

**HOUSING SERVICES CORPORATION
BOARD OF DIRECTORS
IN-PERSON MEETING**

FRIDAY, JUNE 9, 2023

10:25 – 11:20 a.m.

1:30 – 1:35 p.m.

MINUTES OF MEETING

Attendees:

The following Directors were present:

- | | |
|---|---|
| <ul style="list-style-type: none"> ▪ Brian Marks, Chair ▪ Councillor Shelley Carroll ▪ Michael Duben* ▪ Ron Holman* ▪ Graeme Hussey* ▪ Renée Kominek* | <ul style="list-style-type: none"> ▪ Sheldon Laidman* ▪ Tammy MacKenzie* ▪ Jennifer Murdoch-Martin ▪ Anne Marie Shaw* ▪ Kim Weiman ▪ Michelle Willson |
|---|---|

Regrets:

The following Directors sent regrets:

- Donna Woiceshyn

Staff:

The following staff were present:

- | | |
|--|---|
| <ul style="list-style-type: none"> ▪ Howie Wong ▪ Sarah Baker ▪ Judy Lightbound | <ul style="list-style-type: none"> ▪ Soraya Hasani* ▪ Malcolm Buxton-Forman* ▪ Jane Davies ▪ Kerry Hobbs* |
|--|---|

*Denotes virtual attendance

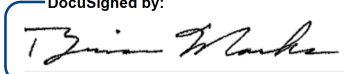
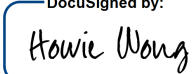
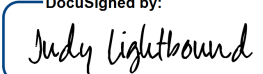
	AGENDA DETAILS	ACTION	STATUS
1.0	CALL TO ORDER		
	<p>The Chair began the meeting with a land acknowledgement, recognizing Indigenous peoples and their traditional territories on which the Board meets and noting that such lands are also now home to many diverse First Nations, Inuit and Métis peoples.</p> <p>The Chair welcomed Councillor S. Carroll to the meeting; a roundtable of introductions took place.</p> <p>A quorum of the Directors being present and Notice having been properly given, the Chair declared the meeting to be regularly constituted and called the meeting to order.</p> <p>The Chair requested that Board members declare any real or perceived conflicts with regards to the Items on the Agendas. Hearing none, the Chair noted that all materials presented at this meeting are confidential.</p>		
	<p><u>Approval of the Agendas</u></p> <p><i>It was moved by M. Duben and seconded by G. Hussey that:</i></p>		

	<p><i>“The Board of Directors approve the regular and in camera meeting agendas as presented.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
2.0	BUSINESS ARISING		
	<p><u>Minutes of Previous Meeting</u></p> <p>The Chair drew the Board’s attention to the minutes of the March 31, 2023 Board of Directors’ meeting and invited comments.</p> <p><i>It was moved by R. Holman and seconded by S. Laidman that:</i></p> <p><i>“The Board of Directors approve the minutes of the March 31, 2023 meeting as presented.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
3.0	REPORT FROM COMMITTEE		
	<p><u>Report from the Audit Committee</u></p> <p>Noting that the Audit Committee Chair was not in attendance at this meeting, the Chair turned to H. Wong to present on her behalf.</p> <p>H. Wong noted that minutes of the Committee’s March 17, 2023 meeting were approved via written resolution and forwarded to the Board for receipt.</p> <p><i>It was moved by T. MacKenzie and seconded by A.M. Shaw that:</i></p> <p><i>“The Board of Directors acknowledge receipt of the March 17, 2023 Audit Committee Minutes.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
4.0	2022 AUDIT		
	<p><u>Management and Response to Management Letters</u></p> <p>H. Wong noted that the Management Letter and the Response to Management Letter before the Board were forwarded on the recommendation of the Audit Committee.</p> <p><i>It was moved by R. Kominek and seconded by S. Carroll that:</i></p> <p><i>“The Board of Directors receive the Management Letter and the Response to Management Letter.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		

5.0	FINANCIALS		
	<p><u>Consolidated Financials: Q1 2023</u></p> <p>The Chair drew the Board’s attention to the corporation’s quarterly financials in the meeting package.</p> <p>At the Chair’s invitation, S. Hasani presented to the Board the Q1 2023 Consolidated Financial Statements, noting variances for the quarter and responding to questions of the Board to their satisfaction.</p> <p><i>It was moved by S. Carroll and seconded by J. Murdoch-Martin that:</i></p> <p><i>“The Board approves the following:</i></p> <ul style="list-style-type: none"> <i>• Consolidated Income Statement for the 3 months ended March 31, 2023; and</i> <i>• Balance Sheet as at March 31, 2023.”</i> <p style="text-align: right;">MOTION CARRIED</p>		
	<p><u>Reserves and Investments: Q1 2023</u></p> <p>The Chair noted that the Board was previously circulated with a Report regarding the corporation’s reserves and investments.</p> <p><i>It was moved by K. Weiman and seconded by M. Willson that:</i></p> <p><i>“The Board of Directors approve the Q1 2023 Statement and Report on Reserves and Investments.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
	<p><u>Certification Statement and Governance Compliance Checklist</u></p> <p><i>It was moved by M. Willson and seconded by M. Duben that:</i></p> <p><i>“The Board of Directors receive the Certification Statement and the Governance Compliance Checklist for the period January to March, 2023.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
6.0	STRATEGY		
	<p><u>Presentation – Community Housing Sector Transformation</u></p> <p>At the Chair’s invitation, J. Lightbound presented to the Board regarding Community Housing Sector Transformation: and how HSC’s Business Solutions is assisting Service Managers and housing providers with strategic</p>		

	<p>thinking and financial modelling given new regulations under the <i>Housing Services Act</i> (HSA). She reviewed the various ways HSC supports the sector, such as managing Building Condition Assessments, supporting Service Managers with AssetPlanner, and working with Service Managers to turn data into 10-year capital plans. She then turned the conversation to board members who shared their approaches to the preparation for, and implementation of the new regulations.</p> <p>The Board received the report for information.</p>		
7.0	OTHER BUSINESS		
	<p><u>2022 Annual Report</u></p> <p>The Chair drew the Board’s attention to the 2022 Annual Report in the meeting package.</p> <p><i>It was moved by G. Hussey and seconded by R. Holman that:</i></p> <p><i>“The Board of Directors approve the 2022 Annual Report as presented and direct the CEO to publicly release it.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
3.0	IN CAMERA SESSION		
	<p><i>It was moved by S. Carroll and seconded by T. MacKenzie that:</i></p> <p><i>“The Board of Directors agrees to move into an in camera session of the Board.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
	<p><i>It was moved by R. Holman and seconded by S. Laidman that:</i></p> <p><i>“The Board of Directors agrees to terminate the in camera session and resume the Board of Directors meeting.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		
	<p><u>Decisions Arising from the In Camera Meeting</u></p> <p><u>2024 Group Insurance Renewal</u></p> <p><i>It was moved by T. MacKenzie and seconded by A.M. Shaw that:</i></p> <p><i>“The Board of Directors:</i></p> <ul style="list-style-type: none"> <i>• Approve the 2024 Insurance Program Renewal Strategy; and</i> 		

	<ul style="list-style-type: none"> • <i>Approve the transfer of funds of up to \$500k from the Global Claims Trust as outlined in this report; and</i> • <i>Authorize the CEO to sign all documents and do all things necessary to implement the above resolutions.”</i> <p style="text-align: right;">MOTION CARRIED</p> <p><u>2024 Gas and Transportation Renewal</u></p> <p><i>It was moved by R. Kominek and seconded by S. Carroll that:</i></p> <p><i>“The Board of Directors:</i></p> <ul style="list-style-type: none"> • <i>Receive the results of the 2024 advance purchase renewal;</i> • <i>Approve the 2024 regular renewal strategy as presented; and</i> • <i>Authorize the CEO to sign all documents and do all things necessary to implement the above resolutions.”</i> <p style="text-align: right;">MOTION CARRIED</p> <p><u>Receipt of In Camera Items</u></p> <p><i>It was moved by J. Murdoch-Martin and seconded by K. Weiman that:</i></p> <p><i>“The Board of Directors receive the following items considered in camera:</i></p> <ul style="list-style-type: none"> • <i>Presentation – HPC Housing Investment Corporation (HPC HiC); and</i> • <i>Report – Encasa Shareholders’ Update and Encasa Financial Inc.: Q1 2023.”</i> <p style="text-align: right;">MOTION CARRIED</p>		
	<p>There was no further business.</p>		
<p>9.0</p>	<p>ADJOURNMENT</p>		
	<p>There being no further business, the meeting was adjourned.</p> <p><i>It was moved by M. Duben that:</i></p> <p><i>“The Board of Directors Meeting be adjourned.”</i></p> <p style="text-align: right;">MOTION CARRIED</p>		

<p>Signed:</p> <p>DocuSigned by:  425B2C32F53547F... Brian Marks, Chair</p>	<p>DocuSigned by:  A8612080076E4C3... Howie Wong, CEO</p>	<p>DocuSigned by:  3660468595144F8... Judy Lightbound, Corporate Secretary</p>
---	--	---