



## Community & Social Impact Regina Appointment of Directors and Bylaw Approval

<b>Date</b>	November 29, 2023
<b>To</b>	Executive Committee
<b>From</b>	Financial Strategy & Sustainability
<b>Service Area</b>	Financial Strategy & Sustainability
<b>Item No.</b>	E23-39

### RECOMMENDATION

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The Executive Committee recommends that City Council:

1. Authorize the Executive Director, Financial Strategy & Sustainability, as the City's proxy, to exercise the City's voting rights at the upcoming Community & Social Impact Regina (CSIR) membership meeting to do the following:
  - (a) elect the following individuals to the Board of Directors for the terms listed, or until their successor is appointed:

Reappointment:

- Donna Ziegler (January 1, 2024 to June 30, 2024)
- Dr. Nathalie Reid (January 1, 2024 to June 30, 2024)
- Yaya Wang (January 1, 2024 to June 30, 2024)
- Dr. Kim McKay-McNab (January 1, 2024 to June 30, 2024)
- Scott Wells (January 1, 2024 to June 30, 2024)

New Appointment:

- Dorothy Josephson (effective immediately to June 30, 2024)
- Fred Searle (effective immediately to June 30, 2024)
- Michael Marschal (effective immediately January 1, 2024 to June 30, 2024)
- Nancy Schleede (effective immediately to June 30, 2024)

Non-voting - City of Regina Assigned

- Niki Anderson (January 1, 2024 to June 30, 2024)
- Councillor Stadnichuk (January 1, 2024 to December 31, 2024)

(b) approve the passage of the corporate bylaws appended as Appendix A to this report.

2. Approve this report at its December 6, 2023 meeting.

## **ISSUE**

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Administration requires delegated authority from City Council to exercise the City of Regina's (City) voting rights at CSIR's Annual General Meeting on the proposed slate of directors, in accordance with the direction provided by City Council.

## **IMPACTS**

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There are no financial, policy/strategic, labour or environmental impacts with respect to this report.

## **OTHER OPTIONS**

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None with respect to this report.

## **COMMUNICATIONS**

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After all Board appointments are finalized, CSIR will notify the successful appointees.

## **DISCUSSION**

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CSIR was established as a municipal corporation by Regina City Council on September 13, 2022 and nine interim CSIR Board of Directors were appointed. The interim appointments expire December 31, 2023. Appointments of existing directors may be renewed once the interim period concludes.

As per the Unanimous Membership Agreement (UMA) and CSIR Bylaws, it is stipulated that the CSIR Board of Directors membership is not less than nine and not more than 13 directors. Over the past couple of months, the CSIR Governance Committee has supported a nomination process to ensure that CSIR Board of Directors has enough voting directors in place to support continuity.

The CSIR Board Chair consulted all interim representatives and has formally confirmed that four members will not renew their term and five will continue. Further, the Governance Committee successfully recruited seven new members to the CSIR Board.

The CSIR Bylaws indicate that representatives nominated for the board be elected at the Annual General Meeting (AGM). The AGM is scheduled to be held in June 2024. The following four members have formally resigned: Mike O'Donnell; Scott Law; Jada Yee; and, Milad Alishahi.

As a result, the CSIR Governance Committee will hold a special meeting on December 18, 2023 to address the following matters, pending Council's approval of the proposed recommendation contained within this report at its December 6, 2023 meeting:

1. Extend appointment terms of interim board members from December 31, 2023 to June 30, 2024.
2. Fill four vacant term positions with the following four individuals: Dorothy Josephson; Fred Searle; Michael Marschal; and, Nancy Schleede effectively immediately, with a term expiry of June 30, 2024.

At the 2024 AGM, a staggered board term approach will be supported. Going forward, two and three-year terms will be assigned to the existing and recently recruited members of the CSIR Board. This will ensure that organizational history and business continuity is supported as the work moves forward, ensuring that all members do not exit the organization at the same time. The two and three-year terms and any changes recommended to the UMA or Bylaws regarding board member terms or composition will be presented to Council for approval prior to the 2024 CSIR AGM.

## DECISION HISTORY

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The recommendation contained in this report requires City Council approval.

Respectfully Submitted,



Kim Krywulak  
Director, Financial Services

Respectfully Submitted,



Chad Jedlic  
Acting Executive Director,  
Financial Strategy & Sustainability

Prepared by: Breanne Howden, Senior Financial Reporting & Policy Advisor