

**Draft Minutes
ZooShare**

BOARD OF DIRECTORS MEETING

May 10, 2021 5 pm

LOCATION: Conference call

Board Members and Officers Present	Guests and Regrets
Daniel B (DB) Barry G (BG) Newton C (NC) Dolf D - (DD) Melissa F (MF) Amy Z (AZ) Vicki H (VH)	Regrets: Chris B - (CB)

As per ED update slides found here:

1. Rob Grand intro to Board.
2. Approval of Feb 8, 2021 minutes
 1. DD, MF. Passed.
3. Project Update
 1. BG - When will the LD's kick in for the LP?
 2. DB - to review O&M contract with EnerFORGE and report back to the Board on LD's, the structure and how it gets applied.
 3. VH - have you looked at making the zoo manure a NASM. Needs to be herbivore only.
4. Bond sales update
5. ED transition update + new hires + Board change to by-laws.
 1. NC - would like to review the technology approach taken given his background.
 2. AZ - are the two bookkeepers designated professionals? Amy would like to participate.
 3. MOTION TO APPROVE ED and GM to interview and make a recommendation to the Board as to who to hire and for what level of compensation.
 1. BG moves the motion, DD seconds, passed.
 4. As it pertains to DB resigning as Executive Director.
 5. BG moves the motion to amend the by-laws in order to amend the size of the Board to be a maximum of 9 members, AZ seconds. Passed.
 6. NC - would like to review the by-laws and language before we go forward with the amendment.

7. DB to send around existing by-laws and give the board notice as to when the deadline to send the amendment to members needs to be.
6. 2021 Budget – update from previous discussion
 1. MF - The federal budget has a lot of money earmarked for climate change initiatives/ECCC, will let RG and DB know about opportunities that seem applicable.
 2. DB - The one point I will make here is that most of the grants I have seen do not like funding ongoing operations, they want you to create a new program, new job, new tech, etc.
7. AGM & Ribbon Cutting.
 1. DB - Will follow up with the Board with the design brief once it is ready, for additional feedback.
 2. MF - Is the Zoo able to assist with this in some way?
 3. DB - yes, that is part of the reason for moving the event to July, as Dolf made me aware
8. Strategic Planning and non-profit status
 1. BG - Chris B provided a recommended name to investigate. Targeting the Fall. Will send the recommendation to RB/DB to get quotes and investigate further, who will then report back to the Board at the next meeting.
 2. DB - what about non-profit status advisory? What next steps should we take there.
 3. AZ - Can take first stab at this review and then can determine if we should hire an outside firm to provide something in writing. Official independent opinion is needed here. To follow up with DB with questions and needs.
9. Adjourn
 1. DB moves, MF seconds. Passed.