



## BOARD OF DIRECTORS MEETING

# MINUTES

May 30, 2022

11:33 a.m. – 1:52 p.m.

*Virtual meeting via Zoom due to Pandemic*

**Attendees:** David Hennick, Chair      Toni Kovach      Father David Wilhelm  
Jackie Bajus      Nora Melara-Lopez      Arthur Smith  
Michelle Rodney      Claudette Mikelsons      Gary Warner  
Rosaline Dean      Konstantine Ketsetzis      Konstantine Ketsetzis

**Recorder:** Kristin Prince, Staff

**Regrets:** Melissa Button      Anthony Frisina      Samidha Singhal  
John Spatazzo

**Staff:** Rocco Gizzarelli, Executive Director  
Donna Zan, Director of Child Welfare Services  
Scott MacPhee, Director of Finance  
Krystal Buxo, Service Director, Permanency  
Marlene Dei-Amoah, Service Director, Equity, Diversity, Inclusivity  
Trevor Allen, Service Director Protection  
Renu Manocha, Director of Human Resources  
Roger Ali, Director of Fund Development & Communications  
Courtney Hall, Quality Assurance Supervisor

**Guest(s):** Phillip Jeffrey, Nominee Board Member

Item	Description
1.0	<b>CALL TO ORDER</b> The Chair called the meeting to order at 11:33 a.m.
1.1	<u>Reflection</u> Nora Melara-Lopez provided a reflection to open the meeting.
1.2	<u>Land Acknowledgement</u> Arthur Smith read the Land Acknowledgement.
1.3	<u>Equity Placemat</u> - The Chair spoke to the Equity Lens that the Board will use in its deliberations on agency business. The Chair asked the Board to keep in mind the Equity lens throughout the meeting.

- | <b>Item</b> | <b>Description</b>  |
|-------------|---|
| <b>2.0</b>  | <b>REVIEW AND APPROVAL OF THE AGENDA</b><br>The agenda was approved as presented.   |
| <b>3.0</b>  | <b>DECLARATION OF CONFLICT OF INTEREST</b><br>There were no conflicts of interest declared.   |
| <b>4.0</b>  | <b>REVIEW AND APPROVAL OF MINUTES</b>   |
| 4.1         | The Minutes of the April 25, 2022, Board of Director's meeting were approved as presented.  |
| <b>5.0</b>  | <b>PRESENTATIONS</b>  |
| 5.1         | <u>Human Resources Presentation</u><br>The Director of Human Resources presented the annual review of human resources and reported on annual compliances. The Director discussed the 'Right to Disconnect' policy, post-COVID return to work, and confirmed that a new Human Resources Management System is being implemented.  |
| 5.2         | <u>Balanced Scorecard Presentation</u><br>The Quality Assurance Supervisor presented a high-level overview of the results of the Balanced Scorecard survey. The agency continues to focus on improving survey engagement.<br><br>The agency is working on connecting Black African Canadian youth with community and cultural groups in the city as well as recruiting more racialized families to become caregivers. |
| <b>6.0</b>  | <b>CONSENT AGENDA</b>   |
| 6.1         | Monthly Financial Attestation   |
| 6.2         | Nominations Ct. May 4, 2022 Minutes   |
| 6.3         | Fundraising Ct. May 10, 2022 Minutes  |
| 6.4         | Governance Ct. May 19, 2022 Minutes   |
| 6.5         | Sector Update: Progress to Date Placemat  |
| 6.6         | Sector Update: What We Have Heard   |
| 6.7         | Issue Note: Investigative Reporting on Child Welfare & Outside Paid Resources in Ontario  |
| 6.8         | Power and Privilege in Community Work Poster  |
| 6.9         | Audit and Finance Ct. May 25, 2022 Minutes  |

On motion by Gary Warner and seconded by Father David Wilhelm it was resolved  
THAT:  
**The Consent Items are approved as presented.**  
CARRIED.

- Item**                      **Description**
- 7.0**                              **COMMITTEE REPORTS**
- 7.1                              Nominations Committee Report
- 7.1.1                           *Slate of Board Directors for 2022-2023 Term*  
Rosaline Dean presented the Nominations Committee report to the Board.
- On motion by Rosaline Dean and seconded by Konstantine Ketsetzis it was resolved THAT:  
**The Board approves the slate of members for the Board of Directors 2022-2023 term as presented; and further recommends the resolution of this Board of Director List at the Annual General Meeting in June 2022:**
- |                               |                          |
|-------------------------------|--------------------------|
| Ms. Jacqueline (Jackie) Bajus | Ms. Nora Melara-Lopez    |
| Ms. Melissa Button            | Mrs. Claudette Mikelsons |
| Mr. Anthony Frisina           | Ms. Michelle Rodney      |
| Mr. David Hennick             | Ms. Samidha Singhal      |
| Mr. Phillip Jeffrey           | Mr. Arthur Smith         |
| Mr. Konstantine Ketsetzis     | Dr. Gary Warner          |
| Ms. Antonietta (Toni) Kovach  | Father David Wilhelm     |
- CARRIED.
- 7.1.2                           *Board Committee Appointments*  
The Nominating Committee Chair reviewed and received approval on the proposed committee membership slate for the 2022-2023 board term.
- 7.2                              Fundraising Committee Report  
The Executive Director reviewed the Fundraising Report with the Board.
- 7.3                              Audit & Finance Committee Report  
Arthur Smith presented the Audit and Finance Report to the Board and reviewed the documents listed under 7.3.1, 7.3.2, and 7.3.3.
- 7.3.1                           Audit Findings Letter
- 7.3.2                           Management Letter
- 7.3.3                           F2022 Draft Audited Financial Statements
- On motion by Arthur Smith and seconded by Konstantine Ketsetzis it was resolved THAT:  
**The Board approves the Draft Audited Finance Statements for the fiscal period ending March 31, 2022.**  
CARRIED
- 7.4                              Governance Committee Report  
The Governance Committee Chair presented the Governance Committee report to the Board.

- | <b>Item</b> | <b>Description</b>  |
|-------------|---|
| 7.4.1       | <p><u><i>tng Consultants' Governance Indicator Results</i></u><br/>The committee reviewed the results of tng Consultant's survey and extracted four (4) initiatives to be incorporated into the Board work plan for the 2022-2023 board term, which are:</p> <ol style="list-style-type: none"><li>1. Board develops a plan to support the new Executive Director.</li><li>2. Board conducts a full retreat on governance with tng Consultants.</li><li>3. Board engages in Sexual Orientation, Gender Identity and Expression (SOGIE) training as noted in previous meetings.</li><li>4. Board engages in a conversation about the equity audit with Tina Lopes.</li></ol> |
| 7.4.2       | <p><u><i>Board Meetings</i></u><br/>On motion by Toni Kovach and seconded by Gary Warner, it was resolved THAT: <b>The Board approves the 2022-2023 board meeting schedule for September to June to be the last Monday of each month at 11:30 a.m.-1:30 p.m. with a return to in-person meetings.</b><br/>CARRIED.</p>  |
| 7.4.3       | <p><u><i>Board Policies</i></u><br/><u><i>1.2.6 Directors and Officers Liability Insurance Policy</i></u><br/>On motion by Toni Kovach and seconded by Rosaline Dean, it was resolved THAT: <b>The Board approves the Board 1.2.6 Directors and Officers Liability Insurance Policy to stand as presented.</b><br/>CARRIED.</p> <p><u><i>1.2.7 Director Compensation and Expense Policy</i></u><br/>On motion by Toni Kovach and seconded by Rosaline Dean, it was resolved THAT: <b>The Board approves the Board 1.2.7 Director Compensation and Expense Policy as amended.</b><br/>CARRIED.</p>   |
| <b>8.0</b>  | <p><b>FINANCE</b></p>   |
| 8.1         | <p><u><i>Statement of Operations ending April 30, 2022</i></u><br/>The Director of Finance reviewed the agency's statement of operations and advised the Board that there has been an increase in admissions to care that has increased the boarding costs to the agency. The new admissions have complex care needs requiring specialized placements in outside resources that have increased agency expenditures, projecting a significant deficit. Staff are endeavouring to find foster homes or kinship placements if/when appropriate. If successful, this would alleviate the financial burden that is projected.</p>  |
| <b>9.0</b>  | <p><b>ACCOUNTABILITY ITEMS</b></p>  |
| 9.1         | <p><u><i>Identity Based Dashboard</i></u><br/>The Board reviewed the dashboard as part of its monthly accountability.</p>   |

Item	Description
9.2	<u>2022-2023 CCASH Business Plan</u> The Catholic Children's Aid Society of Hamilton's 2022-2023 Business Plan was presented and reviewed by the Board and will be posted on the agency website as required under the Broader Public Sector Accountability Act.
9.3	<u>Balanced Score Card Infographics</u> The Balanced Scorecard Infographics were shared with the Board.
<b>10.0</b>	<b>BOARD CHAIR REPORT</b> Recruitment for the Executive Director is progressing and expected to be concluded in the coming weeks.
<b>11.0</b>	<b>REPORT OF THE EXECUTIVE DIRECTOR</b> The Executive Director spoke to the <i>Service Delivery to First Nations Families</i> letter the agency received from the Chiefs of eight First Nations regarding service delivery to First Nations families regarding Bill C-92. This letter is to be shared with the Ministry of Children, Community and Social Services and the agency will await the Ministry's feedback to help inform next steps in addressing the concerns expressed in the letter. This letter serves as a reminder to the Board and agency of its accountability to the First Nations, Métis and Inuit people and Bill C-92 legislative obligations. On motion by David Hennick and seconded by Nora Melara-Lopez it was resolved THAT: <b>The Board receive the Executive Director's Report for May 2022.</b> CARRIED.
<b>12.0</b>	<b>IN CAMERA</b> On motion by Gary Warner and seconded by Jackie Bajus it was resolved THAT: <b>The Board moved In Camera.</b> CARRIED.
<b>13.0</b>	<b>ADJOURNMENT</b> The chair adjourned the meeting at 1:52 p.m.



David Hennick, Board Chair



Kristin Prince, Recording Secretary