

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
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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
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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
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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 all 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 RECONCILIATION 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**

MOTION TO APPROVE CEO PERFORMANCE APPRAISAL FOR THE PERIOD ENDING MARCH 31, 2023

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

MOTION TO COME OUT OF IN CAMERA AT 8:07 PM

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

MOTION TO ADJOURN THE BOARD MEETING AT 8:08 PM

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

Mike Wilson

Mike Wilson, Chair

Rebecca Ho

Rebecca Ho, Secretary