



## BOARD OF DIRECTORS MEETING

### MINUTES

June 12, 2023

11:33 a.m. – 1:21 p.m.

*Hybrid*

**Attendees:** Toni Kovach, Chair      Konstantine Ketsetzis      Arthur Smith  
Jackie Bajus      Nora Melara-Lopez      Father David Wilhelm  
Anthony Frisina      Michelle Rodney      Gary Warner  
Phillip Jeffrey      Samidha Singhal

**Recorder:** Kristin Prince, Staff

**Regrets:** Melissa Button (LOA)      David Hennick

**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

**Guests:** Cheryl Pinto, Ministry Program Supervisor  
Courtney Hall, Supervisor, Quality Assurance

Item	Description
1.0	<b>CALL TO ORDER – 11:33 A.M.</b>
1.1	<u>Reflection</u> Phillip Jeffrey opened the meeting with a reflection.
1.2	<u>Land Acknowledgement</u> Father David Wilhelm read the Land Acknowledgement.
1.3	<u>Equity Placement</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.
2.0	<b>REVIEW AND APPROVAL OF THE AGENDA</b> The agenda was approved as presented.

- | <b>Item</b> | <b>Description</b>  |
|-------------|---|
| <b>3.0</b>  | <b>DECLARATION OF CONFLICT OF INTEREST</b><br>No conflicts were declared.   |
| <b>4.0</b>  | <b>REVIEW AND APPROVAL OF MINUTES</b>   |
| 4.1         | The minutes of the April 24, 2023 Board of Director Meeting were approved as presented.   |
| <b>5.0</b>  | <b>CONSENT AGENDA</b>   |
| 5.1         | CCASH Monthly Financial Attestation – April & May 2023  |
| 5.2         | Governance Cte. May 4, 2023 Minutes   |
| 5.3         | Nominating Cte. May 26, 2023 Minutes  |
| 5.4         | Audit & Finance Cte June 1, 2023 Minutes  |
| 5.5         | Identity Based Dashboard May 2023   |
| 5.6         | Identity Based Dashboard June 2023  |
| 5.7         | Report of the Executive Director June 2023  |
| 5.8         | Board to Board – April 2023   |
| 5.9         | Family Service Groups in Ontario Struggling - Hamilton Spectator Article  |
| 5.10        | Thank you Letter to D. Zan - Ready, Set, Go (RSG) program.  |
| 5.11        | tng Consultants' Governance Indicator Survey Results  |
| 5.12        | OIS-2023 Hamilton CCAS  |
| 5.13        | April Operating Statement   |
|             | <br>On motion by Jackie Bajus and seconded by Michelle Rodney it was resolved THAT:<br><b>The Consent Items are approved as presented.</b><br>CARRIED.  |
| <b>6.0</b>  | <b>MINISTRY UPDATES</b>   |
| 6.1         | <u>Ministry Updates</u><br>The Ministry Program Supervisor provided updates from the ministry regarding changes to the Ontario Fire Code and provided a notice to the board for public consultation. The Ministry is facilitating public consultation for 45 days. Looking to strengthen fire safety.<br><br>The ministry discussed its intention to strengthen its employment services for youth leaving care. Mentorship will begin in grade 11 with apprenticeship skills being provided for youth seeking any apprenticeship opportunities. |
| <b>7.0</b>  | <b>COMMITTEE WORK REQUIRING INPUT OR DECISION</b>   |
| 7.1         | <u>Governance Committee</u>   |
| 7.1.1       | <u>tng Consultants' Governance Indicator Survey Results</u>   |

**Item**                    **Description**  
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 2023-2024 board term, which are:

- Governance training remains an ongoing priority. Directors must continue to develop their understanding of their role in governance while remaining focused on the family centric work taking place at the agency.
- Trauma Informed Care Training for Board members.
- The Board of Director’s has a better understanding of the issues that families, children, and youth face related to diversity, equity, inclusion and anti-racism and how the organization is addressing overrepresentation.
- Ensure community outreach is being done with all equity deserving groups who receive service.

7.1.2 Draft Code of Conduct

On motion by Michelle Rodney and seconded by Fr. David Wilhelm it was resolved THAT:  
**That the Board approves the Draft Code of Conduct as presented.**  
CARRIED.

7.1.3 2023-2024 Board Meeting Schedule

On motion by Fr. David Wilhelm and seconded by Nora Melara-Lopez it was resolved THAT:  
**The Board approves the 2023-2024 Board meeting schedule to alternate between Board business meetings and Board development meetings from September to June, and for these meetings to take place on the last Monday of each month from 11:30 a.m.-1:30 p.m.**  
CARRIED.

Recorded Vote:

**Yes** – Jackie Bajus, Phillip Jeffrey, Nora Melara-Lopez, Gary Warner, Fr. David Wilhelm, Samidha Singhal, Toni Kovach  
**No** – Anthony Frisina, Michelle Rodney  
**Abstain** – Arthur Smith

7.2 Nominating Committee

7.2.1 Slate of Board Directors for 2022-2023 Term

On motion by Jackie Bajus and seconded by Gary Warner it was resolved THAT:  
**The Board approves the slate of members for the Board of Directors 2023-2024 term as presented; and further recommends the resolution of this Board of Director List at the Annual General Meeting in June 2023:**

Item	Description	
	<i>Ms. Jacqueline (Jackie) Bajus</i>	<i>Ms. Nora Melara-Lopez</i>
	<i>Ms. Melissa Button</i>	<i>Ms. Michelle Rodney</i>
	<i>Mr. Anthony Frisina</i>	<i>Ms. Samidha Singhal</i>
	<i>Mr. Phillip Jeffrey</i>	<i>Dr. Gary Warner</i>
	<i>Mr. Konstantine Ketsetzis</i>	<i>Father David Wilhelm</i>
	<i>Ms. Antonietta (Toni) Kovach</i>	<i>Mr. Giovanni Carranza</i>
	CARRIED.	

7.2.2 Board Committee Appointments

The Chair of the Nominating Committee presented the committee appointment listing to the board.

7.3 Audit & Finance Committee

7.3.1 Audit Findings Letter

7.3.2 Management Letter

7.3.3 Audited Financial Statements

The Audit and Finance Committee Chair and the Director of Finance presented a summary of the agency's annual financial documents for the Board.

On Motion by Arthur Smith and seconded by Fr. David Wilhelm it was resolved THAT:

***The Audit and Finance Committee recommends that the Board approves the Draft Audited Financial Statements for the fiscal period ending March 31, 2023.***

CARRIED.

8.0 **ACCOUNTABILITY ITEMS**

8.1 Standards Quality improvement Plan (SQIP)

This year, the agency reported 98% compliance. Reminders and non-compliance have been followed up on immediately rather than waiting. This practice improved results for the reporting period.

8.2 Balanced Scorecard (BSC)

The agency continues to see overrepresentation of Indigenous, Black, Latino and 2SLGBTQ+ groups in service recipients. Identity is incorporated into care plans and this practice will continue. The agency will better highlight disabled service recipients as well.

Changes have been made in how services are provided that are not always captured in data. Data being collected currently does not reflect all the work being done. Staffing capacities are limited due to financial pressures. The Board suggested a possible Board Development session to look at the relationship between data, and staff work requirements.

- | <b>Item</b> | <b>Description</b>  |
|-------------|---|
| 8.3         | <p><b><u>Risk Assessment Matrix</u></b><br/>The risk assessment Matrix was presented to the board. There were 2 areas of risk identified which include:</p> <ol style="list-style-type: none"><li>1. The agency's financial position and</li><li>2. Limited Human Resources capacity</li></ol> <p>The agency will continue to monitor all risks to the agency throughout the year.</p>                          |
| 8.4         | <p><b><u>Extended Society Care Review</u></b><br/>The Extended Society Care review identifies the agency's level of compliance with ministry standards. The review was completed the week of Jan 30<sup>th</sup> 2023, accounting for 28 kids. This year, the Society had more standards that were in full and high compliance compared to last year. The agency is reporting excellent compliance results.</p> |
| <b>9.0</b>  | <p><b>BOARD CHAIR REPORT</b><br/>The Board Chair presented their report highlighting a goal for the board and agency to begin building stronger relationships with local MPP's.</p>   |
| <b>10.0</b> | <p><b>IN CAMERA</b><br/>On motion by Fr. Wilhelm and seconded by Arthur Smith be it resolved THAT:<br/><b>The Board move In Camera.</b><br/>CARRIED.</p>  |
| <b>11.0</b> | <p><b>ADJOURNMENT</b><br/>The chair adjourned the meeting at 1:21 p.m.</p>  |



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Toni Kovach, Board Chair



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Kristin Prince, Recording Secretary