

**MAY BOARD OF DIRECTORS' MEETING**

Minutes

May 8 2023

Bonnie Roynon, President
Lori Venasse
Shawna Mitchell
Kathy Paynter, Interim ED

Drew Mitchell Vice President
Jo-Anne Welton

Megan Waqué Executive Director

Regrets: Ranjan Rupal, Derek Morris, Stella Curtis, Casey Phillips

Guests: Mike Van Der Vlist, CEO, PHARA (Physically Handicapped Adults' Rehabilitation Association)

1.	<p>CALL TO ORDER</p> <p>The President called the meeting to order at 5:58 pm and read the Land Acknowledgement. The mission and vision statements were read in French by Marianne Raymond and English by Drew Mitchell</p> <p>The President welcomed Megan Waque, CLNB's new Executive Director to her first Board Meeting. Megan Waqué was introduced to the Board members who had not previously met her, emphasizing her experience with Ontario Health, analytical skills and passion for client-centered service delivery.</p> <p>The President welcomed Mike Van Der Vlist who will present the education.</p>	
2.	<p>APPROVAL OF AGENDA</p> <p>0053-23 It was moved by Drew Mitchell and seconded by Shawna Mitchell</p> <p>"that the board approve the agenda as presented with the possible changes that might occur before or during the meeting"</p> <ul style="list-style-type: none"> • Move Board Monthly Evaluation after the in-camera session (from item 12 to 14) 	CARRIED
3.	<p>DECLARATION OF CONFLICT OF INTEREST</p> <p>No conflict of interest declared</p>	
4.	<p>EDUCATION/PRESENTATIONS</p> <p>4.1 PHARA</p> <p>Mike presented the PHARA history and the services. They include:</p> <ul style="list-style-type: none"> -Stroke Rehabilitation services -Attendant Care Supportive Housing -Transition to Home Program -Enhanced Congregate Care -Meals on Wheels <p>PHARA has 143 rental units across the city. He spoke about the challenges including housing and funding. CLNB and PHARA work together in advocacy, supporting individuals to live a full life. Mike shared that there may be an opportunity to work together in the future. Each Board member received a package. Learn more about PHARA here: https://www.phara.org/home-english</p> <p>4.2 Committee of the Whole – Education Discussion</p> <p>0054-23 It was moved by Drew Mitchell and seconded by Shawna Mitchell</p> <p>"that we go into Committee of the Whole"</p> <p>The Board discussed how the presentation related to the ENDS. Living in the Community, State of Dignity, Reaching Potential were mentioned. There is a lot of</p>	CARRIED

	<p>commonality between PHARA and CLNB and the organization would be interested in thinking about further ways to collaborate.</p> <p>It was moved by Jo-Anne Welton and seconded by Lori Venasse “that we go out of Committee of the Whole”</p>	CARRIED
5.	<p>MINUTES OF April 11 2023 BOARD OF DIRECTORS' MEETING</p> <p>0055-23 It was moved by Drew Mitchell and seconded by Lori Venasse “that the minutes of April 11 2023 Board of Directors’ Meeting approved as presented”.</p>	CARRIED
6.	<p>CONSENT AGENDA 6.1 Executive Director’s Report 6.2 Sustainment & Development Committee Report (no report) 6.3 Governance/Finance Subcommittee Report</p> <p>0056-23 It was moved by Drew Mitchell and seconded by Shawna Mitchell “to accept the consent agenda reports”</p>	CARRIED
7.	<p>BUSINESS ARISING 7.1 CLNB Investment Account</p> <ul style="list-style-type: none"> The item is on the agenda as part of the Board’s Annual Agenda. There is no current update, and the policy is in development. <p>0057-23 It was moved by Drew Mitchell and seconded by Lori Venasse “that the signing authority at the bank consists of two signatures. Megan Waqué Executive Director and Mitchell Bethune Director, Corporate Services as primary signing authorities. In either of their absences, Chris Guillemette Director of Corporate Services is a signing authority at the bank. Kathy Paynter’s signing authority at the bank will be removed upon completion of the transition period on June 16, 2023”</p> <p>7.2 Governance Policy GP-9, GP-13, GP-16 0058-23 It was moved by Shawna Mitchell and seconded by Drew Mitchell “It is the consensus of the Governance Finance Committee to present additions to GP 9 - President’s and Vice President’s Role, to the Board for approval.”</p> <p>0059-23 It was moved by Lori Venasse and seconded by Drew Mitchell “It is the consensus of the Governance Finance Committee to present additions to GP 13 - Board Meeting Procedures, to the Board for approval.”</p> <p>0060-23 It was moved by Lori Venasse and seconded by Jo-Anne Welton “It is the consensus of the Governance Finance Committee to present additions GP 16 – Special Rules of Order, to the Board for approval”</p> <p>7.3 Motions from Special Board Meeting Motions from the April 13th 2023 Special Board Meeting</p> <p>0061-23 It was moved by Shawna Mitchell and seconded by Drew Mitchell “to certify that the CLNB Board of Directors approve the choice of Megan Waqué to become our new Executive Director as of May 1, 2023 as chose by the ED Recruitment Committee” In favour: Lori Venasse, Drew Mitchell, Shawna Mitchell, Jo-Anne Welton, Derek</p>	<p>CARRIED</p> <p>CARRIED</p> <p>CARRIED</p> <p>CARRIED</p> <p>CARRIED</p>

	<p>Morris, Casey Phillips (6)</p> <p>0062-23 It was moved by Derek Morris and seconded by Shawna Mitchell “that Kathy Paynter stay on in the role of Interim E.D. for 45 days to facilitate the transition of the new Executive Director”</p>	CARRIED
8.	<p>Board Annual Agenda 8.1 Draft Annual Agenda The Board reviewed the draft Board Annual Agenda and made the following updates:</p> <ul style="list-style-type: none"> • Election of the AGM nominating chair will remain in April • Election of Board Sub-Committee Chairs will be added to June • Add a review date of 2024 for Governance Process • Add a review date of 2024/2025 for Executive Limitations • Add review of Board Investment Policy to October 2023 <p>The Annual Agenda will be updated and included in the June Board Package for approval.</p> <p>8.2 Annual Evaluation It was suggested that the Board Annual Evaluation be moved to an electronic format of Survey Monkey. The Board would like to have the results of the Annual Evaluation for review for the June Board Meeting. Marianne will transfer the annual evaluation from paper to Survey Monkey and email the link for completion to Board Members. The Annual Evaluation must be completed by all Board Members by May 31 2023.</p>	
9.	<p>MONITORING REPORT 9.1 EL-9 Treatment of Individuals</p> <p>0063-23 It was moved by Jo-Anne Welton and seconded by Drew Mitchell</p> <p>“to certify that the Board has read the monitoring report EL-9 Treatment of Individuals and assessed it as providing evidence of compliance with a reasonable interpretation of the policy”.</p> <p>There was discussion about an error in one piece of evidence for this Monitoring Report. The Executive Director provided an explanation, and it will be corrected in the document.</p> <p>The Board indicated that for future monitoring reports, a combination of stories and data would be appreciated.</p>	CARRIED
10.	<p>EXECUTIVE DIRECTORS NEWS Items moved to in-camera</p>	
11.	<p>IN CAMERA 0064-23 It was moved by Shawna Mitchell and seconded by Jo-Anne Welton “that we go in camera”</p> <p>0067-23 It was moved by Jo-Anne Welton and seconded by Drew Mitchell “that we go out of camera”</p>	CARRIED CARRIED

12.	BOARD EVALUATION a) Ends: Most definitely, E2, E4, E5, meeting the needs of our ED b) Board Governance: Generally in the kitchen today. Difficult to separate Board lives from personal lives. c) Order & Decorum: We always have respect and time for each other. Feedback function for communication re: conflict of interest. d) Education: Absolutely! Re: Ends, desire for partnerships. e) Participation: Yes, reminders with Roberts Rules of Order motion forward, seconder speaks next.	
14.	CONFIRMATION OF NEXT MEETING The next Board meeting will be held at 741 Wallace Road on Monday, June 12 2023	
15.	ADJOURNMENT 0068-23 It was moved by Drew Mitchell and seconded by Jo-Anne Welton “that the meeting be adjourned at 7:38PMb.	CARRIED

Bonnie Roynon, President

Kathy Paynter, Interim Executive Director