

**RPL BOARD OF DIRECTORS MEETING
March 26, 2024
Central Library Boardroom and Teams Videoconference**

MINUTES

In Attendance:

M. Gavigan, Chair
C. Romanow, Vice Chair
C. Kobayashi
J. Oni
K. Yee
P. New
C. Zankl
Councillor B. Hawkins
Mayor S. Masters
J. Barber, Secretary

Also in Attendance:

C. Smith, ED, Finance & Strategy
K. Hintz, ED, Branch Libraries
A. Christensen, ED, Central Library
K. Saunderson, ED, Service Innovation
C. Hawkesford, Dir., Marketing & Communications
A. Yau, Mgr., Planning & Research
Clayton Veresh, MNP LLP
Payton Hannem, MNP LLP
H. Sackville, EA (mins)

Regrets:

1. CALL TO ORDER

M. Gavigan called the meeting to order at 4:30pm.

She began by acknowledging the land on which the Board gathers as Treaty 4 Territory, the traditional lands of the Cree, Dakota, Nakota, Lakota, Saulteaux and the homeland of the Metis Nation.

2. ADOPTION OF THE AGENDA

B. Hawkins moved that the Board adopt the agenda. CARRIED.

3. CHAIR'S REMARKS

M. Gavigan welcomed in-person and online attendees, including the Auditors from MNP LLP, C. Veresh and P. Hannem.

4. CONFLICT OF INTERESTS DECLARATION

No conflict of interests were declared.

5. APPROVAL OF PREVIOUS MEETING MINUTES

C. Kobayashi moved to approve the minutes of the January 23 Annual General Meeting, the January 23 Regular Meeting, and the January 23 In Camera Meeting. CARRIED.

6. DISCUSSION AND DECISION ITEMS

a. Board Committees

i. Audit Committee

J. Oni asked the auditors to present the audited financial statements.

1. 2023 Audited Financial Statements

P. Hannem stated that the Audit presented fairly in all material respects and confirmed the clean audit opinion.

RPL ends 2023 with assets increased by around \$2M. Liabilities experienced little change, but she highlighted the still relatively new line for asset retirement obligation as a change to reporting standards that RPL adopted first in the 2022 audit. Non-financial assets have reduced slightly due to amortization, and the accumulated surplus is around \$38M.

Revenues increased by \$1.3M, mainly due to increased interest revenue. An increase to the City's tax levy also increased revenue. Expenses are up by under \$1M mainly due to wage increases.

Cash provided by operating activities totalled \$3.5M including a surplus of \$2.2M. With tangible capital assets and investments, the overall increase in cash/cash equivalents for 2023 is \$4.3M.

Note 9 explains the movement of appropriated surplus into reserves as determined by the Board.

Note 18 is new and confirms that comparative figures may have been reclassified for reporting purposes.

C. Smith confirmed that the tax levy increase from the 2022 year is due to the mill rate increase as well as natural tax growth from the city.

J. Oni noted that the Audit Committee has met and discussed the Financial Statements for 2023 with the auditors and had opportunity to ask questions.

J. Oni moved that the Board approve the Audited Financial Statements for 2023. CARRIED.

C. Veresh and P. Hannem left the meeting.

2. Variance Report

3. Public Accounts

4. Reserves Report

5. 4.1.1 Operating Expenses within Board Approved Budgets – Financial Reporting Ratios Summary
6. Annual Report

J. Barber noted that the associated documents listed as items 6.a.i.(2-6) either flow from the Audited Financial Statements and do not require separate approval, or in the Reserves Report's case were approved at the January meeting. The 4.1.1 report is to confirm the status of budget ratios as approved by the board through the Strategic Planning process, and the Annual Report will be finalized before going to the auditors for a check of financials on the version that will be made public.

C. Smith noted from the Variance Report that RPL was \$700K over budget on revenue primarily due to interest, and \$570K under budget in expenses primarily due to pauses on repairs for Central Library.

Reserves overall increased by \$3M, primarily to the Central Library Renewal Reserve. Although reserve balances are around \$25M, there is a small amount of that number that is committed to projects that will be moving forward. C. Smith noted the Operating Reserve is close to its minimum and encouraged caution in any use of that amount.

C. Kobayashi noted that the Audit Committee met with the auditors in camera and MNP had praised the work of RPL's Finance leadership.

C. Zankl noted that the Committee is also open to suggestions and discussion from RPL Administration on the Operating Expenses Ratios.

M. Gavigan confirmed the Annual Report will be printed and available on the website, and RPL's audited financial statements will become part of the City's statements.

7. INFORMATION ITEMS

a. Action Items

M. Gavigan noted that the information session on intellectual freedom is still under consideration, and that the Board had not yet pursued a meeting with the Minister of Education.

She read a land acknowledgement that was referenced at the January 23, 2024 meeting. It was developed for use in children's programming at RPL.

On This Land

Today the sun looked down from the sky
Like millions and millions of days gone by
On nations that grew on the prairie -
Dakota, Nakota, Lakota and Cree
Also Saulteaux and then the Métis.

May we learn from the past with integrity
By honouring the words of the fourth treaty
On this land.

The other two action items are completed.

b. Referred Communications

M. Peterson has received a response, and a letter was received from FRPL which will be part of a delegation later in the agenda.

c. Chair's Report

No discussion.

C. Zankl moved that the Board receive and file the information items. CARRIED.

8. DISCUSSION AND DECISION ITEMS (CONTINUED)

a. Board Committees

i. Audit Committee

1. Appointments to the Pension & LTD Boards Policy

Following updates made to the City of Regina Pension Plan and the Long Term Disability Plan, a policy has been developed detailing required participation on these Boards. Appointments to the Pension & LTD Boards Policy

J. Oni moved that the Board approve the Appointments to the Pension & LTD Boards Policy as presented. CARRIED.

ii. HR Committee

The Committee continues to work with WMC on the CEO Evaluation and the Annual Plan. The CEO plan and objectives will be discussed today in camera.

Regarding the Pension & LTD Boards Policy, C. Zankl noted that the HR Committee will be mindful of which board members are appointed to those roles and when their 2-yr terms are ending.

1. CEO Succession Plan Policy

J. Barber explained the rework of this policy for greater clarity and flow after the Board's previous discussion in November 2023. Scenarios for the CEO's absence have been simplified into either planned short-term absences, or unplanned absences where the board needs to take action. The last change is in defining short-term, which is now 4 months instead of 3 months. In employee health

plans, short-term disability is up to 4 months, so the change is to be consistent with that.

C. Zankl confirmed this policy will be reviewed bi-annually and the CEO will provide a list of potential successors to the HR Committee annually.

C. Zankl moved that the Board approve the CEO Succession Plan Policy as presented. CARRIED.

2. CEO Salary Adjustment

Completed CEO evaluation, and discussed an increase accordingly. It was noted that this inflationary increase mirrors that of other staff.

C. Zankl moved that the Board approve an increase of 2.75% to the CEO salary effective on 1 January 2024. CARRIED.

iii. Governance Committee

C. Kobayashi reported that the Committee has reviewed the Board Evaluation for 2023 and found nothing glaring. The Committee will be reviewing the evaluation process as a next step. She encouraged more discussion of board development and training. Board members interested in specific training events should contact the Chair.

The Charitable Gift Acceptance Policy was reviewed along with its procedures and accompanying donation forms. M. Gavigan and C. Kobayashi met with DCG Philanthropic on March 25 to discuss readiness for a fundraising feasibility study, and thorough knowledge of this policy aided discussion immensely.

M. Gavigan concluded that RPL is in a good position for a campaign.

C. Kobayashi moved that the Board approve the Charitable Gift Acceptance Policy as presented. CARRIED.

iv. Strategic Planning Committee

M. Gavigan reported that the Committee has been working on a capital campaign feasibility study and an Expression of Interest (EOI) which was released publicly on March 7 2024 for the Central Library Renewal project. The EOI is to find out whether other opportunities or options exist for financing or partnering with a developer on a new Central Library, and whether any concepts or ideas from developers would work well with the values of the Library. The EOI closes April 5th.

She also noted that the Board has moved to a new portal for file storage and is learning about that system.

1. Expression of Interest Update

a. Delegations

i. Friends of the Regina Public Library

Joanne Havelock noted little time to react to the EOI, and confusion at the process considering the previous vote to rebuild at the current location. She said RPL should share an updated functional program with a short but detailed explanation of why the space is needed. She stated that RPL is saying no to renovating the building but providing no analysis of the cost to renovate. She questioned whether the average user of the downtown library understood the implications of RPL's proposal, and noted concern for the heritage of the building which is designated through the Victoria Park Heritage Conservation District Bylaw. She stated that conserving the current building is the most fiscally responsible and sustainable approach and noted the Globe Theatre and Darke Hall as examples of excellent heritage rehabilitation projects. Regarding the EOI, she stated that rehabilitating or upgrading should have been options included. She noted concern with public private partnerships, as RPL has attempted a rebuild with a developer before, and the market is worse now for office space than in 2012. She questioned the certainty of any cost estimates that could come from the EOI, and advised that the Board should scale back its plans to align with the resources available in a small city. She stated that Central is already a community hub, and that repairs should be undertaken as identified in last year's discussions but the public should have the cost figures for those repairs.

C. Kobayashi commented that renovation would not be something developers would be interested in for this building; the Board has confirmed that the value of the current building is in its land, and that property value is in fact decreased by the building being on it.

She also commented that Globe Theatre's renovation process revealed more work that increased the cost, and RPL has no intention to have to return to City Council for more money after agreeing to an amount.

Lastly, she responded regarding repairs to Central that the Board is addressing those needs, but not as part of this meeting.

M. Gavigan commented that there may be an assumption RPL will replace Central Library with an office, or that the Board has asked

developers to consider that, which is not the case. The Board is seeking innovative ideas, and partners who are interested in building something new. This process is finding out what ideas are viable.

b. Financial Statements to February 29, 2024

J. Oni noted that the Audit Committee has reviewed the statements.

C. Smith summarized that, though this is the early variance report, RPL is on track and slightly under budget.

J. Oni moved that the Board approve the Financial Statements to February 29, 2024.
CARRIED.

9. CALENDAR OF EVENTS

RPL is open on Good Friday, and on Easter Monday for those branches that are regularly open on a Monday.

Library branches will be closed April 12 for the annual Staff Development Day.

10. IN CAMERA SESSION

C. Zankl moved that the Board move in-camera. CARRIED.

The Board began the in-camera session at 5:18pm.

C. Kobayashi moved that the Board end the in-camera session. CARRIED.

The Board returned to the public meeting at 7:18pm.

C. Zankl moved that the Board accept and approve the CEO 2024 Work Plan as presented.
CARRIED.

C. Zankl moved that the Board receive and file the CEO Salary Comparison report from WMC. CARRIED.

11. ADJOURNMENT

B. Hawkins moved to adjourn the meeting at 7:20pm. CARRIED.



Chair



Secretary