



**MEETING OF THE BOARD OF DIRECTORS
Wednesday, January 26, 2011, 6:00 p.m.
Boardroom B, 62 Frood Road, Sudbury**

MINUTES

Present were:	Board President:	Mr. Richard Rivard
	Board Vice-President:	Mr. Barry Sullivan
	Board Treasurer:	Mr. Stan Kunto
	Board Members:	Dr. Sharon Speir
		Ms. Norah Dougan
		Mr. René Quesnelle
		Dr. Daniel Coté
		Mr. Donald Malette
Present by invitation:		Ms. Lynn Denis-Tessier, Ms. June Kelloway-Tarrant
Also attending:	A/ Executive Director:	Dr. Bertrand Guindon
	TQA Director:	Ms. Michelle Bernier-Wilson
	Executive Assistant :	Mrs. Monique Levesque

- 1 Call to order** With a quorum present, the meeting was called to order at 6:03 p.m.
- 1.1 Guests: Ms. Lynn Denis-Tessier and Ms. June Kelloway-Tarrant** The Chair introduced Ms. Denis-Tessier and Ms. Kelloway-Tarrant from the Ministry. The Board expressed thanks and appreciation for their attendance at the meeting.
- After substantial discussion regarding the Agency's financial situation , the consensus was the following:
- ~ The Ministry supports the fiscal plan presented by Dr. Guindon and will support the Agency as an organization.
 - ~ The Agency needs a sustainable long term plan that will move forward.
 - ~ The Ministry will not increase the budget.
 - ~ The Ministry will allow any recoveries from the plan presented to be applied against the debt.
 - ~ The Ministry is prepared to give cash advances for the pay periods where there are three (3) pay periods
 - ~ The Bank is receptive to help with a letter of support from the Ministry.
 - ~ The Ministry recognized that the Agency has not received an economic adjustment in at least 10 years.
 - ~ The Ministry will construct a letter of support for the Bank.

The Chair expressed his appreciation and thanked Ms. Kelloway-Tarrant and Ms. Denis-Tessier for attending the meeting.

In Camera
Motion 1/11

IT WAS MOVED BY: Mr. Stan Kunto
AND SECONDED BY: Mr. Barry Sullivan

That discussion between the Board of Directors and the Ministry be held in camera.
CARRIED

2 Declaration of conflict of interest

No conflicts were declared.

3 Vision and Mission Statement

This item was deferred.

4 Approval of the Agenda

IT WAS MOVED BY: Dr. Daniel Coté
AND SECONDED BY: Dr. Sharron Speir

Motion 2/11

That the agenda of the Board of Directors meeting of January 26, 2011 presented in Doc.01.11/1 be approved as distributed.

CARRIED

Motion 3/11

On behalf of the Board of Directors, it was moved and seconded and carried that an expression of our appreciation be hereby given to our guests, Ms. Denis-Tessier and Ms. Kelloway-Tarrant for graciously accepting the Child and Family Centre's invitation to attend the Board of Directors Meeting on January 26, 2011.

CARRIED

5 Review of previous Minutes from December 1, 2010

IT WAS MOVED BY: Mr. Barry Sullivan
AND SECONDED BY: Dr. Daniel Coté

Motion 4/11

That the minutes of the Board of Directors meeting held on December 1, 2010 presented in document 10-10/02 be approved as presented.

CARRIED

6 Business Arising

No new business was reported at this time.

6.1 Conflict of interest

There was no discussion on this item.

6.2 Governance Manual Review and maintenance

This item was deferred.

7 New Business

7.1 Signing authority
Motion 5/11

IT WAS MOVED BY: Ms. Norah Dougan
AND SECONDED BY: Mr. René Quesnelle

That by recommendation of the Executive Committee and in accordance with the Agency's Finance Cheque Signing Authority Policy #5 whereas the cheque signing authorities consist of the Executive Director, Dr. Bertrand Guindon replaces Ms. Susan Nicholson as a signing authority for the Child and Family Centre.

CARRIED

7.2 Notice to bargain

The Notice to bargain was presented to the Board of Directors. Following discussions it was agreed that Mr. Kunto would support Dr. Guindon with any financial disclosures; Dr. Guindon will initiate the process with Integrity Management (provided there is no retainer fees); Mr. Malette is willing to offer some consultation in the evenings. The Chair expressed his gratitude.

8 Executive Committee

8.1 Financial reports

The following draft financial documents were reported on:

- Balance Sheet
- Financial Report for all programs
- Statement of operations
- Cash Flow

The agency is currently reflecting an operational surplus. As previously discussed this agency submitted a balanced budget to all funders and at this point the agency anticipates no change to the balanced budget submission. The difficulty it is facing however is one of cash flow. The agency is currently sitting with a \$500,000 line of credit. Different scenarios were discussed to resolve cash flow problems. Dr. Guindon informed the Board of Directors the Ministry of Attorney General granted a one-time funding allowance to cover the deficit for the SAP Program. The Chair expressed gratitude to Dr. Guindon and Mr. Lacourcière.

Motion 6/11

IT WAS MOVED BY: Mr. Stan Kunto
AND SECONDED BY: Ms. Norah Dougan

That the pre audit financial reports be received by the Board of Directors as recommended by the Executive Committee.

CARRIED

8.2 Executive Minutes: November 17, 2010

The Executive Committee Minutes dated November 17, 2010 were distributed and read by Board Directors.

9 Board Committee Reports

Aboriginal Standing Committee

No report was presented at this time.

Anglophone Standing Committee

No report was presented at this time.

Francophone Standing Committee; review of

Due to time restraints this item was deferred.

Terms of Reference

Nomination Committee There are yet three vacancies to represent the Aboriginal Communities. Mr. Malette has indicated that he is waiting for a reply from a colleague at the college.

Supervised Access Advisory Committee; proposed Strategic Plan The Board received the proposed Strategic Plan for the Supervised Access Program. Ms. Dougan has chosen to defer as to give Board officers the opportunity to peruse the document.

Strategic Planning Sub-Committee The A/ ED has meet with the Vice-President to review the Operational Plan. The Plan is to be completed and presented at the next Board meeting. A Board officer expressed that he would like to discuss some measures as to meet the operational plan. Once the Plan is developed with target dates there will be some goals to report on with their progress.

Marketing Committee The Chair of the Marketing Committee reported the Committee hasn't been able to meet on a monthly bases to date however, they have meet on January 17, 2011. The Board was brief on the minutes from that meeting. Next meeting is scheduled February 14, 2011 and the Committee will monthly thereafter to prepare for CMH Week.

After extensive discussions it was agreed to focus on CMH Week as it is fast approaching. Due to financial constraints it is not feasible to hire a consultant for Marketing at this time. Staff will be asked to make presentations in schools.

Motion 7/11 IT WAS MOVED BY: Dr. Daniel Coté
AND SECONDED BY: Mr. Donald Malette

That the Board of Directors approve a \$500 budget as to allow purchases for planned activities for Children's Mental Health Week.

CARRIED

Partnership Committee No report was presented at this time.

10 TQA Director's Update Report

The TQA Director reported on the Accreditation site review report. An official statement is expected in the next month.

11 Acting Executive Director's Report

The following Clinical Director's reports were circulated and reviewed:

- ✓ Clinical Activities Monthly Summary to the Board of Directors
- ✓ November and December 2010
- ✓ Clinical Activities

A report from the A/ ED was received relating to current developments in the Agency. He advised the Board of his plans to meet with All Staff to review and

acknowledge the Agency's financial situation.

Also presented were different scenarios for the restructuring of the Organizational Chart.

- 12 Other** No other business to report at this time.
- 13 Next meeting** February 23, 2011 at 6 p.m.
- 14 Adjournment** IT WAS MOVED BY: Ms. Norah Dougan
Motion 8/11 That the meeting be adjourned at 9:05 p.m.

CARRIED

PRESIDENT

DATE