



JULY BOARD OF DIRECTORS' MEETING

Minutes

July 13 2020

Present: Robyn Curran President
Robert Fetterly
Jo-Anne Welton
Shawna Mitchell
Ranjan Rupal
Bonnie Roynon
Drew Mitchell
Stella Curtis

Sherry Carnevale, Executive Director

Guest: Dean Decaire BDO Dunwoody LLP

1.	CALL TO ORDER The President called the meeting to order at 6:00 p.m. The vision statements were read in English & French.	
2.	APPROVAL OF AGENDA 0044-20 It was moved by Bonnie Roynon and seconded by Drew Mitchell "that the board approve the agenda presented with the possible changes that might occur before or during the meeting"	CARRIED
3.	DECLARATION OF CONFLICT OF INTEREST No conflict.	
4.	Review of the Annual Financial Statements – Dean Decaire BDO Dunwoody A copy of the two Financial Statements (GAAP and Ministry which includes program codes) and Final report to the Board of Directors were provided at the meeting to board members. Dean Decaire, BDO Dunwoody LLP reviewed and explained the GAAP draft Financial Statement and the Final Report. The auditor has issued clean audit opinions on both sets of statements with good controls in place and no uncorrected misstatements. 0045-20 It was moved by Robert Fetterly and seconded by Jo-Anne Welton "to accept the audited financial statements 2019-2020 as presented by Dean Decaire, BDO Dunwoody LLP and to be presented to the membership at the Annual General Meeting" .	CARRIED
5.	MINUTES OF June 8 2020, BOARD OF DIRECTORS' MEETING 0046-20 It was moved by Robert Fetterly and seconded by Drew Mitchell "that the minutes of June 8 2020, Board of Directors' Meeting be approved as presented" .	CARRIED
6.	BUSINESS ARISING 6.1 Proposed Change (3.1.6) Deferred to the September meeting	

	<p>6.2 Eligibility Bylaw Change 0047-20 It was moved by Robert Fetterly and seconded by Shawna Mitchell that “We go into Committee of the Whole”</p> <p>Ineligibility for sitting on the board was discussed. After further discussion, it was decided to access legal advice related to wording the bylaw correctly as well as the complete review of the bylaws. The board will revisit the topic at a future meeting.</p> <p>0048-20 It was moved by Robert Fetterly and seconded by Drew Mitchell that “We go out of Committee of the Whole”</p>	<p>CARRIED</p> <p>CARRIED</p>
7.	<p>Monitoring Report Updates The July & August Monitoring Reports require evidence from MCCSS reporting to support the reports. EL-5 and EL-4 will be moved to October. The monitoring agenda will be updated and uploaded to Sharepoint.</p> <p>0049-20 It was moved by Drew Mitchell and seconded by Jo-Anne Welton “to move monitoring reports EL-5 and EL-4 to be reported on in October 2020”.</p> <p>Discussion of EL-1 and the purpose of the monitoring report. The Executive Director will continue to complete this monitoring report.</p>	<p>CARRIED</p>
8.	<p>CONSENT AGENDA Accepted as presented 8.1 Executive Director’s Report</p>	
9.	<p>EXECUTIVE DIRECTOR’S NEWS</p> <ul style="list-style-type: none"> • The CLO Conference is being hosted virtually this year. We can register board members that are interested in attending. • <u>AGM Discussion</u> The board discussed the Annual General Meeting and the option of hosting this virtually. The date of the AGM will be September 21 2020 and the notice will be sent to the members on July 20 2020. Further review of the software or platforms will be done, and the board will decide on a format. 	
10.	<p>IN-CAMERA 0050-20 It was moved by Drew Mitchell and seconded by Robert Fetterly “that we go in-camera”</p> <p>0051-20 It was moved by Jo-Anne Welton and seconded by Bonnie Roynon “that we go out of camera”</p>	<p>CARRIED</p> <p>CARRIED</p>
11.	<p>BOARD EVALUATION</p> <ol style="list-style-type: none"> a) Ends: In a roundabout way, bylaws and AGM were discussed. In order to improve, board should try to keep with the time-lines. b) Board Governance: The majority strayed due to business c) Order & Decorum: Yes, all the members were respectful. In order to improve the board should consider how interacting in a virtual and physical meeting space. d) Education: We did not have an educational presentation. e) Participation: Yes, everyone listened to what Dean was saying. 	
13.	<p>CONFIRMATION OF NEXT MEETING</p> <p>The next Board of Director’s meeting will be held on Monday, September 28, 2020 at 6 pm.</p>	

	The AGM will be held Monday, September 21 2020 virtually.	
14.	ADJOURNMENT 0052-20 It was moved by Bonnie Roynon and seconded by Robert Fetterly “that the meeting be adjourned”.	CARRIED

Robyn Curran/Bonnie Roynon
President

Sherry Carnevale, Executive Director