



Minutes: Board of Management, Meeting 3 (2016-2017)

Monday December 12, 2016 6:30 PM
The 519, Front Desk Room

Board

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| Chair | Jacob Porpossian | Paul Jonathan Saguil (absent) | Linda Booker |
| Vice Chair | David Morris | Alex Abramovich (regrets) | Gwen Benaway |
| Treasurer | Tom Lewis | Nicki Ward | Tasnim Rehemtula (recused from voting) |
| Secretary | Alwin Kong | Patrick Gervais | |
| Ex-Officio | Councillor, Kristyn Wong-Tam (absent) | | |

The 519

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| Executive Director | Maura Lawless |
| Programs and Community Services, A/Senior Director | Becky McFarlane |
| Organizational Services, Director | Stacia Kean |
| Philanthropy, Director | John Farrell |
| Programs and Community Services A/Director | Lisa Gore Duplessis (regrets) |
| Social Enterprise, Education and Advocacy A/Director | Steven Little (regrets) |
| Senior Consultant, Knowledge Management | Monica Notaro |

1 Observer

| Item | Minutes |
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| 1 | <p>Welcome</p> <p>Jacob Porpossian, Chair opened the meeting at 6:30 pm.</p> |
| 2 | <p>Approve Agenda</p> <p>Jacob asked the Board to review and receive the Agenda for the Board Meeting of Monday December 12, 2016 with the additional adjustment of moving item 10 ahead of item 9.</p> <p>Jacob reminded the Board that the Agency Business follows the in camera session and that the meeting will close before opening up the Board training session, Trans101.</p> <p>Motion</p> <p>Moved by Gwen Benaway Seconded by Alwin Kong That the Board review and receive the Agenda for the Board Meeting of Monday December 12, 2016 with the additional adjustment of moving item 10 ahead of item 9. Decision carried</p> |
| 3 | <p>Approve Meeting Minutes</p> <p>Jacob asked the Board to review and approve the Meeting Minutes of November 28,</p> |

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| | <p>2016</p> <p>Motion</p> <p>Moved by Alwin Kong Seconded by Patrick Gervais That the Board review and approve the Meeting Minutes of November 28, 2016 Decision carried</p> |
| <p>4</p> | <p>Declaration of Conflict of Interest(s)</p> <p>Jacob noted that Tasnim Rehemtula is recused from Board votes due to a status change for Tasnim as a Board member and that further details will be discussed in the Chair Report.</p> |
| <p>5</p> | <p>Chair Report / Executive Committee</p> <p>Jacob noted the general agreement from the Board on the success and value of the Board Retreat as it provided time for learning and visioning the next year work plans for Standing Committees.</p> <p>Jacob updated the Board with the recent notice of resignation from the Board by Alex Abramovich and Tasnim Rehemtula both based on new work commitments and as such asked the Nominations Committee to fill the positions.</p> <p>Jacob noted that subsequently, Standing Committee Membership will be reviewed and updated and that the Nominations Committee will provide an update on next steps.</p> <p>Motion</p> <p>Moved by Tom Lewis Seconded by David Morris That the Board accept the resignation of Board members Alex Abramovich and Tasnim Rehemtula and the Nomination Committee to initiate a plan of action to fill the Board vacancies. Decision carried</p> |
| <p>6</p> | <p>Executive Director Report</p> <p>No report.</p> |
| <p>7</p> | <p>Strategic Program and Planning (SPP) Committee Update</p> <p>David Morris, Chair reviewed the Monday December 5, 2016 Committee Meeting Update noting that feedback on the Board Retreat was positive as it provided both</p> |

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| | <p>valuable information and discussion as well as a shared experience. David expressed appreciation on behalf of the Board for the support and work of The 519 staff to help make the Retreat a success.</p> |
| <p>8</p> | <p>Fundraising, Philanthropy, Communications Committee Update</p> <p>Tasnim Rehemtula, reviewed the Tuesday December 6, 2016 Committee Meeting Update:</p> <ul style="list-style-type: none"> • The Committee noted that recommended fundraising targets set out in the 2017 organizational budget were reasonable and were passed by the Committee in support of the budget. • Louis Michel was noted for his contribution of bringing in an additional \$5K and the Committee agreed that the Giving Tuesday events were successful and a good way to engage community members in our work. • It was further agreed that more directed promotion would be necessary in the future to ensure bigger returns. • David reported that more funds were raised through on-line giving. • It was reported that we are well on our way to achieving our fundraising targets for 2016 through our year-end appeal. • Board and Committee members were reminded to make their own personal gift. • The Board Retreat Philanthropy Roundtable discussion was noted as helpful in advancing Board and Committee member understanding of fundraising. John will circulate follow up content for the Committee to consider for the 2017 Strategic Philanthropy Plan. |
| <p>9</p> | <p>Finance Committee Update</p> <p>This item was moved to item 10.</p> <p>Tom Lewis, Chair reviewed the Thursday December 1, 2016 Finance Committee Meeting Update noting the in-camera presentation of the 2017 Recommended Operating Budget Report which subsequently was passed to be presented in-camera to the Board given the proprietary and Human Resource implications. Before going in-camera Maura provided a report on the committee minutes:</p> <ul style="list-style-type: none"> • Maura note that The 519 will report back to the Finance Committee in March/April 2017 as to status of funding and impact on 2017 operating budget. • Maura also presented the Draft Program Reserve Policy recommending that the term 'fundraising' change to 'operating activities (excluding grants and other defined contributions)' as the source of program reserve funds. • The Committee recommended a template be developed that includes information fields to complete so that requests to the Board for use of the funds |

are consistent. The proposed template will be brought forward to the next Finance Committee (January 2017).

The Board proceeded to go in-camera, see motion listed below and noted that before passing the recommended material that the proposed changes to the Reserve Fund Policy would require approval in recognition 2017 Recommended Operating Budget Report.

Tom led the request for motions for passing the Reserve Fund Policy as well as the motions requesting to enter an in-camera session; to review and approve the 2017 Recommended Operating and Capital Budget and Sole Source Recommendations when out of camera; and, to exit the in camera session.

Tom and Maura presented on the Reserve Fund Policy. They noted that in preparation of this material, is directed by the rules and regulation of the Certified Accounts of Canada (governing body of accountants across Canada) and the City of Toronto Auditor. The Auditor did a final review of content. Maura presented the draft policy with details below:

The purpose of the Program Reserve Policy for The 519 is to ensure the stability of the mission, programs, employment, and ongoing operations of the organization and to provide a source of internal funds for planned and emerging organizational priorities such as programming, capacity building, and special projects. The Programs Reserve Policy will be implemented in concert with the other governance and financial policies of The 519 and is intended to support the goals and strategies contained in these related policies and in strategic and operational plans.

Reserve funds are a component of The 519's net assets and they do not impact the revenues or expenses nor impact annual surplus and deficit. Surplus and deficits are allocated to Unrestricted net assets.

Unrestricted Net Assets are part of what would be left over if The 519's liabilities were satisfied. This portion of net assets can be used as The 519 sees fit and are not restricted by law, grantors or donors.

Restricted funds are grants and contributions received for specific programs or projects. These funds are recognized as revenue in relation to the program or project.

In relation to this, is the Program reserve established when The 519 is expected to have a surplus from its operating activities and when The 519 designates or sets aside these funds for future program requirements or emergency needs.

Reserve funds are governed in three categories: Identification of appropriate use of reserve funds; authority to use reserve and reporting and monitoring. Access will require Board approval.

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| | <p>Motion</p> <p>Moved by Gwen Benaway Seconded by David Morris That the Board to review and approve the updated version of the Programs Reserve Policy Decision carried</p> <p>Motion</p> <p>Moved by Tom Lewis Seconded by Alwin Kong That the Board to enter an in-camera session to review and approve the 2017 Recommended Consolidated Operating and Capital Budget and Sole Source/Contract Extension Report as presented by staff, when out of camera Decision carried</p> <p>Motion</p> <p>Moved by Tom Lewis Seconded by Nichola Ward That the Board to exit the in-camera session to review and approve the 2017 Recommended Consolidated Operating and Capital Budget and Sole Source/Contract Extension Report as presented by staff, when out of camera Decision carried</p> <p>Motion</p> <p>Moved by Tom Lewis Seconded by Alwin Kong That the Board review and approve to review and approve the 2017 Recommended Consolidated Operating and Capital Budget and Sole Source/Contract Extension Report as presented by staff, when out of camera Decision carried</p> |
| <p>10</p> | <p>Human Resources and Governance Committee</p> <p>This item was moved to item 9.</p> <p>Gwen Benaway, Chair reviewed the Monday December 5, 2016 Human Resources and Governance Committee Meeting Update noting that the Board will be surveyed on its</p> |

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| | <p>interests, demographics and approach to achieving objectives. The survey is expected to be ready in January 2017 and a report on the results can be expected for the February 27, 2017 Board meeting.</p> <p>A one page visual communication tool resembling a 'place mat' of Board values and it's governance structure will be developed as an addition to the Board orientation and general resources.</p> |
| <p>11</p> | <p>Agency Business</p> <p>Maura reviewed the following Grant Applications noting they are directly aligned with The 519's strategic priorities and consider budget pressures and administrative implications in 2016/2017.</p> <p>City of Toronto, Social Development and Financial Administration (SDFA), Capacity Building Program Design Grant: This funding will support SDFA and the Community Funding Unit to develop a capacity building grant program for resident and grassroots groups and the non-profit sector across the City of Toronto (including conducting a research review and a needs assessment). The grant submission is for the maximum amount of \$75,000 for one year. This project will cover some existing costs related to our community engagement work and it will not create any new budget pressures in 2017.</p> <p>Motion</p> <p>Moved by Linda Booker Seconded by Tom Lewis</p> <p>That the Board to review and approve the grant application submission for the City of Toronto, Social Development and Financial Administration (SDFA), Capacity Building Program Design, requesting the maximum amount of \$75,000 for one year</p> <p>Decision carried</p> |
| <p>12</p> | <p>Other Business / Emerging Issues</p> <p>No report.</p> |
| <p>13</p> | <p>Adjournment</p> <p>Jacob adjourned the meeting at 7:49pm expressing gratitude for all the work and effort of the Board and the staff of The 519, wishing everyone a Happy New Year.</p> <p>Motion</p> <p>Moved by Nichola Ward Seconded by David Morris</p> <p>That the Board adjourn the meeting</p> |



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| Decision carried |
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| Item | Attached Documents |
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| 2 | <ul style="list-style-type: none">• Agenda: Monday December 12, 2016 |
| 3 | <ul style="list-style-type: none">• Minutes: Monday November 28, 2016 |
| 8 | <ul style="list-style-type: none">• December 6, 2016 Committee Meeting Update |
| 9 | <ul style="list-style-type: none">• Thursday December 1, 2016 Committee Meeting Update• Reserve Fund Policy• 2017 Recommended Operating and Capital Budget and Sole Source Recommendations |
| 10 | <ul style="list-style-type: none">• Monday December 5, 2016 HRG Meeting Update |
| 11 | <ul style="list-style-type: none">• Grant Application: the City of Toronto, Social Development and Financial Administration (SDFA), Capacity Building Program Design Grant |

***yellow highlight indicates in camera session**