



BOARD OF DIRECTORS MEETING

MINUTES

November 28, 2022

11:32 a.m. – 1:35 p.m.

Zoom

Attendees: Toni Kovach, Chair

Jackie Bajus

Claudette Mikelsons

Arthur Smith

David Hennick

Michelle Rodney

Father David Wilhelm

Nora Melara-Lopez

Samidha Singhal

Gary Warner

Recorder: Filomena D'Amico, Staff

Regrets: Melissa Button

Phillip Jeffrey

Anthony Frisina

Konstantine Ketsetzis

Staff:

Donna Zan, Executive Director

Trevor Allen, Service Director Protection

Scott MacPhee, Director of Finance

Krystal Buxo, Service Director, Permanency

Marlene Dei-Amoah, Service Director, Equity, Diversity, Inclusivity

Renu Manocha, Director, Human Resources

Roger Ali, Director, Fund Development & Communications

Courtney Hall, Supervisor, Quality Assurance

Item	Description
1.0	CALL TO ORDER The chair called the meeting to order at 11:32 a.m.
1.1	<u>Reflection</u> Gary Warner provided a reflection to open the meeting.
1.2	<u>Land Acknowledgement</u> Nora Melara-Lopez read the Land Acknowledgement.
1.3	<u>Equity Placement</u> The Chair spoke to the Equity Lens that the Board would use in its deliberations on agency business. The Chair asked the Board to keep in mind the Equity lens throughout the meeting.
2.0	REVIEW AND APPROVAL OF THE AGENDA The agenda was approved as presented.

- | Item | Description |
|-------------|---|
| 3.0 | DECLARATION OF CONFLICT OF INTEREST
There were no conflicts of interest declared. |
| 4.0 | REVIEW AND APPROVAL OF MINUTES |
| 4.1 | The minutes of the October 31, 2022, Board of Director Meeting were approved as amended.
Amendment: Claudette Mikelsons was absent from the meeting |
| 5.0 | CONSENT AGENDA |
| 5.1 | CCASH Monthly Financial Attestation – ending October 31, 2022 |
| 5.2 | Governance Ct. November 3, 2022 Minutes |
| 5.3 | Audit & Finance Ct. Terms of Reference |
| 5.4 | Audit & Finance Ct. November 16, 2022 Minutes |
| 5.5 | Board to Board October 2022 |
| 5.6 | Fundraising Ct. November 23, 2022 Minutes |
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On motion by David Hennick and seconded by Michelle Rodney, it was resolved THAT:
The Consent items are approved as presented.
CARRIED |
| 6.0 | PROPOSED MOTIONS |
| 6.1 | <u>Audit & Finance Committee</u>
The Committee Chair presented the September 2022 Operations Statement and the Year-end Projections and a revised Expenditure Management Plan noting that due to significant changes in expenses, the budget deficit has increased after accounting for the total Balanced Budget Fund. |
| 6.1.1 | <u>Memo: Revised Expenditure Management Plan/Budget for 2022/2023</u>
<u>2022-23 CCASH Budget Allocation</u>
<u>Non-Child Welfare Budget ending March 2023</u>

On motion by Arthur Smith and seconded by Claudette Mikelsons, it was resolved THAT:
The Board approves the 2022-23 final Expenditure Management Plan (Budget) and the Non-Child Welfare Budgets submission as presented and due to the Ministry by December 14, 2022.
CARRIED |
| 6.2 | <u>Governance Committee</u> |
| 6.2.1 | 2.1.3 Governance Disclosure Policy
2.1.5 Committee Structure Policy |

Item	Description
	<p>On motion by Michelle Rodney and seconded by Gary Warner, it was resolved THAT:</p> <p>That the Board approves the Board policies as follows:</p> <ul style="list-style-type: none">• 2.1.3 Governance Disclosure as presented.• 2.1.5 Committee Structure as amended. <p>CARRIED.</p>
6.2.2	<p><u>Memo: Strategic Plan 2023</u></p> <p>The Board, in consultation with the Executive Director, develops a Strategic Plan every three (3) to five (5) years which articulates the goals and priorities of the organization. The current Strategic Plan is in place until 2023. Several financial constraints are impacting the agency, and the Board discussed how to prepare a strategic plan under these constraints.</p> <p>The Strategic Plan Memo presented to the Board outlined options for approaching renewal of the strategic plan. After a fulsome discussion, the consensus was to complete a limited strategic plan refresh in 2023 with the participation of Board members, employees, and community partners. A full strategic planning process was deferred to 2024.</p> <p>The Board Directors were reminded of the Board Retreat scheduled for December 10, 2022.</p>
7.0	FINANCE
7.1	<u>Statement of Operations</u>
	<p>The Director of Finance presented the October Operating Statement and noted the Society is in a deficit position.</p>
8.0	ACCOUNTABILITY ITEMS
8.1	<u>Identity-Based Dashboard</u>
	<p>The Board reviewed the dashboard as part of its monthly accountability.</p>
8.2	<u>Report: Risk Management (semi-annual report)</u>
	<p>The Executive Director reviewed the report highlighting areas where the risk level had changed.</p>
8.3	<u>Memo: WrapAround Services</u>
	<p>The Executive Director reviewed the community partnership with Shalem Mental Health Network and its WrapAround program. The program is a community-based outreach program that helps families with complex needs and who have not had success with traditional services. Some of the positive outcomes of the program were reviewed.</p>

Item	Description
	<p>It was expected that WrapAround would be funded as a prototype by the Ministry, but this has not occurred. The focus of the Bishop Crosby Fund for Children, Youth, and Families align with WrapAround services.</p> <p>On motion by Father David Wilhelm and seconded by Claudette Mikelsons, it was resolved THAT: The Board approves the Catholic Children's Aid Society of Hamilton utilizing the Bishop Crosby Fund in the amount of 70,000 for the "WrapAround" community support program that is delivered by Shalem Mental Health Network for the period April 1, 2022 to March 31, 2023 if funding is not provided by the Ministry given the current financial situation.</p> <p>CARRIED</p>
9.0	<p>BOARD CHAIR REPORT</p> <p>The Board Chair provided her report highlighting the following:</p> <ul style="list-style-type: none">• The meeting with the Program Supervisor focused on the agency's financial pressures and systemic issues.• Attending the Board President's Webinar on the themes of systems change, allyship, and the role of governors and Executive Directors in moving these changes forward.• Participating in a professional development meeting regarding Board meeting structures.
10.0	<p>REPORT OF THE EXECUTIVE DIRECTOR</p> <p>The Executive Director highlighted from her report the receipt of funds supporting the Youth Prevention program, attending the in-person meeting of the Council of Catholic Service Organization, the Ministry's Children in Extended Society Care Review is scheduled for January 2023, and the Give the Gift of Joy holiday Campaign has commenced.</p> <p>The Board Chair congratulated the agency for its recognition from Canada's Top 100 Employers as <i>One of Hamilton-Niagara's Top Employers for 2022.</i></p> <p>On motion by Gary Warner and seconded by Jackie Bajus, it was resolved THAT: The Board receives the Executive Director's Report for November 2022.</p> <p>CARRIED</p>
11.0	<p>IN CAMERA</p>

Board of Directors Minutes
November 28, 2022

Item	Description
	On motion by Claudette Mikelsons and seconded by Jackie Bajus, it was resolved THAT: The Board moves IN CAMERA. CARRIED
12.0	ADJOURNMENT The Chair adjourned the meeting at 1:35 p.m.



Toni Kovach, Board Chair



Filomena D'Amico, Recording Secretary