

MEETING MINUTES

Meeting:	BOARD OF DIRECTORS MEETING		
Date of Meeting:	July 16, 2026	Time:	9:00 AM
Minutes Prepared By:	Barinder Lalli	Location:	Microsoft Teams

ATTENDEES

Participating Board of Directors:

Acting Vice-President Dean Gladue
 Minister Louis De Jaeger
 Minister Paulette Flamond
 Minister Raynie Gervais
 Minister Danielle Bergevin
 Minister Carmen Carriere

Participating Staff (for all or a portion of the meeting):

Colleen Hodgson, Acting Chief Executive Officer
 Jas Rehal, Acting Chief Operating Officer
 Barinder Lalli, Board Operations Manager

Regrets:

Interim President Melanie Allard
 Minister Debra Fisher
 Minister Patrick Harriott
 Minister Susie Hooper
 Minister Allan Lavallee

1. Welcome/Call to Order/Opening Prayer

The Acting Vice-President called the meeting to order at 9:05 AM. Minister Gervais provided an opening prayer.

2. Motion to Waive Notice

MOTION:

MOVED: Minister De Jaeger

SECONDED: Minister Carriere

RESOLVED:

WHEREAS:

1. A time sensitive matter that presents significant risk to MNBC has arisen, and requires immediate action by the Board;
2. Failure of the Board to consider this matter could be perceived as a breach of members' fiduciary duty to MNBC and Citizens;
3. Staff are hired to work in the best interests of MNBC, regardless of who is on the board, and have their own duty to protect MNBC;
4. Staff have taken administrative action to set up a Board meeting to consider this significant matter.

THEREFORE BE IT RESOLVED THAT:

- A. The MNBC Board of Directors, acknowledging that this meeting was convened administratively by staff, hereby ratifies, confirms, and adopts the calling of this meeting as an exercise of the authority of a majority of the Board of Directors pursuant to Article 19 of the MNBC Constitution.



- B. Any administrative or procedural steps taken by staff to convene this meeting are hereby ratified and confirmed as having been undertaken on the direction and with the authority of the majority of the MNBC Board of Directors.
- C. The MNBC Board of Directors determine that the matter before this meeting, being a legal letter dated July 14, 2026, from Hall & Larocque LLP on behalf of certain Board members, raising governance concerns and setting out legal demands with a response deadline of July 24, 2026, is urgent and time-sensitive and requires the immediate consideration of the Board of Directors.
- D. The Board confirms that this meeting was duly called by a majority of the Board of Directors in accordance with Article 19 of the MNBC Constitution, and hereby waives Notice of the meeting.

CARRIED UNANIMOUSLY

3. Meeting Moves In-Camera

MOTION:

MOVED: Minister De Jaeger

SECONDED: Minister Gervais

RESOLVED:

WHEREAS:

THAT the meeting move in-camera pursuant to following subsection of Board Policy Manual Policy D-1:

- F. Litigation or potential litigation affecting MNBC.

CARRIED UNANIMOUSLY

The meeting moved in-camera at 9:10 AM. The meeting moved out of in-camera at 10:17 AM.

4. Adjournment

The meeting adjourned by consensus at 10:19 AM.

Approval Sheet

Approved by: Melanie Allard Interim President

Approved by: Paulette Hamond Secretary

Date: August 24, 2026