

Present: Lola Mather-Dyer, chair
Michel Belzile, Murray Kohler, Christopher Lu, Bob McCarty, Wayne Melnechuk, Frank Fedyk, Elaine Poproski, Heather Rumball, Craig Rumble, Heather Rumble Peterson, Steve Sparks, Carl Chang, Donna Chapman,

Regrets: Debra Nicholson-Elwell, Birgid MacCallum

Staff: Tim McCoy, Miranda Queh, Melody Carrier

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| 1 | Opening Devotion and Prayer | Lola opened with a devotional and led in a time of prayer. |
| 2 | Consent Agenda | |
| | 2.1 Approval of Agenda and Declarations of Conflict of Interest | President: Agenda is declared approved Select and protect are the GEM principles for today. There were no stated conflicts of interest. |
| | 2.2 Approval of Minutes | |
| | 2.2.1 Board – Feb 4, Mar 3 and April 16, 2014 | MSC 042514-01 to approve the Board minutes of February 4, March 3 and April 16, 2014. |
| | 2.2.2 Executive Committee – March 19, 2014 | MSC 042514-02 to ratify the actions of the Executive Committee contained in the minutes of March 19, 2014, except for recommendations coming out of the minutes. |
| | 2.3 Committee Minutes | |
| | 2.3.1 FOC – April 3, 2014 | MSC 042514-03 to receive for information the Financial Oversight Committee minutes of April 3, 2014. |
| | 2.3.2 Investment – April 11, 2014 | MSC 042514-04 to receive for information the Investment Committee minutes of April 11, 2014. |
| 3 | Business Arising from the Minutes | |
| | 3.1 Kwasind Strategic Vision Conversation | Tim McCoy requested to table this agenda item to November 2016, suggesting it would be better to have this conversation when Kwasind is in a much better position. There was a time of discussion. It was noted that the decision to give more attention to Kwasind came as a result of the intention from our board that Kwasind would be independent. The legal advice we received said we need to take over management and control and ensure they qualify as a religious camp. It was noted that there is a very detailed five year business plan for the camp. It was suggested that we draw from this the criteria of success to measure against. It was agreed to table the agenda item to November 2016 if we have ongoing reporting and awareness of what will be assessed. MSC 042514-05 to table the strategic vision conversation concerning Kwasind at the board level until the Camp has operated |

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| | | <p>for three full summer sessions under its new leadership structure. This will allow us to monitor and evaluate the new structure and ensure the Camp is functional and successful before finalizing our organizational strategic vision and plan for the Camp and its relationship to CBOQ. This discussion will be on our November 2016 board meeting agenda.</p> |
| 3.2 | Kwasind Compliance Report | <p>Tim noted that OCA has their own set of minimum standard compliance guidelines and that Kwasind is currently certified by them. It was also noted that we recently had our insurance carrier review our insurance coverage for Kwasind.</p> <p>MSC 042514-06 to receive the Kwasind compliance report.</p> |
| 3.3 | Strategic Plan draft | <p>Tim provided some comments on the current draft and then divided board members into small groups for discussion. Two things to think about in your groups: What is missing from this list of goals that you remember from communal discernment process? What do you think we need to take away?</p> |
| 3.4 | Lynde Creek Manor Expansion Project | <p>Tim opened and directed the discussion that focused on possible conditions to place on the Foundation and Housing Corporation to protect CBOQ assets invested in the Lynde Creek Manor Expansion Project. Tim noted that the HST request is not going to be made to CBOQ. They should be able to receive the rebates. During the course of discussion, the following motions were passed.</p> <p>MSC 042514-07 to recommend that the Housing Corporation immediately fulfill its obligations with regards to a full and legal board. It is also recommended that people with appropriate expertise such as a lawyer and an accountant familiar with construction accounting be added to the Housing board as soon as possible (potentially recommended by CBOQ).</p> <p>MSC 042514-08 to recommend that the Housing Corporation and Foundation have monthly joint meetings with CBOQ representatives present until the building project is complete and the building is 90% leased. This meeting would include full access to their finances (both the management of Lynde Creek and the construction finances)</p> <p>MSC 042514-09 to assign an interim team to oversee the Lynde Creek Manor Expansion Project until the project is complete. A team could include:</p> <ul style="list-style-type: none"> a. Someone with financing expertise b. Someone with construction project monitoring experience who could negotiate with the construction firm in controlling future construction cost overruns, together with Jim Anderson (currently |

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| | | <p>assigned by the Housing Corporation as the project manager)</p> <p>c. Someone with legal background (lawyer) to review all the legal agreements to determine if revisions are necessary</p> <p>The team's responsibilities might include:</p> <p>a. Prepare a realistic and updated construction budget (current budget prepared in 2009 or earlier)</p> <p>b. Review the actual vs. budget project costing report provided by the cost consultant</p> <p>c. Ensure any special controls or negotiation with the construction firm is in place to prevent project future cost overruns</p> <p>d. Ensure sound advice is received with regard to the HST issue on the project</p> <p>e. Obtain information with regard to additional costs in relation to the current delays (weather, financing, etc) of the construction project.</p> <p>MSC 042514-10 to appoint Christopher Lu as board representative and chair of the interim (liaison) team. Christopher will report to the board as deemed necessary.</p> |
| 4 | Executive Minister's Report | <p>Tim provided highlights to his written report.</p> <p>BWA Youth World Congress - A Commission has now been struck to see if the regular and youth Congresses will be combined. The report will be done in 2015. We have therefore pulled our proposal out.</p> <p>MSC 042514-11 to receive the Executive Minister's report.</p> |
| 4.1 | Executive Limitations Report | MSC 042514-12 to receive the Executive Limitations report. |
| 5 | Treasurer's Report | <p>Miranda provided highlights to her written report.</p> <p>It was noted that at the post audit meeting with our auditors, they requested that new and redeemed certificate loans be listed in the Treasurer's Report and be included in our minutes. The auditors also asked that we develop a conflict of interest statement for board, committee and staff members to sign off on annually, and a staff whistle blowing policy.</p> <p>It was noted that our investment portfolio was 8.2M in 2008 and now stands at 14M.</p> <p>MSC 042514-13 to receive the Treasurer's report.</p> |

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| 6 | New Business | | |
| | 6.1 | Covenant Life Renewal Association | <p>Tim highlighted the document provided to the board. After a time of discussion, the following statement was agreed to for use in response to questions concerning the Covenant Life Renewal Association.</p> <p>MSC 042514-14 In keeping with our historical patterns, we affirm the freedom for CBOQ constituents to gather to discuss matters of faith and relevant issues. We also affirm our desire to continue to journey with and live in harmonious relationship with those of diverse theological understandings within our Baptist family.</p> <p>We affirm our historic and more recent statements (This We Believe and other CBOQ Assembly resolutions) and unifying principles of our family of churches that lay claim to our identity as Canadian Baptists and the core distinctives under which we gather. CBOQ has not deviated from these agreed upon statements. (Elaine Poproski abstained)</p> |
| | 6.2 | Fundraising Strategy | Tim presented highlights of the current fundraising plan. |
| | 6.3 | 2013 Audited Financial Statements | <p>Heather Rumball noted the auditors said it was a very clean audit.</p> <p>MSC 042514-15 to approve the 2013 year-end audited financial statements, as recommended by the Financial Oversight Committee.</p> |
| | 6.4 | 2015 Draft Budget | <p>Steve Sparks provided highlights to recommendation.</p> <p>MSC 042514-16 to approve the 2015 Draft Budget, as recommended by the Financial Oversight Committee.</p> |
| | 6.5 | Appointment of Auditors for 2014 | <p>Bob McCarty provided highlights to recommendation. He noted the price is yet to be determined. Miranda noted that usually happens at pre-audit meeting and is usually a 3-5% increase. Miranda also noted that usually every five years non-profits look at their auditor to determine if a change is needed. We have had same auditor for 20 years. There have been a lot of changes, so have remained with the same auditor. We do request the managers to change, while the partners remain the same.</p> <p>MSC 042514-17 to recommend to Assembly the appointment of Grant Thornton as auditors for the 2014 year-end audit, at a fee to be approved by the Board at a later date, as recommended by the Financial Oversight Committee.</p> |
| | 6.6 | Kwasind Operating Structure | <p>Tim provided highlights to the written recommendation.</p> <p>MSC 042514-18 to appoint Matt Wilkinson as permanent Executive Director of Camp Kwasind and Rod Vis as permanent</p> |

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| | | | Camp Kwasind Managing Director; and to direct the CBOQ Youth Department, working alongside the Camp Kwasind Management Team, to direct and provide oversight to Camp Kwasind operations and finances. |
| 6.7 | Kwasind Budget Review | | Tim provided highlights to the written recommendation. MSC 042514-19 to direct the Financial Oversight Committee to annually review the Camp Kwasind operating budget. |
| 6.8 | Deep River Community Church | | MSC 042514-20 to recognize the membership withdrawal of Deep River Community Church, effective February 12, 2012. |
| 6.9 | Chatham Baptist Church | | MSC 042514-21 to recognize the closure of Chatham Baptist Church, effective December 31, 2013. MSC 042514-22 to accept the ownership transfer of the church property from Chatham Baptist Church to CBOQ. |
| 6.10 | Stouffville Grace Baptist Church | | MSC 042514-23 <i>Whereas</i> Stouffville Grace Baptist Church has met the requirements for membership with Canadian Baptists of Ontario and Quebec, <i>Therefore be it resolved</i> that on the recommendation of the Toronto Baptist Ministries, we receive Stouffville Grace Baptist Church as a member of Canadian Baptists of Ontario and Quebec, effective April 25, 2014. |
| 6.11 | Logos Baptist Church (York Region) | | MSC 042514-24 <i>Whereas</i> Logos Baptist church (York Region) has met the requirements for membership with Canadian Baptists of Ontario and Quebec, <i>Therefore be it resolved</i> that on the recommendation of the Toronto Baptist Ministries, we receive Logos Baptist church (York Region) as a member of Canadian Baptists of Ontario and Quebec, effective April 25, 2014. |
| 6.12 | Gospel Outreach Baptist Church | | MSC 042514-25 <i>Whereas</i> Gospel Outreach Baptist Church has met the requirements for membership with Canadian Baptists of Ontario and Quebec, <i>Therefore be it resolved</i> that on the recommendation of the Niagara Hamilton Association of Baptist Churches, we receive Gospel Outreach Baptist Church as a member of Canadian Baptists of Ontario and Quebec, effective April 25, 2014. |
| 6.13 | Salem Baptist Church | | MSC 042514-26 <i>Whereas</i> Eglise Baptists Salem d'Ottawa (Salem Baptist Church) has met the requirements for membership with Canadian Baptists of Ontario and Quebec, |

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| | | | <i>Therefore be it resolved</i> that on the recommendation of the Ottawa Association of Baptist Churches, we receive Eglise Baptists Salem d'Ottawa (Salem Baptist Church) as a member of Canadian Baptists of Ontario and Quebec, effective April 25, 2014. |
| | 6.14 | Caistor Baptist Church | MSC 042514-27 to recognize the closure of Caistor Baptist Church, effective April 26, 2014. |
| 7 | Board Business | | |
| | 7.1 | In Camera | |
| | 7.2 | Niagara Hamilton Association meeting | As part of this board meeting, there was a joint Niagara Hamilton Association and CBOQ Board gathering. Also, on April 27 several board members spoke in NHA churches. |
| | 7.3 | Board Correspondence | Lola read the letter from FBC Brantford. It was agreed that a letter in response will come from Tim and Lola and will include the statement from agenda item 6.1. |
| | 7.4 | Board Annual Calendar (Assembly) | |
| | 7.5 | Board Meeting and Annual Review | Lola recognized finishing board members - Wayne Melnechuk, Elaine Poproski and Heather Rumble Peterson. |
| 8 | Adjournment | | The meeting adjourned at 5 pm with Tim closing in prayer. The next board meeting is a conference call June 19, 2014. |

President

Secretary

Date

Date