbal

- A. McLean provided an update on the upcoming meeting with Parks Canada in Jasper around the Icefields Parkway, new hostel site and joint initiatives.

15. Australia Visit - PAC RIM Group

- A. McLean provided an update on the YHA Board Strategy session held in early August.
- A. McLean advised the board of the new working alliance formed with HI-Canada, YHA Australia, YHA New Zealand, and HI-USA.

16. Board Education Plan 2016-17

- The Board reviewed the current draft plan which was recently created by last year's Governance Committee.
- B. LaFave provided a quick review of the draft plan.
- Need to define what is educational and review the policy and amount of time dedicated to education.
- Some additional topics were suggested
- It was agreed that the Governance Committee take away the draft plan and provide recommendations for this year's meetings as well as a review of whether 25% level is appropriate and the annual planning steps.

17. Financial Statement Review

- B. LaFave provided a review of the YTD consolidated figures as of July 31, 2016 for the association.
- B. LaFave answered several questions on the statements.

18. Ends Review

- Governance Committee to review future process around an ENDS review.
- K. Shiroma raised a point that there were several good ideas raised by members at the HI-Castle Mountain Meetup for the Governance Committee to consider.

19. BoardPaq & Zoom

- A. Mclean did a quick update and overview of BoardPaq and reminded everyone of the need to reply "yes or no" to attending meetings and minute review when the BoardPaq notice (email) come out.
- A. McLean reminded everyone we are using Zoom now for board & committee web calls. Documents (cheat sheets) are attached to the board package for both programs.
- A. McLean will provide the Zoom meeting login and password to the Committee Chairs for scheduling and signing into a meeting.

20. Parking Lot Items & Weekend Review

1.Communications Expectations

- L. Neudorf reminded everyone how important it is to remind each other if we are away on vacation, busy and need extra time to address an item.

- Reminder that our policy is one responds within 2 days of receiving if there will be an issue completing within 5 days.

2. Approve 2016 AGM Draft Minutes

- A. McLean directed the Board to the draft minutes of the September 15, 2016 Annual General Meeting for review and approval.

ON A MOTION DULY MADE,

BE IT RESOLVED THAT: The Board approves the minutes of the 2017 Annual General Meeting of the True North Hostelling Association held September 15, 2016 as amended, is hereby acknowledged and ratified by the Directors of the Association.

3. HI-C Director Vacancy

- Further discussion around the HI-C Board vacancy.
- L. Neudorf to contact P. Unheim to discuss current status of vacancy

21. Adjournment

- The meeting was adjourned at 11:15am PDT.

Chair

Secretary