



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

**BOARD OF DIRECTORS
MEETING SUMMARY**

DATE & TIME:	September 11, 2015 – 8.30am to 1.30pm September 12, 2015 – 8.30am to 5.00pm September 13, 2015 – 9.00am to 1.00pm	
PLACE:	HI-Edmonton (September 11) HI-Edith Cavell (September 12-13)	
PRESENT:	James Wyatt	Chair
	Betty LaFave	1st Vice Chair
	Charles Brown	Director
	Lee Keener	Director
	Meghan Trepanier	2 nd Vice Chair (Sept 12-13 only)
	Kie Shiroma	Director (Sept 12-13 only)
REGRETS:	Wendy Nurcombe	Director
	Michael Shui	Director
GUESTS:	Wayne Amundson	AXI
STAFF:	Alistair McLean	CEO
RECORDER:	Alistair McLean	CEO

1. Call to Order
 - J. Wyatt called the meeting to order at 8:30am MDT

2. Introductions and Review of Weekend Agenda
 - J. Wyatt asked everyone to introduce themselves.
 - J. Wyatt reviewed the next three days agendas.

3. True North Board Officers & Committee Intro
 - A. McLean advised that we need to choose the Board Officers for the 2015/16 board year. There are three positions, the Board Chair, the 1st Vice-Chair and the 2nd Vice-Chair. Each position is for a one year term and can be held for a maximum of two years by a director.

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- A. McLean reminded the directors of the election procedures.
 - A. McLean requested nominations for the Chair. James Wyatt was declared Chair.
 - A. McLean requested nominations for First Vice-Chair. Betty LaFave was declared First Vice-Chair.
 - A. McLean requested nominations for Second Vice-Chair. Meghan Trepanier was declared Second Vice-Chair.
 - A. McLean quickly reviewed the 5 different board committees. The board will agree to appointments to the boards during the Sunday meeting.

4. Moving Forward - Communication Expectations

- J. Wyatt reviewed the needs and requirements of communication and job responsibilities for the upcoming board year.
- We need open communication where everyone is comfortable.
- J. Wyatt asked that if an issue that cannot be solved or discussed in one email, a telephone call maybe preferable.
- We need to improve our response time to requests. If busy and possible please send a quick email to say you will get back within a few days.
- Any request, unless marked urgent, is agreed to, that one responds to within five days maximum.
- Discussion around communication method. Zoom for board and committee meetings. Facetime can be used for communication along with email.
- Is recommended to use Doodle to schedule committee meetings.

5. True North (SA) 2009 Board Meeting & AGM

- The True North (SA) 2009 board meeting and AGM was held and minutes forwarded separately for approval by James, Meghan, Michael, and Charles as the only board members.

6. True North (BC) 2009 Board Meeting

- The True North (BC) 2009 board meeting was held and draft minutes sent out separately to all True North Board members for approval.
- The AGM will be held in later September or early October as it cannot be held in Alberta without special approval from the government.

7. True North (NA) 2009 Board Meeting & AGM

- The True North (NA) 2009 board meeting and AGM was tabled to be held in the next ten days when quorum can be obtained.

8. Board Governance

- This education session was led by Wayne Amundson from AXI around board policy governance.

9. Board In-Camera Session with W. Amundson

- Board went in camera with the consultant.

10. Board Calendar and its purpose

- A. McLean reviewed the calendar and its purpose.
- The Board agreed to the following future meeting dates:

October 31- Nov 01, 2015 at HI-Canmore

January 30-31, 2016 at HI-Vancouver

April 2-3, 2016 at HI-Nanaimo

May 28-29, 2016 at HI-Kananaskis

- Strat Plan review to be added to the October 2015 calendar
- J. Wyatt to contact Wayne Amundson regarding attending next several board meetings

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.
- The Board approved that a director may use his/her own vehicle to travel to a board meeting but they would only be compensated at the same rate as having used a rental vehicle. They would not qualify for the \$0.50/km

12. Travel to Jasper

- Meeting was adjourned for the day and the members travelled to their weekend meeting at HI-MT. Edith Cavell.

DAY 2

13. HI-Canada & Regional Governance models

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- A. McLean provided an update on the different types of governance models and structures of the four regions and the HI-Canada Board.
 - Discussion around the HI-PM Region current status.

14. HI-Canada Committee Request - International Relations

- A. McLean advised all the regions had received a request to sit on a few HI-Canada Committees. On a temporary basis since the board was not meeting until now James sent out a quick note to judge interest. HI-Canada needed a quick response with the first meeting for their International Relations Committee being held this past Monday evening. J. Wyatt attended that meeting.
- The board needs to finalize whether James will continue in the role or whether one of the other two (Meghan or Michael) who put their names forward will represent HI-PM Region or another board member.
- A. McLean provided some background to the position and amount of time required.
- After a discussion the Board agreed that Charles Brown will be the HI-PM Region representative. If the HI-C Board allows an observer then Meghan Trepanier will fill that role.

15. HI-Canada Restructuring Engagement Process

- J. Wyatt provided background around the engagement process.
- There was a long discussion over two days around the HI-Canada Board proposal that was provided to the regions in August for a September 13 reply.
- This discussion continued into the evening. A draft review of the HI-C proposal and the Board reply was formulated. Several changes to the approach were suggested which were more in line with HI-PM Region Board thinking. This reply is to be written up by J. Wyatt and reviewed by the Officers before being forwarded to HI-C.

16. Meet Up Power Point

- J. Wyatt did a quick walk through of the power point presentation that has been used at member meet ups.

17. Review of Website, and Tern

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- A. McLean reviewed the HI-PM Region web pages and pointed out the member/board sections. He advised that over the next 18 months we hope to redesign the website on a national basis.
 - A. McLean provided a review of the new Tern online magazine that replaced Outpost.
 - A. McLean reviewed the social media setup and the role of facebook.

<http://www.hihostelspm.ca/>

<http://tern.travel>

<https://www.facebook.com/HostellingInternationalCanada?fref=ts>

18. Overview of our Hostels

- A. McLean provided a short overview of our 22 owned and 9 affiliate hostels.

19. Ends Review

- B. LaFave provided some background around the Ends and the review the Board did last year.
- B. LaFave quickly reviewed each end and sub-end.

20. Office Lease Extension

- A. McLean provided a short report on the need of the office to move within the current building and the lease extension offer from the building owners.
- After a short discussion the board approved A. McLean to enter into the lease extension for another 5 years as per the offer.

ON A MOTION DULY MADE,

BE IT RESOLVED THAT: the Board approves the CEO to enter into a lease extension of the current office lease for another five years ending September 30, 2022 on the same terms in the new location of Suite 300, is hereby acknowledged and ratified by the Directors of the Association.

21. Boardpaq & Zoom Meeting Review

- A. McLean did a quick update and overview of Boardpaq and reminded everyone the need to reply yes or no to attending meetings and minute review when the Boardpaq notices come out.
- A. McLean advised that moving forward the board will use Zoom meetings instead of GoToMeetings for board or committee web calls.

- A. McLean will provide the Zoom meeting login and password to the Committee Chairs.

22. Drive to Athabasca Fall and tour HI-Athabasca Falls hostel

- Meeting was adjourned for the day and the members travelled to do a site visit at HI-Athabasca Falls and the new Jasper hostel site.

23. Valley of Five Lakes Hike (Old Fort Point backup hike)

DAY 3

24. New HI-Jasper Update

- A. McLean provided an update on the Jasper hostel project.
- A. McLean presented the latest drawings for feedback.
- A. McLean he is providing Parks Canada an update at an early morning meeting on Monday.

25. Board Buddies

- J. Wyatt introduced the idea of having board buddies for the new board directors.
- after a short discussion the following buddies were agreed to:

Lee Keener & Charles Brown
Kie Shiroma & Betty LaFave
Wendy Nurcombe & Meghan Trepanier

26. Overview of Committee & 2015-16 Assignments

- Each of the five board committees' terms of reference were reviewed.
- After a short discussion the following are the 2015/16 Board Committees.
- The committee(s) will be finalized at the October 31, 2015 board meeting when all new directors are present.

Audit Committee - B. LaFave (Chair), M. Shui and C. Brown

CEO Relationship Committee - J. Wyatt (Chair), Betty LaFave, and Meghan Trepanier

Governance Committee - M. Shui (Chair), M. Trepanier (Co-Chair), Betty LaFave, and Lee Keener

Ownership Linkage Committee - Meghan Trepanier (Chair), Kie Shiroma, Lee Keener, and Andrew Cossett (Member rep)

Nominations Committee - C. Brown (Chair) Kie Shiroma, and Wendy Nurcombe

- Board members are to advise the Board Chair and their Committee Chair if they are going to be away for work or vacation.

27. Draft Board Education Plan 2015-16

- J. Wyatt led the discussion around a board education plan for the upcoming year.

- It was agreed that Governance Committee would review and present a plan at the October 30-31 board meeting.

- At the October board meeting a review of the Strategic Plan will be done and should be added onto the new board member orientation at the board retreat.

- Several suggestions were provided to the Governance Committee to review.

- It was agreed that Wayne Amundson would do a short education session at the October 30-31 board meeting around the incentive plan review process.

28. Financial Statement Run Through using July 2015

- Due to time constraints this agenda item was tabled.

29. Parking Lot Items & Weekend Review

- The parking lot items were reviewed.

- Feedback was provided by everyone on the weekend program.

- Nomination Committee to redo Orientation meeting notice and incorporate additional details into the nomination form.

- Governance Committee to start review of all Board Policies commencing with Executive Limitations with the eye in reducing the number. Committee to provide draft update at the October 30-31 meeting. It was suggested for the committee to have the assistance of our consultant during the initial part of this process.

- Discussion around the one 1 year term. M. Trepanier to contact W. Nurcombe to discuss.

30. Adjournment

Meeting was adjourned at 12:05am MDT on Sunday September 13, 2015

Chair

Secretary