

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 01-2026
January 26, 2026, 12:30 p.m. Location: KFHC Board Room**

Bryan Hamberg, Director

Liz Shell, Ex-Officio (Past Chair)

Councillor Gregory Ridge, Director

Joan Jardin, Director

Nancy South, Director

Aaron St. Pierre, Director

Paul Smith, Director

Mary Lynn Cousins Brame, CEO

David Kelly, EOA

Regrets – Councillor Brandon Tozzo

Rajesh Kumar, Director

1. MEETING TO ORDER- Vice-Chair Joan Jardin called the meeting to order at 12:34 p.m.

2. APPOINTMENT OF MEETING OBSERVER

THAT the Board Chair appoints Liz Schell as the meeting observer for January 26, 2026, Board meeting.

3. DISCLOSURE OF CONFLICT OR PECUNIARY INTEREST - NONE

4. APPROVAL OF AGENDA

THAT the Board of Directors approve Agenda No.01-2026 for the January 26, 2026, meeting.

Move by: Bryan Hamberg

Seconded by: Councillor Gregory Ridge

CARRIED

5. CONSENT AGENDA

THAT the Board of Directors approve the Consent Agenda No. 01-2026 for January 26, 2026, meeting.

Move by: Paul Smith

Seconded by: Bryan Hamberg

CARRIED

6. CONFIRMATION OF MINUTES

THAT the minutes of the Kingston & Frontenac Housing Corporation Meeting No. 13-2025 held on December 15, 2025, be approved.

Moved by: Bryan Hamberg

Seconded by: Nancy South

CARRIED AS AMENDED

7. BUSINESS ARISING - None

8. NEW BUSINESS

a) ELECTIONS Board Chair and Vice Chair

Moved by: Joan Jardin

Seconded by: Nancy South

THAT the Board of Directors holds elections for Board Chair and Vice Chair.

THAT the CEO declared nominations open for Board Chair.

THAT Bryan Hamberg be nominated for Board Chair.

THAT there being no further nominations, nominations were closed. Bryan Hamberg was elected Board Chair by acclamation.

THAT the Board Chair declared nominations open for Board Vice Chair.

THAT Joan Jardin be nominated for Board Vice Chair.

THAT there being no further nominations, nominations were closed. Joan Jardin was elected Board Vice Chair by acclamation.

b) COMMITTEE APPOINTMENTS

THAT the Board of Directors make appointments to the Finance, Audit & Administration Committee and Governance, Human Resource & Strategy Committee and Stakeholder Committee.

THAT Gregory Ridge, Bryan Hamberg, and Joan Jardin are appointed to the Finance, Audit and Administration Committee.

Moved by: Paul Smith

Seconded by: Nancy South

THAT Paul Smith, Nancy South, Bryan Hamberg, Joan Jardin are appointed to the Governance, Human Resource and Strategy Committee.

Moved by: Councillor Gregory Ridge

Seconded by: Aaron St. Pierre

THAT Bryan Hamberg, Paul Smith, Aaron St. Pierre, Joan Jardin are appointed to the Stakeholder Committee.

Moved by: Councillor Gregory Ridge

Seconded by: Nancy South

CARRIED

c) SECRETARY-TREASURER

THAT the Board of Directors appoint the CEO as Secretary-Treasurer and approve the Chair, Vice-Chair, and CEO as signing authorities for the Corporation for 2026.

Moved by: Nancy South

Seconded by: Paul Smith

CARRIED

d) 2026 Board of Directors and Officers

THAT the Board of Directors approve the slate of officers and terms for 2026.

Moved by: Councillor Gregory Ridge

Seconded by: Aaron St. Pierre

CARRIED

9. IN CAMERA MEETING

THAT the Board of Directors move into close session.

Moved by: Nancy South

Seconded by: Councillor Gregory Ridge

CARRIED

10. RISE AND REPORT

THAT the Board of Directors will host stakeholders from the City of Kingston to discuss KFHC's Operational Review on February 23, 2026, at 1:00 P.M. during the next Board of Directors meeting.

Moved by: Paul Smith

Seconded by: Aaron St. Pierre

CARRIED

11. MEETING OBSERVER FEEDBACK

Ex-Officio Liz Schell observed friendly introductions, and efficient election process. Great discussions and questions with all members involved.

12. DATE OF NEXT MEETING

The next meeting of the Kingston & Frontenac Housing Corporation is scheduled to be held on February 23, 2026.

ADJOURNMENT

The meeting was adjourned at 1:26 p.m.

Bryan Hamberg
Board Chair

Mary Lynn Cousins Brame
CEO