



Canadian Fossil Discovery Centre

Board Meeting – Minutes February 12, 2015; 7:00 pm (CFDC Main Office)

"The Canadian Fossil Discovery Centre is dedicated to excellence in fossil preservation, research and learning experiences."

Call to order at – 7 p.m.

PRESENT: Kevin Campbell (Chair), Ted Nelson, Brian Fransen, Chris Leach, Peter Cantelon (Executive Director), James Cook, Justin Bergman

REGRETS: Joe Brown

1. Conflicts of interest – None
2. Review and approve agenda – James/Ted; Carried
3. Review and approve minutes of the November/December 11, 2014 board meeting – Chris/Justin; Carried
4. Business arising from the minutes
 - 4.1. Endowment Fund return – 4.0 percent; Peter will find out if this is set or variable.
 - 4.2. Committee Terms of Reference documents – Board received the Nominating Ctte. DRAFT Terms of Reference. Board members will provide comments back to the committee.
 - 4.3. Action item list – Peter will start providing the list as of the February (in March) board meeting.
5. Announcements
 - 5.1. Welcome to incoming Field and Collection Manager Victoria Markstrom – Board welcomed and discussed the benefit of bringing an enthusiastic and knowledgeable person into the role.

MOTION to recess briefly at 7:11 pm – Ted/Justin; Carried

Chair RECONVENED – 7:19 pm

- 5.2. Board member changes – Discussion regarding resignation of Mary Ann Cram and Vince Galati. In the case of Mrs. Cram she felt the board would better suit her husband. Chair discussed that it would be best to await the AGM to start a new board member's term. A director suggested a more rigorous process required for board membership. Vince Galati chose to resign because he felt he could not commit to the CFDC the time it required to do the role justice.

6. Correspondence – various items reviewed by the board.
7. Strategic Planning Workshop – Governance chair Chris Leach outlined potential dates; March 21 and 28. March 21 has been chosen. Board, Governance Ctte., and Staff will be involved. Focus will be Vision, Mission and Strategic Objectives; a framework for discussion will be provided for each item. Additional stakeholders will be provided with DRAFT content from resulting from workshop in order to provide additional feedback.
8. Field and Collection Manager Job description – an ongoing effort that recognizes the direction the CFDC needs to head due to future funding commitments and the need to be collaborative and team oriented.

Peter will provide a copy of the job description to the board to endorse. Peter will create a new org chart and replace current one in the Personnel Policy. Correct acronym CFDC.

9. CFDC Memberships – It has come to the board's attention that voting memberships have been inappropriately given out over the years in direct contravention of the by-laws which require the board to approve all memberships.

The board will draft a plan to implement proper procedure and sunset current lifetime members into the appropriate status.

Moving forward the board directs staff to sell memberships according to the by-laws. A membership application will be completed and an interim non-voting membership will be provided to the applicant until their application is approved by the board at the next board meeting.

10. Treasurer report – Treasurer provided a verbal report regarding previous Finance Ctte meeting and reports. Cash flow report will be revised and simplified. Monies received from the city in January helped pay off line of credit. It was noted that the finance ctte is going to look into putting a Point of Sales (POS) System as a project.

Question – on actual vs. budget; wages line – question answered.

11. Administrator and Gift Shop reports (November and December 2014 and January 2015) – Well received. Why adding wifi further into museum? Peter stated that it is needed to give our projector access. All received satisfactorily.
12. Curator reports (December 2014 and January 2015) – Received. The board thanks Matt Duda for his excellent performance as curator, his time and his effort. The chair also sent a formal letter of thank you.
13. Executive Director Reports (December 2014 and January 2015) – Why are the numbers so high? Focused marketing and PR primarily. Received.
14. President report - exceptionally busy lately. President reports that through his university and research connections. In consideration of this the possibility of an exhibit/specimen exchange. Surplus microscopes from the University of Manitoba slated for discard were provided to the CFDC by chair.

Need to implement a board member agreement that outlines responsibilities and expectations of and for board members. The chair has developed and circulated a DRAFT agreement for board review and eventual implementation.

A suggestion was made that a Code of Conduct should be developed for the board.

15. Committee reports

15.1. Executive

15.2. Personnel –

15.2.1. Annual staff evaluations - Two reviews to the staff as committed to by the executive director. Pick a week to document what has been done in the week. Time budget. Peter needs a review. Personnel committee will set a date by end of March to review and develop a process to review executive director.

15.3. Science, Education, and Technology – board liaison has been unable to attend due to work commitments. No report received as yet.

15.4. Governance – MOTION - Board has chosen and set the last Thursday of April as our Annual General Meeting date for the forthcoming and future AGM's. April 30 2015 will be the date of the next AGM. Brian/Chris; carried.

15.5. Nominating – With departure of Vince Galati nominating committee is James. Executive Director will help with nominating ctte.

15.6. Finance – see Treasurer report

16. Committee of the Whole - None

17. New business - None

18. Future agenda items – Membership recommendations

Adjournment – Brian/Ted 10:06 pm to March 12.