



Innu Round Table Secretariat
c/o Sheshatshiu Innu First Nation
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BOARD OF DIRECTORS MEETING #001

Location: Hotel North2 Boardroom, Goose Bay, NL

Date: 28 March 2014

Board Members in Attendance:

First Director/Chair: Jeremy Andrew, Innu Nation

First Director: Andrew Penashue, SIFN

First Director: Mary Jane Edmonds, MIFN

Board Staff in Attendance:

Executive Director: Steve Joudry

Assistant Director: Marcel Ashini

MINUTES/RECORD OF DECISIONS

AGENDA ITEM	DISCUSSION/RESOLUTION	DECISION	ACTION
	Meeting called to order @ 09:20		
1	<u>Review Agenda-</u> No changes or amendments	Approved	Attached
2	<u>IRT Background Brief/Review</u> – The Executive Director provided a brief summary of the history of the federally managed Innu Main Table and transition to the Innu-led Innu Round Table in 2011/12. The briefing highlighted the current activities of the IRT Secretariat, sub-committee status, the organization and core budget. Health capacity development projects/initiatives were also summarized.	Information	Briefing attached

AGENDA ITEM	DISCUSSION/RESOLUTION	DECISION	ACTION
3	<p><u>IRT Secretariat Incorporation /Seal</u> – the certificate of incorporation (Corporation # 71703) dated Jan 14, 2014 was reviewed. Schedule A outlines the scope and nature of the corporation - with the purpose of supporting both the Mushuau Innu First Nation (MIFN) and the Sheshatshiu Innu First Nation (SIFN). Schedule B outlines the membership provisions. Form 3 establishes that the registered office is in Sheshatshiu, NL. Form 6 and Schedule C provides the notice of First Directors.</p> <p>The seal of the corporation was displayed.</p>	Information	Attached
4	<p><u>ByLaw#1</u> – the Board reviewed the full text of Bylaw #1, final draft of 26 Mar 2014. Directors discussed Membership (articles 4-10), Meetings of Members, Board of Directors, Board Meetings, Conflict of Interest, Remuneration, Officers of the Corporation, Executive Committee, Financial Accountability, and Cheque signing authorities.</p> <p><u>Resolution:</u> Adopt Bylaw#1</p>	Bylaw#1 Adopted and signed	Attached. Print and provide signed copies to Directors and staff. Must be “approved” at AGM of Members.
5	<p><u>Board Meeting Procedure</u> – the Board reviewed the full text of the Meeting Procedure Policy. The Executive Director explained that Board meetings could be conducted to coincide with IRT Meetings to save travel time and costs. It was also noted that Board members/directors could participate by audio or video/electronic communications (ie: internet).</p> <p><u>Resolution:</u> Adopt IRT Sec Board Meeting Procedure Policy.</p>	Policy Adopted	Attached. Print and provide signed copies to Directors and staff.
6	<p><u>Board Appointments/Directors</u> - The board discussed how to implement Bylaw #1 articles 22 and 23 regarding appointing the other two Board members. The Executive Director provided draft BCRs which will be required from MIFN and SIFN to appoint the second Director from each community. It was also noted that once the full Board (5 members) is appointed, the Board will determine appointments of the Executive Officers (Secretary, Treasurer and Vice-Chair).</p>	Information	Noted. IRT Sec staff to provide draft BCRs to MIFN and SIFN. Add to agenda for next meeting.

AGENDA ITEM	DISCUSSION/RESOLUTION	DECISION	ACTION
7	<u>IRT Logo/Identifier</u> – The Board reviewed the 5 design options presented for consideration. It was noted that the artist was Mary Ann Penashue.	Accept Option 1	Attached. Option 1 design to be obtained in painting form and used for reproduction in digital formats for IRT Sec documents.
8	<u>Executive Director Report</u> – The Executive Director reviewed the 2013/14 Secretariat Workplan and operational status with the Board, highlighting the startup organizational elements and milestones of the Secretariat. It was noted that funding was currently being managed through the SIFN band, but a transition to separate IRT accounts and signing authorities will be implemented later in the FY in order for the corporation to begin official operation. The implementation workplan will include development of a Policy & Procedures Manual and a suite of policies in Finance, Income Support Program and Human Resources. The Board also reviewed priority items of business to be discussed at the next meeting – Board Appointments, Policies, Executive Director transition, and Income Support Devolution.	Information Information	Noted. Board will review 2014/15 Workplan at next meeting. Noted. Add to agenda for next meeting.
9	<u>New Business</u> – none.		
10	<u>Next Meeting/Adjournment</u> – The board indicated the next meeting should be conducted once MIFN and SIFN appoint their second board members. A tentative date of June 5th was selected. The meeting will be held in the IRT Sec Boardroom. Meeting was adjourned @ 11:30	Information	Noted. Sec to follow up with SIFN and MIFN then notify Board members of the confirmed meeting.

Prepared By: _____
(Executive Director)

Approved By: _____
(Chair)