



**BOARD MEETING MINUTES  
FEBRUARY 06, 2024 (ONLINE)  
06:00 - 08:04 pm**

**ATTENDEES**

**Archana Chaudhry** - Board Director

**Chari Bennie** – Board Director, Treasurer/Secretary

**Leticia Rodrigues Ribeiro** – Executive Assistant/Minute Taker

**Ramona Blacklock** - guest

**Susan Morrissey** - Executive Director

**Vanessa Zembal** - Board Director, Chair

**ABSENTEES**

**Bill Howe** – Board Director

**Christopher Batdorf** - Board Director

**1. Welcome and introductions.**

Vanessa called to order at 6:07 pm.

**2. Consent Agenda**

Susan requested that the Casino Fundraiser event be added to the agenda.

**MOTION:** carried by Archana. Seconded by Chari to adopt January 9, 2024, minutes from the board meeting and the updated agenda. **CARRIED**

**3. Approval of Ramona Blacklock to the Board of Directors**

**MOTION:** Moved by Vanessa, seconded by Chari to approve Ramona as a new board member. **CARRIED**

**4. Executive Director’s Monthly Operations**

Susan will present an operations report at the next board meeting, covering all February and January activities.

**5. Business Arising**

- Monthly Financial Reconciliation Sign-off progress update - Chari

Chari has completed the signatures for the 2023 bank reconciliations.

- **ESPC Credit Card update**

Susan reported that she had met with both ATB and Servus to discuss moving our financial accounts. Both indicated it was likely that ESPC could get a credit card for use by the Executive Director or anyone else designated. Susan outlined her plan to pursue this once she completes the United Way grant application in March.

ACTION: Susan will begin working on a transition plan once the United Way Grant has been submitted.

- **Board Recruitment updates.**

Vanessa commented that there's no deadline for applications.

ACTION: Susan will ask Suzanne if she could invite a board member to talk specifically about board recruitment at her next volunteer meeting.

- *Application on the website*

Vanessa confirmed that she had seen the application form uploaded on the website.

- *Recruitment via social media, website*

VANESSA'S QUESTION: Does anybody have other suggestions on how board recruitment can occur?

Susan's answer: Advertise through ECVO, LinkedIn perhaps the University.

Chari's comment: What if we advertised in Charity Village and universities?

Susan's answer: We're investigating whether it's necessary to be a member of Charity Village to advertise through it. Also, I will ask Suzanne, who is our volunteer coordinator, if she could possibly investigate how we can advertise our recruitment process at universities.

- **Share Point Access for New Board Members update**

Leticia mentioned that she had set up access for all board members to SharePoint, which could be done through their personal email. Vanessa then stated that she would attempt to access the folders via her personal email.

## **6. Committee Reports**

### **Finance Committee (Chari Bennie)**

- General Updates – Chari

- Q3 financials tabled to March meeting for review and approval.

### **Executive Committee (Vanessa Zembal)**

- *General Updates*

No comments.

- *Board Binders*

**ACTIONS:**

- Susan and Leticia will update the board binder and then send it out to the board members.
- Once the Policy Committee, which was responsible for updating and ensuring that policies were reviewed and updated at the appropriate times, is vacant, Vanessa will post the policy files in a separate document on Sharepoint by the June board meeting.

- *Confidentiality Agreement*

**ACTION:** The board members will sign the Confidentiality Agreement and return it to Leticia who will file it individually.

**CHARI'S QUESTION:** Is there a way to prohibit members of the board of directors from sharing confidential information after they have left the organization?

**SUSAN'S ANSWER:** This is usually included in an employee's offer letter, but we can't keep it for volunteers after they've resigned.

**RAMONA'S COMMENT:** Although we could include confidentiality clauses in this case in the Confidentiality Agreement, she doesn't really think that would be valid in court.

- *Board Training*

**VANESSA'S QUESTION:** What type of training do new staff members Undertake?

**SUSAN'S ANSWER:** New staff members undergo a day-long orientation, led by me. During this orientation, we go through not only ESPC documents but also a variety of other materials included in the orientation package, which consist of information and resources that are helpful for their roles. Among the topics covered, we discuss our strategic framework.

- *AGM – date, speaker, Award of Merit*

Vanessa requested to include on the AGM agenda the topic of how to change the bylaws in a nonprofit organization because she intends to propose changing the annual AGM date.

**ACTIONS**

- Vanessa will prepare the new wording and the rationale for the change to the bylaws.
- Vanessa will email after this meeting to initiate the process of compiling a list of potential speakers. This matter will be revisited during the next board meeting.
- Susan and Leticia will also work on finding a place to hold this meeting.

**VANESSA'S QUESTION:** Will we have funds to provide food and prizes?

SUSAN'S ANSWER: We can always make it work regarding having snacks.

This year's AGM has been pre-scheduled for May 28 and will be held in person.

### **AWARD OF MERIT**

The board members will re-introduce the Award of Merit at the AGM. However, the next Award of Merit will be given out at the 2025 AGM.

- **Recruitment**

No comments.

- **Strategic Planning Preparation Meeting February 13, 2024**

Vanessa confirmed that the Strategic Planning Preparation Meeting will take place next Tuesday.

- *Documents*

ACTION: Susan will send Vanessa the Project/Grants and an updated operations plan from the staff by this Friday.

### **Governance Committee (Vacant)**

- *General Updates*

No comments.

### **Membership Committee (Vacant)**

- *General Update*

No comments.

### **General Discussion**

- In camera: ED Review

No comments.

- **Casino Fundraiser event**

Susan mentioned that in the past most of the key positions were filled by the board members. Susan will ensure the casino application form is submitted by the deadline (first week of April) It is important that we have a minimum of 5 key position applications submitted with the application.

ACTION: Leticia will send a list to the Board members describing the roles and shifts that have not yet been filled.

### **7.0 Executive Director's RPT.: 2024 United Way Strategy and Funding replaced Monthly Operations RPT.**

- *Review ED's January 30, 2024, email, and further updates.*

Susan reiterated some of the significant changes to the funding process by United Way that she had previously communicated to the board members via email including:

- Three areas within United Way's overall strategy: Strengthening Mental Wellbeing, Eliminating Barriers to Educational Success, and Empowering Financial Security.
- The United Way is now issuing an open call process which means anyone can apply for funding within the Capital Region.
- The funding process involves two separate funding streams instead of one stream that all agencies applied to - social sector development grants (which ESPC is eligible for and front-line agency agreements).
- Each proposal will need a minimum of two letters of support.
- Susan must submit a grant application, in the form of a proposal, for each project for which we wish to receive funding from United Way.
- The applications will be due on March 21<sup>st</sup> and the United Way board will be making the decisions by June 30<sup>th</sup>.

**ACTION:** Leticia will send Vanessa the [registration link](#) for the Virtual Information Session that will take place on February 13<sup>th</sup>.

- *Discussion of possibly leveraging board members skills to assist staff and deadlines.*

Susan welcomed board members to provide support if they wanted and to reach out to her to discuss further. She emphasized that she and the staff have already started exploring different ways to demonstrate impact in the community, which is considered an important factor in the applications.

- *Other: Annual Operation Report for information to the Board*  
No comments.

## **7.0 Meeting Adjourned**

**MOTION:** Moved by Vanessa for the meeting to be adjourned at 8:04 pm. *\_CARRIED*

**Next meeting:**

March 12, 2024.