

Minutes

PRESENT: Ken Brennan, Cathie McFarlane, Stephanie Verhoeven, Sherrie Palmer, Pat Nodrick, Amy Chappellaz, Garry Wright

VIRTUAL ATTENDANCE: Aaron Pierre, Barry Greenberg, Doug Pedden

ABSENT: Warren Neufeld

STAFF: Lorna Knight

The meeting was called to order at 7:03 p.m.

1. Land Acknowledgment – Cathie McFarlane

2. Consent Agenda

2.1 Agenda (approved with addition of Committee Selection and Board Questionnaire, Resignation, Giving Challenge Update- under 7. General Update)

2.2 Minutes – November 18, 2025

2.4 Executive Director Report

Approved by consensus

3. Granting Committee Update- Lorna provided in Warren's absence

3.1 High Bluff was not able to spend their funds within the allowable 12 months as per the grant agreement. They were contacted to see if they would be able to complete the project within the next 6 months, but they felt that they still would not be able to do so. Upon request, they have returned the funds. Lorna spoke to Brett and encouraged him to reapply for a future granting cycle when they felt they were closer to project initiation. The returned funds totaled \$10,000.00.

Moved by Ken Brennan, that the returned funds from High Bluff's 2024 Fall Grant be allocated to the Spring 2026 Granting period. Seconded by Garry Wright. Carried

4. Special Events Committee Update - Stephanie

The event will be on February 19, 2026- the venue, food and security have all been arranged by Lorna. All sponsors are confirmed and will be invoiced in January 2026. The theme for this event will be an Olympic theme. Applications are now available and will be due by January 15th, 2026. Tickets will go on sale January 22, 2026. Special Events committee will be meeting January 19, 2026 to determine pitch candidates and grant winners.

5. Governance Committee Update- Sherrie

There has been a large amount of policies to overview this board term with some new policies as well. Sherrie appreciates all of the hard work the committee is committing to reviewing and updating these policies.

5.1 TOR (1.01, 1.02, 1.03, 1.04, 1.05, 1.07) The Terms of Reference were reviewed as there were board members who noted that the selection of the board committee members was not being done at the Nominating Committee level, but rather at the Executive Committee. Ample discussion led to the conclusion that this is a discussion and decision that, in consultation with individual board members, should be completed by the Executive Committee. Many new members to the board are often first placed on this committee to allow members to get a feel for committee work in an environment where longer standing board participation is not as crucial as other committees. As a result of this change, all of the TOR needed to be updated to state that the Executive Committee would be selecting the members for each of the

committees. The notations which dealt with committee formation was removed from the nominating committee TOR and added to the Executive Committee TOR. These TOR are now in line with the practices of the board.

- 5.2 Policy 1.02 Role of Officers of the Board: There were minor changes to specific words to reflect more of a partnership between the board and the Executive Director instead of a direct order. There was some extended discussion regarding the existing clause that the treasurer cannot be a chair of either the Executive or Investment and Finance Committee. Doug Pedden was consulted and he felt that this should remain in place to ensure more equitable distribution of leadership as well as to ensure more successful succession planning.
- 5.3 Policy 1.03 Financial Accountability: Governance Committee reviewed several other policies by other Community Foundations and from Endow MB templates, the added paragraphs were common across the board and the committee felt they were pertinent to add to our existing policies.
- 5.4 Policy 2.03 Funds, Fund Types and Criteria for Naming: These changes were made based on other Community Foundation policies and to be in line with actual practices that the CFPD is already doing. Reinforcing these practices in policy was an additional justification for edited changes.

Moved by Sherrie Palmer, that the changes as outlined in the accompanying TOR's (1.01, 1.02, 1.03, 1.04, 1.05 & 1.07) and policies (1.02, 1.03, 2.03) be accepted as presented. Seconded by Pat Nodrick. Carried

6. Funds

- 6.1 Irvine Ferris and Sherrie Palmer Family Fund was recently established. The annual Fund Payout is to be directed to the Portage Hospital Foundation. The social media regarding this new fund will be shared this week. We are very grateful for the creation of this fund and we are hopeful that it will gain some traction close to the holiday season.

7. General Update

7.1 Cyber Incident Response Guide

As we now have Cyber Insurance- staff and board members are to be aware that we have resources to contact if we believe we have been the victim of a phishing scam, malicious email etc. On the board portal there is a one-page directive as to who to contact should a staff or board member believe that their device has been compromised or if they have opened a suspicious email. The overwhelming message is that the quicker you report it, the better the chances of minimal damage. Please review and direct any questions to Lorna. The page is located under supporting documentation in the board portal.

7.2 Technology Access Points

When this document was created in the Spring, Lorna reached out to Cardinal for a short paragraph which outlined their cyber security measures to ensure this document was accurate. After many repeated requests, Lorna received a response- this updated information from Cardinal has been added to the Technology Access Points document which is located under Additional Documents in the Board Portal.

7.3 James Francis Taylor Donation

A donation was recently received from James Francis Taylor (\$370,700.00) as his estate has finally been settled after 21 years. Lorna looked into this and James Francis and his brother are listed as founders of CFPD. This is a substantial donation, and media has responded with requests for interviews and more information. Lorna has accommodated all requests. These funds will be flowing into the Smart and Caring Community Fund. The law firm handling his estate also indicated that there could be additional funds after the income tax from his estate has been sorted. If there are more funds, they will not be available until Spring 2026.

7.4 Committee Selection and Board Questionnaire

Cathie reinforced that the Executive Committee will, as per the new TOR, be requesting individual board members input into committee selection. Additionally, the Executive feel that an anonymous self-evaluation board questionnaire would be beneficial to take the pulse of how the CFPD is fairing and how board members feel regarding their volunteer time. This survey will be distributed in early 2026.

7.5 Resignation

Divjot Divjot has submitted his resignation effective December 1, 2025. He is moving out of province and we wish him well. The Executive has determined at this time that they will not be filling this vacancy but will be directing the Nominating Committee to find a replacement for the next board term.

7.6 Giving Challenge Update

CFPD total donations exceeded last year, with a total of just over \$96,000. Simplot made a donation of \$2,000.00 which stretched funding even further than the Endow MB and Province of Manitoba matching funds.

Moved by Cathie McFarlane that the meeting be adjourned at 8:01 p.m.

Submitted by:

Approved by:

Lorna Knight – Executive Director

Signature of Executive Officer