

Seven Board Responsibilities

Ensure clear mission and purpose • Effective strategic planning • Evaluation of CEO
Ensure sound financial and legal practices (fiduciary) • Financial resources deliver mission
and used effectively • Engage stakeholders • Ensure effective governance

KINGSTON & FRONTENAC HOUSING CORPORATION MEETING MINUTES 09-2025 October 27, 2025, 12:30 p.m. Location: KFHC Board Room

Liz Shell, Chair
Joan Jardin, Vice Chair
Paul Smith, Director
Bryan Hamberg, Director

Mary Lynn Cousins Brame, CEO
David Kelly, EOA

Regrets – Nancy South
Councillor Brandon Tozzo
Councillor Don Amos

1. MEETING TO ORDER - Chair called the meeting to order at 12:35 p.m.

2. APPOINTMENT OF MEETING OBSERVER

THAT the Board Chair appoint Bryan Hamberg as the Board meeting observer for the October 27, 2025, meeting.

Moved by: Paul Smith

Seconded by: Joan Jardin

CARRIED

3. DISCLOSURE OF CONFLICT OR PECUNIARY INTEREST – None.

4. APPROVAL OF CONSENT AGENDA (FROM SEPTEMBER 22, 2025, MEETING)

THAT the Board of Directors approve the Consent Agenda No. 07 -2025 for September 22, 2025.

Moved by: Joan Jardin

Seconded by: Paul Smith

CARRIED

5. CONFIRMATION OF MINUTES (FROM SEPTEMBER 22, 2025, MEETING)

THAT the minutes of the Kingston & Frontenac Housing Corporation Meeting No. 06-2025 held on June 23, 2025, be confirmed.

Moved by: Joan Jardin

Seconded by: Bryan Hamberg

CARRIED

6. APPROVAL OF AGENDA

THAT the Board of Directors approve Agenda No. 09-2025 for the October 27, 2025, meeting.

Moved by: Bryan Hamberg

Seconded by: Joan Jardin

CARRIED

7. CONSENT AGENDA

THAT the Board of Directors approve the Consent Agenda No. 09 -2025 for October 27, 2025.

Moved by: Joan Jardin

Seconded by: Bryan Hamberg

CARRIED

8. Proposed RGI Capital Budget 2026-2029

THAT the Board of Directors remove “Proposed RGI Capital Budget 2026-2029” from the consent agenda and approve the Proposed RGI Capital Budget 2026-2029

Move: Bryan Hamberg

Second: Joan Jardin

CARRIED

9. CONFIRMATION OF MINUTES

THAT the minutes of the Kingston & Frontenac Housing Corporation Meeting No. 07-2025 held on September 22, 2025, be confirmed.

Moved by: Joan Jardin

Seconded by: Paul Smith

CARRIED

10. CONFIRMATION OF MINUTES FOR SPECIAL MEETING 08-2025 – OCTOBER 7, 2025

a. Electronic Payment Limit Increase

THAT the Board of Directors approves KFHC to pay HSC Insurance invoice through electronic payment and authorizing the financial limit for payments to increase to \$100,000 and that payments over this amount must first be reported to the Board of Directors.

Moved by: Bryan Hamberg

Seconded by: Paul Smith

CARRIED

11. REPORTS FOR APPROVAL

a. STRATEGIC PLAN KEY MILESTONES & 5-YEAR PLAN

THAT the Board of Directors receives the progress report on the achievements of the Strategic Plan Key Milestones & 5-Year Plan on the recommendation of the Governance, Human Resources & Strategy Committee.

Moved by: Bryan Hamberg

Seconded by: Joan Jardin

CARRIED

b. INVESTMENTS AND AUTHORITY DELEGATION

THAT the Board of Directors approves the CEO and Director of Finance and Operations to have the authority and oversight of all KFHC investments and if required to open new investment accounts, move investments from one institution to another and to purchase and sell investments; **and**

THAT the Board of Directors approves Kingston & Frontenac Housing Corporation (QMR)/(40 Cliff)/(Princess)/(Wright) to open a Social Housing Investment Funds account with the principal distributor of such funds, Worldsource Financial Management Inc. and furtherance thereof that the Corporation execute and become a party to the Social Housing Investment Funds account agreement; and that directors of the Corporation, authorize the officers, the CEO and Director of Finance the authority to execute the agreement on behalf of the Corporation.

Moved by: Joan Jardin

Seconded by: Bryan Hamberg

CARRIED

12. REPORTS FOR INFORMATION

a. CEO Update and Standard Reports

THAT the Board of Directors receive the CEO's report for information

Moved by: Paul Smith

Seconded by: Bryan Hamberg

CARRIED

13. IN CAMERA MEETING

Moved by: Joan Jardin

Seconded by: Bryan Hamberg

CARRIED

14. MEETING OBSERVER FEEDBACK

The meeting was interactive with board and staff. Good and respectful exchanges. Knowledge and details on transitions of responsibilities. Complete mid-year update on plan. Effective and consistent interaction and evaluations. Good discussions and questions. Good communication with tenants at Eldon Hall who are getting above guideline increase. Motion from investment company to authorize KFHC showed good governance.

15. CEO EVALUATIONS

- a.** To be sent out electronically and to be completed by November 7, 2025. Send to EOA David Kelly to collate.

16. DATE OF NEXT MEETING

The next meeting of the Kingston & Frontenac Housing Corporation is scheduled to be held on Monday, November 24, 2025, at 12:30 p.m., in the Boardroom, 119 Van Order Drive.

17. ADJOURNMENT

The meeting was adjourned at 1:45 p.m.

Liz Schell
Board Chair

Mary Lynn Cousins Brame
CEO