



## BOARD OF DIRECTORS MEETING

# MINUTES

**February 26, 2024**

**11:37 a.m. – 1:37 p.m.**

*Beatrice Kemp Boardroom*

**Attendees:** **Toni Kovach, Chair** Michelle Rodney Father David Wilhelm  
Melissa Button Samidha Singhal Gary Warner  
Phillip Jeffrey

**Recorder:** Kristin Prince, Staff

**Regrets:** Jackie Bajus Konstantine Ketsetzis Nora Melara-Lopez  
Giovanni Carranza

**Staff:** Donna Zan, Executive Director  
Scott MacPhee, Director of Finance  
Krystal Buxo, Service Director, Permanency  
Courtney Hall, Quality Assurance Supervisor  
Renu Manocha, Director, Human Resources

**Guests:** Cheryl Pinto, Ministry Program Supervisor

Item	Description
<b>1.0</b>	<b>CALL TO ORDER – 11:37</b>
1.1	<u>Reflection</u> Fr. Wilhelm opened the meeting with a reflection.
1.2	<u>Land Acknowledgement</u> Phillip Jeffrey provided 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.
<b>2.0</b>	<b>REVIEW AND APPROVAL OF THE AGENDA</b> The agenda was approved as presented.
<b>3.0</b>	<b>DECLARATION OF CONFLICT OF INTEREST</b> The were no conflicts to declare.

Item	Description
<b>4.0</b>	<b>REVIEW AND APPROVAL OF MINUTES</b>
4.1	The minutes of November 27 <sup>th</sup> , 2023 & February 8 <sup>th</sup> Board of Director Meetings were approved as presented.
<b>5.0</b>	<b>CONSENT AGENDA</b>
5.1	CCASH Monthly Financial Attestations – Nov 2023 – Jan 2024
5.2	Governance Ct. Jan 23, 2024 Minutes
5.3	Nominating Ct. Feb 7, 2024 Minutes
5.4	Audit & Finance Ct. Feb 14, 2024 Minutes
5.5	QA & RM Ct. Minutes Feb 15, 2024
5.6	Identity Based Dashboard Dec 2023
5.7	Identity Based Dashboard Jan 2024
5.8	Identity Based Dashboard Feb 2024
5.9	Report of the Executive Director February 2024
5.10	Board to Board - January 2024
5.11	January Operating Statement
5.12	Board Workplan as of Jan 23, 2024
5.13	Fundraising Summary
	<u>Proposed motion:</u> On motion by Fr. Wilhelm and seconded by Melissa Button it was resolved THAT: <b>That the Consent Items are approved as presented.</b> CARRIED.
<b>6.0</b>	<b>MINISTRY UPDATES</b>
	The Ministry Program Supervisor reported ministry updates to the board. The following updates were provided:
	<ol style="list-style-type: none"><li>1. Overall, the implementation of the Ready, Set, Go Program within the sector has been a success.</li><li>2. Risk assessment implemented in 2 phases.</li><li>3. The Building Ontario Initiative Act of 2022 has been updated and will take effect on April 1<sup>st</sup> 2024.</li><li>4. The Ministry recognizes that complex needs of children and youth require time, attention, and specific planning. The ministry appreciates the agency’s diligence in taking on the challenges associated with complex youth. The Ministry of Children, Community and Social Services wants to work with other Ministries to eliminate barriers to provide effective services.</li><li>5. Regional program teams meet regularly to discuss challenges and strategies. The Ministry is committed to supporting families in accessing the right services from the right providers.</li></ol>

Item	Description
<b>7.0</b>	<b>FINANCE</b>
7.1	<u>Expenditure Management Plan 2025F</u>
7.2	<u>Expenditure Management Plan Summary</u> The Director of Finance reviewed the Expenditure Management Plan (EMP) & its summary. The agency is projecting a \$295k deficit after using the \$142k remaining in the Balanced Budget Fund (BBF). This EMP also takes into account the 2% reduction in ministry funding. The total reduction in ministry funding is \$417k.  Boarding and staffing costs continue to have the greatest impact on the budget. Average costs of Outside Paid Resources (OPR's) have increased significantly. In 2020, the average cost of an OPR was \$292/day whereas as of today, this cost has increased to \$506/day. This is a severe and persistent problem across the province. The Ministry program supervisor indicated they have received numerous complaints about the increased costs and claimed that the ministry is looking into this as a province wide issue that must be addressed.
<b>8.0</b>	<b>COMMITTEE WORK REQUIRING INPUT OR DECISION</b>
8.1	<u>Audit &amp; Finance Committee</u>
8.1.1	Approval of Expenditure Management Plan 2025F <u>Proposed motion:</u> On motion by Fr. Wilhelm and seconded by Toni Kovach it was resolved THAT: <b><i>The Audit and Finance Committee recommends that the Board approves the Expenditure Management Plan for F2024-2025 as presented.</i></b> CARRIED.
8.2	<u>Governance Committee</u>
8.2.1	<u>3.1.1 Board Decision Making Policy</u> <u>Proposed motion:</u> On motion by Michelle Rodney and seconded by Melissa Button it was resolved THAT: <b>The Board approves the 3.1.1 Board Decision Making Policy as presented.</b> CARRIED.
8.2.2	<u>3.1.5 Executive Director Succession Plan Policy</u> <u>Proposed motion:</u> On motion by Michelle Rodney and seconded by Gary Warner it was resolved THAT: <b>The Board approves the 3.1.5 Executive Director Succession Plan Policy as amended.</b> CARRIED.

Item	Description
8.2.3	<p data-bbox="402 222 1430 260"><u>Semi-Annual Report on Director Survey Feedback</u></p> <p data-bbox="402 260 1430 495">The Governance Committee Chair presented the data collected from the board evaluation surveys. No concerns were expressed. The board supports a Semi-Annual Report from the Governance Committee on director survey feedback. The Governance Chair reminded the board members that it is the responsibility of each member to ensure they participate in any training or education sessions provided.</p> <p data-bbox="402 537 1430 655">The Quality Assurance Supervisor will provide all survey comments to the Governance Committee and prepare infographics to be shared with the board (on a semi-annual basis) highlighting any themes that emerge from surveys.</p>
8.2.4	<p data-bbox="402 688 1430 726"><u>Annual Governance Indicators Survey</u></p> <p data-bbox="402 726 1430 764"><u>Proposed motion:</u></p> <p data-bbox="402 764 1430 840">On motion by Michelle Rodney and seconded by Samidha Singhal it was resolved THAT:</p> <p data-bbox="402 840 1430 915"><b><i>The Board approves hiring tng Consultants Inc. to administer the Governance Indicator survey in March 2024 for the Board of Directors participation.</i></b></p> <p data-bbox="402 915 1430 953">CARRIED.</p>
8.3	<p data-bbox="402 991 1430 1029"><u>Youth Advisory Committee</u></p> <p data-bbox="402 1029 1430 1352">The Youth Advisory Committee Chair, Samidha Singhal, explained the committee would like a less formal format for the committee and would like the committee to no longer be a board committee. The board could be provided updates as needed. The Executive Director has consulted with Brad Quinn of tng consultants about whether a board member can be on an operational committee. Samidha may remain on the committee, but she would not be acting in her role as a Board member. Samidha confirmed that she will remain on the committee to support the youth.</p>
8.3.1	<p data-bbox="402 1386 1430 1423"><u>YAC Committee Type</u></p> <p data-bbox="402 1423 1430 1461"><u>Proposed motion:</u></p> <p data-bbox="402 1461 1430 1537">On motion by Samidha Singhal and seconded by Fr. Wilhelm it was resolved THAT:</p> <p data-bbox="402 1537 1430 1654"><b><i>The status and function of the Youth Advisory Committee be changed from a board committee to an operational committee with updates being provided to the board on an as needed basis.</i></b></p> <p data-bbox="402 1654 1430 1692">CARRIED.</p>
8.4	<p data-bbox="402 1738 1430 1776"><u>Nominating Committee</u></p>
8.4.1	<p data-bbox="402 1776 1430 1814"><u>Board Meeting Survey Results</u></p> <p data-bbox="402 1814 1430 1892">Dr. Gary Warner reviewed the Board meeting survey results and explained that the board meeting times will remain the same based on directors' feedback.</p>

Item	Description
8.4.2	<u>Board Member Resignation</u> Dr. Warner shared Anthony Frisina’s resignation letter. The Board acknowledged Anthony’s contribution to the Board, thanked him for his service and wished him well in the future.
8.4.3	<u>Recruitment Update</u> The board asked to maintain an active roster of potential candidates that can be called upon if there is a need to recruit new members. Dr. Warner advised the Board that interviews for two prospective board members will take place on March 12 <sup>th</sup> . An update will be provided at the April board meeting.
8.5	<u>Quality Assurance &amp; Risk Management Committee</u>
8.5.1	<u>Committee Quorum Discussion</u> Phillip Jeffrey spoke to the matter of quorum for committees with community members. Due to recent issues with lack of quorum for these committees, the Quality Assurance and Risk Management committee is proposing that quorum includes community members with a minimum of 2 board members. Having to reschedule meetings creates a barrier in decision making. On motion by Phillip Jeffrey and seconded by Melissa Button it was resolved THAT: <b><i>The Board count community members as part of quorum with a minimum of 2 board members and 1 community member present to constitute quorum for committee meetings whose members consist of both board and community members.</i></b> CARRIED.
9.0	<b>ACCOUNTABILITY ITEMS</b>
9.1	<u>Equity Audit Work Plan Update</u> The Equity Audit Implementation Steering Committee continues to meet, employee resource and affinity groups continue to meet under Director of Equity and Service leadership. The agency is on target to complete the HR policy work of Equity Audit by spring 2024.
9.2	<u>Service Plan Q3 Update</u> The Executive Director provided the Q3 update.
10.0	<b>STRATEGIC PLAN DISCUSSION</b>
10.1	<u>DRAFT Strategic Plan</u> In follow up to the Feb 14 <sup>th</sup> board meeting with Climb Consulting, the board’s feedback and proposed language regarding the strategic plan was incorporated into the final draft strategic plan document.

Item	Description
	<p>On motion by Gary Warner and seconded by Phillip Jeffrey, it was resolved THAT: <b><i>The Board approves the 2024-2027 Strategic Plan Refresh as presented by Climb Consulting.</i></b> CARRIED.</p>
<b>11.0</b>	<p><b>BOARD CHAIR REPORT</b></p> <p>The Board Chair formally shared Anthony Frisina’s resignation and thanked him for his service noting that Anthony brought an important perspective as a person with a disability. Further to this, the Board Chair encouraged all directors to actively work to invite any other potential recruits who can represent the community of people with disabilities.</p> <p>The Board Chair asked directors to reflect on their commitment to attend meetings, committee meetings, professional development, education, and training sessions. She highlighted that decision making is important and requires everyone’s participation. The Board Chair asked Board members to ensure they communicate in advance with Executive Assistant or the Board Chair regarding attendance and their ability to meet obligations of the work required as a director. On Feb 29<sup>th</sup>, board president webinars will resume.</p>
<b>12.0</b>	<p><b>IN CAMERA – 12:58</b> <u>Proposed Motion</u></p> <p>On motion by Melissa Button and seconded by Gary Warner it was resolved THAT: <b><i>That the Board move In Camera.</i></b> CARRIED.</p>
<b>13.0</b>	<p><b>ADJOURNMENT – 1:37 PM</b></p>



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Toni Kovach, Board Chair



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Kristin Prince, Recording Secretary