



BOARD OF DIRECTORS MEETING

May 9, 2017
9:30 am – 3:00 pm
Legal Aid Alberta
Edmonton, Alberta

MINUTES OF THE 305th MEETING

Members in Attendance

Robert Calvert, Q.C., Chair
Deanna Steblyk, Vice-Chair
Derek Cranna
Lori Bokenfohr
Ryan Callioux
Peter Carter
Linda Cook
Jim Donihee
Graham Johnson
Hilary Rose

Regrets

Nancy Peck

Management in Attendance

Maria David-Evans, Interim President & CEO
John Panusa, Incoming President & CEO
Steve Burford
Tyler Tollefson
Lyle Toop
Christine Huber
Brian Mulawka
Pat Bard

Staff in Attendance (item 6)

Carmen Rans

Call to Order

Notice having been given, a quorum was present and the meeting was duly constituted for the transaction of business. Robert Calvert called the meeting to order and Pat Bard acted as the Recording Secretary for the meeting.

Consent Items

1. Approval of Agenda

Upon motion moved and seconded, it was resolved that:

The Agenda be approved as amended with one additional exhibit under item 9.

The motion was carried unanimously.

2. Approval of Minutes of March 23, 2017

Upon motion moved and seconded, it was resolved that:

The Minutes of the 304th General Meeting be approved.

The motion was carried unanimously.

3. Introduction of John Panusa

The Chair introduced John Panusa as the Incoming President & CEO for Legal Aid Alberta, effective June 1, 2017 and provided a brief bio. Round table introductions were made.

Declaration of Conflict of Interest

No conflicts were declared.

Business Items

4. Budget/Business Plan

Hilary Rose provided an overview of, and responded to questions related to, the revised 2017/18 Budget, noting in particular that: (1) the revisions include the funds from Justice Canada for the Metis Youth Collaboration Project; (2) there are no changes the Business Plan, Rules or scope of services; and (3) LAA will place \$1 million into the contingent reserve and additional reserve funds will form part of the funding framework discussions with the Governance Negotiations meeting between the three signatories.

Discussion ensued and it was agreed that an Addendum to the Governance Agreement will be prepared to reflect the reduced contingent reserve in the amount of \$1 million for 2017/18 fiscal year.

Upon motion moved and seconded, it was resolved that:

The 2017/18 Business Plan and revised Budget be approved and submitted to Alberta Justice.

The motion was carried unanimously.

Upon motion moved and seconded, it was resolved that:

The Board move in Camera.

The motion was carried unanimously.

Upon motion moved and seconded, it was resolved that:

The Board move out of Camera.

The motion was carried unanimously.

Upon motion moved and seconded, it was resolved that:

To promote employee wellness, the LAA Wellness Account will be raised from \$250 to \$400 per employee and all other rules and regulations will remain the same.

The motion was carried unanimously.

5. Staff Engagement Survey Results

Norm Baillie-David, TalentMap, attended the Board meeting and provided an overview of, and responded to questions related to, Employee Engagement Survey results, noting in particular that: (1) there was 90% participation; (2) engagement overall is down from the previous survey participation; (2) engagement overall is down from the previous survey; (3) the three most important drivers are professional growth, innovation and organization vision.

Maria David-Evans reported that since the Employee Engagement results were received that following actions have taken place: (1) 21 staff sessions are being held to advise staff of the results and seek open discussion on suggestions to improve engagement (2) the suggestions will be reviewed by the Executive team for actions that can be undertaken in a timely fashion; and (3) the Employee Engagement Survey will be conducted on an annual basis and the results will be reported to the Board of Directors.

6. LAA IT Security

Carmen Rans attended the Board meeting and provided an overview of, and responded to questions related to, LAA IT Security, noting in particular that: (1) the three top IT security risks to an organization are the computer, email and web surfing/internet; (2) all email to LAA is scanned and 2.4 million spam messages were blocked in the past year; (3) the greatest risk is a staff member unintentionally opening an attachment and “ransom malware” gets through; LAA is now able to recover in 1 hour should that occur; (3) Enterprise Risk Management is under review that includes an assessment of IT risks.

7. Truth and Reconciliation Recommendations

Maria David-Evans provided an overview of, and responded to questions related to, the Truth and Reconciliation Recommendation, noting in particular that: (1) The Association of Legal Aid Plans (ALAP) would like all plans to endorse the recommendations of the Truth and Reconciliation Report; (2) LAA has already taken a number of steps; (3) the Board be invited to attend Aboriginal Training.

Upon motion moved and seconded, it was resolved that:

The Board endorses the Truth and Reconciliation Recommendations Call to Action.

The motion was carried unanimously.

8. CEO and Operations Report

Maria David-Evans provided an overview of, and responded to questions related to, CEO and Operations Report, noting in particular that: (1) the CEO Report is in accordance with the Business Plan; and (2) the Finance, IT, HR and Communications reports are provided in a new format while Family Law Office, Youth Criminal Defence Office, Criminal Resolutions Office and Legal Service Centre is in the old format for comparison.

By consensus the Board of Directors endorsed the new format for all reports.

Maria David-Evans further reported that: (1) a long term Strategic Plan will be considered in the fall of 2017; (2) eleven staff members volunteered for Law Day in Edmonton, Calgary and Red Deer; (3) she and Pat Yuzwenko, Senior counsel YCDO met with the Metis Council and Elders with respect to the Metis Youth Collaboration Project; (4) Leadership Council has established a Recognition Committee; (5) Tyler Tollefson and the Assistant Deputy Minister of Justice Co-Chair are on a working group resulting from the Justice Summit; and (6) LAA is participating in the Working Group for the Mental Health Court.

9. Board Committee Reports

a) *Finance & Audit Committee*

Hilary Rose reported that the Finance & Audit Committee met on April 28, 2017 to review the 2017/18 revised Budget and Terms of Reference. The Committee resolved to submit the revised 2017/18 Budget to the Board with the recommendation that it be approved. The Committee further resolved to recommend the revised Terms of Reference to the Governance Committee.

b) HR Committee

Linda Cook was pleased to advise that there was no report from the HR Committee for this meeting.

c) Governance Committee

Derek Cranna reported that the Governance Committee met on May 4, 2017. A letter from the Chair of the Board has been forwarded to the Deputy Minister of Justice and the President of the Law Society of Alberta to extend Derek Cranna's term on the Governance Committee until the completion of Governance Agreement negotiations.

The Governance Committee discussed the process, participant and principles for the funding framework at its last meeting for the Governance Agreement Partners Meetings. The principles determined by the Governance Committee were circulated to Board members with the request that if there were any comments, or new perspectives to please forward them to Derek Cranna.

Upon motion moved and seconded, it was resolved that:

The Board approve the Terms of Reference for the Finance & Audit Committee as presented.

The motion was carried unanimously.

d) Nominating Committee

Lori Bokenfohr reported that 20 applications were received and have been shortlisted for interviews. The interviews will be held on June 12 and 27, 2017. Lyle Toop has been requested to attend the interviews in an informational and support role. It is her anticipation that two lawyers and one public member will be selected by the end of summer.

10. Financial Statements

Christine Huber provided an overview of, and responded to questions related to, the March 2017 Financial Statements, noting in particular that: (1) the finance statements have been reviewed by the Finance & Audit Committee; (2) an audited financial statement will be reviewed by the Board on June 2, 2017; and (3) all statutory obligations have been met for the period in question.

11. Appointment to the High Cost Cases Committee

This item was tabled until the September meeting at which time the incoming Board members should have been appointed by the Law Society.

12. Legal Aid Alberta Foundation

Peter Carter reported that the Foundation Membership consists of Derek Cranna, Chair, Lori Bokenfohr and Peter Carter. He has been working with Christine Huber to establish a separate bank account for the Foundation for the deposit of the \$1000 previously presented by Nancy Peck.

Peter Carter also reported that he had asked Board members to claim their honorariums and expenses and donate back to the Foundation. He is pleased to announce that Linda Cook has donated \$1000 which will be accounted for in the LAA Foundation 2017/18 Financial Report.

ACTIONS ARISING

13. Directives to Management and results

Maria David-Evans reported that a client voluntary ethnicity survey has been implemented which tracks immigrants, First Nations and Metis.

Maria David-Evans reported that Brian Mulawka has been in contact with the Law Society of Alberta and the Canadian Bar Association and they are on Board for the Access to Justice Awards. Brian has commenced working on the events with support from Graham Johnson. The Alberta Treasury Branch has donated \$5000 towards to cost.

Steve Burford reported that Calgary Legal Guidance (CLG) and Edmonton Community Legal Services (ECLC) have each signed a Memorandum of Understanding. Microsoft will be reviewing LAA's data coding for separation and will devote time to assisting CLG and ECLC in putting their system into place. It is anticipated that this will be completed by year-end.

Next Meeting

The next General Meeting of the Board of Directors is scheduled for Friday, June 2, 2017 Teleconference commencing at 9:00 a.m.

In Camera

Upon motion moved and seconded, it was resolved that:

The Board move in Camera.

Upon motion moved and seconded, it was resolved that:

The Board move out of Camera.

The motion was carried unanimously.

Adjournment

There being no further business, the meeting was adjourned at approximately 3:00 pm

Approved by:

Robert Calvert, QC
Chair of the Board

Pat Bard
Recording Secretary