
Meeting Minutes

Board of Directors

April 19, 2024

Time: 9:00 am – 12:00 pm

Location: PVSC Dartmouth Office, Boardroom A

Attendees: Joe Feeney, Bobby McNeil, Darren Bruckschwaiger, Cathie O'Toole, Doug Boyd, Laurie Murley (virtual), Glenn Horne, Anita Bezeau (virtual), Owen Sagness, Juanita Spencer (virtual),

Regrets: Tara Maguire

Staff Attendees: Kathy Gillis, Russ Adams, Rebecca Vorstermans, Julia Donahue, Robert Andrews, Tracy Williams

1. Review of Agenda

The draft agenda was reviewed.

Moved by Bobby McNeil, seconded by Doug Boyd the agenda be accepted. Motion carried.

2. Review of Minutes

The draft minutes of January 26, 2024 and March 20, 2024 were reviewed.

Moved by Darren Bruckschwaiger, seconded by Cathie O'Toole the minutes of January 26, 2024 and March 20, 2024 be accepted. Motion carried.

3. Committee Meeting Updates

Innovation & Modernization (IM) Com.

The Committee Chair, Bobby McNeil, provided an update as follows:

- The IM Committee held its inaugural meeting on March 14, 2024. The Terms of Reference for the Committee were reviewed and confirmed.

- Staff presented/outlined the Corporation's technology and data evolution, and data governance/strategy over the next two years.
- The IM Committee approved a motion recommending the Board of Directors authorize staff to drawdown from the Technology Advancement Fund to support the Data and Analytics roadmap over the next two fiscal years. Due to some urgency to retain project resourcing the Committee's motion was brought forward and approved by the Board, as per the March 20, 2024 (special) Board meeting minutes.

4. Strategy Update

- Kathy Gillis noted we are at a good place in terms of a final strategy document and will have the final document at the June Board meeting.
- Rebecca provided an overview of the strategy document.
- Board members commented that overall, the Strategy document is an excellent document.

5. Governance Workshop

Cheryl Hodder is the Chief Executive Officer for Nova Scotia's Barristers' Society, and has more than 30 years of legal, governance, and executive business experience. Ms. Hodder will be attending the June Retreat and staff provided an overview of what she will discuss (current governance environment, a brief review of the major risks affecting businesses in 2024, PVSC's Governance Framework, and a refresher on Fiduciary duty, duty of care and managing conflicts of interest). Staff noted that other key items may come out of the Governance discussion, but these items will lay the foundation.

6. CEO Update – Report/2023-24 Results

The results of the CEO's 2023-24 priorities (sent in advance of the meeting) were reviewed and discussed. In addition, Julia Donahue, VP, People & Culture, shared with the Board results of the pre-survey (for baseline purposes) to staff regarding the four-day work week. Every two months the same survey will go out to staff to measure satisfaction.

Action: Staff to provide new Board members with a copy of the Roll Briefing Note prepared for the Minister of Dept. of Municipal Affairs and Housing in December, for context regarding CAP and wildfire.

Moved by Doug Boyd, seconded by Owen Sagness that staff/Board go in camera with PVSC's legal counsel to discuss the CAP and wildfire legal opinion. Motion carried.

Of note, prior to the in-camera discussion with PVSC legal counsel, Cathie O'Toole removed herself from the meeting for the discussion due to conflict of interest/appearance of a conflict.

7. In Camera

Board members and Julia Donahue discussed in camera the CEO succession/recruitment update.

Meeting Adjourned