

Tamil Community Centre – Board of Directors - Minutes
December 21st 2022, 7:00pm – Virtual Meeting

Expected to attend:

Siva Vimalachandran
Keerthana Rang
Pamela Kethees
Dr. Santhakumar
Nedra Rodrigo

Absent with Regrets:

Neethan Shan
Vithu Ramachandran
Dr. Lambotharan

1. Call to Order
2. Approval of Agenda

MOTION **Moved: Vimalachandran** **Seconded: Rodrigo**

BE IT RESOLVED THAT the Agenda be approved as presented.

MOTION CARRIES.

3. Approval of Minutes

MOTION **Moved: Vimalachandran** **Seconded: Rodrigo**

BE IT RESOLVED THAT the minutes from November 7, 2022 be approved as presented.

MOTION CARRIES.

4. Consultant Contracts

Vimalachandran: Following up on the last update I sent on December 5th via email, I've received the updated cost estimate. I asked the architect/PMO to prepare the summary that is attached, for the Board to be able to review the estimate against the various options/scenarios that can be used to lower the cost. As expected, it is still substantially higher than what our budget permits.

As I mentioned in my previous email, this will take time to sort out and further consultation with broader stakeholders to determine the best way forward. I recommend pausing the consultant contracts. I've asked legal counsel to review the contracts, and upon their review can communicate via email to confirm the approach with the Board.

I also think taking this time to address our governance matters, day-to-day Board oversight strategy, and staffing strategy is critical to project delivery and fundraising initiatives. To that effect I'm recommending we provide further clarity to the mandate of the governance committee to help develop solutions; including a process for renewal of our Board of Directors. Board members should be welcome to attend the governance committee meetings, but I think it may be a conflict for it to be chaired by a Board member given the nature of the discussions. I recommend Abi Singam to Chair the Governance Committee

MOTION **Moved: Vimalachandran** **Seconded: Rang**

BE IT RESOLVED THAT the consultant contracts inclusive of Accounting Firm, PMO and Prime Consultant be paused effective January 1st, 2023 upon review by legal counsel.

In favour:

Vimalachandran
Rang
Rodrigo
Kethees
Lambotharan (via email)
Santhakumar

Opposed:

Shan (via email)
Ramachandran (via email)

MOTION CARRIES.

5. Governance Committee

Santhakumar: At the last Governance Committee those who had attended wanted more clarity from the Board on the mandate of the committee. In order to advance the fundraising initiative, we need to build the support among the work of the governance committee.

Rodrigo: It's not a question that the governance committee will now make Board decisions, it is helping identify the process that can be approved by the Board. Board members have already communicated that they cannot continue in the current capacities on the Board.

Santhakumar: We can forward all our incorporation documents to the Governance Committee so they have the relevant documentation to help discuss viable processes for moving forward.

Rodrigo: More Board members should attend the governance committee meeting to help articulate the mandate to the meeting.

Santhakumar: Board members cannot Chair this committee because of the items for discussion, but the Board should be there to participate and support the committee.

Rang: The governance committee needs increased gender representation on the committee. The composition of the committee should reflect the community more.

Shan (via Email): Requested not to rush this decision and have a recorded vote.

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Ramachandran (via email): Requested a recorded vote.

MOTION **Moved: Vimalachandran** **Seconded: Rang**

BE IT RESOLVED THAT the Governance Committee terms of reference be amended to include the mandate for reviewing and proposing a process for renewing the current Board of Directors of TCC, in part or in whole; and

BE IT FURTHER RESOLVED THAT the recommendation(s) of the Governance Committee be presented to the Board for approval; and

BE IT FURTHER RESOLVED THAT the Board appoint Abi Singam to Chair the Governance Committee; and

BE IT FURTHER RESOLVED THAT Abi Singam be sent the relevant documents such as; committee terms of reference and TCC incorporation documents, charitable registration documents, and any other material for the committee to consider during their work.

Recorded Vote:

In favour:

Vimalachandran

Rang

Rodrigo

Kethees

Lambotharan (via email)

Santhakumar

Opposed:

Shan (via email)

Ramachandran (via email)

MOTION CARRIES.

6. Other

7. Adjournment

MOTION **Moved: Santhakumar** **Seconded: Rang**

BE IT RESOLVED THAT the meeting be adjourned.

MOTION CARRIES.