

**MINUTES OF THE BOARD OF DIRECTORS' MEETING**  
**CO-OPERATIVE HOUSING PROGRAMS ADMINISTRATION AGENCY –**  
**AGENCE D'ADMINISTRATION DES PROGRAMMES D'HABITATION**  
**COOPÉRATIVE DU CANADA**

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**1. CALL TO ORDER**

The Board of Directors meeting was convened on August 9, 2004 at 12:57 p.m.

Present were:

Peter Crawford  
Carol Davis  
Ray Hession  
Barb Millsap  
Stuart Thomas  
Alexandra Wilson, member representative

constituting a quorum of the Board. Jill Kelly was unable to attend and sent her regrets.

With the approval of the directors present, Laird Hunter acted as Chairperson and Christine Seguin recorded the minutes.

**2. APPOINTMENT OF OFFICERS**

**BE IT RESOLVED THAT** the following persons be appointed as officers of the Agency

Ray Hession as President  
Jill Kelly as Vice-President  
Peter Crawford as Treasurer  
Laird Hunter as Secretary.

With the directors' agreement, the chair was turned over to the Agency's new president, Ray Hession.

**3. AGENCY NAME**

The directors confirmed the name of the agency, as registered.

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**4. APPOINTMENT OF AUDITOR**

The directors agreed to recommend the firm Marcil, Lavallée of Ottawa to the Agency's member to serve as auditor of the Agency until the Agency's next annual meeting.

**6. ARRANGEMENTS WITH CHF CANADA**

**(a) Agency Information System**

Directors were advised that it has been agreed with CMHC that CHF Canada will develop the portfolio-management information system required to support the Agency's business and lease it to the Agency over an appropriate period on normal commercial terms. The lease period is not expected to exceed 36 months and may be shorter. CHF Canada has identified appropriate contractors to develop the system under its direction.

Directors were advised that CHF Canada plans to bring an agreement to lease for the information system to the Agency's next board meeting, for approval. As final costs for the system will not be known at that time, the agreement to lease will set out the basis on which the value of the lease will be determined.

The directors discussed the need to specify who the chief user of the system will be, and therefore, who should ultimately own the system and take responsibility for its continuing development, and to confirm what the system requirements/deliverables are before an agreement can be signed, what the acceptance criteria will be, and what the formal acceptance procedure will be. Alexandra will address these questions for the next board meeting.

**(b) Agency Start-up**

The Board confirmed CHF Canada's role as project manager during the Agency start-up period.

**7. AGENCY IMPLEMENTATION PLAN**

Alexandra provided the directors with a review of the implementation plan, noting that the plan is not yet final. She indicated that CHF Canada's objective is to have a start-up agreement with CMHC in hand by September 10, when the CHF Canada Board of Directors will be meeting.

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She advised directors that the implementation plan will be revised (some level of detail removed, assumptions in the plan made explicit, and detailed dates for CMHC responses in order to achieve deadlines set out) and then presented to CMHC.

**8. SERVICE MIGRATION PROPOSAL**

Directors discussed CHF Canada's proposal respecting the phased migration of services from CMHC to the Agency. Concern was expressed that CMHC is seeking gated phases, with tangible benefits to be achieved in each phase before the next phase is entered into, rather than focusing on capacity-building as a precedent to progressing from one phase to the next, and that no meaningful baseline data exists against which to measure the realization of benefits. It was agreed that expected agency outcomes should be presented to CMHC as continuous improvements.

Alexandra will provide Ray with contact information for Dino Chiesa, acting chair of the CMHC board, and Ray will try to set up a meeting with Dino to discuss this matter, as soon as possible.

**9. BOARD MEETING SCHEDULE**

The directors confirmed a schedule of meetings for the next year. It was noted that Ray Hession would be unavailable for the January meetings due to personal commitments.

There being no further business to conduct, the chairperson, Ray Hession, declared the meeting closed at 2:24 p.m. EDT on Monday, August 9, 2004.

**CERTIFIED** to be the minutes of a meeting of the Board of Directors of Co-operative Housing Programs Administration Agency – Agency d'administration des programmes d'habitation coopérative du Canada held on August 9, 2004.

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Ray Hession, Chairperson

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Christine Seguin, Recording Secretary

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