

**ENVIRONMENTAL HEALTH FOUNDATION
April 18, 2011 Teleconference Meeting**

11:00 to 12:15 hours Eastern Time

MINUTES

(As approved at the Board and AGM Minutes of June 26, 2011)

Item 01: Roll Call

The Trustees participating on-site in the Board Meeting were Ron de Burger, Duncan Ellison, Len Gallant, Tim Roark, Klaus Seeger, Pam Scharfe and Ralph Stanley.

Apologies were received Shendra Brisdon, Marilyn Lee and Jacqueline Schnider.

Item 02: Adoption of Agenda

Ron de Burger asked if there were any proposed amendments to the Agenda. None were proposed. Ron de Burger proposed and Duncan Ellison seconded a motion to adopt the Agenda as distributed.

Adopted

Item 03: Minutes of the Meeting of September 05, 2010.

Pam Scharfe noted that there was an error on Page 5 of 9 in respect of item 05c, and stated that she had advised Marilyn Lee that the photos of the award winners had been received and had been mounted on the website. It was agreed that this correction should be introduced.

Tim Roark proposed and Pam Scharfe seconded a motion to approve the Minutes as amended.

Adopted

Item 04: Business Arising

Item 04a: Business Arising from the Minutes

Ron de Burger asked if there were any changes to be made to the record of action items. Tim Roark indicated that under Item 05b the item regarding the Auditors' Report and Comments had been completed.

No other changes were identified. Duncan Ellison indicated he would carry forward the incomplete items along with any new action items from this meeting.

Tim Roark proposed and Klaus Seeger seconded a motion to accept the report as amended.

Accepted: Action Duncan Ellison

Item 04b: O’Hara Award

Tim Roark outlined the situation regarding this award, in effect that there was a disagreement between Tim Sly’s proposed terms of reference and criteria for the award and the views of the Awards Committee. After discussion it was agreed that the Awards Committee should consider again the terms of reference and criteria and be prepared to discuss it at the AGM meeting. Conversations with Tim Sly could take place to help come to an agreement. Tim agreed to circulate the two documents to the Committee members.

Agreed: Action Tim Roark and Awards Committee

Item 04c: Status of New Trustees

Tim Roark introduced this topic. Each of the three potential new Trustees was discussed, particularly with respect to their experience, suitability and commitment to the Foundation and the time commitment.

Motions were put forward as follows:

Gary Gallivan

Tim Roark proposed and Len Gallant seconded a motion to appoint Gary Gallivan as a Trustee, commencing with the AGM in 2011.

Adopted

Tamela Carroll

Duncan Ellison proposed and Len Gallant seconded a motion to appoint Tamela Carroll as a Trustee, commencing with the AGM in 2011 provided that her interest and commitment to the post was confirmed.

Adopted: Action Len Gallant to obtain the confirmation

Cameron Coulby

Duncan Ellison proposed and Pam Scharfe seconded a motion to appoint Cameron Coulby as a Trustee, commencing with the AGM in 2011.

Adopted

Duncan Ellison will communicate formally to the new Trustees of these decisions and provide them with information on Trustee responsibilities and expectations for their participation.

Action: Duncan Ellison

Item 05: Financial Reports

Item 05a: Auditors’ Report

Tim Roark spoke briefly to the Auditors’ Report for the 2010 Financial Year and reported that the Annual Tax return had been submitted to the Canada Revenue Agency.

Duncan Ellison proposed and Klaus Seeger seconded a motion accept the Report.

Adopted

Item 05b: 2010 Financial Reports

Tim Roark spoke briefly to the Reports noting that for 2010 the Foundation had been financially successful in 2010 with a growth in reserves through a small surplus of \$1,696.70, but would need to approach some of the CIPHI Branches to encourage them to continue to support the Foundation.

In the discussion of this point, it was agreed that the best way would be for Chairman Ron de Burger to include this subject in his report to NEC rather than to write again to the Branches.

Duncan Ellison proposed and Tim Roark seconded a motion accept the Report.

Adopted: Action Ron de Burger

Item 05c: 2011 Financial Update and Forecast

Tim Roark, in speaking to the financial update and forecast, indicated that it looks as though 2011 will be a tight financial year. Two items required the Trustees attention.

The first being the issue of how to support the Ontario Sierra Leone project. After discussion of options it was agreed that the Foundation should offer to match donations obtained by the Ontario Branch up to \$1,000, but not to assume responsibility for providing the supporting funds directly.

The second concerned the investment of some of the retained funds in the Chequing Account (\$18,257.61). After discussion of the options, it was agreed that \$10,000.00 should be invested in the West Coast Railway Association with a promised return of 5% annually.

Trustees also agreed with the comment of Tim thanking the auditors for their work on the 2010 statements. He was asked to convey the Trustees thanks.

Tim Roark proposed and Len Gallant seconded a motion to accept the Report and to implement the decisions.

Adopted: Actions Tim Roark

Item 05d: The new reality

Tim Roark pointed out that it was no longer legitimate to claim that 100% of donations were allocated to projects as the net miscellaneous revenues (from sales, etc.) had diminished and no longer covered expenses. He further mentioned that the Canada Revenue Agency requires the separation receipted charitable donations from other revenue receipts. For example, Branch donations are not receipted charitable donations. He suggested that this important topic should be discussed at the AGM. He also noted that there should be an effort to increase sales and thus other non-donation revenues.

Chairman Ron de Burger suggested that this should be tabled as an information item and carried forward to the AGM. Trustees accepted this proposal.

Accepted: Action Duncan Ellison for the AGM

Item 06: Consent Agenda

Duncan Ellison explained that the consent Agenda items were expected to be accepted without discussion as a single item, unless a Trustee wished to have discussion on an item in which case it should be removed from the consent agenda by a motion, and discussed separately.

Ron de Burger asked if there was any need to discuss any particular item and Pam Scharfe requested that the Communications Report be discussed as a decision was required regarding the Web Site. This was done.

Item 06c: Communications Committee Report

Pam Scharfe indicated that she was ready to go live with a renewed EHFC Web Site and asked Trustees if this should be done now, or if Trustees wished to review and further comment on the web site pages. She also announced that there would be an improved tracking system in place as the number of hits on the site had increased to around 1 per day and it would be useful to track the source of the hits (e.g., referrals from the CIPHI site or direct by web search and origins).

After some discussion there was a consensus that the site should go live now, and allow modifications to take place later.

Other Item 06 Reports:

Committee chairs for some of the other Committee Reports spoke briefly to the highlights of their reports:

- Pam Scharfe mentioned in respect to Item 06b - Canadian Partnership Report that the Partnership was struggling but active;
- Klaus Seeger mentioned in respect of Item 06d - Food Safety Committee Report that there was a need to contact the Health Units about the Temp Safe products and this required an updating of the Health Units data base. Pam Scharfe mentioned that the Association of Local Public Health Agencies had a current set of addresses that could be purchased and Duncan Ellison indicated he would do so.
- There were no comments provided for Item 06a - Awards Committee Report; and Item 06e - Water Safety Committee Report.

Duncan Ellison proposed and Ralph Stanley seconded a motion to accept the Committee Reports and to request Pam Scharfe to go live with the new website, and that Duncan Ellison obtain the current list of Public Health Unit addresses.

Adopted: Action Pam Scharfe and Duncan Ellison

Item 07: New Business

Item 07a: Motion to appoint Jasmina Egeler as 2nd Auditor

Tim Roark proposed and Klaus Seeger seconded a motion to appoint Jasmina Egeler as the second auditor.

Adopted

Item 07b: Job Description for Trustees

Klaus Seeger introduced the document on this subject indicating that it would be used in parts, to provide information for different purposes. He indicated that Jacqueline Schneider was interested in helping to recruit new Trustees. Tim Roark indicated that in discussions with the Senators Committee, it had been decided to replace the words Job Description with Expectations, as job descriptions sound too much like work related and not appropriate to a volunteer organization.

Klaus Seeger moved and Tim Roark seconded a motion to accept the document with the change in title to Expectations for Trustees and the change in the section Ongoing Duties to Ongoing Expectations.

Adopted: Action Klaus Seeger and Jacqueline Schneider

Item 08: Other Business

No items of Other Business had been identified.

Item 09: Next Meeting

Ron de Burger asked how many Trustees were planning on being in Halifax. Responses given indicated that

Ron de Burger
Klaus Seeger
Tim Roark
Len Gallant
Pam Scharfe, and
Duncan Ellison

would be present.

Ralph Stanley indicated it was unlikely he could attend but that he would participate by teleconference if one were set up.

Ron de Burger asked if it were planned that Trustees would meet informally in the morning and there was general agreement that this would be beneficial. It was agreed that the informal meeting would commence at 10:00 am. The timing of the AGM was discussed, noting that three of the Trustees were planning on heading towards Amherst for a 4:00 pm activity, so it was agreed the AGM meeting would take place from 1:00 pm to 3:00 pm.

Pam Scharfe asked if there would be internet in the room so that the Web Site could be viewed and discussed. Duncan Ellison indicated that this would be the case. He also indicated that he was negotiating for the purchase of a used speaker phone apparatus we could use in the room to reduce costs both for this meeting and future meetings.

Ron de Burger asked if the room allocated to EHFC had been specified yet, and stated he would follow up on this.

Trustees noted these decisions which will be included in a preliminary notice of the meetings to be issued by Duncan Ellison.

Accepted: Action Duncan Ellison

Item 10: Adjournment

There being no other business to transact,

Len Gallant proposed and Ralph Stanley seconded a motion to adjourn the meeting at 12:15 Eastern Time.

Adopted

Action Items

Item	Action	Status
Item 04a - Carried Forward from September 05, 2010 Meeting		
<i>Auditors` Report and Comments</i>	Tim Roark to prepare an Administrative Policy that all Trustees expenses and comparable donations should be made in the year in which they were incurred, and should be allocated to the All Expenses item rather than individual projects. Action - Tim Roark	
<i>Product marketing</i>	Klaus Seeger and Duncan Ellison collaborate to prepare and distribute a letter to all the health agencies across Canada promoting the products. Action - Duncan Ellison and Klaus Seeger	Duncan has not followed up, need to confirm the PH Directors` addresses.
<i>Donation solicitation</i>	The Finance and the Communications Committees should collaborate in formulating a new marketing strategy to encourage individual donations to the Foundation. Action - Tim Roark and Pam Scharfe	
<i>O`Hara Award</i>	Awards Committee to generate the terms of reference and criteria; Finance Committee to consider how to raise the funds needed; and Communications Committee to consider the publicity and communications needed. Actions – Awards, Finance and Communications Committees	Replaced by Action Item from April 18 th meeting
Established at April 18, 2011 meeting		
<i>Item 04a: Carry forward incomplete items</i>	Duncan Ellison to carry forward incomplete items from September 05, 2010 meeting	Done, see above.
<i>Item 04b: O`Hara Award</i>	Awards Committee to review the proposed Terms of Reference and Criterion for the Award with Tim Sly and present at next meeting.	
<i>Item 04c: New Trustees: Tamela Carroll</i>	Len Gallant to confirm with Tamela her continuing interest and ability to commit the time needed.	

Item	Action	Status
Item 04c: <i>Tamela Carroll, Gary Gallivan and Cameron Coulby</i>	Duncan Ellison to advise new Trustees of their appointment and of the Expectations for Trustees.	
Item 05b: <i>Branch Donations to the Foundation</i>	Ron de Burger to remind Branches of the need to make annual donations to the Foundation in his report to NEC.	
Item 05c: <i>Participation in the Sierra Leone Project</i>	Tim Roark to advise the Ontario Branch that EHFC will contribute up to \$1,000 per year by matching donations raised by the Ontario Branch.	
Item 05c: <i>Investment of surplus funds</i>	Tim Roark to invest \$10,000 of the Foundation's surplus funds in the West Coast Railway Association.	
Item 05c: <i>Thank Auditors for their work</i>	Tim Roark to thank the Auditors for their work, on the behalf of the Trustees.	
Item 05d: <i>Change in policy re: 100% of donations</i>	Duncan Ellison to carry this item forward to AGM meeting	
Item 06c: <i>Web Site to go live now</i>	Pam Scharfe to mount the revised web site pages now.	
Item 06d: <i>Public Health Agencies addresses</i>	Duncan Ellison to purchase the current list of addresses from the aLPHa.	
Item 07b: <i>Modify and separate the New Trustee expectations</i>	Klaus Seeger and Jacqueline Schneider to modify the New Trustee materials into the three elements: congratulations, announcement and reminder.	
Item 09: <i>Prepare a preliminary announcement for the AGM</i>	Duncan Ellison to prepare a preliminary announcement for the AGM Meetings.	