SRCHC BOARD OF DIRECTORS' MEETING - MINUTES

Thursday, June 15, 2023

Present: S. Darling, M. Cheng, A. Hamidian. E. Hill, A. Kajenthira, J. Quito, R. Pradhan, M. Wilson

(Chair), K. Yee

Staff: J. Altenberg, J. Grgar (recorder), Z. Malik (recorder), S. Wiens

Regrets: B. Bereket, R. Ho

1.0 Welcome and Introductions, Confidentiality Reminder, and Conflict of Interest Declarations

The Chair welcomed all of the attendees and reminded participants to declare any conflicts of interest, and their responsibilities under the code of conduct and confidentiality agreements.

The Land Acknowledgement video played.

Attendees introduced themselves.

1.1 Confirmation of Quorum and Approval of Agenda

MOTION TO APPROVE THE AGENDA

(1) J. QUITO (2) K. YEE-JOSHI CARRIED

- 1.2 Consent Agenda
- 1.3 Governance Policy Reviews Consent Agenda

MOTION TO APPROVE GOVERNANCE POLICIES: 1.3 PLANNING: STRATEGIC, OPERATING AND QUALITY IMPROVEMENT 4.3 COMPLIANCE WITH LEGISLATION, 4.10 FINANCIAL CONDITION, 4.11 OPERATING RESERVE FUND

(1) A. KAJENTHIRA (2) K. YEE-JOSHI CARRIED

1.4 Monitoring Reports – Consent Agenda

MOTION TO APPROVE MONITORING REPORTS: 2.1 GOVERNING STYLE, 2.2 BOARD ROLES & RESPONSIBILITIES, 2.3 OFFICERS' ROLES, 2.3.1 BOARD EXECUTIVE SUCCESSION, 2.4 SCREENING ISSUES FOR BOARD, 2.10 IN CAMERA DISCUSSION, 4.4 COMMUNICATION & COUNSEL TO THE BOARD, 4.6 OCCUPATIONAL HEALTH & SAFETY, 4.12 ASSET PROTECTION, 4.13 SPECIAL PURPOSE FUND, 4.14 PROTECTION AGAINST RISK TO CLIENTS

(1) A. KAJENTHIRA (2) K. YEE-JOSHI CARRIED

1.5 Financials – Funding Motions

MOTION TO ACCEPT THE FOLLOWING FUNDS:

- \$42,700 (OPERATING FUNDING) and \$8,738 (SPECIAL GRANT) FOR THE SENIORS
 ACTRIVE LIVING CENTRE (SALC) SRCHC- CRESCENT TOWN CLUB FROM THE MINISTRY
 FOR SENIORS AND ACCESSIBILITY
- \$42,700 (OPERATING FUNDING) and \$8,738 (SPECIAL GRANT) FOR THE SENIORS
 ACTRIVE LIVING CENTRE (SALC) SRCHC- HARMONY HALL FROM THE MINISTRY FOR
 SENIORS AND ACCESSIBILITY
- \$42,700 (OPERATING FUNDING) and \$8,738 (SPECIAL GRANT) FOR THE SENIORS
 ACTRIVE LIVING CENTRE (SALC) SRCHC- ONTARIO TAMIL SENIORS FROM THE
 MINISTRY FOR SENIORS AND ACCESSIBILITY
- (1) A. KAJENTHIRA

(2) K. YEE-JOSHI

CARRIED

1.6 Approve Membership Applications

There were no membership applications this month.

1.7 Approve Minutes from the May 18, 2023 Board meeting

MOTION TO APPROVE THE DRAFT MINUTES FROM THE MAY 18, 2023 BOARD MEETING.

(1) A. KAJENTHIRA

(2) K. YEE-JOSHI

CARRIED

1.8 Special Purpose Fund Recipient Reports

MOTION TO ACCEPT THE SPECIAL PURPOSE FUND RECIPIENT REPORTS FROM ARTS INTERSECTIONS AGINCOURT; AND IMAGINE SUMMIT.

(1) A. KAJENTHIRA

(2) K. YEE-JOSHI

CARRIED

1.9 Affirmation of email vote to appoint auditors for 2022-2023

MOTION TO AFFIRM THE EMAIL VOTE SENT ON JUNE 1, 2023 AT 6:23PM AND CARRIED AT JUNE 2, 2023 AT 9:00 AM

(1) A. KAJENTHIRA

(2) K. YEE-JOSHI

CARRIED

The email read as follows:

The audit committee has approved a motion to recommend Deliotte LLP as the audit firm for 2023-24 following a competitive process.

Highlights of the RFP process:

- RFP sent out both by invitation and publicly
- Multiple firms submitted bids
- firms were interviewed

- Firms were assessed based on criteria:
 - Quality of proposal;
 - Audit experience with large health care NPOs;
 - Approach working with NPOs;
 - o Support Clients on Legislation & Accounting Standards Update;
 - o Audit Team Consistency & Audit Work Efficiency
 - o Support Clients on Financial Policy Update
 - o Regular Support on Non-Audit Enquiries
 - o Price
 - Knowledge about CHCs & SRCHC
- Senior Leadership recommended Deloitte LLP as the auditing firm for 2023-24. Their rating was 15 points higher than the next firm. As well, the reason we went to tender was the price increase from Deloitte this past year and it is notable that their price for next year was lower than the other two top firms that were considered.

Given that the AGM package and proxies are going out tomorrow. The audit committee requested we sent out the motion to the Board via email.

Please ensure that you use the last vote in the email chain and use the "Reply All" to vote. The deadline for the vote is Friday, June 2 at 9:00 AM.

MOTION: THAT THE BOARD RECOMMEND DELOITTE LLP AS THE AUDIT FIRM FOR SRCHC FOR 2023-2024 FOLLOWING A COMPETITIVE RFP PROCESS.

1.10 1.3 Planning: Strategic, Operating and Quality Improvement (Operational Monitoring Report)

MOTION TO APPROVE MONITORING REPORT 1.3 PLANNING: STRATEGIC, OPERATING AND QUALITY IMPROVEMENT (OPERATIONAL MONITORING REPORT)

(1) A. KAJENTHIRA

(2) K. YEE-JOSHI

CARRIED

2.0 Consent Agenda

MOTION TO APPROVE CONSENT AGENDA

(1) A. KAJENTHIRA

(2) K. YEE-JOSHI

CARRIED

3.0 CEO Communication & Counsel

The CEO highlighted items from the written report submitted to the Board.

SRCHC's MATCH (midwifery) Program, the Toronto Metropolitan University and Young parents No Fixed Address have created a film titled *A PATH to Safety*. Following is the link to the film https://www.youtube.com/watch?v=bg0bKCZ7Y-E

Northern Feathers will be screened at the upcoming AGM. It was also shown at this year's Alliance Conference. Les Harper and three of the graduates of the dance troop were in attendance.

The CEO reviewed a few items in 1.3 Planning: Strategic, Operating and Quality Improvement (Operational Monitoring Report) which was included in the Consent Agenda.

The CEO discussed a request for a letter of support from a for-profit East Toronto Health Partner (ETHP). ETHP has emphasized the importance of relationship-building with all partners in that Ontario Health Team (OHT). The CEO discussed the difference between this request and previous requests for letters of support from other non-profit and community partners. The Board discussed the significance of alignment with SRCHC values and models of evaluation and accountability when determining support for external organizations. The Board may wish to further develop its governance policy on advocacy to include principles for advocacy or some form of decision-making tool. The Board may also wish to have a more fulsome discussion on this matter in the future. SRCHC has spent many years developing a respected reputation and that reputation should be carefully guarded.

4.0 Monitoring Reports not in Consent Agenda

a) 4.15 Compliance with Accountability Agreements

MOTION: TO MOVE, AFTER MAKING INQUIRIES OF JASON ALTENBERG, CHIEF EXECUTIVE OFFICER, AND OTHER APPROPRIATE OFFICERS OF THE SOUTH RIVERDALE COMMUNITY HEALTH CENTRE AND, SUBJECT TO ANY EXCEPTIONS IDENTIFIED ON SCHEDULE F, TO APPROVE SCHEDULE F OF THE 2022-2023 M-SAA AS AMENDED, DECLARATION OF COMPLIANCE, BEING THAT TO THE BEST OF THE BOARD'S KNOWLEDGE AND BELIEF, SOUTH RIVERDALE COMMUNITY HEALTH CENTRE HAS FULFILLED ITS OBLIGATION UNDER THE SERVICE ACCOUNTABILITY AGREEMENT (THE M-SAA) IN EFFECT DURING THE APPLICABLE PERIOD, APRIL 1, 2022 TO MARCH 31, 2023.

(1) A. HAMIDIAN (2) J. QUITO CARRIED

MOTION: MOVE TO ATTEST THAT, AFTER MAKING INQUIRIES OF THE MEMBER'S CHIEF EXECUTIVE OFFICER, JASON ALTENBERG AND OTHER APPROPRIATE OFFICERS OF THE MEMBER, AND SUBJECT TO ANY EXCEPTIONS IDENTIFIED ON APPENDIX 1 TO THE ATTESTATION OF COMPLIANCE PROVIDED (NOT APPLICABLE), THE TORONTO RIDE MEMBER HAS FULFILLED ITS OBLIGATIONS UNDER THE AGREEMENT IN

EFFECT DURING THE APPLICABLE PERIOD – APRIL 1, 2022 TO MARCH 31, 2023.

(1) A. HAMIDIAN (2) K. YEE JOSHI CARRIED

b. 4.10 Financial Condition

Monitoring Report 4.10 Financial Condition, along with the related balance sheet and financial statement were included in the Board package. The VP Strategy and Systems reviewed the actuals to budgets and related variance explanations. The Board did not have any questions for the VP Strategy and Systems.

MOTION TO APPROVE THE Q4 MONITORING REPORT AND VARIANCES REFLECTED IN THE 4.10 FINANCIAL CONDITION

(1) A. HAMIDIAN

(2) K. YEE JOSHI

CARRIED

5.0 Board Self Evaluation Survey Results

The CEO reviewed and summarized the results of the year-end evaluation survey. The summary was distributed that day to the Board. The CEO thanked the Directors for 100% (11/11) Board Directors participation in the 5-question survey.

6.0 Succession Planning

The Chair will end his term as Chair this Board year. J. Quito will become Chair, R. Ho will become Vice-Chair, R. Pradhan will continue as Treasurer, and A. Hamidian will become Secretary.

The Chair suggested that a summer social for the Board would afford an opportunity to welcome new Directors and a place to socialize with departing Directors.

ACTION ITEM: THE EXECUTIVE ASSISTANTS WOULD ASSIST WITH SCHEDULING A SOCIAL IN JULY OR AUGUST FOR THE BOARD.

7.0 2023 Annual General Meeting, Post AGM and Board Buddies

The Chair reminded Directors that the AGM is on Tuesday and that it is important for al Directors to be in attendance. 20 voting members are required for quorum, and that includes the Board Directors. The Board looks forward to viewing Northern Feathers.

If re-elected, E. Hill and A. Kajenthira volunteered to be Board Buddies to new directors for the 2023-2024 Board year.

Directors were asked to be in attendance by 5:45 PM if possible, but no later than 6:00 PM.

8.0 CAS Update

The Call-A-Service Board met earlier this week and the motions related to accept the financial statements and the exemption from the audit process and were approved.

9.0 Standing Committees of the Board

a) Audit

The audit meeting was on June 1 last week and the audit process and standards were reviewed by Deloitte with the committee. The auditors reported another clean audit and the committee is recommending the approval of the audit and the related financial statements.

MOTION TO APPROVE THE DRAFT MINUTES OF THE AUDIT COMMITTEE MEETING OF JUNE 1, 2023

(1) A. HAMIDIAN (2) J. QUITO CARRIED

MOTION TO APPROVE THE AUDITOR'S REPORT FOR FISCAL YEAR 2022-2023

(1) A. HAMIDIAN (2) S. DARLING CARRIED

MOTION TO APPROVE THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDING MARCH 31, 2023

(1) A. HAMIDIAN (2) S. DARLING CARRIED

MOTION TO APPROVE THE ANNUAL RECONCILIATION REPORT DATED MARCH 31, 2023

(1) A. HAMIDIAN (2) S. DARLING CARRIED

MOTION TO APPROVE THE ANNUAL RECONCILATION REPORT STATEMENTS FOR THE AIDS, ASTHMA, CONSUMPTION TREATMENT SERVICES, AND HEPATITIS C PROGRAMS FOR THE YEAR ENDING MARCH 31, 2023

(1) A. HAMIDIAN (2) S. DARLING CARRIED

10. Work Groups and AOHC Alliance 1.36 IN VIDEO

a) Alliance (G2G).

The CEO attend the Alliance AGM. There were two amendments to the resolutions at the AGM. The first was a friendly amendment to the emergency resolution on HHR challenges expand that in addition to monies for salaries and benefits, it includes funding for overall operations, and that motion carried. The requirement for all Alliance partners to participate in the Indigenous Primary Healthcare Council's training on Indigenous Cultural Safety Training was also amended to state that training or an equivalent training was required. There were concerns about who will determine what training is equivalent and that determination has been put forward as a topic for discussion at the Alliance Executive Leaders meeting in the fall of 2023.

b) Anti-Black Racism

E. Hill reported that the work group had not met since the last board meeting. There was follow up to the TAHSN anti-black racism training. The ABR work group members have completed the training as well as a couple of other Directors who have completed it with their employers. The Directors who have not completed the training, were added to SRCHC's iLearn program. The VP advised that while there is no deadline to the training, it would be beneficial for SRCHC if Directors could complete the training in the next month.

11. Community Feedback

The CEO discussed calls from neighbours to the 955 Queen Street East location expressing concerns about increased visibility of substance use and homeless persons around that property when the Centre is not open. A meeting is being held to discuss the matter further with local residents. There appears to be increased visibility of homeless populations across Toronto. SRCHC is working toward being open additional hours in the future, but doesn't have sufficient resources to do so at this time.

There was a community Pride event held outdoors earlier today in the courtyard between 955 Queen Street East and the adjacent church. It was a successful and an inclusive community, client, and staff event.

125. Approve Draft May 18, 2023 In Camera Minutes

The minutes were screenshared for review.

MOTION TO APPROVE THE DRAFT IN CAMERA MINUTES FROM THE MAY 18, 2023 BOARD MEETING

(1) A. HAMIDIAN (2) R. PRADHAN CARRIED

16. Year in Review & Meeting Feedback

The Chair and Board Directors thanked the Senior Leadership Team for helping to forward the organization's mission, vision, and values. They also thanked them, the Executive Assistants, and SRCHC staff for all the work performed to keep the Board well-informed and through the year. The CEO and VP thanked the Board for their leadership, their support, and the great deal of work performed over the year. They also thanked the Executive Assistants for work to support the governance and leadership functions. M. Wilson was thanked for his work as the Chair the past two years. Attendees recognized S. Darling for her many positive contributions during her six years on the Board.

17. Motions to go in and out of camera and adjournment

MOTION TO GO IN CAMERA AT 8:04 PM

(1) K. YEE JOSHI (2) J. QUITO CARRIED

Mike Wilson, Chair		Rebecca Ho. Secretary
New		Rebecca Ho
(1) K. YEE JOSHI	(2) A. HAMIDIAN	CARRIED
MOTION TO ADJOURN THE BOARD MEETING AT 8:08 PM		
(1) K. YEE JOSHI	(2) J. QUITO	CARRIED
MOTION TO COME OUT OF IN CAMERA AT 8:07 PM		
(1) A. HAMIDIAN	(2) R. PRADHAN	CARRIED
MOTION TO APPROVE CEO PEI 2023	RFROMANCE APPRAISAL FOR	THE PERIOD ENDING MARCH 31,