



**CHILD AND FAMILY CENTRE
CENTRE DE L'ENFANT ET DE LA FAMILLE
NGODWEAANGIZWIN AASKAAGEWIN**

**MEETING OF THE BOARD OF DIRECTORS
Wednesday, November 23, 2011, 7:00 p.m.
Boardroom A, 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:	Mr. René Quesnelle, Ms. Norah Dougan, Dr. Sharon Speir, Mrs. Jaymi Lee Hollows, Mr. Don Malette, Mr. Steven Callaghan
	Young Leader on Board:	Mr. Ian Ross
Also attending:	A/ Executive Director:	Dr. Bertrand Guindon
	Executive Assistant:	Mrs. Monique Levesque

- | | | | |
|----------|---|---|--|
| 1 | Call to order | With a quorum present, the meeting was called to order at 7:10 p.m. | |
| 2 | Declaration of conflict of interest | Mr. Don Malette declared a conflict with item 7b) HR Structure. | |
| 3 | Vision and Mission Statement | The Vision and Mission Statements were deferred at this time. | |
| 4 | Approval of the Agenda | MOTION 112/11

That the agenda of the Board of Directors meeting of November 23, 2011 be approved with the addition of "Resolution to appoint directors". | IT WAS MOVED BY: Mr. René Quesnelle
AND SECONDED BY: Mr. Stan Kunto

CARRIED |
| 5 | Review of previous Minutes from September 28, 2011 | MOTION 113/11

That the minutes of the Board of Directors meeting held on September 28, 2011 be approved as amended. | IT WAS MOVED BY: Mr. Barry Sullivan
AND SECONDED BY: Mrs. Jaymi Lee Hollows

CARRIED |

6 Business Arising

- a. **Update on Negotiations** MOTION 114/11 IT WAS MOVED BY: Ms. Norah Dougan
AND SECONDED BY: Mr. Barry Sullivan

That the Board move into in-camera session.

CARRIED

During its In-camera session the Board discussed Collective Bargaining.

- MOTION 115/11 IT WAS MOVED BY: Mr. Stan Kunto
AND SECONDED BY: Ms. Norah Dougan

That the Board move out of camera.

CARRIED

7 New Business

- a. **Risk Assessment** The new Risk Assessment Reporting Tool was circulated drawing attention to lines 5 and 5.2.

- b. **HR Structure** *Mr. Don Malette declared a conflict of interest and excused himself from the meeting.* Discussed at length was the Human Resource structure for the Agency and the imperative need to seek a consultant to develop job descriptions for three senior management positions and to review the organizational chart.

- MOTION 116/11 IT WAS MOVED BY: Ms. Norah Dougan
AND SECONDED BY: Mr. Steven Callaghan

That the Acting Executive Director be empowered to seek proposals to redefine three senior positions as follows and to review the current organizational chart:

- Executive Director
- Director of Clinical Programs
- Director of Human Resources and Finance

CARRIED

c Marketing Committee

- * **Charitable Fund Guidelines** MOTION 117/11 IT WAS MOVED BY: Mr. René Quesnelle
AND SECONDED BY: Ms. Norah Dougan

That the Charitable Fund Guidelines be approved with the revisions brought forth by Mr. Quesnelle.

**CARRIED
ONE ABSTAINED**

- * **Amended Terms of** Considerable discussion was devoted to the amended terms of reference for the Marketing Standing Committee.

Reference MOTION 118/11 IT WAS MOVED BY: Mr. René Quesnelle
AND SECONDED BY: Ms. Norah Dougan

That the Terms of Reference for the Marketing Committee be approved with the revisions brought forth by Mr. Quesnelle.

**CARRIED
ONE ABSTAINED**

- d Diversity Committee** The Board President offered some history to new board members as to how a Diversity Committee came about. As the new Committee needs someone to take leadership the Board Vice-President put together a draft TOR.
- It was agreed that Mrs. Sharon Speir along with Mr. Steven Callaghan would take the lead on the Committee with the support of Dr. Guindon and Mrs. Levesque.
- e Update on Strategic Plan** Item deferred at this time.
- f Service Description Schedules** Service Description Schedules were circulated for the Board member's perusal.
- g Services during Christmas Period** Further to the ED's recommendation it was agreed to close the Agency between the Christmas and New Year Holiday.
- h December Board Meeting** The Board of Directors recommended that, under the current circumstances, the regular Christmas dinner be cancelled this year.

8 Executive Committee

- a Financial reports: October 2011** The following draft financial documents were reported on:
- Balance Sheet as of October 31, 2011
 - Financial Report for all programs for 3 months ended October 31, 2011
 - Statement of operations for 3 months ended October 31, 2011
 - Cash Flow for the period ending October 31, 2011

The agency is currently reflecting an operational surplus which will serve to offset the cash flow. Expenditures are on target.

MOTION 119/11 IT WAS MOVED BY: Mr. Stan Kunto
AND SECONDED BY: Mr. Don Malette

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

CARRIED

- b **Executive Minutes:** This item was deferred.
September 23.2011

9 Board committee Reports

- a **Nomination Committee** A resolution to appoint directors was circulated for discussion. It was agreed that Dr. Speir and Ms. Dougan would review the document and bring back to the table at the next meeting.

There was discussion of a possible prospect to sit on the Board however, due to the nature of the candidate's relationship with the Agency it was recommended not to interview at this time.

- b **Supervised Access Advisory Committee** This item was deferred.

- 10 Acting Executive Director's Report** The following Clinical Director's reports were circulated and reviewed:
 - A/ Executive Director's Report
 - Clinical Activities Monthly Summary to the Board of Directors;
 - Clinical Activities Monthly Trends

- 11 Other** No other items were added for discussion.

- 12 Next meeting** To be determined.

- 13 Adjournment** MOTION 120/11
There being no further business to come, it was moved by Dr. Sharon Speir that the meeting be adjourned at 10:05 p.m.

CARRIED

PRESIDENT

DATE